



**Board of Trustees
Executive and Audit Committee Meeting**

**Friday, October 16, 2015
10:30 – 11:30 a.m. (or until business concludes)
DeBoer Room, Hannon Library**

MINUTES

Call to Order and Preliminary Business

Chair Bill Thorndike called the meeting to order at 10:33 am.

Roll Call

The following committee members were present: Chair, Bill Thorndike; Lyn Hennion; Paul Nicholson; Teresa Sayre; April Sevcik; and Judy Shih.

Trustee Les AuCoin participated by videoconference.

Others in Attendance included: Liz Shelby, Chief of Staff and Director of Government Relations; Craig Morris, Vice President for Finance and Administration; Jason Catz, General Counsel; Ryan Brown, Head of Community and Media Relations; John Stevenson, IT User Support Manager; Don Hill, Classroom and Media Services Manager; Kathy Park, Executive Assistant; Vicki Purslow, APSOU; Emily Pfeiffer, ASSOU; Larry Shrewsbury, SOU Faculty Senate; Laurie Kurutz, SOU Faculty Senate; David Coburn, OSA; Mary Russell-Miller, APSOU; Carol Ferguson, APSOU; Lance Gallo, The Siskiyou; Dave Carter, APSOU; Torii Uyehara, ASSOU; Elizabeth Whitman, SOU Faculty Senate; Dennis Jablonski, SOU; and Dr. Susan Walsh, Provost and Vice President for Academic and Student Affairs.

Consent Agenda

Trustee Hennion moved to approve the July 28, 2015 minutes, pending a small punctuation edit. Trustee Sayre seconded the motion and it was approved unanimously.

Public Comment

On behalf of SOU's Faculty Senate, Larry Shrewsbury read a letter addressed to the Board regarding the group's concern about a possible extension of SOU's interim president's contract. Noting the long-term need for strategic planning, the group recommended honoring the president's current contract and beginning the search now for a permanent president.

Update on Selection of Outside Auditor for SOU

Chair Thorndike advised the committee the outside auditor's services would be for the

2015-2016 academic year. Craig Morris, unable to offer the committee too many specifics since the RFP process is not yet complete, noted there were two responses: Moss Adams and CliftonLarsonAllen. The RFP review committee, which included Trustees Nicholson and Shih, rated the responses and recommended inviting both firms to campus for interviews.

Mr. Morris described staff involvement during interviews with the candidates, saying the interviews are open to the campus community. The review committee members normally ask questions but other attendees have been permitted to submit questions for the committee's consideration in the past. The staff members who will work with the auditors are encouraged to participate in the interviews. Trustee Nicholson stressed the importance of obtaining input from these individuals because of the vital nature of their working relationship. Mr. Morris will create a means for those individuals to provide feedback.

Mr. Morris noted a significant difference between the price quotes of the two respondents. He assumes the difference is attributed to the amount of work each firm expects SOU employees to do in preparation for the audit, which will be clarified during the interview process.

Trustee Nicholson moved to invite Moss Adams and CliftonLarsonAllen to campus for interviews with the RFP review committee and such other staff as Mr. Morris deems appropriate. Trustee Shih seconded the motion and it passed unanimously.

Discussion of Consultations with Campus Constituents and Survey Results Regarding Possible Extension of President's Contract

Chair Thorndike gave an update on 1) the recent consultations and 2) administration of a campus-wide survey regarding a possible extension of the interim president's contract. The State's process specifically includes faculty and students; however, the board added staff into its consultation process.

Chair Thorndike had great personal conversations with members of the president's cabinet. ASSOU, University Planning Board and Faculty Senate, representing the three constituent groups, identified individuals with whom Chair Thorndike and Vice Chair Sevcik could consult. The conversations gave the trustees the opportunity to understand the constituents' perspectives as well as passion and support for the institution. The key take away was that constituents want to proceed rapidly with the selection of the next president who will grapple with the strategic decisions that need to be made in order for SOU to become a sustainable university going forward and to focus on the accreditation process.

Trustee Sevcik thanked everyone who participated in the consultation meetings. She said the participants provided candid comments, were very respectful and exhibited "a love for SOU that we all share." She and Chair Thorndike needed and appreciated the input. She further noted, the time was well spent and gave a voice to those who do not always have one.

Trustee Shih asked if they provided feedback to President Saigo. Chair Thorndike said he and Trustee Sevcik had a conversation with President Saigo earlier in the week. When President Saigo makes his presidential remarks at the Board meeting immediately following this committee meeting, they are assuming they might have more perspective on his position.

Trustees Sayre and Nicholson expressed gratitude for the time taken to thoroughly examine the issues and conduct outreach to the constituents. Trustee Nicholson followed with a question about when they needed to start thinking about starting the search. He was concerned about what would happen in terms of SOU's relationship with President Saigo if they were not successful in naming a new president by June 2016. Chair Thorndike said that issue has been discussed with President Saigo and trustees would discuss it in the full Board meeting.

Noting all the outreach efforts and incoming data, Trustee Shih asked who makes the final decision on whether to extend the interim president's contract. Chair Thorndike replied that the Board would make the decision in a full Board meeting, prefaced on earlier discussions with President Saigo on his willingness to extend his contract, on what terms, and where we may be going from here.

Adjournment

Chair Thorndike adjourned the meeting at 10:57 am.

Date: DECEMBER 18, 2015

Respectfully submitted by,



Sabrina Prud'homme

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University Board Secretary