



Meeting of the Executive, Audit and Governance Committee

June 1, 2023

8:00 – 9:30 a.m.

Memorial Union, Horizon Room

Corvallis, OR

MINUTES

Committee Members Present: Kirk Schueler (*chair*), Patty Bedient (*vice chair*), Julia Brim-Edwards (*via Zoom*), Darry Callahan, Jayathi Murthy (*ex officio*)

Committee Members Absent: Preston Pulliams

Other Trustees Present: Rani Borkar, Maria Chávez-Haroldson, Susan Clark, Julie Manning, Jax Richards

University Staff Present: Shanon Anderson, Jackie Bangs, Steve Clark, Kevin Dougherty, Alix Gitelman, Becca Gose, Mike Green, Jen Humphreys, Stacy Jeffries, Deb Mott, Paul Odenthal, Shalece Rains, Melanie Rose, Patti Snopkowski, Irem Tumer, Scott Vignos

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

Committee Chair Kirk Schueler called to the meeting to order at 8:03 a.m. Board Secretary Jackie Bangs called the roll and verified a quorum. Chair Schueler read the university's land acknowledgment statement.

2. Consent Agenda

a. Minutes of the April 13, 2023 Meeting of the Executive, Audit and Governance Committee

Vice Chair Bedient made a motion to approve the consent agenda. The motion was seconded by Trustee Callahan and approved by all committee members in attendance.

3. Action Items

a. Office of Audit, Risk and Compliance Progress Report

Chief Executive of Audit, Risk and Compliance Patti Snopkowski delivered a progress report for the Office of Audit, Risk and Compliance (OARC).

She highlighted the results of reports issued noting one that related to the personal use of university accounts and resources. Snopkowski said the audit was a result of a hotline report, which demonstrates the hotline's effectiveness to detect issues and prevent large losses.

She announced that the OARC is recruiting for two positions in alignment with approved plans and hired two summer student interns.

Snopkowski reported that Becky Bangs had been hired as the new executive director of the Office of Equal Opportunity and Access and thanked Susan Freccia, the OARC's deputy chief compliance executive, for serving as the interim director of Equal Opportunity and Access during the search. She added that Freccia would lead the creation of a multi-year plan for OARC's compliance partners and

that trustees would hear more about compliance at the October board meeting.

Snopkowski provided details of the OARC's strategic roadmap, noting that the office mapped their activities to the university's strategic plan and met with about 30 campus partners to talk about goals, mission and vision.

Snopkowski said the objectives developed for the strategic roadmap focus on a university-wide approach that capitalizes on synergy with campus partners; internal audit and compliance goals; and automation of the OARC's self-assessment tool.

Trustee Callahan asked how OARC would get university leadership on board and influence behavior throughout the institution. Snopkowski replied that OARC is looking at ways to embed information into trainings that already exist in other units. She added that the office is also meeting quarterly with the Compliance Executive Committee – which includes senior leaders over compliance areas, the general counsel and the provost – and with other major partners on a regular basis.

Trustee Borkar asked how the OARC would create awareness training, noting that people get accustomed to doing work a certain way. Snopkowski said they are bringing in consultants and talking to national organizations, peer groups and other universities.

Trustee Bedient noted that audit functions are often accused of looking back and voiced appreciation for the forward thinking in the OARC's strategic roadmap and how it dovetails with the university's strategic plan.

Trustee Chávez-Haroldson asked how the automated self-assessment tool could address retention, and Snopkowski said the tool could be customized to include questions about recruiting.

Chair Schueler sought a motion to accept the 2023 Office of Audit, Risk and Compliance Progress Report. Trustee Borkar made a motion, which was seconded by Vice Chair Bedient and approved by all committee members in attendance.

4. Discussion Items

a. Campus Safety: Risk Management Report

The risk management report on campus safety was delivered by Paul Odenthal, senior associate vice president for administration and Shanon Anderson, associate vice president for public safety and chief of police.

Anderson provided details on three important steps to help mitigate risk:

1. Building an accredited police force for the Corvallis campus

OSU will seek accreditation from the International Association of Campus Law Enforcement Administrators (ICALEA) and the Oregon Accreditation Alliance (OAA). Anderson added that the university has hired professional public safety staff to assist in this step and is currently 75% staffed, with all supervisory positions filled.

2. Effectively communicating and engaging with the OSU community about public safety

OSU will work to build important community connections by providing access to university policies along with the opportunity for the community to provide feedback. Anderson reported that the university also provides the community with transparent data regarding campus safety and continues to make progress in implementing the Committee for Transparent and

Accountable Policing and Public Safety (CTAPPS).

3. Maintaining, refining and updating university emergency operations plans (EOPs)

Anderson noted that the current EOP was renewed in 2022 and is valid for three years, adding that it is distributed yearly to all OSU email accounts.

Trustees engaged Anderson and Odenthal in discussion about how to best retain staff; the makeup and function of the CTAPPS group, and what outcomes OSU hopes to achieve in communicating with the public.

Anderson said schedule changes more conducive to staff wellness and a tentative agreement with the union should help with recruitment. Odenthal said CTAPPS will be a mix of faculty and students, with him and Anderson as ex-officio members, and that the group will include a smaller committee to review complaints and issues that arise. Anderson said her goal was to provide the public with information that helps them make decisions about their safety, and she expressed hope that the public would see the Department of Public Safety as part of the OSU community.

Trustee Richards expressed thanks to Anderson and the Department of Public Safety, which did not exist when he came to OSU four years ago. He credited the department with doing culturally-responsive, trauma-informed work, adding that most students have a positive view of public safety.

b. Trustee Orientation and Onboarding

Vice Chair Patty Bedient and Vice Chair-elect Julie Manning joined Board Secretary Jackie Bangs in a presentation of the trustee orientation and onboarding plan.

Bangs noted that the Executive, Audit and Governance Committee charter was updated in January 2023 to reflect its charge for governance, including strategic direction and goals for orientation and onboarding.

Bedient reminded trustees that the board is a governing and fiduciary board – not just an advisory board – and stressed the difference between governing and managing the university. She noted the board’s delegation of authority.

Bangs gave an overview of the content of the orientation program, which was based on best practices and created by Debbie Colbert, the previous board secretary. Bangs noted challenges associated with the last round of orientation in 2021, which was held remotely during the pandemic and an ongoing presidential search. She felt new trustees would benefit greatly from returning to the in-person orientation model.

Bangs distinguished between orientation and onboarding, noting that the latter would continue for the first full year of service and include continuing education and check-ins with mentors and board leadership. She stressed the importance of communicating the principles of good trusteeship and talking about the concept of shared governance in a way that’s accessible.

Manning mentioned the incorporation of resources from the Association of Governing Boards (AGB) into trustee orientation, noting that AGB provides a self-study component specific to trustees of public institutions.

Bangs spoke about the trustee mentorship program, which was created in 2019. She said the board office was working to build a more robust program, pairing interested board members with new appointees based on experience and committee service.

President Murthy mentioned her own positive onboarding experience and asked if previous trustees would be engaged as mentors. Vice Chair Bedient said that because the mentorship program would focus on current board meetings – in which former trustees won't be involved – it would be difficult for them to act as mentors. However, she added that the board would be reaching out to former trustees on a more informal basis.

Trustee Scott acknowledged the importance of Secretary Bangs' role in the orientation and onboarding processes and thanked her for being welcoming and approachable to new trustees.

In response to a question from Chair Schueler about the duration of the mentorship program, Secretary Bangs explained that it was a one-year program with a sunset meeting and would continue on an informal basis after that.

Trustee Chávez-Haroldson asked if instruction on handling conflict with civility was part of the onboarding curriculum. Vice-chair elect Manning replied that training on board dynamics touched on the topic, and Bangs added she had had conversations with Vice President and Chief Diversity Officer Scott Vignos on the topic and proposed adding it to future board meetings.

Callahan thanked the board office for making continual improvements to the onboarding and orientation processes.

5. Adjournment

With no other discussion or business, Chair Schueler adjourned the meeting at 9:30 a.m.

Respectfully Submitted,



Stacy Jeffries
Executive Assistant, Office of the Board of Trustees