



EXECUTIVE COMMITTEE

March 5, 2021

CAMPUS MASTER PLAN 2021-2031

REQUEST:

Seeking approval for the WKU Campus Master Plan 2021-2031. The document provides a conceptual framework for supporting *Climbing to Greater Heights*, The WKU Strategic Plan 2018-2028.

FACTS:

Focused on student experience, the new Campus Master Plan 2021-2031 will guide investment decisions and enhancements to existing campus facilities, new construction, parking and road networks, landscape improvements and utilities that will support a more flexible, adaptable, responsible and sustainable campus.

Created with the input from stakeholders across WKU and the Bowling Green/Warren County community, this Campus Master Plan is a visionary roadmap that builds on WKU's momentum in completing projects such as the First Year Village, The WKU Commons At Helm Library, and The Hilltop Planning Study, with opportunities to reinforce the university's identity, build on its history and traditions, and increase student success.

Taking place against the backdrop of the global events of 2020 and campus preparations for a return during a pandemic, the planning process only underscored more strongly the need for stewardship of WKU's resources and physical plant to plan for the future. Now more than ever, the Campus Master Plan serves as a critical vehicle to lift WKU to greater heights - providing pathways to opportunity and a space of possibility for traditional and non-traditional students, recruiting and retaining world-class faculty, and shaping a thriving place and community for learning and teaching.

BUDGETARY IMPLICATIONS:

This forward-looking plan provides a guide for programming future budgets.

RECOMMENDATION:

President Timothy C. Caboni recommends that the Board of Regents Approve the WKU Campus Master Plan 2021-2031.

MOTION:

Approval of the WKU Campus Master Plan 2021-2031.

**PHILANTHROPIC NAMING REQUEST FOR
CHARLES HARDCASTLE KENTUCKY BUILDING**

REQUEST:

Approval of the philanthropic naming of the Kentucky Building as the Charles Hardcastle Kentucky Building in recognition of a gift from Charles and Carolyn Hardcastle.

FACTS:

Charles Hardcastle is President and Owner of Consolidated Paper Group, Inc. in Bowling Green. He earned a Bachelor of Arts in History from WKU in 1955. He has served on the numerous boards and committees at WKU including the Kentucky Museum Board of Directors, Kentucky Museum Advisory Council, New Century of Spirit Campaign Cabinet, Clinical Education Complex Charter Committee and the WKU Alumni Association Board of Directors. He is a Lifetime member of the WKU Alumni Association and a member of Friends of the WKU Libraries.

Charles and Carolyn are long-time supporters of WKU. They are members of the Henry Hardin Cherry Society, President's Circle and the Cupola Society. They have 48 years of consecutive giving to WKU.

This philanthropic naming request is recommended in recognition of Charles and Carolyn Hardcastle's generous gift in support of the Kentucky Building.

BUDGETARY IMPLICATIONS:

The Kentucky Museum will cover cost of the sign for room/area.

RECOMMENDATION:

President Timothy C. Caboni recommends approval of the philanthropic naming of the Kentucky Building as the Charles Hardcastle Kentucky Building in recognition of a gift from Charles and Carolyn Hardcastle.

MOTION:

Approval of the philanthropic naming of the Kentucky Building as the Charles Hardcastle Kentucky Building.



WKU Board of Regents
Delegation of Authority
Ad Hoc Committee Document

WESTERN KENTUCKY UNIVERSITY
BOARD OF REGENTS DELEGATION OF
AUTHORITY POLICY

The Western Kentucky University (WKU) Board of Regents (BOR) delegates the authority to the President to conduct University business unless the BOR has reserved authority under this Policy.

It is understood that 1) University policies shall remain in full force and effect unless modified herein, and 2) while the Board does not wish to engage in the daily management of the University, it acknowledges an oversight responsibility in accordance with Association of Governing Boards (AGB) recommended practices.

The WKU BOR reserves authority to:

1. Consistent with provisions of Kentucky Revised Statutes (KRS), determine and periodically review the University's mission, vision, and strategic directions/ initiatives and approve plans for the attainment, implementation, and evaluation of these aforementioned components;
2. Appoint the President of the University and annually evaluate the performance of the President considering all information available to it including but not limited to Cabinet evaluations and the Faculty and Staff Senates' constituent surveys, as well as the functioning of the Office of the President and the Board of Regents. The President shall submit to the Board, in writing, an annual report on the condition of the University under his leadership;
3. Approve in advance all leases under which the University, as a lessee, will involve payments in excess of \$100,000 per year and/or which involve a term in excess of one year;
4. Approve in advance all leases under which the University is the lessor of University real property or facilities and the lease has a non-cancellable term exceeding one year. A listing of all leases will be provided to the Board annually;
5. Approve in advance the granting of permanent easements by the University;
6. Approve in advance capital projects, as defined by Kentucky statutes and which require approval by the Kentucky General Assembly, prior to the commitment of funds. Prior to moving forward, all projects costing over \$200,000 and up to the threshold denoted by Kentucky statute should be reviewed by the Board Chair

and the President and a determination made in terms of those projects requiring further Board approval;

7. Approve in advance renovation of executive offices and the Presidential residence and grounds which will exceed \$25,000;
8. Approve in advance outsourced functions and personal service contracts with any single individual, business, firm, or legal entity involving retainers or installment payments in excess of \$100,000 in any fiscal year and/or which involve a term in excess of one year;
9. Approve in advance the sale of University owned personal property with values of greater than \$50,000;
10. Approve in advance of the sale or purchase of any University owned real estate;
11. Approve in advance capital budgets, plans and/or amendments involving construction or renovation projects with a cost greater than \$500,000 or a cost anticipated to be greater than \$500,000 if the project cost estimate has not been established;
12. Approve annual operating budget which includes Education and General and auxiliary budgets;
13. Approve issuance of any bonds pursuant to the Kentucky Revised Statutes;
14. Consistent with provisions of Kentucky Revised Statutes, determine the Board's meeting schedule, committee structure, and meeting agendas;
15. Approve in advance the establishment or discontinuation of colleges, schools, departments and centers at the University consistent with Kentucky Revised Statutes and University policy;
16. Approve in advance the establishment or discontinuation of degree programs and academic majors and minors, certificates and any other major University program consistent with Kentucky Revised Statutes and University policy;
17. Approve in advance University student admission standards and graduation requirements consistent with provisions of Kentucky Revised Statutes;
18. Approve in advance the establishment or discontinuance of intercollegiate athletic programs/teams, as well as National Collegiate Athletic Association (NCAA) classifications and conference affiliations;
19. Approve the promotion of faculty and the awarding of tenure to faculty consistent with University policy;
20. Establish the compensation/benefits for the President and approve in advance the

appointments of and compensation/benefits for members of the President's Cabinet, including but not limited to Vice Presidents, General Counsel, Internal Auditor and the Athletic Director.

21. Approve in advance new, upper-level administrative positions to be added to the organizational structure and who will appointments to positions between the Vice President and Dean levels;
22. Approve changes to compensation/benefit policies for faculty and staff consistent with provisions of Kentucky Revised Statutes;
23. Review auditing proposals, select the external auditors and approve the University's contract with the external auditors;
24. Receive and accept summaries of internal audit and compliance reports. If a significant issue with a report is discovered, the Board could request additional information;
25. Approve in advance rates for tuition, student-related fees, and room and board;
26. Approve in advance conduct codes and procedures for disciplinary action relating to faculty, staff and students, except as may be otherwise provided by the Board;
27. Approve the awarding of degrees, including honorary degrees;
28. Approve in advance the naming of facilities and memorials;
29. In the event of an emergency or in the event immediate action is in the best interests of the University, the President, after consultation with the Board Chair, is authorized to act, pursuant to authority otherwise available for this Delegation of Authority.

Reviewed/Revised:

Ad Hoc Committee of WKU BOR, December 2020



WKU Board of Regents
Delegation of Authority
Executive Committee Document

WESTERN KENTUCKY UNIVERSITY
BOARD OF REGENTS DELEGATION OF
AUTHORITY POLICY

The Western Kentucky University (the “University” or “WKU”) Board of Regents (the “BOR”) delegates the authority to the President to conduct University business unless the BOR has limited authority under its Bylaws or this Policy.

It is understood that:

1. University policies shall remain in full force and effect unless modified herein.
2. The Board does not wish to engage in the daily management of the University; however, it acknowledges its statutory responsibility pursuant to Kentucky Revised Statutes (“KRS”) Chapter 164.350, 164.360 and 164.365 (see footnote¹), including, but not limited to:
 - (a) Constitute a body corporate, with the usual corporate powers, and with all immunities, rights, privileges, and franchises usually attaching to the governing bodies of educational institutions.
 - (b) Receive grants of money and expend the same for the use and benefit of the University.
 - (c) Require such reports from the President, officers, faculty, and employees as it deems necessary and proper from time to time.
 - (d) Determine the number of divisions, departments, bureaus, offices, and agencies needed for the successful conduct of the affairs of the University.
 - (e) Grant diplomas and confer degrees upon the recommendation of the President and faculty.
 - (f) Adopt bylaws, rules and regulations for the governance of its members, officers, agents and employees, and shall enforce obedience to such bylaws, rules, and regulations.
 - (g) Periodically evaluate the University’s progress in implementing its missions, goals and objectives to conform to the strategic agenda.
 - (h) Appoint a President, and on the recommendation of the President may, in its discretion, appoint all faculty members and employees and fix their compensation and tenure of service, subject to the provisions of KRS 164.360(2).
 - (i) Exclusive jurisdiction for the power over and control of appointments, qualifications, salaries payable out of the State Treasury or otherwise, promotions,

¹ Footnote: Reference Bylaws WKU Board of Regents (last Amended/Approved December 13, 2019).

and official relations of all WKU employees.

3. The Board has an oversight responsibility in accordance with the Association of Governing Boards (AGB) recommended practices.

The WKU BOR grants the President the broad authority to transact any and all business on behalf of the University and to enter into contracts which shall be legally binding to the University, except in circumstances in which KRS requires BOR approval or the limited circumstances enumerated below, which shall require prior approval by the BOR:

1. Enter into any leases under which the University, as a lessee, will involve payments in excess of \$500,000 per year and/or which involve a term in excess of five (5) years;
2. Enter into any lease under which the University is the lessor of University real property or facilities and the lease has a non-cancellable term exceeding five (5) years. A listing of all leases will be provided to the Board annually;
3. Approve the granting of permanent easements by the University;
4. Approve capital projects, as defined by KRS and which require approval by the Kentucky General Assembly, prior to the commitment of funds. Prior to moving forward, all projects costing over \$500,000 and up to the threshold denoted by KRS should be reviewed by the Board Chair and the President and a determination made in terms of those projects requiring further Board approval;
5. Approve outsourced functions and personal service contracts with any single individual, business, firm, or legal entity involving retainers or installment payments in excess of \$500,000 in any fiscal year and/or which involve a term in excess of three (3) years;
6. Approve the sale of University owned personal property with values of greater than \$100,000;
7. Approve of the sale or purchase of any University owned real estate;
8. Approve annual operating budget which includes Education and General and auxiliary budgets;
9. Approve issuance of any bonds pursuant to the KRS;
10. Approve the establishment or discontinuation of degree programs and academic majors and minors, certificates and any other major University program consistent with KRS and University policy;
11. Approve University student admission standards and graduation requirements consistent with provisions of KRS;

12. Approve the establishment or discontinuance of intercollegiate athletic programs/teams, as well as National Collegiate Athletic Association (NCAA) classifications and conference affiliations;
13. Approve any modification(s) to the Organization structure of the University involving adding Administrative positions at the Vice President level or higher;
14. Approve the promotion of faculty and the awarding of tenure to faculty consistent with University policy;
15. Approve rates for tuition, student-related fees, and room and board; and
16. Approve the naming or change the name of any facilities and memorials.

In the event of an emergency or in the event immediate action is in the best interests of the University, the President, after consultation with the Board Chair, is authorized to act, pursuant to authority otherwise available for this Delegation of Authority.

Adopted this ____ day of _____, 2021.

**APPROVAL OF ADDENDUM TO EMPLOYMENT AGREEMENT
BETWEEN
WESTERN KENTUCKY UNIVERSITY AND TIMOTHY C. CABONI**

REQUEST:

The Chair is recommending approval of an Addendum to the Employment Agreement entered into on January 27, 2017, between Western Kentucky University and Timothy C. Caboni.

BACKGROUND / FACTS:

This Addendum to Timothy C. Caboni's contract as President of Western Kentucky University would be effective July 1, 2021. A copy of an Addendum to his current Employment Agreement which outlines this assignment is included with this agenda material.

BUDGETARY IMPLICATIONS:

The Addendum establishes President Caboni's base salary, retention and performance bonus levels and qualifications, deferred compensation plan, and potential separation payments. Funding is provided through institutional reserve funds. Budgetary implications will vary, and will include the increase in base salary beginning July 1, 2021, and annual performance incentive payment.

RECOMMENDATION:

Chair Frederick A. Higdon requests approval of an Addendum to the Employment Agreement between Western Kentucky University and Timothy C. Caboni, which is included with the Board material.

MOTION:

To approve the Addendum to the Employment Agreement between Western Kentucky University and Timothy C. Caboni.

ADDENDUM
EMPLOYMENT AGREEMENT
Western Kentucky University

THIS ADDENDUM TO EMPLOYMENT AGREEMENT (“Addendum”) made as of this ____ day of March, 2021, and effective as of July 1, 2021 (the “Effective Date”), by and between Western Kentucky University (hereinafter the “University” or “WKU”) and Timothy C. Caboni (hereinafter referred to as “Caboni” or “President”),

WITNESS

WHEREAS, Caboni is employed as President of Western Kentucky University in good standing, under an Employment Agreement dated January 27, 2017 (“Employment Agreement”); and

WHEREAS, the WKU Board of Regents (the “Board”) desires to take this occasion to act upon the granting of a performance based bonus for the term period July 1, 2020 through June 30, 2021, pursuant to provisions of paragraph IV(B) of the Employment Agreement, and

WHEREAS, the parties now desire to enter into an Addendum to the Employment Agreement to be effective July 1, 2021 (“Effective Date”).

NOW, THEREFORE, in consideration of the covenants and agreements herein contained, Western Kentucky University and Caboni covenant and agree to modify the Employment Agreement by this Addendum (paragraph numbers below correlate to the same paragraph number utilized in the Employment Agreement), as follows:

II. TERM. The second term of employment will commence the Effective Date and will extend for a period of four (4) years, expiring on June 30, 2025, unless extended in accordance with the provisions of paragraph VII of the Employment Agreement.

IV. COMPENSATION.

A. BASE SALARY. Effective as of the Effective Date, the President’s base salary shall be Four Hundred Fifty Thousand Dollars (\$450,000.00) per year. The President’s base salary, for subsequent years, shall be increased, if any, by the average percentage salary increase granted to the WKU faculty, effective as of the date of any WKU faculty salary increase.

B. RETENTION AND PERFORMANCE BASED BONUS. Effective annually, as of the Effective Date (i.e., first year starts July 1, 2021, and ends June 30, 2022), and payable by the end of each following July (e.g., July 31, 2022), the President is automatically entitled, but subject to Board recall, to a payment equal to ten percent (10%) of his annual base salary

compensation (see paragraph IV(A) above), as a retention bonus and award for exemplary performance for best efforts referencing the following:

- (a) Execution of the WKU Strategic Plan “Climbing to Greater Heights”;
- (b) WKU’s compliance with the “Performance Funding Model” adopted by the Postsecondary Education Working Group, and established by the Kentucky General Assembly as part of the 2016-18 Budget (HB303) and any future Amendments thereof; and
- (c) Year-over-year maintenance or improvements in the majority of the following:
 - (i) Opportunity Fund gifts and pledges.
 - (ii) Annual fundraising gift receipts.
 - (iii) Successful completion of a capital fundraising campaign.
 - (iv) WKU’s rating on the Campus Pride Index.
 - (v) STEM+H degrees awarded.
 - (vi) First-to-second year retention.
 - (vii) First-to-second year URM retention.
 - (viii) First-to-second year low-income retention.
 - (ix) Total annual performance funding allocation.
 - (x) WKU six-year graduation rate of first-time, full-time baccalaureate degree-seeking students.
 - (xi) Successful completion of SACSCOC Accreditation Reaffirmation.
 - (xii) Successful completion of SACSCOC Reaccreditation.

No retention and performance based bonus will be paid if the President is not employed on the respective June 30th (see paragraph VIII(d) hereinafter), or the Board in its absolute discretion determines the President has failed to achieve paragraph IV(B)(a), or (b) or maintain or improve the majority of the above year-over-year performance items in (c).

C. BENEFITS. (One change. Delete paragraph IV(C) (10-Moving Expenses).

D. (new) DEFERRED COMPENSATION PLAN/ 457(f) PLAN. A Deferred Payment / 457(f) Plan will be created and structured as an incentive for Caboni to remain with the University for terms of the Addendum and thereby provide stability to the University’s Chief Executive position and allow the full dedication of Caboni’s resources to address and implement the goals and visions of the University. Therefore, in addition to the President’s base salary and upon consultation with the President, in each year of this Addendum, the monthly cash value of eighteen percent (18%) of the annual base salary shall be placed into a 457(f) compensation plan account. Effective upon completion of the following years of employment, the President shall be entitled to the following amounts, less appropriate state, local and federal withholdings on any deposits or earnings accrued as of the date of payment to the President.

<u>Year Ending</u>	<u>Percentage Vested</u>
June 30, 2022	Zero percent (0%) of the fund
June 30, 2023	Zero percent (0%) of the fund
June 30, 2024	Fifty percent (50%) of the fund
June 30, 2025	One hundred percent (100%) of the fund

All payments shall be made to the President in the form of additional compensation. If the President's employment relationship with the University is terminated as provided in paragraph VIII, the President will be entitled only to the amount of funds indicated above for each completed year of service and any further obligations of the University as herein stated are null and void and all remaining accrued hereunder shall revert to the University.

VI. PHYSICAL EXAMINATION. The President shall undergo a comprehensive physical exam and preventative screening through an executive health program of the President's choosing once a year. All expenses related to the examination and exceeding or not qualifying for coverage under the President's medical insurance will be paid by the University, not to exceed Five Thousand Dollars (\$5,000.00) for the exam.

VIII. SEPARATION.

(a) (No change.)

(b) If during the employment term, July 1, 2021 through June 30, 2025, the President terminates his employment relationship and this Addendum without cause, prior to its expiration, and within one (1) calendar year of the date of termination he accepts or undertakes any other administrative employment or appointment in higher education, including, but not limited to, another presidential, chancellorship, or university development position, the President shall pay to the University as soon as is administratively practicable a lump sum according to the following schedule:

- (i) Termination before June 30, 2023 - \$900,000.00.
- (ii) Termination anytime from July 1, 2023 through June 30, 2024 - \$450,000.00.
- (iii) Termination anytime from July 1, 2024 through June 30, 2025 - \$250,000.00.

(c) If during the employment term, July 1, 2021 through June 30, 2025, the President terminates his employment and this Addendum, without cause, prior to its expiration, and within one (1) calendar year of the date of his termination has not accepted or undertaken any other administrative employment or appointment in higher education, including, but not limited to, another presidential, chancellorship, or university development position, the President shall have no financial obligations to the University.

(d) – (e) (No change).

(f) (new) The University may terminate this agreement without Cause at any time upon a 90-day written notice. Upon termination without Cause, the President shall be entitled to (1) the remaining balance of the base salary described in Paragraph IV(A) through the end of the term specified in Paragraph II and Paragraph VII of the Employment Agreement; provided, however, not to exceed the sum of Nine Hundred Thousand Dollars (\$900,000.00); and (2) the total amount of other deferred compensation or amounts owed or earned but are unpaid as of the date of termination payable in a lump sum within 90 days.

Unless otherwise specifically amended herein, the parties agree that all terms, conditions, agreements, and provisions of the Employment Agreement shall continue in full force and effect for the terms as established herein.

Related Board Action. Concurrent with the approval of this Addendum, the Board approved the granting of an annual performance incentive for the period of July 1, 2020, through June 30, 2021, of ten percent (10%) of the current annual base salary payable on June 30, 2021, provided the President remains employed by the University on said date.

IN WITNESS WHEREOF, this Addendum is executed and entered into as of the date hereinabove stated.

WESTERN KENTUCKY UNIVERSITY

By: _____
Frederick A. Higdon, Chair, Board of Regents

By: _____
Timothy C. Caboni, President