



MINUTES

Trustees Present: Mike Bailey, Patty Bedient, Rani Borkar (*chair*), Julia Brim-Edwards, Darry Callahan, Michele Longo Eder, Ed Feser (*ex officio*), Lamar Hurd, Khawater Hussein, Paul Kelly, Julie Manning, Preston Pulliams, Kirk Schueler (*vice chair*), Stephanie Smith, and Mike Thorne

University Staff Present: Charlene Alexander, Jennifer Almquist, Sherm Bloomer, Susan Capalbo, Debbie Colbert, Becca Gose, Mike Green, Selina Heppell, Dan Larson, Lauren Skousen, Patricia Snopkowski, and Irem Tumer

Guests: Jon DeVaen (*liaison, OSU Foundation Board of Trustees*), Taha Elwefati (*president, Associated Students of Cascades Campus*), and Isabel Nuñez Pérez (*president, Associated Students of Oregon State University*)

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

Board Chair Rani Borkar called the meeting to order at 8:32 a.m., asked the board secretary to call the roll, and noted a quorum. Borkar then made a land acknowledgement statement.

2. Public Comments

Borkar began by expressing gratitude to the individuals who provided public comment at the March 17, 2021, Board meeting and acknowledging that the format for receiving public comment is an imperfect process and can be difficult when sensitive topics are being discussed. Borkar said the Board would continue to learn and adjust its practices based on feedback.

The following individuals provided public comments:

Amanda Granrud: spoke in support of changes to the search process for the next president that would provide opportunities for more students, staff, faculty, and members of the community to meet with finalists.

3. Opening Comments and Reports

a. Chair's Comments

Borkar began by reflecting on the work of the Board and its commitment to the OSU community. She spoke about the belief trustees have in OSU's mission and their deep commitment to shared governance. She reflected on the opportunities the Board has had at previous meetings in Corvallis, Bend, Newport, and Portland to interact with students, staff, and faculty, and said those interactions have been invaluable in building relationships and learning more about a wide range of experiences. Borkar said she recognized that there has been a loss of confidence and trust in the Board due to events over the past month, as evidenced by correspondence to the Board, public comment made at recent meetings, and the Faculty Senate vote calling for the resignation of

trustees. She noted that the Board also has heard concerns about the confidential approach used in the 2019 presidential search process. Borkar spoke about the Board's commitment to re-earning trust and said she hopes that efforts to engage the university community in the interim president appointment and the next presidential search will help to begin restoring confidence and trust in the work of the Board and its members.

b. President's Report

Acting President Ed Feser began by stating that creating a university community free from all forms of interpersonal violence, including sexual assault, dating and domestic violence, stalking, or harassment, is a top priority for OSU, and his first priority as acting president. He said advancing this priority would require ongoing awareness, education, outreach, and training, adding that a comprehensive approach would require work across multiple departments. Feser said that while OSU's current programs and services are robust, it is important to assess on a regular basis their effectiveness and impact. He reported that he had charged Executive Director for Equal Opportunity and Access Kim Kirkland and Vice Provost for Student Affairs Dan Larson with leading this effort, including a review and assessment of needs and gaps in OSU's interpersonal violence prevention, support, and response program. He added that Kirkland and Larson also would provide him regular updates regarding OSU's sexual harassment and violence education, prevention, and response efforts. Feser said he would continue to provide updates to the Board as this work moves ahead.

Feser provided updates on the start of spring term, the 2021 legislative session, the third federal stimulus package approved by congress, and an appeal OSU is involved in regarding the public records release of confidential student and faculty records. Feser also shared a number of faculty accomplishments, including the naming of two new University Distinguished Professor recipients. He concluded by saying that during his time as acting president he would focus on continuing to help maintain the university's momentum and providing for a seamless transition to the interim president.

e. Associated Students of Cascades Campus Report

Borkar asked that the Board move next to item 3.e. on the agenda and invited Associated Students of Cascades Campus (ASCC) President Taha Elwefati to provide his report. Elwefati said the ASCC leadership team was focused on continuing to support students and provide them with the necessary resources to succeed. He said ASCC continued to operate a food pantry offering both an online ordering service and a grocery gift card option. Elwefati also provided an update on childcare subsidies to support student parents and spoke about plans to launch a housing subsidy. He reflected on the events surrounding King Alexander's resignation and the effect it had on students. Elwefati added that there would be a consideration of how best to provide resources to students at OSU-Cascades, particular to those who had experienced interpersonal violence.

d. Associated Students of Oregon State University Report

Borkar asked that the Board move next to item 3.d. on the agenda and invited Associated Students of Oregon State University (ASOSU) President Isabel Nuñez Pérez to provide her report. Nuñez Pérez expressed concern about both the Board's decision at their March 17 meeting regarding probation for Alexander and their process in coming to that decision. Nuñez Pérez said that students are looking to trustees to demonstrate their stated commitments and values through concrete actions.

c. COVID-19 Response and Planning

Borkar asked Feser and Vice Provost for Student Affairs and OSU Coronavirus Response Coordinator Dan Larson to provide an update. Feser began by acknowledging the efforts of faculty, staff, and students over the past year. He spoke about efforts to support students living on campus who have to quarantine or isolate, which include having staff check in on a regular basis, delivering hot meals and groceries, and providing care packages. Larson said that Samaritan Health Services, in partnership with Benton County and OSU, was expected to reach 30,000 vaccines distributed by the end of the day. He added that 1,800 vaccine schedule slots were made available to OSU's front line workers. Larson reported that the Continuity Management Team was finalizing fall planning guidance, which is anticipating a slow transition to higher-density onsite, in-person activity. He said that plans included starting to bring staff and faculty back in late-May, although most of the instruction would be delivered remotely through the end of the academic year. Larson reported on efforts by Oregon colleges and universities, together with support from the Higher Education Coordinating Commission, to develop a shared set of operating assumptions for fall term, including offering in-person instructional and program delivery to the greatest extent possible. He added that these efforts are being coordinated with the Oregon Health Authority. Larson spoke about plans to launch a marketing and communications campaign to generate excitement for fall term and promote the resumption of more in-person classes, research, programs, and work. Larson concluded by saying that progress in vaccine distribution and anticipated reduced prevalence of coronavirus by June may make it possible to evaluate options for small, outdoor graduation celebrations to complement the university's virtual commencement.

Following the report, Trustee Michele Long Eder noted the importance of reaching students returning to on-campus living and learning with information about personal and public health measures. Larson spoke about the importance of ongoing precautions at both the individual and community level. He also spoke about a planned public health campaign. In response to a follow-on question from Eder about efforts to support students in isolation or quarantine, particularly with regard to any mental health needs, Larson said staff check in regularly to ask students how they are doing and determine their needs. In response to a question from Trustee Patty Bedient, Larson spoke about vaccine distribution efforts statewide. In response to questions from Trustee Julia Brim-Edwards about when and how students will know about course delivery options, Larson provided additional information about efforts underway to help students as they begin planning their fall term schedules.

f. OSU Foundation Report

Jon DeVaan, with the OSU Foundation Board of Trustees, provided an update on fundraising, noting that as of the end of February the OSU Foundation was more than 77% of the way toward the baseline fundraising goal of \$123M. He noted that donors had given nearly \$29M this fiscal year for scholarship and student success efforts. DeVaan said that fundraising efforts for diversity, equity, and inclusion are continuing to yield results. He noted that as the university develops its plans for advancing its resources for sexual and interpersonal violence prevention, support, and response, the OSU Foundation anticipates opportunities for philanthropy and engagement, and he added that the Survivor Advocacy and

Resource Center would be featured as part of Dam Proud Day. DeVaan said Dam Proud Day, OSU's day of giving and connecting, would take place at the end of April. He provided an update on the endowment, which he said is faring well. He also spoke about upcoming engagement opportunities.

g. Faculty Senate Report

Borkar began by acknowledging the recent efforts of the Faculty Senate Executive Committee. She said trustees respect and appreciate the thoughtful way that the Faculty Senate engaged King Alexander in the forum it hosted and in responding to faculty in calling a special meeting of the Faculty Senate. Borkar thanked Faculty Senate President Selina Heppell for her leadership and invited her to provide her report. Heppell reflected on the past month and said that her goal in setting the Faculty Senate forum with Alexander was to provide a constructive way for him to engage with faculty. She noted concerns among faculty about the Board's initial decision regarding probation for Alexander, and she thanked the Board for engaging with faculty to hear their perspective. Heppell provided an overview of the motions that passed during the special session following the forum with Alexander, including one that called for greater engagement of members of the OSU community in the presidential search and selection process. Heppell expressed her appreciation for the opportunity to contribute to the nomination and community engagement process for the interim president, and she shared some of the qualities and priorities faculty had identified for the interim president.

Following the report, trustees engaged in a discussion with Heppell regarding best practices in presidential searches. Heppell reflected on what she has heard from faculty at OSU and practices she has observed at other institutions. There was also discussion of considerations for the Board's search for the next permanent president, including consideration of expanding opportunities for students, staff, faculty, and the broader community to engage in the search process.

4. Consent Agenda

a. Minutes of the March 23, 2021 Board Meeting

b. Minutes of the March 23, 2021 Executive Session

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

5. Reports of Standing Committees of the Board

a. Academic Strategies Committee

Academic Strategies Committee Chair Preston Pulliams reported that the committee heard an update from Acting Provost Susan Capalbo who spoke about key academic leadership searches that are underway, including searches for the dean of the College of Business and vice provost for extension and engagement. Pulliams said that Capalbo shared that she would be returning to the faculty after five years as vice provost for faculty affairs, and an internal search would be conducted to fill the position. Capalbo also reported on the university's transition to a continuous employment model for professional faculty. Pulliams said the committee heard briefings on undergraduate and graduate

programs and on enrollment and financial aid. He noted that the committee had reviewed and recommended to the Board one item for consideration.

b. Finance & Administration Committee

Finance & Administration Committee Chair Patty Bedient said the committee heard a report from Vice President for Finance and Administration Mike Green who spoke about federal Higher Education Emergency Relief Funds, which OSU is receiving for both operational expenses and dedicated student aid. Bedient said that Green explained that the federal relief money would not fully cover losses, leaving OSU short by about \$48M, which could be managed as one time use of fund balance or as budget deficits to be recovered over several years. Bedient reported that Green also updated the committee on the Oregon Legislature's budgeting process for higher education in the next biennium.

Bedient reported that the committee took action on a number of items, including accepting an annual financial report about the university's internal bank. She said the committee also took action on a capital project, voting to advance the \$5M Owen Hall remediation project to the design development phase. Bedient noted that the committee had reviewed and recommended to the Board one item for consideration.

c. Executive & Audit Committee

Executive & Audit Committee Chair Rani Borkar said the committee heard a number of reports, including on enterprise risk and IT security. She said that the committee also heard an update on public safety and crisis response. Borkar reflected on the repeated calls from students and faculty who have continued to express concerns regarding armed response, especially for those in crisis, and she said she sees this as an area where the Board must continue to engage with the university as it implements an armed police force as one element of a comprehensive public safety program. Borkar said she was encouraged by the implementation of the Community Wellness, Education, and Safety Network and said it will be an important part of supporting students in crisis.

6. Action Items

a. FY2022 Tuition Rates, Mandatory Fees and Student Incidental Fees and Operating Budget Outlook

Borkar asked Bedient to introduce this item. Bedient said the Finance & Administration Committee reviewed the FY2022 Tuition Rates, Mandatory Fees, and Student Incidental Fees and Operating Budget Outlook and recommended it to the full Board for approval. She said the principal tuition recommendation is for a 2.5% increase for continuing undergraduates at Corvallis, OSU-Cascades, and Ecampus. A 4% increase is recommended for new undergraduate students. Bedient then asked Vice President for Finance and Administration Mike Green and Associate Vice President for Budget and Fiscal Planning Sherm Bloomer to provide a summary. Green reflected on the committee's discussion, which he said had considered both the impact a tuition increase could have for many students and families as well as the importance of navigating the university through the pandemic.

Bloomer began with a summary of the tuition process, which began in October 2020 with the convening of the University Budget Committee (UBC) and Student Budget Advisory Committee and led in February to recommendations to the

president. He said, in parallel, student committees reviewed and recommended student incidental fee rates. Bloomer summarized the FY2022 budget outlook, noting continued uncertainties in state funding and enrollment outcomes. He said that most of the money expected through revenue increases would be consumed by costs that are contractual and unavoidable. The effect is that decisions about funding initiatives will have to involve the reprioritization of budget and the redistribution of revenue. Bloomer also noted uncertainties in the trajectory of expenses given reduced spending in FY2021 and the difficulty in estimating likely expenses in the coming fiscal year. He noted that the consensus of the UBC was that a tuition increase to support inflationary and mandatory cost increases was reasonable to maintain access to programs and services. He said the UBC felt that in the coming year, strategic increases should come from reductions or savings elsewhere in the budget. Bloomer noted that a tuition freeze was discussed, but the UBC felt that, while lower tuition increases were desirable, a freeze left too large a gap between currently projected revenues and expenses. He added that the UBC also felt strongly that it was a better strategy to have a modest tuition increase and increase the financial aid available to try to counter the effect for students most in need. He then provided a summary of the recommended changes in tuition and fees, discussed the rationale for the recommendations, shared themes from university stakeholder conversations, and outlined next steps in the budget planning process.

During the discussion, trustees discussed the cohort model proposed by the university, which establishes a distinct tuition table for each incoming class of undergraduate students, and the implications of this approach for students and families. Trustees discussed a number of uncertainties, including state funding levels and enrollment projections and the challenges these uncertainties present to budget planning. There was discussion of the strategy of increasing allocations of undergraduate financial aid to assist students with the highest need and, in particular, the implications of this approach versus a more across-the-board approach of a tuition freeze. Trustees noted the impact of the pandemic generally for students and families as well as the specific ways it has altered the experience of learning and accessing services.

Public Comments

The following individual provided public comment:

- Sami Al-Abdrabbuh: spoke in opposition to increases to tuition and encouraged application of an equity lens in considering action on tuition.

Following comments, Trustee Khawater Hussein reflected on her experience as a student and what she is hearing from her peers about the challenges they are facing in trying to continue their education during the pandemic. Trustees discussed how decisions about tuition would be communicated to students and families. In response to a question by Trustee Lamar Hurd, Bloomer added that the tuition planning conversations also aimed to provide information to members of the university community about tuition revenue in the context of the overall university budget. Eder noted the importance for trustees to have a full understanding of what unmet need exists for students. Trustees discussed the need to continue considering strategies that include reducing management and

administrative costs at all levels, and they considered how to invest in strategic initiatives and continue to advance the mission of the university. Trustee Mike Thorne spoke to the importance of considering possible reductions in state support, either in current or future biennia.

A motion was made and seconded that the Board approve the resolution in Attachment 1 establishing the academic year 2021-22 and summer 2021 tuition and mandatory fees, at the rates shown in the tables included in Attachment 1, Exhibit A. The principal recommendation is a 2.5% increase (rounded to whole dollars) for continuing undergraduates and a 4.0% increase for new undergraduates (rounded to whole dollars). The motion carried.

b. Centers and Institutes Review

Borkar asked Pulliams to introduce this item. Pulliams said the Academic Strategies Committee voted to recommend to the Board formal closure of the Center for Latin@ Studies and Engagement and transfer of oversight of the Center for the Humanities to the College of Liberal Arts. He said that under its charter, the Academic Strategies Committee must review and recommend to the Board the creation, merger, or closure of major university research centers or institutes within the university.

Pulliams said the committee heard from Vice President for Research Irem Tumer that, several years ago, the Center for Latin@ Studies and Engagement faced challenges in attracting the external funding necessary to keep it operating. As a result, it has been inactive since 2018. The provost and vice president for research now recommend a formal sunset. Pulliams said that while the center is proposed for closure, Feser had shared with the committee that a number of faculty have disciplinary expertise in Latino history, politics, and culture, and that important research in these areas would continue across a number of departments.

Pulliams said the proposed transfer of oversight of the Center for the Humanities would better align the center's mission and activities with the College of Liberal Arts, where nearly all faculty directly supported by the center are based, and with the vision for the Arts and Education Complex, while also preserving its university-wide focus. The current central funding received by the center will continue; the college, Office of the Provost, and Research Office will jointly help guide programming; and the college will provide oversight and management support.

With no further discussion, a motion was made and seconded to sunset the Center for Latin@ Studies and Engagement and transfer oversight of the Center for the Humanities to the College of Liberal Arts. The motion carried.

7. Discussion Items

a. Appointment of Interim President: Timeline and Proposed Process

Borkar began by discussing the 2019 presidential search and the search for the next permanent president. She said the Board has heard the concerns about the last search, noting that while the Board thought at the time it was leading an engaging process, some members of the university community did not feel

sufficiently engaged, particularly at the stage of considering finalists. Borkar acknowledged that there is a lot of interest in when and how the Board will move forward with the next search. She said trustees would continue to reflect on the concerns they have heard and would undertake a review of the previous process in order to incorporate lessons learned in the development of the next process. Borkar noted that this work would be done immediately, adding that some efforts were already underway, such as the due diligence review. She noted that input would be solicited on the last search process so that the Board could discuss feedback at its May meeting. Borkar said this step of gathering input is very important, and the Board wants to hear from people throughout the university.

Borkar said the discussion during the meeting would focus on the appointment of an interim president. She reported that at a meeting the previous week, the Executive & Audit Committee had an initial discussion of the selection process for the appointment of an interim president. Borkar said she shared with the committee that the Board has set guidance on how to conduct the interim selection process in the Board's presidential search and selection guidelines. She noted that the guidelines say that the board Chair must solicit nominations for candidates to fill the interim position and bring a recommendation to the Board. Borkar said she shared during the meeting that she asked Bedient to serve as her delegate in conducting the nomination and community engagement process. Borkar reported that in discussing the process, the committee noted the importance of conducting a process that provides ample opportunity for input while moving at a pace that gets the interim president in place as soon as possible. She then asked Bedient to discuss the process and timeline.

Bedient began with an overview of the two-pronged approach to community engagement and input. She spoke about the launch of a new webpage to gather input on the position of interim president and solicit nominations of individuals who match those needs. Bedient said she was also holding virtual individual meetings with a number of academic, administrative, and student leaders; university partners; and stakeholders. She added that she had engaged with President Emeritus Ed Ray and Acting President Ed Feser to seek their advice and input in addition to discussing their plans regarding the position. Bedient said both received support in the nomination process; however, Feser has a number of key efforts underway and would like to return to the role of provost and executive vice president, and Ray is preparing to return to teaching and sees value in having someone other than himself step into the role.

Bedient spoke next about the process, which she said was based on research conducted by staff on best practices and feedback received during her discussions. She said that with regard to the consideration of external candidates, most of the survey results and conversations suggest that people most want someone who knows the university and current initiatives, knows the strategic plan and vision, and can keep the university's momentum going. Because a number of strong internal leaders are emerging in the survey and conversations, Bedient said she did not think it would be necessary to consider external nominees. Bedient spoke about the duration of the interim appointment, noting that it would depend on the timeline for the permanent search. Based on the timing of the market for university presidential hires, Bedient said she thinks the interim appointment would likely be for 12 months. Regarding the question of

whether the interim will be eligible for the permanent position, Bedient said responses have been mixed. She added that, at this point, she thinks the Board should be open to allowing the interim president to apply to the permanent position. Bedient noted that she has heard a lot about the timeline for the appointment of the interim president. She said people want to get someone in the role and then focus on the permanent search, and while they want opportunities to engage, they do not want the process of identifying an interim president to take too long.

Bedient spoke next about what she had heard about the focus for the role and the priorities for the interim president. She said she is hearing that people want someone who can help restore trust, knows OSU, and has academic experience including an understanding of the importance of OSU's research mission. Bedient said people have spoken about the importance of the university's core values of integrity, accountability, transparency, and commitment to shared governance. She said that she has heard input about the need for the interim president to continue advancing the strategic momentum of the university and to accelerate OSU's performance in the transition out of the pandemic. Bedient added that making progress on these fronts is linked to leadership experience across the many facets of the position. She concluded with an overview of a proposed timeline.

During discussion, trustees reflected on the input Bedient had received thus far. Trustee Darry Callahan recommended including additional trustees and stakeholders in reviewing nominees, and other trustees concurred. Board Secretary Debbie Colbert said that staff could consider options and provide a recommendation to Chair Borkar on how to incorporate this feedback into the process.

b. 2019 Presidential Search: Scope of Work for Review of Due Diligence

Borkar said that at its meeting the previous week, the Executive & Audit Committee discussed the questions that were directed to the Board from the Faculty Senate. She said many of the questions were focused on the due diligence around King Alexander's candidacy and what the Board knew or should have known. Borkar said the committee discussed engaging an outside firm to review the due diligence performed during the search, and she said she had asked Vice Chair Kirk Schueler to oversee the independent evaluation of the methodology and information provided by the search firm. She said that Chief Audit, Risk and Compliance Executive Patti Snopkowski had worked with Schueler to develop a draft scope for the work.

Schueler provided an overview of the scope of work, which he said included a focus on whether the search firm conducted the due diligence and background check consistent with standards for the profession. He said the review also would consider whether the search firm completed all of the due diligence and background checks as required by their contract with OSU and whether the background check was of sufficient quality. Snopkowski spoke about the deliverables of the review and the qualifications desired in possible consultants.

During discussion, Trustee Paul Kelly noted the importance of avoiding any potential conflict of interest, and Snopkowski said staff would incorporate that

feedback into the proposal. Brim-Edwards noted the importance of considering in the due diligence process a range of potentially problematic issues, adding that it would be important to have any lessons about changes needed to the due diligence process as the Board begins planning for the next presidential search. Trustees further discussed the importance of thinking about the Board's presidential search and selection process and key considerations such as how and when to engage stakeholders, and Borkar said the feedback from the discussion would inform further conversation at the next meeting.

c. Legislative Update

Borkar said she had asked Executive Director of Government Relations Katie Fast to provide a written update.

8. Executive Session

At 2:03 p.m. Borkar announced that the Board was moving to an executive session pursuant to ORS 192.660(2)(e) to conduct deliberations with persons designated by the governing body to negotiate real property transactions and ORS 192.660(2)(f) to consider information or records that are exempt by law from public inspection (ORS 192.345(6), attorney-client privilege, ORS 40.225; and ORS 192.355(9)(a)). Borkar stated that representatives of the news media and designated university staff would be allowed to attend the executive session. Other members of the audience were not allowed to attend the session. Borkar noted that no decisions would be made in executive session.

Borkar closed the executive session at 2:46 p.m. and trustees returned to the public session of the meeting.

9. Adjournment

In closing the meeting, Borkar acknowledged the toll the previous four weeks had taken on the university community. She said trustees had heard how their decision on March 17 was experienced by students, faculty, and other members of the community. Borkar thanked ASOSU President Nuñez Pérez and Faculty Senate President Heppell for their comments and said the Board would commit to engaging students and faculty as it reviews the last search process and plans for the next search.

With no further business proposed, Chair Rani Borkar adjourned the meeting at 2:47 p.m.

Respectfully submitted,


Jennifer Almquist
Assistant Board Secretary