



## Board of Trustees Special Meeting

Monday, June 6, 2016

4:00 - 6:00 p.m. (or until business concludes)

DeBoer Room, Hannon Library

### MINUTES

#### **Call to Order and Preliminary Business**

Chair Thorndike called the meeting to order at 4:01 p.m.

The following trustees were present: Bill Thorndike, April Sevcik, Les AuCoin, Lyn Hennion, Paul Nicholson, Jeremy Nootenboom, Teresa Sayre, Judy Shih, Dennis Slattery, Joanna Steinman and Steve Vincent. Trustee Shea Washington joined remotely for a portion of the meeting.

The following trustees were absent: Filiberto Bencomo and Roy Saigo (ex officio).

Other meeting guests included: Jason Catz, General Counsel; Ryan Brown, Head of Community and Media Relations; Sabrina Prud'homme, Board Secretary; Darius Kila, SOU; Torii Uyehara, ASSOU President; and Kathy Park, Executive Assistant.

Chair Thorndike opened the meeting by thanking the Presidential Search Committee for all of its time and hard work; he also thanked trustees who took the time to meet the three final candidates. He added that the purpose of the meeting was to hear about the job, discuss the most important attributes of the job and develop a process to prioritize the three finalists. Deliberations would be in executive session. Following that, the board would come out of executive session and ask for authority for the chair and general counsel to negotiate a contract with the person the board would like to select. Responding to Trustee AuCoin's inquiry, Chair Thorndike said he did not plan to travel to the selected candidate's location and would conduct negotiations telephonically. Jason Catz added that, after negotiations were complete, the board would hold another meeting to take final action to appoint the selected candidate.

#### **Public Comment**

There was no public comment.

#### **Deliberation to Consider the Employment of a University President [Executive Session Pursuant to ORS 192.660 (2)(a)]**

Chair Thorndike announced that the board would enter into executive session to consider the employment of a public officer, employee, staff member or individual agent. He stated that, pursuant to ORS 192.660 (2)(a), the governing body of a public body may hold an executive session to consider the employment of a public officer, employee, staff member or individual agent. Pursuant to ORS 192.660 (4), representatives of the news media shall be allowed to attend the executive session. All other members of the audience, except designated staff, were asked to leave the room.

Although no members of the media were present, for the record, Chair Thorndike specifically directed representatives of the news media to not 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. In addition, members of the media were respectfully directed not to record the executive session.

Chair Thorndike further stated that, pursuant to ORS 192.660 (6), no final action would be taken or final decision made in the executive session. At the end of the executive session, the board would return to open session and welcome the audience back into the room.

In addition to SOU board members, the following persons were permitted to remain for the executive session: general counsel, Jason Catz; university board secretary, Sabrina Prud'homme; executive assistant to the board secretary and general counsel, Kathy Park; and head of community and media relations, Ryan Brown.

The board then began its executive session. In concluding the executive session, Chair Thorndike returned the meeting to open session where members of the public audience were welcomed back into the room. Chair Thorndike stated the board concluded its executive session to consider the employment of the next president of Southern Oregon University and reiterated that no final action was taken in the executive session.

Trustee AuCoin praised Trustee Hennion and the fabulous job she and her committee did.

### **Authorization of Board Chair to Negotiate Contract with Presidential Candidate (Action)**

Chair Thorndike stated that the purpose of this agenda item was to authorize the chair to negotiate a contract with SOU's new president.

Trustee Sayre moved that Chair Thorndike be authorized to discuss the material terms of employment necessary to a presidential employment contract with one or more of the finalists for the position. Once the board chair has solidified the material terms of a presidential employment contract, Trustee Sayre further moved that the board chair call a meeting in which a quorum of the full board will consider selection of the next president of SOU, approve the material terms of a presidential employment contract, appoint the selected candidate as president, and authorize the board chair to fully execute an employment agreement with the board-appointed candidate. That meeting and any final action that may follow shall occur in open session.

Trustee Hennion seconded the motion and it passed unanimously.

**Adjourn**

Chair Thorndike adjourned the meeting at 6:14 p.m.

Date: June 17, 2016

Respectfully submitted by,

A handwritten signature in cursive script, reading "Sabrina Prud'homme". The signature is written in black ink and is positioned above the printed name and title.

Sabrina Prud'homme  
University Board Secretary