



OFFICE OF THE PRESIDENT

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October 1, 2015

MEMORANDUM

TO: Dr. Kate Hudepohl, Chair, University Senate

FROM: Gary A. Ransdell *Gary*

SUBJECT: Closure on Confucius Institute Matter

Here are a few positive outcomes that bring some clarification, and hopefully some closure, to the Confucius Institute discussion of recent weeks.

- 1) The first attachment is the communication which the Board of Regents' Parliamentarian Randy Capps and University General Counsel Deborah Wilkins prepared in regards to the Board's options related to the Senate Resolution to reconsider the construction approval given by the Board last January. This is fairly self-explanatory, but it may provide helpful insight to the Board's latitude on such matters.
- 2) Attached is recent communication from Dr. Janet Applin, Chair of the Confucius Institute building construction committee. I trust the clarification provided in this exchange will also prove helpful.
- 3) I met with the Confucius Institute staff last week and learned the following after their communication with Hanban staff in Beijing:
 - a) Madame Xu Lin, the Director General of Hanban, has invited me to meet with her personally in December, which I will do.
 - b) Madame Xu Lin has expressed pleasure with how this matter has been discussed and handled on our campus. The primary reason for our meeting will be to discuss ways in which we can expand our Confucius Institute, particularly, the number of teachers teaching Chinese language in area schools. We will likely be able to grow our number of teachers in Kentucky schools and will explore placing teachers in geographically appropriate Tennessee schools.
 - c) She has confirmed to our Confucius Institute staff that Hanban will cover all maintenance and operating costs, including utilities, related to the building once it opens.

Memo to Dr. Kate Hudepohl
Page 2
October 1, 2015

- d) Hanban has no interest in either operations or usage of the building, provided that the building continues to house the Confucius Institute. They believe the building should be open to anyone or any group on campus who wishes to reserve it for an event or whatever uses which might be suitable for the classrooms outlined in the attached floor plan from Dr. Applin. Terrill Martin, who will play a primary role in managing the facility, has indicated that he will prepare a "reservation form," which anyone or any department on campus may fill out to reserve use of the building. That form will be circulated across campus well in advance of the opening of the building.

I trust these confirmations and other information in the enclosed material will clarify some of the uncertainty that has surfaced in recent conversations. Please let me know if you seek further information or clarification.

GAR:sh

Attachments

xc: Dr. Wei Ping-Pan, Assistant to the President and Director, WKU Confucius Institute
Mr. Terrill Martin, Managing Director of WKU Confucius Institute
✓ Ms. Betty Yu, Associate Director of Educational Outreach, WKU Confucius Institute



A LEADING AMERICAN UNIVERSITY WITH INTERNATIONAL REACH
OFFICE OF THE CHIEF OF STAFF / GENERAL COUNSEL

September 21, 2015

MEMORANDUM

TO: Frederick A. Higdon, Chair
Melissa Dennison, Vice Chair

FROM: Randall Capps *RC*
Deborah T. Wilkins *DW*

SUBJECT: Proposal to Reconsider Previous Board Action – Design Build Project

We understand there has been some discussion related to revisiting or reconsidering an action taken on an item that was approved by the Board at an earlier date. The item and action in question is the Board's approval of the Confucius Institute Design and Build Project on January 23, 2015.

The following background is pertinent to the proposal to reconsider this vote.

First, the following Regents were present at the January 23 meeting, representing a quorum of the Board:

Mr. J. David Porter, Chair
Dr. Phillip W. Bale
Dr. Barbara G. Burch, Faculty Regent
Dr. Melissa B. Dennison, Secretary
Ms. Cynthia Harris

Mr. Gillard B. Johnson III
Mr. James Kennedy, Staff Regent
Mr. John W. Ridley
Ms. Nicki Taylor, Student Regent

Mr. Frederick A. Higdon and Mr. Laurence J. Zielke were absent from the meeting.

Regent Harris moved to approve the Confucius Institute Design/Build Construction Project to be located on Normal Street. Her motion was seconded by Regent Bale. The motion carried; seven Regents voted yes, Regent Burch voted no, and Regent Ridley abstained from voting.

Since that meeting, Regent Tamela Smith and Regent Jay Todd Richey have been elected to serve in place of Regents Kennedy and Taylor, respectively.

Second, Article VII of the Bylaws of the Board of Regents provides that the parliamentary procedure of the Board of Regents shall be governed by Robert's Rules of Order. It also provides

The Spirit Makes the Master

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in Article VI, 1C: The authority of the President to act on behalf of the University and the Board includes, but is not limited to, the authority: ... (7) To execute contracts, leases, and other legal instruments..." It should be noted that an organization's Bylaws control over Robert's Rules in the case of any inconsistency.

There are several bases upon which reconsideration of the action taken by the Board on January 23, 2015, would violate the Board's Bylaws and Robert's Rules of Order.

Robert's Rules of Order, Chapter 10, Using Motions That Bring a Question Again before the Assembly, provides:

"Reconsider is an unusual motion; making the motion to reconsider suspends all action until the motion to reconsider is taken up or terminates. Therefore, to prevent its dilatory use by the losing side, only a member that voted on the prevailing side can make the motion, although anyone can second it...The motion to reconsider is not amendable and requires a majority vote for adoption."

Robert's Rules of Order, Chapter 17, addresses "reconsideration of a vote," which is allowed when new information comes to light during the meeting itself. Robert's states: "An important point to remember is that members must make the motion to reconsider on the same day that the motion it is reconsidering is adopted, unless the organization has adopted rules to the contrary." (Emphasis added.)

Based upon the foregoing, reconsideration of the vote taken on January 23rd to approve the Confucius Institute Design/Build Construction Project would be in violation of the Board Bylaws and Robert's Rules of Order.

Assuming for sake of argument that such a motion would be appropriate, the motion to reconsider can only be made by one of the five (5) Regents currently on the Board who voted to approve the project. (i.e., Regents Burch, Ridley, Smith and Richey may not make the motion.) Following a motion by a qualified Regent, a two-thirds (2/3) of the Board must vote in favor of the motion to reconsider before the January 23rd vote itself can be placed before the Board for another, second vote.

Even so, Roberts also provides that bodies are prohibited from reconsiders previous action on a motion in the following cases:

1. When the provisions of the motion have been partially carried out;
2. When a vote has caused something to be done that can't be undone;
3. When a contract has been made and the other party has been notified of the vote; or
4. When some other parliamentary motion can obtain the same result.

In this case, the scenarios stated in items 1, 2 and 3 have occurred. Based upon the action taken by the Board on January 23rd, a Request for Proposal was issued by the University in accordance with state law, the University accepted the bid submitted by Scott Murphy and Daniel, LLC, and a contract was executed with this firm on July 30, 2015. The firm has been engaged in work related to this contract since that date, and has incurred expenses related thereto for labor and materials.

Aside from the procedural and policy issues related to a proposal to reconsider the previous action is the matter of the precedent that it may create for the Board. The Board has authorized the President to execute contracts and leases on behalf of the university, which he did. That contract requires construction of a building, which the Board duly authorized on January 23rd, and in which instance only one Board member voted "no."

The university enters into hundreds of contracts during a given year, on matters ranging from library subscriptions, to music licenses, game contracts, and printing, to name only a few. Reconsideration of a vote under any circumstance, but particularly the current circumstances, will likely result in doubt or uncertainty as to:

- The Board's commitment to its Bylaws and/or Code of Ethics;
- The ability or authority of university officials to enter into contracts on behalf of the university; and,
- Contractors and vendors willingness to commit, even when a particular matter has been approved by the Board, for fear approval will be withdrawn at a future date.

Should you have any questions or wish to discuss this further, please feel free to contact one or both of us.

RCDTW:lho

Gary Ransdell

From: Gary Ransdell <gary.ransdell@wku.edu>
Sent: Friday, September 11, 2015 4:40 PM
To: Applin, Janet
Cc: Gottfried, John; Yu, Betty
Subject: RE: CI Building Committee Update

Thanks, Janet. This is quite helpful. There is a lot of misinformation circulating about this project, so I am glad your committee is on it! The name on the building is up to your committee. All I told the reporter was that it could house the Confucius Institute. I did say the Confucius Teacher Training Institute seemed rather restrictive. I will defer to your group. Name it appropriately. To clarify the point about the space in the Library—Yes, only the gallery space (formerly known as the Chinese Learning Center) will remain. All C.I. offices, classrooms, and multi-use space will be transferred to the new building, and those spaces will revert back to the Library for its preferred use. I hope this helps clarify your committee's questions. Thanks!

Gary



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Please note that all e-mails directed to President Gary Ransdell may be subject to open records laws and may become public information.

m: Applin, Janet [<mailto:janet.applin@wku.edu>]
Sent: Friday, September 11, 2015 2:52 PM
To: Ransdell, Gary
Cc: Gottfried, John; Yu, Betty
Subject: CI Building Committee Update

Dear Dr. Ransdell –

I trust this email finds you well. Please find attached the minutes of the latest meeting of the CI Building committee – myself, Betty Yu, and John Gottfried. Also attached are the plans sent to the committee by Kerra Ogden. In addition, Kerra is arranging for the committee to meet with the building design team in the near future.

Our minutes note the need for clarification on two important issues regarding the CI Building and the committee will appreciate any input you have for our work.

Sincerely,
Janet Applin

Janet L. Applin, Ph.D.
Associate Dean for Academic Programs
Associate Professor, Special Education

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**Confucius Institute, Building Committee Meeting Minutes:
September 8, 2015**

Location – Helm Library and Gary Ransdell Hall (conference call).

Present at Meeting:

Betty Yu (Confucius Institute)

John Gottfried (Libraries)

Janet Applin (CEBS)

The committee reviewed the minutes from our previous meeting on April 14, 2015, the building plans, and the recent negative publicity surrounding the CI building. In addition, Betty and Janet called and spoke with Kerra Ogden regarding approximate timeline for the groundbreaking and construction.

Building Plans:

The committee's understanding is that the building will be a 1.5 story building featuring a Teaching Kitchen and three classrooms on the first floor and a Workroom and offices on the second floor. Classrooms will be used for WKU Students enrolled in Chinese Language and Cultural Classes and can be reserved for any other purposes for the use of WKU students and faculty. During the summer, Chinese Teacher Trainings can be held in the building. It was discussed that Chinese cooking demonstration or classes would also be a possible use of the building.

Use of Library Facilities:

The committee's understanding is that President Ransdell made clear that all offices in Helm would go back to the library and only the gallery displays will stay. It is the plan of the Library to use the Helm Reading Room for mixed purposes and to have use of the office space (Room 100, et. al.). The Library is planning for the future with the assumption that all offices will be returned to the Library's use.

Naming the New Building:

The committee discussed names for the new building and for the existing displays.

The Library has requested that both places not share the same name to avoid confusion. Since the CI displays and offices in Helm are now called, "The Confucius Institute," the committee suggests naming the artifact displays, should they remain in Helm, "The Chinese Gallery."

The committee's understanding was that the new building should not be named "The Confucius Institute Building" because the term "institute" had a definition in the university that would be inconsistent with the use of this building. However, a September 4, 2015 Bowling Green Daily News Article, stated, "Ransdell said the name of the building will be the Confucius Institute and not the "Confucius Teacher Training Institute" referenced in the SGA resolution." The committee discussed possible alternative names for the new building should they be needed including:

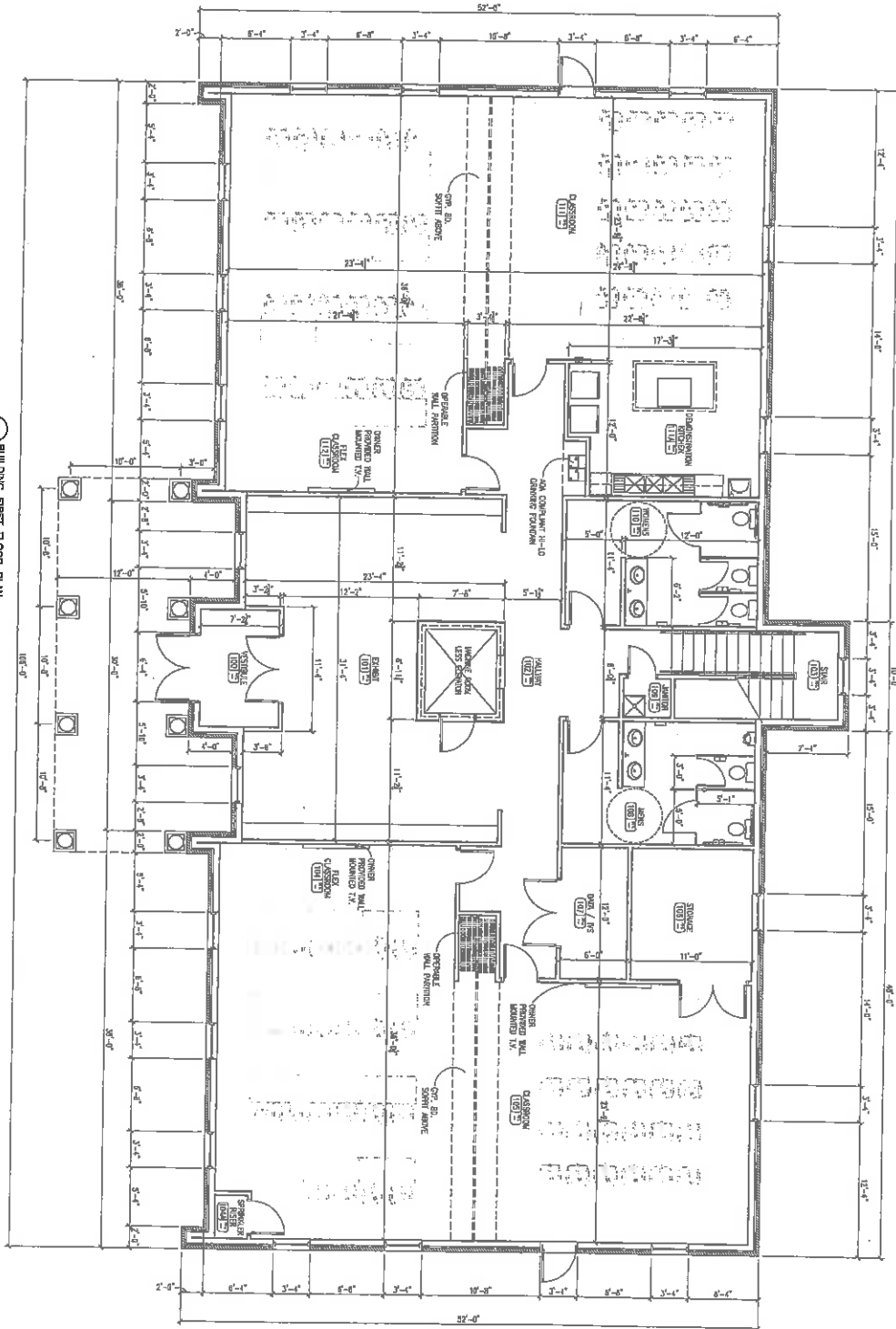
- 1) The Chinese Learning;
- 2) The Center for Asian Studies;
- 3) The Asian Center, and;
- 4) The Confucius Institute.

Timeline of Building Plans:

Upon speaking with Kerra Ogden, the committee was told that there is no set groundbreaking date as of yet. The building is still in the design stage until after November and the sequence will be Design – Bidding – Construction. Kerra asked when the committee could meet with the design team and the committee agreed that Friday mornings are best, except for Friday Sept. 18. Kerra will schedule a Friday morning for our committee to meet with the design team. Kerra was asked whether the recent publicity will slow the progress of this project and she answered, "no."

Committee Needs Clarification on the Following Items:

1. Name of building – Are there any suggestions from the leadership in addition to the four listed above?
2. Library Offices - Will all CI offices go to the new building and all Helm offices go back to the Library? It is our understanding that all offices will go back to Helm.



A BUILDING FIRST FLOOR PLAN

A1.

JOB NUMBER: 1970
 DATE: AUG. 19, 20
 DRAWN: NIS
 CHECKED: -
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 SEWELL AND SEWELL
 ARCHITECTS, P.C.

BUILDING
 FIRST FLOOR PLAN

SCOTT, MURPHY & DANIEL
 BUILDING
 CONSTRUCTION SPECIALISTS
 1000 10th St. - Bowling Green, KY 42301

SEWELL AND SEWELL
 ARCHITECTS
 990 WILKINSON TRACE, SUITE 104

WKU Confucius Institute
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