

## Responsibilities of Individual Trustees

Since its founding in 1868, Oregon State University has benefited from the service, intellectual contributions, ethical behavior, and philanthropy of many thousands of faculty, staff, students, alumni, and friends. Those of us who have been chosen to serve as fiduciary trustees for a period of time – to safeguard the University’s assets and to foster its capacity to serve others – have a heightened obligation to the University and to each other. To serve on a university governing board is a significant responsibility.

The trustees of the University have chosen to clarify the responsibilities, obligations, and expectations we have of each other. This statement is intended to help those who are asked to consider joining the Board of Trustees to understand more fully what is expected and to guide the Board in its operations and relations.

We agree that each Board member is responsible to:

- Embrace the institution’s mission and its responsibility to serve the diverse society that supports and depends on it.
- Devote the time and energy necessary to faithfully and diligently prepare for and participate in the Board’s meetings.
- Participate in constructive, informed deliberations by considering reliable information, thinking critically, asking good questions, and respecting diverse points of view in order to reach decisions that are in the best interests of the institution.
- Speak candidly, but also be willing to support decisions and policies approved by the Board—even if the trustee did not vote for them.
- Foster openness and trust among the board, the administration, the faculty, the students, state government, and the public.
- Remember that only the Board Chair speaks for the Board and ordinarily is presumed to be delegated the responsibility to address controversial issues or board decisions with the media. Similarly, the President ordinarily speaks for the University.
- Avoid personal agendas or being seen as a representative of any internal or external constituency, special-interest group or cause, community, or specific part of the institution.
- Support the President of the University while at the same time exercising critical judgment as an active, discerning, energetic, and probing trustee.

- Distinguish between management and governance issues.
- Communicate any significant concern or complaint promptly to the Chair or President, as appropriate.
- Respect the opinions of others and refrain from public criticism of them or their views.
- Avoid even the perception of a possible conflict of interest with financial, personal, and family interests.
- Understand where the institution fits into the overall state higher education policy agenda.
- Participate, as appropriate, in University functions.
- Defend the institution's and the Board's autonomy while working with other trustees to provide accountability and advocacy in equal measure.

**Document History:**

- Adopted by the Board of Trustees March 13, 2014