



OFFICE OF THE BOARD OF TRUSTEES

Public Meeting Notice

April 9, 2021

TO: Southern Oregon University Board of Trustees, Executive and Audit Committee

FROM: Sabrina Prud'homme, University Board Secretary

RE: Notice of Regular Meeting of the Executive and Audit Committee

The Executive and Audit Committee of the Southern Oregon University Board of Trustees will hold a regular meeting on the date and at the location set forth below.

The topics of the meeting will include an internal audit update as well as discussion and action on an update and recommendation from the Governance Work Group. There also will be a discussion regarding presidential search matters including action on a Board Statement on Executive Searches, Appointments and Management; discussion on presidential search guidelines; and information on a general timeline.

The meeting will occur as follows:

Friday, April 16, 2021

9:30 a.m. to 11:30 a.m. (or until business is concluded)

To view the proceedings, visit <https://sou.zoom.us/j/84433197726> at the time of the meeting.

Materials for the meeting are available at governance.sou.edu.

Public Comment

Members of the public who wish to provide public comments for the meeting are invited to submit their comments or testimony in writing during this period of pandemic protocols. Please send written comments or testimony to the Board of Trustees email address: trustees@sou.edu. Public comments also may be sent to the board via postal mail addressed to SOU Board of Trustees, 1250 Siskiyou Boulevard, Ashland, OR 97520.

If special accommodations are required, please contact Pamela Tomac at (541) 552-8055 at least 48 hours in advance.



**Board of Trustees
Executive and Audit Committee Meeting
April 16, 2021**

Call to Order / Roll / Declaration of a Quorum



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

Friday, April 16, 2021
9:30 a.m. – 11:30 a.m. (or until business concludes)
<https://sou.zoom.us/j/84433197726>

AGENDA

Persons wishing to provide public comment shall do so in writing during COVID-19 protocols.
Please note: times are approximate and items may be taken out of order.

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|---------|----------|--|---|
| | 1 | Call to Order/Roll/Declaration of a Quorum | Chair Paul Nicholson |
| | 1.1 | Welcome and Opening Remarks | |
| | 1.2 | Roll and Declaration of a Quorum | Sabrina Prud'homme,
SOU, Board Secretary |
| | 1.3 | Agenda Review | Chair Nicholson |
| | 2 | Public Comment | |
| 5 min. | 3 | Consent Agenda | |
| | 3.1 | Approval of January 22, 2021 Meeting Minutes | Chair Nicholson |
| | 4 | Reports | |
| 5 min. | 4.1 | Internal Audit Update | Jason Catz, SOU,
General Counsel |
| | 5 | Action, Information and Discussion Items | |
| 20 min. | 5.1 | Governance Work Group Update and
Recommendation (Action) | Vice Chair Danny
Santos |
| 65 min. | 5.2 | Presidential Search Matters | Chair Nicholson |
| | 5.2.1 | Board Statement on Executive Searches,
Appointments and Management (Action) | |
| | 5.2.2 | Discussion on Presidential Search
Guidelines | |
| | 5.2.3 | General Timeline | |
| | 5.3 | Future Meetings | Chair Nicholson |
| | 6 | Adjournment | Chair Nicholson |

Public Comment

Consent Agenda

**Board of Trustees
Executive and Audit Committee Meeting
Friday, January 22, 2021
Videoconference**

MINUTES

Call to Order/Roll/Declaration of a Quorum

Committee Members:

Paul Nicholson	Present	Lyn Hennion	Present
Jonathon Bullock	Present	Megan Davis Lightman	Absent
Sheila Clough	Present	Daniel Santos	Present

Chair Paul Nicholson called the meeting to order at 9:30 a.m. The board secretary recorded the roll and a quorum was verified.

Other trustees in attendance: Deborah Rosenberg, President Linda Schott, Bill Thorndike and janelle wilson.

Other attendees and Zoom webinar panelists included: Greg Perkinson, Vice President for Finance and Administration; Jason Catz, General Counsel; Dr. Neil Woolf, Vice President for Enrollment Management and Student Affairs; Dr. Susan Walsh, Provost; Sabrina Prud'homme, Board Secretary; Steve Larvick, Business Services; Jean Bushong and Bryan Simkanich, both from CliftonLarsonAllen; and Kathy Park, Office of the Board Secretary.

Public Comment

There was no public comment.

Consent Agenda

Trustee Bullock moved to approve the consent agenda, as presented. Trustee Hennion seconded the motion and it passed unanimously.

Reports

Update on Internal Audit Function

Jason Catz said he has been monitoring the internal audit function for new hotline complaints or anonymous reports. There have been no new hotline calls since the committee's last meeting. It is hard to tell if this can be attributed to the absence of an internal auditor or the fact that people are off-campus now. Even when there was an internal auditor, there was not an overabundance of complaints each quarter and there were quarters where only one to three complaints were received. Vice Chair Santos later said he thought a follow up report on the number of hotline complaints would be appropriate and Mr. Catz agreed to provide the report.

Turning to filling the internal audit position, Mr. Catz said he began discussions with colleagues at the other technical and regional universities (TRUs) about sharing an auditor function and possibly hiring an outside firm. EOU and WOU are interested; OIT is not interested at this time because it recently hired an outside firm to fulfill this function. Mr. Catz has drafted a request for proposals (RFP) and has shared it with the other TRUs so they can begin discussions.

Mr. Catz said it may be necessary to call a special meeting of the committee or the board to get approval to issue the RFP. The board would be involved in the selection process. Chair Nicholson said he thought the Executive and Audit Committee could handle the next steps and notify the board. Mr. Catz concurred, saying the important point is transparency and communication with the full board. Trustees Clough and Bullock agreed with this approach; none of the other committee members disagreed.

Action, Information and Discussion Items

Fiscal Year 2019-20 Audited Financial Statements (Action)

Greg Perkinson provided a summary of expenditures by fund, comparing actual and budgeted amounts. The combined expenditures were \$6.4 million less than planned. He cautioned that this does not go to the bottom line because there were also significant reductions in revenues. It does, however, highlight an amazing job by the team to implement the cost cutting efforts from last year that carry through to this year.

Responding to Trustee Bullock's inquiry, Mr. Perkinson said the furloughs did not correspond to the decrease in enrollment caused by the pandemic. The furloughs were needed so SOU could join the Oregon Work Share Program. Some organizational structure changes were made in response to the decrease in student numbers. President Schott added that adjustments also were made in faculty, primarily in the part-time adjunct faculty positions.

Jean Bushong presented the FY 2020 external audit results, as included in the meeting materials. She highlighted CliftonLarsonAllen's (CLA's) responsibilities under auditing standards; the scope of engagements; unique audit issues; audit results; and required communications to governance. Ms. Bushong said the auditors review financial statements to determine if the numbers are materially correct, which involves an analysis of risk of error, fraud or noncompliance. The external audit function should not be viewed as an internal control.

The scope of engagements included the financial statement audit and the single audit of the spending of federal funds. This year, the single audit included CARES Act funding in addition to student financial aid.

Bryan Simkanich addressed the 2020 unique audit items for the single audit. The auditing guidance for CARES Act funding was not released until late December. Its late publication is one of the main reasons why the results of the single audit will not be presented at this time. CLA continues to work on the single audit and a report will be provided at a later date.

Mr. Simkanich also mentioned that COVID-19 caused a significant change in both the approach of the audit as well as the actual audit itself. The audit was performed remotely.

Mr. Simkanich said CLA issued an unmodified opinion on the financial statement audit, which is the highest level of assurance that can be provided. There were three reclassifications noted, which were communicated to management; they were not material in any way. There was one past audit adjustment, which was not material. There were no findings of material weaknesses or significant deficiencies.

Ms. Bushong highlighted the Independent Auditor's Report on page 8 of the 2020 Annual Financial Report, addressed selected entries in the financial report and explained the fluctuations in some of the figures. She mentioned changes to Governmental Accounting Standards Board standard 84 on accounting for fiduciary activity, such as the North Campus Village, which necessitated the inclusion of a new financial statement in the report. Ms. Bushong then highlighted some of the notes to the financial statements, including the accounting of CARES Act revenue and expenditures, transactions with the Collegiate Housing Foundation for the North Campus Village and current risks and uncertainties of COVID-19.

Mr. Simkanich provided the required communications to governance, as included in the meeting materials.

Trustee Clough moved to approve the resolution regarding the fiscal year 2019-2020 audited financial statements and report and recommending the financial statements to the Board of Trustees for acceptance. Vice Chair Santos seconded the motion and it passed unanimously.

University President's Compensation (Action)

Chair Nicholson reminded trustees that the board voted last year to amend President Schott's compensation to reflect a 20 percent furlough consistent with actions taken to amend the compensation of other administrative staff members. At that time, the board agreed to revisit the compensation in January 2021 because it was unclear if the university's classified and unclassified staff members would remain in furlough status beyond January 2021. Chair Nicholson said a decision had been made to extend the furloughs through March.

Chair Nicholson and President Schott proposed that the board continue the amendment to the president's compensation and revisit the item again in April. At that point, there would be clarity regarding the furloughs of the other administrative staff and the board would be able to make an appropriate decision.

Trustees Clough and Bullock expressed their disappointment and concern that such a decision had to be made. President Schott said she appreciated the sentiment and stressed that her entire team is similarly impacted.

Trustee Bullock moved approval of the resolution recommending the board amend the compensation of the university president. Vice Chair Santos seconded the motion and it passed unanimously.

Governance Work Group Update

Vice Chair Santos said the work group's efforts to explore the possibility of creating a stand-alone Governance Committee built on previous work groups and discussions at the board's retreat last fall. Providing an update on the group's work, he said the work group identified a key question: What problem needs to be solved? This led to conversations about diversity and inclusion amongst the trustees as well as the value of diversity. There were also discussions on trustees' ability to participate on the board and on committees, especially younger board members, given the time commitment; the work group tried to look at how governance activities could assist those members. The work group developed a list of pros and cons of creating a stand-alone Governance

Committee describing advantages and disadvantages of doing so. They also discussed what a governance committee's functions would be. The group also discussed whether the Executive and Audit Committee could carry on those functions or whether a separate committee would be the best method to do so. Vice Chair Santos said five of the other public universities include governance in a standing committee rather than having a separate committee. Considering various factors, the work group is leaning toward keeping the function within the Executive and Audit Committee; however, before developing a recommendation, the work group wanted more input from the Executive and Audit Committee and from the full board.

Trustee Bullock emphasized that, there is already a group in the Executive and Audit Committee that can perform any of the governance functions, without adding to the workload of other members of the board. He supported the recommendation that a separate committee not be formed but rather the tasks be assigned to the Executive and Audit Committee. Trustee Hennion later expressed her support for that course of action.

Trustee Clough expressed her appreciation for the work group's efforts. Although she has worked with a board that had a strong governance committee, she said she can see the benefit of formalizing the governance function into the routine activities of an existing standing committee. Chair Nicholson added that it would be important to formalize any structure so that the group focused on governance would meet on a regular basis and report on its efforts.

President Schott said her main concern is that the board have a robust way to identify new trustees. She stressed the importance of doing more to diversify the membership of the board in various categories, including age, race and backgrounds, coupled with differing professional preparations, skills and abilities.

Vice Chair Santos said he planned to present a formal recommendation to the board at its April meeting.

Future Meetings

The committee's next meeting will be on April 16, 2021.

Adjournment

Chair Nicholson adjourned the meeting at 11:23 a.m.

Internal Audit Update

Governance Work Group Update and Recommendation (Action)

**Southern Oregon University
Board of Trustees
Governance Work Group**

RECOMMENDATION

Better-Incorporate Governance

Regarding the governance function of the Board of Trustees of Southern Oregon University, the Governance Work Group recommends the Board of Trustees better-incorporate matters of governance into the work of the Executive and Audit Committee. The Governance Work Group does not recommend the creation of a standalone Governance Committee at this time.

Identify a Work Plan

To enable improvements in the incorporation of governance matters, the Governance Work Group recommends that it determine agenda items necessary for the Executive and Audit Committee's and Board of Trustees' review and/or action, develop a schedule for the formal consideration of those items, and identify possible deliverables for the committee's and the board's approval. The agenda topics, schedule, and deliverables will be available for the board's review and approval at the next regular meeting of the Board of Trustees.

Composition of the Governance Work Group

The Governance Work Group also recommends that the work group maintain its current membership composition. Additionally, the work group may invite a rotating trustee guest to its meetings or to contribute to its work based on the subject matter being discussed, various trustees' expertise, or trustees' interest in participating with the work group. The Governance Work Group will report to the board its progress.

One Year Pilot

The Governance Work Group further recommends that the board pilot this course of action through June of 2022. At that time, the Governance Work Group will submit a final report to the Executive and Audit Committee and the Board of Trustees. The final report will describe the group's work, accomplishments, challenges, other pertinent details of the pilot period, and ultimately, will make a final recommendation on the structure of the governance function of the Board of Trustees.

Presidential Search Matters

Policy on Executive Searches, Appointments and Management (Action)



Policy Title:	Executive Searches, Appointments and Management
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Governing Body:	Southern Oregon University	Policy Number:	GEN.005
Policy Contact:	Board Secretary	Date Revised:	July 2016
Custodial Office:	Office of the Board Secretary	Date Approved:	July 2016
Approved By:	President	Next Review:	July 2019
Related Policy:			

Revision History

Revision Number:	Change:	Date:
-	Initial version	July 2015
1	Revision	July 2016

A. Purpose

To ensure effective executive leadership of Southern Oregon University (SOU), the Board of Trustees of Southern Oregon University will deploy the following standards for the search, appointment, reappointment and evaluation of the SOU President.

B. Policy Statement

1. Authority/Cross-References:

Oregon Revised Statutes, Chapter 351
Oregon Revised Statutes, Chapter 352
Oregon Administrative Rules, Division 20
Oregon Administrative Rules, Division 21
Board Policy on Policies & Internal Management Directives
Board Policy on Executive Leadership and Management

2. Procedures/Guidelines/Procedures

A. Selection and Appointment of the President

(1) The Board retains the sole responsibility for the selection and appointment of the President.

(2) When it becomes necessary to hire a President, the Board will initiate a search. The search will be conducted in a manner consistent with guidelines recommended by the Executive and Audit Committee and approved by the Board. The search guidelines will be designed to ensure appropriate public notice and will address affirmative action considerations.

(3) A single search committee will be responsible for assisting the Board by identifying, recruiting, and evaluating possible candidates for President. The Board, in addition to a search committee, may contract for the services of a consulting or executive search firm to assist it in recruiting candidates and organizing and executing the search process.

(a) The Board Chair will appoint members of the search committee. The Board Chair will appoint a search committee chair, who will be a current member of the Board of Trustees.

(b) The Board Chair will appoint a senior employee of the university to serve as coordinator of the search. The coordinator will serve as a non-voting ex- officio member of the committee.

(4) The search committee will recommend finalists to the Executive and Audit Committee. The Executive and Audit Committee may meet with the search committee to discuss the strengths and weaknesses of the finalists, especially in terms of the desired qualifications for the position. The report may include summaries of the evaluations from individuals and groups who provided information to the search committee. The search committee will not rank the finalists.

(5) Consistent with the guidelines approved by the Board at Section 2A(2), the Executive and Audit Committee will interview the finalists. The Executive and Audit Committee, after consultation with the search committee, is authorized to narrow the field of finalists that will be forwarded to the Board.

(6) Consistent with the guidelines approved by the Board at Section 2A(2), the Board will interview the finalist or finalists in executive session. Following the interviews, the Board Chair will negotiate terms and conditions of employment with the Board's first preference for President. If the negotiation is unsuccessful, the Board Chair will seek further advice from members of the Board before negotiating with other finalists.

B. Selection of an Interim or Acting President

(1) When the position of President becomes vacant prior to the appointment of a regular successor, the Board Chair will, after consultation with the Executive and Audit Committee and other constituents as necessary, recommend a candidate for interim President.

(2) The Board Chair will interview the recommended candidate for interim President. The Executive and Audit Committee or the Board, in its discretion, may meet in executive session to discuss the strengths and weaknesses of the recommended candidate.

(3) At its next regular meeting or at a special meeting, the Board will vote on the interim President's appointment. The interim President will serve until the Board has appointed a regular President or until the interim President has been relieved of his/her duties and responsibilities. Throughout his/her term, the interim President will serve at the pleasure of the Board.

(4) When an incumbent President is temporarily unable to discharge his/her duties, leaves for a period that, in the judgment of the Board, warrants a temporary replacement, or in any other circumstance determined advisable by the Board, the Board Chair, after consultation with members of the Executive and Audit Committee and other constituents as necessary, will recommend a candidate for acting President.

(5) The Board Chair will interview the recommended candidate for acting President. The Executive and Audit Committee or the Board, in its discretion, may meet in executive session to discuss the strengths and weaknesses of the recommended candidate.

(6) At its next regular meeting or at a special meeting, the Board will vote on the acting President's appointment. The acting President will serve until the incumbent is able to resume his/her duties or until the acting President has been relieved of his/her duties and responsibilities. Throughout his/her term, the acting President will serve at the pleasure of the Board.

C. Selection of an Interim President as Regular President

(1) When the Board must decide whether to search for a President or move an interim or acting President to regular status, the process at Section B will be used.

D. Evaluation of the President

(1) The President will be evaluated for performance by the Board pursuant to policies adopted by the Board and other necessary processes, standards, and criteria established by the Board's Executive and Audit Committee. The President and Board Chair will be consulted as the Board's Executive and Audit Committee establish the evaluative process, standards, and criteria.

This policy may be revised at any time without notice. All revisions supersede prior policy and are effective immediately upon approval.

C. Policy Consultation

This policy was transferred to SOU by operation of law on July 1, 2015 from the State Board of Higher Education Board Policy Manual. Revisions to the text of the policy were posted for campus comment on June 21, 2016.

D. Other Information

This policy codifies and revises as Southern Oregon University Policy the rule previously adopted by the State Board of Higher Education concerning this topic and transferred to SOU by operation of law on July 1, 2015.

The Policy Contact, defined above, will write and maintain the procedures related to this policy and these procedures will be made available within the Custodial Office.

Board Statement on Presidential Searches and Appointments Board of Trustees of Southern Oregon University

1.0 Preamble

As set forth in Oregon Revised Statute 352.087, the Board of Trustees of Southern Oregon University ("Board") shall, in consultation with the Governor or their designee appoint and employ the president of Southern Oregon University ("University" or "SOU"). In furtherance recognition of this obligation, the Board sets forth its policy below governing the selection and appointment of a president, as well as the selection of an acting interim president where appropriate.

2.0 Procedures/Guidelines/Procedures

2.1 Selection and Appointment of the President

2.1.1 The Board retains the sole responsibility for the selection and appointment of the president.

2.1.2 When it becomes necessary to hire a president, the Board will initiate a search. The search will be conducted in a manner consistent with guidelines recommended by the Executive and Audit Committee and approved by the Board. The search guidelines will be designed to ensure appropriate public notice of the open appointment and will address considerations of equity, diversity and inclusion.

2.1.3 A single search committee will be responsible for assisting the Board by identifying, recruiting, and evaluating possible candidates for president. The Board, in addition to a search committee, may authorize the university to contract for the services of a consulting or executive search firm to assist it in recruiting candidates and organizing and executing the search process.

(a) The Board Chair will appoint members of the search committee. The Board Chair will appoint a search committee chair, who will be a current member of the Board of Trustees.

(b) The Board Chair will appoint a senior employee of the university to serve as coordinator of the search. The coordinator will serve as a non-voting ex-officio member of the committee.

(c) The Board Chair may, at their discretion, choose to appoint additional employees of the university to serve the search committee in an advisory capacity.

2.1.4 After reviewing and interviewing candidates, the search committee will recommend finalists for the position of University President to the Executive and Audit Committee. The search committee will prepare a report of the strengths and weaknesses of the finalists, especially in terms of the desired qualifications for the

position. The Executive and Audit Committee may meet with the search committee to discuss the report. The search committee will not rank the finalists.

2.1.5 Consistent with the guidelines approved by the Board at Section 2.1.2, the Executive and Audit Committee will interview the finalists. The Executive and Audit Committee, after consultation with the search committee, is authorized to narrow the field of finalists that will be forwarded to the Board.

2.1.6 Consistent with the guidelines approved by the Board at Section 2.1.2, the Board will interview the finalist or finalists in executive session. Following the interviews, the Board Chair will negotiate terms and conditions of employment with the Board's first preference for president. If the negotiation is unsuccessful, the Board Chair will seek further advice from members of the Board before negotiating with other finalists.

2.2 Selection of an Interim President

2.2.1 When the position of president becomes vacant prior to the appointment of a regular successor, the Board Chair will, after consultation with the Executive and Audit Committee and other constituents as necessary, to determine the required skills and desired qualifications of an interim university president and will recommend a candidate or candidates for Interim president.

2.2.2 The Board Chair will interview the recommended candidate(s) for interim president. The Executive and Audit Committee or the Board, in its discretion, may meet in executive session to discuss the strengths and weaknesses of the recommended candidate.

2.2.3 At its next meeting, the Board will vote on the interim president's appointment. The interim president will serve until the Board has appointed a regular president or until the interim president has been relieved of their duties and responsibilities. Throughout their term, the interim president will serve at the pleasure of the Board.

2.3 Selection of an Acting President

2.3.1 When an incumbent president is temporarily unable to discharge their duties, leaves for a period that, in the judgment of the Board, warrants a temporary replacement, or in any other circumstance determined advisable by the Board, the Board Chair, after consultation with members of the Executive and Audit Committee and other constituents as necessary, will recommend a candidate for acting president.

2.3.2 The Board Chair will interview the recommended candidate(s) for acting president. The Executive and Audit Committee or the Board, in its discretion, may meet in executive session to discuss the strengths and weaknesses of the recommended candidate.

2.3.3 At its next meeting, the Board will vote on the acting president's appointment. The acting president will serve until the incumbent is able to resume their duties or

until the acting president has been relieved of their duties and responsibilities. Throughout their term, the acting president will serve at the pleasure of the Board.

2.4 Selection of an Interim or Acting President as Regular President

2.4.1 When the Board must decide whether to search for a president or move an interim or acting president to regular status, the Executive and Audit Committee will conduct a full interview of the interim or acting president under consideration for appointment as regular president and will forward a recommendation to the Board. The Board will interview the candidate for appointment as regular president in executive session.

2.4.2 Following the interview(s), and with the approval and consent of the Board to the permanent hire of the interim or acting president to regular president, the Board Chair will negotiate terms and conditions of employment with the proposed regular president. If the negotiation is unsuccessful, the Board Chair will seek further advice from members of the Board before opening or reopening a full search.

Discussion on Presidential Search Guidelines



Presidential Search Committee

2016 COMMITTEE OVERVIEW

The Presidential Search Committee is charged with assisting the Board in identifying, recruiting, evaluating and recommending possible candidates for the position of university president. This Committee will forward recommended finalists to the Board of Trustees for consideration. **The Presidential Search Committee consists of trustees (5), faculty (3), students (2), staff (2), another Oregon university president (1), and community members (2). Six ex officio, non-voting members serve the Committee in a coordinating or advisory capacity.**

It is important to note that the Presidential Search Committee will not select or appoint the university president; this is solely the responsibility of the SOU Board of Trustees. Final decisions by the be made as part of a public meeting and all of the Board's deliberations and discussions leading to a final decision will be in accordance with Oregon's public meeting laws.

Duties of the Committee or members of the Committee may include but are not limited to:

- Development of a position profile (position description) and related documents for the position of SOU President;
- Pre-screening of applicants and narrowing of the applicant pool;
- Interviewing selected candidates as necessary;
- Providing the Board Chair with candidate recommendations;
- Other duties and activities as necessary for recruiting, information gathering, evaluation, management and administration of the search.

Members:

Lyn Hennion, Chair; Paul Nicholson, Vice Chair; Ed Battistella, Ph.D.; Amy Belcastro, Ph.D.; Jeffrey DeBoer; Darius Kila; Chris Maples, Ph.D.; Colleen Martin-Low; Joan McBee, DBA; Tamara Nordin; Teresa Sayre; Dennis Slattery; Chris Stanek; Torii Uyehara; and Shea Washington.

Ex Officio Members (non-voting):

Jason Catz; Janet Fratella; Craig Morris; Sabrina Prud'homme, Search Coordinator; Marjorie Trueblood-Gamble; Sue Walsh, Ph.D.

2016 Presidential Search Committee

MEMBERSHIP GUIDELINES

- I. **Confidentiality:** All Committee members shall keep in strict confidence all information to which they have access by virtue of their Committee membership. This obligation shall continue even after the Committee completes its work and includes, without limitation, the following:
 - A. the identity of all candidates whose names are submitted to or considered by the Committee or members of the Committee;
 - B. the content of all written materials or other information (including electronically transmitted information) acquired by the Committee regarding such candidates, whether received from the candidate, the search firm or some other source;
 - C. all deliberations of the Committee including, without limitation, questions and answers from candidate interviews and all views expressed by Committee members, the search firm or outside contributors, about given candidates; and
 - D. any documents distributed for the purpose of conducting or participating in Committee business or meetings, whether by way of electronic or traditional mail, facsimile or photocopy.

The Chair of the Committee (or designee, as appropriate) has the sole authority to disseminate information to individuals other than members of the Committee and its staff about the Committee's deliberations and the candidates under consideration by the Committee.

No Committee member may solicit from non-committee members, whether at SOU, at a candidate's current or previous place of employment, or elsewhere, comments or opinions regarding any particular candidate except as authorized by the Chair. Committee members are not to discuss the status of the Committee's actions with non-committee members.

- II. **Open Search:** In an open search, confidentiality remains key. The Committee will deliberate in confidence and information about the search candidates will not be shared publicly until final candidates are announced.
- III. **Spokesperson:** Only the Chair of the Board of Trustees (or designee, as appropriate) has the authority to speak with the press or others publicly, whether on or off the record, about the search, the Committee's work or deliberations. Members should send any inquiries, from on or off campus, to the Search Coordinator, who will manage information requests and work with the Board and/or Committee Chair to respond as appropriate.
- IV. **Attendance:** Attendance at all meetings is mandatory. Exceptions will be made for illness and emergent situations, including conflicts beyond a member's control. Repeated absences will be a basis for removal from the Committee. If removal from the Committee is deemed necessary, the Chair of the Board of Trustees, in

consultation with the Chair of the Presidential Search Committee, shall appoint a new member. Committee members may not send substitutes to meetings.

- V. **Non-discrimination:** Southern Oregon University is an Affirmative Action/Equal Employment Opportunity Employer. The Committee should never utilize any criteria related to “protected classes” under federal and state law to screen or question candidates. If you have additional questions in this area, please consult Human Resources.
- VI. **Compliance:** Compliance with these membership guidelines is a prerequisite of Committee membership. Any violation may result in removal from the Committee.

For Discussion Purposes Only

General Timeline

Future Meetings

Adjournment