

The Board of Trustees of Oregon State University

Regular Meeting of the Executive & Audit Committee

April 23, 2015

650 Kerr Administration Building
Corvallis, Oregon

MINUTES

Committee Members Present: Rani Borkar, Darry Callahan (*vice chair*), Paul Kelly, Ed Ray (*ex officio*), Pat Reser (*chair*), and Kirk Schueler

Other Trustee Present: Brenda McComb

University Staff Present: Steve Clark, Debbie Colbert, Becca Gose, Mark Huey, and Patti Snopkowski

1. Call to Order/Roll/Declaration of a Quorum

Committee Chair Pat Reser called the meeting to order at 1:02 p.m., asked the Assistant Board Secretary to call the roll, and noted a quorum.

2. Consent Item

a. Minutes of the March 18, 2015 Executive & Audit Committee Meeting

A motion was made and seconded to approve the minutes of the March 18, 2015 Executive & Audit Committee meeting. The motion carried unanimously.

3. Action Items

a. Presidential Assessment Policy

Chair Reser noted the changes staff had made to the draft Presidential Assessment Policy (Tab B, Exhibit A) that the committee had discussed at its March 18, 2015, meeting. During the discussion that followed, Committee members suggested, and agreed on additional changes (new changes to the April 23 draft are in red): (1) in **IV. PROCESS**, A: The second sentence was changed to read: "The Annual Assessment will be completed ~~by September 30~~ each year when the Board officers complete their report **and no later than September 30**." (2) **IV. PROCESS**, B: The second section was changed to read: "The Comprehensive Assessment will be completed by September 30 **at least** once every five years during the President's tenure or **more often**, at the discretion of the Board officers."

Board Secretary Debbie Colbert described a sample timeline for implementing a presidential assessment (Tab B, Attachment 2) and noted the issues the timeline addressed. There was some discussion of whether Board officers would have sufficient time to solicit input and write their report by September 30 when the President's self-assessment report is due to the officers on August 15. Committee members suggested that the Board officers use a timeline such as the one presented and adjust it as needed.

During the discussion of the Comprehensive Assessment, some members noted the importance of engaging an external consultant to guide the process, which would be more complex and involve a broader sampling of the University community than the President's Annual Assessment. To accommodate the more complex process, Chair Reser requested that staff provide a proposed timeline for a Comprehensive Assessment, similar to the sample timeline provided for an Annual Assessment. There was also a recommendation that, if an external evaluator is used in 2016, then staff prepare the request for proposals for discussion at the January 2016 Committee meeting.

Following the discussion, a motion was made and seconded to recommend to the Board that it adopt the Resolution establishing a presidential assessment policy as it appears in Tab B, Exhibit A, as amended by the Committee. The motion carried unanimously.

b. 2016 Board Calendar

Colbert provided background on the 2016 Board Calendar, noting that the Board Calendar Policy directs the Board Secretary to deliver the schedule of the Board's regular meetings for the coming year by July 1 of each year. She also noted that under the Standing Committees Policy, the committee chairs must select dates for committee meetings as soon as practicable after the Board meeting schedule is determined. Colbert pointed out that, because the Board Calendar Policy specifies that the Board meet in January, March, May and October each year and the dates proposed for the 2016 Board Calendar include a meeting in June, rather than May, a majority of the Board must approve the calendar.

Following a brief discussion, a motion was made [Darry Callahan] and seconded [Kirk Schueler] to recommend to the Board that it approve the 2016 meeting dates as presented in Tab C. The motion carried.

Following the vote, Chair Reser reminded Trustees and staff that the next election of Board officers and committee officers is to take place in 2016, and she directed staff to place the item on the appropriate committee and Board agendas.

4. Discussion Items

a. Development of a Trustee Nomination Process

Chair Reser asked Colbert to provide background on the trustee nomination process. Colbert noted that the nomination process presents an opportunity for the Board to anticipate filling vacancies in at-large positions and strategically put forward nominees for the Governor's consideration. She also noted that this process is recommended by the National Governors Association as one of the five best practices for public higher education boards to implement.

In the discussion that followed, there were several suggested revisions to the wording in the list of individual trustee characteristics: 1) for characteristic #1, "Commitment to public education," change "public education" to "public higher education" and 2) for characteristic #3, "Knowledge of complex organizations and academic institutions," replace "and" with "or" so that characteristic #3 reads, "Knowledge of complex organizations or academic institutions." For the wording of the list of qualities for the Board collectively, the wording for item #1 would be revised to include "and other forms

of diversity” to read “Gender, ethnic, and geographic diversity and other expressions of diversity.”

Following discussion, the Committee requested staff to prepare a draft process and matrix of skills and characteristics for discussion at the May 28, 2015 committee meeting.

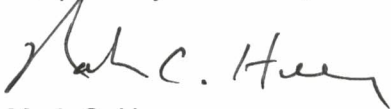
b. OSU 150 Plans

Vice President for University Relations and Marketing Steve Clark made a presentation to the Committee about plans related to celebrating Oregon State’s 150th anniversary in 2018. Titled “OSU 150,” the celebration is to begin with the President’s State of the University address in Portland in February 2018 and end with Homecoming in the late fall. Clark described the work that has already taken place, the proposed budget for the year-long celebration, and the work that is planned to take place up to the start of the anniversary year.

5. Adjournment

Following discussion, and with no further business proposed, Chair Reser adjourned the meeting at 2:40 p.m. and thanked everyone who attended for their participation.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Mark C. Huey". The signature is fluid and cursive, with the first name "Mark" being the most prominent part.

Mark C. Huey
Assistant Board Secretary