



Oregon State
University

The Board of Trustees of Oregon State University
Special Meeting of the Executive, Audit and Governance Committee
June 21, 2024
2:30 – 3:30 pm
Virtual meeting held by Zoom webinar

To listen to the meeting, call:
1-888-475-4499
Meeting ID: 655 466 888

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<https://oregonstate.zoom.us/j/655466888>

AGENDA

Please note that items may be taken out of order.

- 1. Call to Order/Roll/Declaration of a Quorum** (*Schueler*)
- 2. Consent Agenda** (*Schueler*)
 - a. Minutes of the May 16, 2024 Executive, Audit and Governance Committee meeting
- 3. Action Items***
 - a. Recommendation of Potential Candidates for Anticipated At-large Vacancies (*Murthy, Bangs*)
- 4. Adjournment**



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The Board of Trustees of Oregon State University

Meeting of the Executive, Audit and Governance Committee

May 16, 2024

1:05 – 2:25 p.m.

Memorial Union Horizon Room

MINUTES

- Committee members present: Román Hernández (*vice chair*), Julie Manning, Elise McClure, Jayathi Murthy (*ex-officio*), Kirk Schueler (*chair*)
- Committee members absent: Julia Brim-Edwards
- Other trustees present: Patty Bedient, Kasaundra (Kassy) Bonanno, Karla Chambers, Maria Chávez-Haroldson, Susan Clark, Grant Kitamura, Greg Macpherson, Inara Scott
- University staff present: Jackie Bangs, Ed Feser, Alix Gitelman, Becca Gose, Mike Green, Heather Horn, Jen Humphreys, Stacy Jeffries, Julee Otter, Irem Tumer

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

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 acknowledgment statement.

2. Consent agenda

a. Minutes of the April 4, 2024 Executive, Audit and Governance Committee Meeting

The chair sought a motion to approve the consent agenda. A motion was made by Vice Chair Hernández, seconded by Trustee McClure and approved by all committee members in attendance. The motion carried.

3. Action items

a. Office of Audit, Risk and Compliance Progress Report

Deputy Chief Executive of Audit and Risk Julee Otter presented a progress report for the Office of Audit, Risk and Compliance (OARC). She relayed thanks from Chief Audit, Risk and Compliance Executive Patti Snopkowski to outgoing trustees Kirk Schueler and Patty Bedient for their support.

Otter highlighted the two reports had been issued since the board's last meeting: one on recruitment processes in University Human Resources; the other a revenue review of the Oregon Seed Certification Service in the College of Agricultural Sciences.

Otter mentioned other ongoing work and said the OARC audit plan was on track for the year. She added that trustees would hear more about the OARC's compliance program at the October meeting.

The chair sought a motion to accept the Office of Audit, Risk and Compliance progress report. A motion was made by Vice Chair Hernández, seconded by Trustee McClure, and approved by all committee members in attendance. The motion carried.

4. Discussion items

a. Human Resources Administration: Risk Management

Associate Vice President and Chief Human Resources Officer Heather Horn delivered the report.

Horn provided an overview of strategic efforts to enhance business processes in University Human Resources (UHR). She cited successes like improved processes for the recruitment and retention of top talent and improved training and support for managers with the goal of continued retention of employees, improved performance and a decrease in claims and litigation.

Horn gave a summary of key milestones for UHR over the past year, including enhancement of the university's onboarding process; greater pay transparency, especially for professional faculty (the university's second largest employee group); and the introduction of Lyra, a mental health resource for employees that Horn said would produce a long-term return on investment for the institution. She also noted efforts to support employees with diverse identities and promote a sense of community and belonging.

Looking forward to fiscal year 2025, Horn cited goals including the fall 2024 launch of a new lifestyle benefits program providing cancer insurance, pet insurance and critical care insurance; refining recruitment practices with a focus on diversity, equity, and inclusion; helping current OSU employees identify opportunities for career progression; preparing employees for implementation of the Administrative Modernization Program (AMP); and initiating a comprehensive supervisor training and coaching program.

Horn stressed the positive trajectory of UHR, reporting that metrics are being developed and monitored. She reported that OSU's turnover rates are more favorable than those of peer institutions, with a significant uptick in the number of applicants and a reduction in the average time needed to hire new employees. She noted room for improvement, adding that 77 days (the average time to make a new hire) was still too long and causing the university to lose potential candidates.

5. Adjournment

With no further discussion or business before the committee, Chair Schueler adjourned the meeting.

Respectfully submitted,



Stacy Jeffries

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June 14, 2024

To: Members of the Executive, Audit and Governance Committee
From: Jayathi Y. Murthy, President
Subject: Recommendations for At-Large Board Candidates

I am pleased to enclose the names, listed in alphabetical order, of individuals I recommend as candidates for the two at-large position vacancies on the board. Each of these talented individuals has demonstrated leadership in their field, has a record of service and is enthusiastic and willing to serve on the OSU Board of Trustees.

For each of the individuals I am recommending, I have enclosed a brief biography. The candidates bring perspectives, experience and skills to complement the board as a whole. The professional fields represented in this slate reflect the committee's discussion of the October 2023 [needs assessment](#), which analyzed present board membership against the composition identified in Section III of the [Board Recruitment and Appointments policy](#).

If the committee concurs with my recommendations, the board chair will submit the names for the Governor's consideration. We hope that the Governor will make appointments and submit two candidates for Senate confirmation during the anticipated September session.

I look forward to the committee's consideration of these candidates.

Lisa Hale
CEO of Grace Bio-Labs
Bend, OR

Lisa Hale is the CEO of Grace Bio-Labs, a woman owned, global biotechnology company headquartered in Bend, Oregon. Ms. Hale joined GBL in 2016 as Chief Commercial Officer and was promoted to CEO in 2017. Grace Bio Labs develops, manufactures and globally distributes the entire portfolio of research and diagnostic tools in Oregon, a Made in USA brand.



Ms. Hale is passionate about technology development, transfer, acquisition, talent retention and job creation for the state of Oregon. Ms. Hale has served as the “voice of industry” for the Oregon Bio Association, creating opportunities for professional and living wage positions as well as partnered with the Governor’s Regional Solutions and Economic Development initiatives in Central Oregon.

Ms. Hale brings more than 25 years of experience in the biotechnology industry. Her executive career has spanned from portfolio development, incubating, technology and start up acquisitions, to corporate operations, brand evolution, commercialization, global supply chain, distribution, and capital real-estate programs.

Prior to joining Grace Bio-Labs, Hale enjoyed a 20-year career within Thermo Fisher Scientific. As an original employee of Life Technologies (Invitrogen), Hale developed and executed commercialization efforts from IPO offering (IVGN) through 30+ mergers and acquisitions, successfully delivering revenue growth and shareholder value. In 2013, Life Technologies was successfully integrated to Thermo Fisher Scientific, based in Massachusetts, where Ms. Hale was Head of Commercial Operations, a \$1.3B division.

Ms. Hale has served on multiple boards and legislative committees at the national, state and local levels. Ms. Hale currently serves on the OSU-Cascades Advocacy and Advisory Board and is a member of the NOW4OSU, Beaver Caucus. An active volunteer and community leader, Ms. Hale is committed to creating partnerships with higher education in support of STEM related scholarships, internships, and experiential learning for future generations in Oregon.

Ms. Hale received her undergraduate degree in Biology from San Diego State University. She and her family reside in Central Oregon.

Toby Luther
CEO of Lone Rock
Roseburg, OR

Toby Luther was named the first non-family CEO for closely-held Lone Rock Resources in Roseburg, Oregon, a balanced and diversified real assets and natural resources investment company.

He is responsible for all company operations and strategy, and he provides leadership to meet the company's mission and goals. Previously he served as the company's chief operating officer and vice president of finance. He has been with Lone Rock since 2001.

Luther has served on the Ford Family Foundation since 2013, and as the chair since 2017. He also has chaired Aduro Resources and Abby's Pizza since 2014 and 2021, respectively. He serves on the boards of Wildlife Safari and Mercy Hospital in Roseburg and has served on the boards of the Roseburg Area Chamber of Commerce, Umpqua Valley Cal Ripken, Aviva Health and Umpqua Training and Employment. In addition, he has coached youth athletics for 20 years, including the last four as high school baseball assistant coach.



He currently serves on the Oregon State University College of Forestry Board of Visitors and the College of Business Dean's Council of Excellence.

Luther grew up in Anchorage, Alaska, before moving to the Roseburg area in high school and was a Ford Scholar from the inaugural Class of 1994. He has been honored with the Gerald E. Bruce Community Service Award (2004), an award that recognizes good works by Ford Scholar Alumni and as the male First Citizen by the Roseburg Area Chamber of Commerce (2022).

He has served on a number of industry association boards, including as chair of the Oregon Forest Industries Council and on the Executive Committee of the National Alliance of Forest Owners.

Luther is an alumnus of the College of Business at Oregon State University.

Shane Wall
Retired Chief Technology Officer, HP
~~Palo Alto, CA~~
Sun Valley, ID

Shane Wall is a partner at Fusion Fund venture capital firm and president of Fusion CXO Network.

He has been a seasoned technology industry executive and global thought leader in tech and investment for over 35 years.

Wall was formerly the Chief Technology Officer at Hewlett Packard Inc. and Global Head of HP Labs. He also held positions at Intel as former Vice President & General Manager, and at Intel Capital where he led venture investments.

He previously served on the President's Council of Advisors on Science and Technology at the White House.

Wall also served Oregon State University as a member of the OSU College of Engineering Dean's Leadership Council.

He is a serial entrepreneur and board member of several private and public companies, including serving as a board member for Lennox International (LII) and advisor for private equity firm, Arsenal Capital Partners.

Wall is an alumnus of the College of Engineering at Oregon State University.

