



**Oregon State**  
University

## The Board of Trustees of Oregon State University

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### Meeting of the Board of Trustees

October 28, 2022

9:30 am – 2:45 pm

Memorial Union, Horizon Room

Corvallis, OR

### MINUTES

**Trustees Present:** Kirk Schueler (*chair*), Rani Borkar (*via Zoom*), Julia Brim-Edwards, Darry Callahan, Maria Chávez-Haroldson, Susan Clark, Román Hernández, Julie Manning, Jayathi Murthy (*ex officio*), Preston Pulliams, Jax Richards, Inara Scott

**Trustees Absent:** Patty Bedient (*vice chair*), Michele Longo Eder, Lamar Hurd

**University Staff Present:** Teresita Alvarez-Cortez, Shanon Anderson, Jackie Bangs, Belinda Batten, Steve Clark, Kevin Dougherty, Katie Fast, Ed Feser, Susan Freccia, Alix Gitelman, Becca Gose, Jen Humphreys, Stacy Jeffries, Dan Larson, Deb Mott, Paul Odenthal, Shalece Rains, Melanie Rose, Irem Tumer, Temmecha Turner, Scott Vignos

**Invited Guests:** Ben Cannon (HECC), Taha Elwefati (ASCC), Kate MacTavish (OSU Faculty Senate), Matteo Paola (ASOSU), Eric Schoenstein (OSU Foundation)

#### 1. Call to Order / Roll Call / Declaration of a Quorum / Land Acknowledgement

Board Chair Kirk Schueler called the meeting to order. Board Secretary Jackie Bangs called the roll and verified a quorum. Chair Schueler read the university's land acknowledgement statement.

#### 2. Public Comments

Felicity Ratway commented on the COLA (cost of living adjustment) for graduate employees not being paid appropriately, and how the university deals with issues of misgendering.

Doug Pollock provided comment on the McDonald-Dunn Research Forest management plan.

Steve Cook provided comment on climate change and the McDonald-Dunn Research Forest.

James Rodell commented on the need for greater transparency from OSU.

Debra Higbee-Sudyka provided comment on forest management and the importance of protecting old-growth and mature forests.

Cliff Meneken expressed concern about the climate crisis and transparency.

Stanley Rich provided comment on the OSU upper division and graduate student housing project.

Ron Marek provided comment on the upper division and graduate student housing project.

Courtney Cloyd expressed support for comments made earlier by Rich and Marek and asked that the upper division and graduate student housing project be tabled and reconsidered.

Anne-Marie Oliver provided comment on climate change and encouraged a new notion of forestry not driven by the timber industry.

Barry Sanders gave comment on climate catastrophe and the defense of forests.

Craig Patterson asked what education is for, if not to provide opportunity to future generations. He provided comments on the timber industry.

### **3. Opening Comments and Reports**

#### **a. Chair's Comments**

Board Chair Kirk Schueler provided comments on the board of trustees retreat, the university's next strategic plan and upcoming actions for the board.

Schueler noted that the board of trustees retreat on Oct. 26 focused on strategic planning, adding that there are about 15 months remaining for completing SP 4.0. He expressed expectation that the next strategic plan would do the following: consider the higher education landscape and its implications for the future of OSU; stress the importance of transformative action and positioning OSU as a national leader among public land grant universities; and focus on building distinction in research and taking bold action on student success.

Schueler mentioned legislation regarding stipends for members of public boards, stating that the Executive and Audit Committee will bring this topic to the board for discussion in January 2023.

#### **b. President's Report**

OSU President Jayathi Murthy's report included updates on the presidential transition, enrollment and academics, inclusive excellence, and strategic planning.

Murthy said she has spent her first seven weeks at OSU learning about the different communities with which the university engages and serves, including Pendleton, Hermiston, Portland and Bend. She mentioned this fall's all-time high enrollments, adding that OSU is the largest university in the state for the ninth year in a row. She also said Ecampus is healthy and growing quickly.

Murthy stressed her commitment to advancing inclusive excellence at OSU, announcing a new President's Commission on Indigenous Affairs. The commission will work with the president, provost, vice president and chief diversity officer and others to support Indigenous faculty, students and staff and advance an OSU culture that values Indigenous perspectives and knowledge.

The president noted core elements of the university's next strategic plan, including advancing student access and success; advancing OSU's R1 mission; and increasing OSU's local, national and global footprint.

She also gave an update on Pac-12 and athletics realignment, noting that media rights negotiations are underway and expressing optimism about the future of the Pac-12 conference.

Murthy concluded her report by thanking trustees for their valuable feedback on her presidential goals, and adding that she's excited for the year ahead.

**c. Faculty Senate Report**

Faculty Senate President Kate MacTavish delivered the report.

She announced that the new structure for the Baccalaureate Core – a yearslong, student-centered effort – was ratified at the senate’s last meeting. She added that the Faculty Senate is recruiting 40-50 faculty to serve on various committees that will develop learning outcomes and criteria for sections of the strategic plan.

MacTavish said the Faculty Senate will be examining its role as a shared governance partner and looking forward to more dialogue with the board on this topic. The senate also will focus on the welfare of faculty as they continue to deal with ripples from the pandemic, keeping the issue of childcare front and center.

MacTavish stressed the importance of rebuilding morale and trust and making sure that campus processes are transparent.

**d. Associated Students of Cascades Campus Report**

The report was delivered by Taha Elwefati, president of the Associated Students of Cascades Campus.

Elwefati said the OSU-Cascades Student Fee Committee is considering how to best set student incidental fees for the next academic year and how to allocate funds for student fee-funded organizations.

He said the ASCC is collaborating with campus development staff to host a local fundraising gala to support scholarships, subsidy programs and sports clubs. Elwefati noted that ASCC offers a food pantry, childcare subsidy and housing subsidy to students with continued struggles. ASCC is also piloting a medical accommodation testing subsidy.

Elwefati said that the new student success center will include a multicultural center (which the campus currently doesn’t have) and that the ASCC has secured space for a DEI lounge in the meantime.

**e. Oregon State University Foundation Report**

Eric Schoenstein, chair of the OSU Foundation Board of Trustees, delivered the report via Zoom.

He stated that the campaign launch celebration met its attendance goal of 500 people, exceeded its sponsorship goal of 25 trustees at \$10,000 apiece and met its dollar goal for the public kickoff. He noted key moments from the campaign program, including the announcement that donors have already committed more than \$1B dollars; the announcement of a \$50M gift for the Jen-Hsun and Lori Huang Collaborative Innovation Complex; and the naming of the Patricia Valian Reser Center for the Creative Arts in recognition of her \$36M investment.

Schoenstein reported positive fundraising news for first quarter of the fiscal year, with over \$36M in donations – almost 27% of the annual baseline funding goal of \$134M. He said the Foundation would also roll out targeted fundraising campaigns for student success and collaborative research and innovation. He added that the OSUF endowment market value was almost \$779M at the end of August.

**f. Higher Education Coordinating Commission Report**

Ben Cannon, executive director of the state’s Higher Education Coordinating Commission (HECC),

delivered the report.

Cannon said that HECC submitted its budget recommendation for post-secondary education to the governor on Sept. 1. The commission recommended a large increase to the Oregon Opportunity Grant, as well as increased funding for public universities and community colleges. Cannon noted that the budget request also included a set of capital project recommendations, and that the Collaborative Innovation Complex is near the top of the list.

Cannon mentioned continued work with the Joint Task Force on Student Success for Underrepresented Students in Higher Education. Recommendations for 2023 include investing in affordability as well as wrap-around services and better support for housing, food, transportation and childcare.

He reported that the Oregon Student Tribal Grant is still accepting applications and that the legislature is working to make this a continuing program. The grant covers the full cost of college attendance for qualifying Oregon tribal students, including housing, books, room, board and tuition.

Cannon mentioned a report on the higher education landscape released by the Oregon Council of Presidents and conducted by the National Center for Higher Education Management Studies (NCHEMS). He expressed hope that the information would inform strategic planning efforts and stressed the role of colleges and universities in building a brighter economic future for the state.

**g. Presidential Transition Committee Report**

Trustees Darry Callahan and Maria Chávez-Haroldson delivered the report.

Callahan thanked President Murthy, whose first week at OSU included traveling to the Pendleton Round-Up, visiting two OSU experiment stations, meeting with government officials and community members, and learning of local appreciation for the university's statewide presence. He added that relationship building with members of the OSU community and external stakeholders has been a priority, noting that President Murthy also has met with representatives from most OSU colleges in September and October, with more intensive college engagement planned for winter and spring terms.

Callahan added that the president's transition has also included intensive engagement with the OSU Foundation and the "Believe It" fundraising and engagement campaign, as well as visits to the OSU Portland Center, OSU-Cascades and the Hatfield Marine Science Center.

**h. Associated Students of Oregon State University Report**

Associated Students of Oregon State University President Matteo Paola delivered the report.

Paola announced that ASOSU has secured space for an international student lounge in the Memorial Union and is in talks regarding a potential space for a disabled students lounge. He reported that ASOSU is hiring student workers to run programming out of those centers, and said it hoped to establish cultural centers for those two communities.

Paola reported that the ASOSU is in talks with various departments to increase the current 20-hour work week limit for student employees and change student pay periods from monthly to bi-weekly. He said ASOSU is pushing for campus employers to provide \$15/hour pay rates for student fee-funded workers.

Paola said there was a 1 – 2% apartment vacancy rate in Corvallis, noting that housing is a big issue for students and employees. He mentioned the possibility of capping rental application fees, something he

says the Eugene City Council did successfully.

#### 4. Consent Agenda

- a. Minutes of the May 5, 2022 Special Meeting of the Board of Trustees
- b. Minutes of the May 5, 2022 Executive Session of the Board of Trustees
- c. Minutes of the May 7 and May 9, 2022 Executive Sessions of the Board of Trustees
- d. Minutes of the May 20, 2022 Executive Session of the Board of Trustees
- e. Minutes of the May 20, 2022 Meeting of the Board of Trustees
- f. Minutes of the May 23 and May 24, 2022 Executive Sessions of the Board of Trustees
- g. Minutes of the May 25, 2022 Joint Meeting of the OSU and OSU Foundation Boards
- h. Minutes of the May 27, 2022 Meeting of the Board of Trustees
- i. Minutes of the May 31, 2022 Executive Session of the Board of Trustees
- j. Minutes of the May 31, 2022 Meeting of the Board of Trustees
- k. Minutes of the June 7, 2022 Special Meeting of the Board of Trustees
- l. Capital Project Stage Gate II: Ship Operations Dock Renewal
- m. Capital Project Change to Approved Budget: Washington Way
- n. Delegation of Authority Amendments

A motion was made and seconded to approve the consent agenda. The motion carried.

#### 5. Reports of Standing Committees of the Board

##### a. Executive and Audit Committee

Chair Schueler delivered the standing report of the Executive and Audit Committee (EAC).

He reported that the committee approved three action items: its 2023 work plan; the 2022 Audit, Risk and Compliance report; and the appointment of CliftonLarsonAllen LLP to provide audit and other compliance services to the university for the next three years. The committee also recommended that the board approve the president's goals for FY2023.

Schueler noted that the EAC heard an annual report from the General Counsel and an annual compliance and ethics program report, in addition to discussing the needs assessment for at-large trustee vacancies.

##### b. Academic Strategies Committee

Committee Chair Preston Pulliams delivered the report of the Academic Strategies Committee (ASC).

Pulliams mentioned highlights from the provost's report, including the approval of the reformed Baccalaureate Core and the goal of a new general education model available in fall 2025; a record \$471.5M in research awards for the past fiscal year; and the launch of OSU Assist, a new app for students to access free, confidential mental health and wellness counseling.

The chair noted that the committee had approved its 2023 work plan, along with the extension of the

BS in Teaching to the Corvallis campus.

Pulliams recapped the three discussion items that came before the EAC. The Faculty Affairs briefing touched on new possibilities for the work lives of faculty and ways to increase retention and recruitment; the Extension and Engagement briefing reported on youth-focused programs and the role of Extension and Engagement in supporting resilient natural resources; and the report on workplace safety cited zero violations from a recent unannounced hazardous waste compliance inspection by the Oregon Department of Environment and Quality.

**c. Finance and Administration Committee**

Finance and Administration Committee Chair Darry Callahan delivered the report.

Callahan recapped the highlights of the report from the vice president for finance and administration, including a new university policy on the disposition of equity interest in companies that the university receives in exchange for the licensing of intellectual property developed in the course of university-sponsored research; developing the South Farm property as an affordable housing project; and OSU's treasury management activities in response to market volatility.

The committee received an annual update on the status of capital projects and discussed the impacts of unprecedented cost escalation in the construction market. Callahan added that diversity, equity and inclusion goals related to construction contractors and other vendors will be discussed in greater detail at a future FAC meeting, and staff will also follow up with additional details regarding a planned housing project in Newport.

Callahan noted that the committee approved its 2023 work plan (noting requests from committee members to receive board materials further in advance and receive additional education about the committee's topics) and approved moving the Collaborative Innovation Complex project to the design development stage.

The committee also heard an update about FY2023 budget – which Callahan described as surprisingly good news after several years of challenges – and received an update on the DFA framework for success.

**6. Action Items**

**a. Board Chair's Report: Consideration of President's FY2023 Goals**

Board Chair Kirk Schueler solicited discussion and questions about the president's FY2023 goals.

There was no public comment and no discussion or questions. The chair sought a motion to approve the report. A motion was made and seconded, and the motion carried.

**b. 2023 Board Work Plan and 2022 Board Assessment Results**

Chair Schueler recapped individual comments from the board assessment results that touched on communication and engagement.

There was no public comment on this item, and the chair sought a motion to approve the 2023 board work plan. The motion was made and seconded, and the motion carried.

**c. Capital Project Stage Gate II: OSU-Cascades Innovation District**

**d. Capital Project Stage Gate II: Withycombe Hall Renovation**

Finance and Administration Committee Chair Darry Callahan said the committee recommended advancing the Withycombe Hall renovation project to the construction phase at a total budget of \$71M.

He noted the project would update a 1950s building that has never undergone a major renovation and would modernize space used by the departments of Animal Rangeland Science and Food Science and Technology in the College of Agricultural Sciences.

There was no public comment. A motion was made and seconded to approve a capital project budget of \$71M for the Withycombe Hall renovation and advance the project to the construction phase. The motion carried.

**7. Action Item**

**a. Resolution of Appreciation**

Trustee Callahan proposed the resolution of appreciation for Dr. Rebecca “Becky” Johnson, who provided interim leadership as OSU’s first woman president from May 1, 2021, to Sept. 8, 2022, while the university conducted a national search for its 16<sup>th</sup> president.

A motion was made and seconded to approve the resolution, and the motion carried.

**8. Discussion Items**

**a. Advancing Equity, Inclusion, and Social Justice: Annual Report**

In attendance to deliver the report were Scott Vignos, interim vice president and chief diversity officer; Janet Nishihara, executive director of the Educational Opportunities Program; Francis Chan, director of the Cooperative Institute for Marine Ecosystem and Resources Studies (CIMERS); Analu Fonseca, director of diversity, equity and inclusion for OSU Extension and Engagement; Maria Andrade, director of the College Assistance Migrant Program; and Amas Aduviri (*via Zoom*), executive director of student access and grant-funded programs.

Vignos reported that 2022 is the penultimate year of Innovate and Integrate, the university’s diversity strategic plan. He noted good progress has been made since the last report, with 44 of 52 actions now complete and every action underway. He said that progress was being made on criteria for evaluating commitments to inclusive excellence in the evaluation and hiring processes, and noted work done by the Americans with Disabilities Act at 31 Task Force.

Vignos said that commitment to take actions aligned with OSU’s land acknowledgement is essential to expand support for Native and Indigenous learners and communities, and noted that OSU will offer in-state tuition to non-resident students who are enrolled members of any of the 574 federally recognized tribes.

Vignos discussed Access OSU, a cross-divisional collaboration to expand OSU community engagement in the Portland metro area that will work to create seamless pathways to higher education in ways that are targeted to Black, Indigenous and Latine students. He also introduced Temmecha Turner, OSU’s

new director of community diversity relations, who is based in Portland.

Trustees engaged Vignos in discussion about the importance of increasing the number of tenure-track faculty of color; the work of the Equity Leaders Consortium; and the relative difficulty of navigating the diversity, equity and inclusion space.

Janet Nishihara gave an overview of programs dedicated to the success of students of color, first-generation students and students with high financial need. She noted key strategies of the Educational Opportunities Program (EOP) – such as providing 1:1 academic counseling and access to smaller sections of courses like math, writing and chemistry – stressing that EOP aims to mitigate small impediments that can add up to large obstacles.

Maria Andrade provided an overview of the student access and enrichment programs, which have grown from three programs in 2005 to 17 programs serving over 700 students in 2022. Andrade said these programs are committed to educational equity by providing services that support the transition, persistence and graduation outcomes of our first-generation, low-income and migrant farm-working students.

Francis Chan discussed the importance of integrating the university's research and equity enterprises, noting a shifting funding landscape in which major federal agencies now require meaningful plans in this area. Chan suggested possible actions, such as working with programs that have longstanding partnerships with HBCU's and other minority-serving institutions to recruit students and support their success. He said this strategy would lead to more competitive proposals, more people engaged in science and better learning outcomes for students.

AnaLu Fonseca discussed how the Division of Extension and Engagement serves volunteer stakeholders, youth and adults across the state by focusing on three key areas: people (cohort programs, curriculum building and inclusive excellence for a workforce of 600 and more than 21,000 volunteers); environment (creating an environment that strives to be safe, welcoming and reinforcing); and access (including a language access plan that allows everyone with an ONID account to submit requests for translation).

### **b. Legislative Update**

Katie Fast, executive director of government relations, provided a legislative update. She noted that the university's legislative agenda for the next session will be shaped by the outcome of the November general election.

Fast said the university would prioritize serving students, communities and the state, improving campus infrastructure and elevating university research and economic development. She noted that public universities collectively will request \$1.5B total, a \$150M increase (and more than HECC is requesting). Fast listed additional funding requests and priorities, including \$250M for the Oregon Opportunity Grant (a \$50M increase from last biennium); continued funding for the Tribal Grant Program; a \$75M request in state bonds for the Collaborative Innovation Complex to match private and university funds; \$45M for a health and fitness student center at OSU-Cascades; and a \$33.8M request for higher education cybersecurity investments. Fast noted that the new governor will submit a budget request on Feb. 1, 2023, and that OSU is lobbying for more money than HECC recommended.

Fast mentioned additional funding requests, including the Cybersecurity Center of Excellence (which would be housed in OSU's College of Engineering in partnership with Portland State University and the



University of Oregon); legislation to establish 25 new faculty across the research universities (to support research and teaching missions focused on technology and semiconductor sectors); and reestablishing \$10M - \$20M in state funds to match large federal grants for research universities.

Trustees engaged Fast in discussion about the semiconductor task force; Oregon's current role as a research and development state (and possible future role in technology manufacturing); the appetite at the state level to support programs that improve graduation rates; government relations' working relationship with the ASOSU and ASCC; and addressing perceptions on the usefulness of higher education.

#### **a. Fundamentals of Board Governance**

The annual refresher on the fundamentals of board governance was led by Board Chair Kirk Schueler, Board Secretary Jackie Bangs, General Counsel Becca Gose and Director of University Compliance Susan Freccia.

Schueler noted that the board has broad authority to oversee the university and that its fiduciary duties underpin a responsibility for the overall health of the university. He commented on the importance of having a culture of listening and sharing perspectives among trustees and being mindful of the difference between governance and management, so that the board can focus its time on the strategic level.

Bangs stated that the board has broad authority for governing, delegating to the president all management and operational activities, except for a few reserved for the board.

Gose reminded trustees that they are public officials under Oregon Government Ethics Law. She also reminded trustees that this was one of few areas where they cannot rely on the legal advice of OSU counsel.

Freccia covered state ethics law and board policies dealing with use of office, gifts, conflicts of interest and nepotism. Freccia encouraged trustees to connect with the board secretary if they need clarification.

Gose then provided trustees with information regarding campaigning and lobbying, reminding them of the prohibition against supporting or opposing candidates or ballot measures in their OSU capacity. She added that trustees can engage in influencing and lobbying legislators at the state or federal level through OSU's Government Relations Office on agendas that would benefit OSU. She informed trustees that they cannot participate in the Beaver PAC in their OSU capacity and advised them not to participate in the Beaver Caucus. Gose reminded trustees that state law requires them to submit a statement of economic interest every year before April 15.

#### **b. Elliott State Research Forest Update**

In attendance to provide an update on the Elliott State Research Forest were Provost and Executive Vice President Ed Feser, Dean of the College of Forestry Tom DeLuca, Senior Associate Vice President for Administration Paul Odenthal, and Executive Director of Government Relations Katie Fast. General Counsel Becca Gose and Senior Associate General Counsel Terry Meehan were also present to answer questions.

Feser provided an update on the university's work with the State Land Board and the Department of State Lands on the creation of the Elliott State Research Forest. He addressed a timing issue affecting

the decision the board needs to make in April 2023 about OSU's management of the forest: The board would have to authorize the university's participation in managing research within the forest for legislation to become operational, which means the Elliott State Research Forest Authority (ESRFA) would not exist until after the board makes a decision on whether or not OSU will manage research in the forest.

Feser provided additional background on creation of the forest, noting that OSU could not mitigate financial risk to an acceptable level under an OSU ownership model, which led to the mutual agreement among the parties at the table to propose creation of an independent state entity to assume ownership and overall fiscal responsibility.

Gose provided instructions on what could be discussed in the public versus executive sessions of the board meeting. She explained that the executive session is to consider information or records exempt from public records law (in this case, the attorney-client privileged and confidential memo containing legal advice) and clarified that the board should save questions regarding that memo (including negotiations and risk management strategies related to the Elliott State Research Forest management agreement) for the executive session.

DeLuca noted that the Elliott State Research Forest Authority will be established Jan. 1, 2024 (if it doesn't sunset in June 2023). He cited a need to balance and integrate timber resource needs with the broader range of objectives around forest health, climate resilience, climate sequestration and biodiversity.

Trustee Callahan noted that the ESRFA mission statement does not say much about the potential for timber harvest and asked if there was something the university could do to clarify that. Provost Feser said that if OSU goes forward with research forest management, the university should be explicit in stating the objective of balancing timber harvesting with ecosystem management, noting this is the intent, but is vague in the mission statement in the legislation.

Trustee Brim-Edwards commented that funding needs for the forest could lead to a cycle of unsustainable timber harvest, since legislation requires the forest to be self-sufficient. Odenthal clarified that there are harvest caps in the research proposal, and DeLuca added that, while OSU cannot rely on the state to make up revenue that doesn't come from timber harvest, there also cannot be accelerated harvesting to meet revenue demands.

Trustees engaged the panelists in discussion about industrial forestry and whether old growth forest would be cut, with DeLuca stating that "old growth" was not a simple definition and acknowledging that stands of 150-year-old trees could be subject to thinning operations or operations limiting harvest to no more than 20% of stand volume.

After discussion had concluded, Chair Schueler made the following announcement to end the public portion of the meeting and move into executive session:

"We will now meet in executive session pursuant to Oregon Revised Statutes 192.660(2)(f) which allows the Board to meet in executive session for the purpose of considering a privileged attorney-client communication.

Representatives of the news media and designated staff will be allowed to attend the executive session. All other members of the audience are asked to leave the room. Representatives of the news media are specifically directed not to report on or otherwise disclose any of the deliberations or anything said

about these subjects during the executive session, except to state the general subject of the session as previously announced.

No decision will be made in executive session. At the end of the executive session, we will return to open session and welcome the audience back into the room.”

**9. Adjournment**

With no other discussion or business after the conclusion of the executive session, Chair Schueler adjourned the meeting.

Respectfully Submitted,



Stacy Jeffries  
Executive Assistant, Office of the Board of Trustees