



OFFICE OF THE BOARD OF TRUSTEES

Public Meeting Notice

June 11, 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 online location set forth below.

The topics of the meeting will include an internal audit report as well as discussion and action on recommendations from the Governance Work Group. There also will be discussion and action on the university president's compensation as well as information on the university president's evaluation.

The meeting will occur as follows:

Friday, June 18, 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/83433523794> at the time of the meeting.

Visit governance.sou.edu for meeting materials.

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's email address: trustees@sou.edu. Public comments also may be sent to the board via U.S. mail addressed to SOU Board of Trustees, 1250 Siskiyou Blvd., Ashland, OR 97520.

If special accommodations are required please contact Pamela Tomac at least 24 hours in advance of the meeting at (541) 552-8055.



**Board of Trustees
Executive and Audit Committee Meeting
June 18, 2021**



Call to Order / Roll / Declaration of a Quorum



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

Friday, June 18, 2021
9:30 a.m. – 11:30 a.m. (or until business concludes)
<https://sou.zoom.us/j/83433523794>

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.

- 1 Call to Order/Roll/Declaration of a Quorum**
 - 1.1 Welcome and Opening Remarks Chair Paul Nicholson
 - 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 April 16, 2021 Meeting Minutes Chair Nicholson
- 5 min. **4 Reports**
 - 4.1 Internal Audit Report Jason Catz, SOU,
General Counsel
- 60 min. **5 Action, Information and Discussion Items**
 - 5.1 Governance Work Group Update and
Recommendations (Action) Vice Chair Daniel
Santos
 - 5.1.1 Board Knowledge and Skills Matrix
 - 5.1.2 New Trustee Orientation Goals Discussion
 - 5.1.3 2021 Board Annual Evaluation
 - 5.1.4 June 2021 – June 2022 Proposed
Schedule of Governance Agenda Items

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

**Friday, June 18, 2021
9:30 a.m. – 11:30 a.m. (or until business concludes)**

AGENDA (Continued)

10 min.	5.2	University President's Compensation (Action)	Chair Nicholson
5 min.	5.3	President's Evaluation	Chair Nicholson
	5.4	Future Meetings	Chair Nicholson
6		Adjournment	Chair Nicholson

Public Comment

Consent Agenda

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

Friday, April 16, 2021

MINUTES

Call to Order/Roll/Declaration of a Quorum

Committee Members:

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

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

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

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; Janet Fratella, Vice President for University Advancement; Sabrina Prud'homme, Board Secretary; Steve Larvick, Director of Business Services; Alana Lardizabal, Director of Human Resources; Michael McKelvey, Director of Development; Christina Sanz, Southern Oregon University Foundation; and Pamela Tomac, Office of the Board Secretary.

Public Comment

No public comments were received.

Consent Agenda

Trustee Bullock moved to approve the consent agenda as presented. Vice Chair Santos seconded the motion and it passed unanimously.

Internal Audit Report

Mr. Catz informed the committee that there have been no new ethics hotline complaints. He also has drafted the customary email for President Schott to approve and send out, reminding the campus that even in a virtual environment, the resources for reporting concerns are still available.

Mr. Catz continues talks with his Technical and Regional University colleagues about sharing an outside auditing firm. The request for bids will be written in such a way that while it goes out for a competitive bid, other Oregon Public Universities (OPU) will be allowed to join at a later date if they desire. The goal is to solicit bids based on hourly rates that would make it accessible to others and hopefully improve the rates over time as scale increases.

Trustee Clough said going out for bid allows SOU to find affordable ways to provide the service and there is no cost for doing so. Vice Chair Santos agreed and added that the bid

process will help SOU gather information; review the credibility and reputations of the bidders; and perform cost and services analyses versus having an internal auditor.

Following much discussion on the topic, Chair Nicholson asked if anyone was against this RFP path. There being no opposition, Chair Nicholson said Mr. Catz should continue.

Governance Work Group Update and Recommendation (Action)

Vice Chair Santos thanked Trustees Lightman and Bullock for their insights into this process and thanked Board Chair Nicholson for inserting his viewpoints, as well as Secretary Prud'homme for her assistance. Vice Chair Santos informed the committee that the work group's recommendation is to keep governance within the current Executive and Audit Committee's (EAC) structure and to not establish a separate governance committee. The group would continue working on the issues and invite rotating guests, as appropriate to participate with the group. The work group would report its progress to the committee and the board, as appropriate. The group further recommends a pilot year to accomplish this work, with a final report to EAC and BOT in June of 2022 including recommendation on whether to create a standalone governance committee.

Trustee Clough supported the work group's recommendation, and had a bias believing SOU should have had a governance committee. This recommendation gets the benefit of what a committee would do, will focus of best practices, and lends itself to an existing structure, in essence, gaining the best of both worlds.

Trustee Hennion moved to approve the Governance Work Group as presented. Vice Chair Santos seconded the motion and it passed unanimously.

Presidential Search Matters

Board Statement on Executive Searches, Appointments and Management (Action)

Chair Nicholson said that on April 8, President Schott announced her intent to retire. The board is happy for the president and her family; however, this also means the board and the university must gear up for a robust presidential search to find the president's successor.

Mr Catz said that for the 2016 search, the board previously followed a policy that transferred from the Oregon University System. For today's consideration, that policy is being converted to a board statement and a few amendments are being proposed. In addition, there are a few areas requiring input and close consideration by the committee, shown in red in the meeting materials. Following the committee's discussion and any further amendments, the committee will make a recommendation to the board on the Board Statement on Executive Searches, Appointments and Management. He said a few changes have been made that are mostly language adjustments, and a few updates that correspond to how we went through the search last time making the document more transparent.

Chair Nicholson believes that section 2.1.5 describing a role for the EAC to interview the candidates, inserting an additional layer that may not be necessary. Vice Chair Santos agreed this layer will prolong the search process and the work of the search committee and the board would be each provide layers of review. Trustee Hennion agreed, expressed concerns of timing and expense, and believed there is overlap with the search committee, EAC, and the board.

Trustee Bullock countered that he believes this layer will ensure the board has another opportunity to sort out concerns that might arise, and with what transpired recently in Corvallis, this would allow additional vetting. Trustee Bullock would like to make absolutely certain that the board does not get too worried about timing and economics, but instead, should focus on selecting the right candidate. He later said that a small group may be able to dive into some areas and apply some pressure to see where a person's strengths and weaknesses lie.

Responding to Trustee Hennion's comments regarding and open search, Ms. Prud'homme said when the candidates are set to arrive on campus, the process would be publicized and open. In 2016, only after the final candidates were invited to campus did their identities become public information.

Responding to Chair Nicholson, President Schott said that she could not clearly remember exactly how many interviews she attended since once she came to the campus visit there were so many people to meet. She believes that having the EAC interview with an extra layer of deep scrutiny, which a smaller group could more easily perform, might ensure that something problematic in a candidate's past would not be missed.

Trustee Clough said a smaller panel could have the time and purpose of being able to vet more fully than a full board complement, and she believes that the extra layer does add value and purpose to the process. Vice Chair Santos added that the board wants to avoid recent OSU, PSU, and Linfield issues, and an additional layer of interviews with purpose can help.

Trustee Hennion thought it was extremely important to hold social events with each candidate; for example, there was dinner in the museum which presented an opportunity to relax and get to know the proposed candidates better as people, not just in a formal interview. Trustee Lightman agreed.

President Schott said something that occurs to her about this process is that it is so important for candidates to have things kept as quiet as possible. President Schott assumes the search firm will do vigorous vetting. Should something surface, the EAC could have a heart-to-heart discussion and allow candidates to address it, and it perhaps is easier in a small group.

Trustee Lightman views the EAC meetings as a time for trustees on EAC gather evidence of the candidate's strengths and weaknesses. There may be too much to uncover with one committee, so the EAC could be the heavy hand asking the hardest questions.

Mr. Catz expressed his thoughts on section 2.1.3(c), that by adding this language, the Board Chair is afforded the ability to consult other university employees as needed. Dr. Susan Walsh said it was helpful to be involved in the president search interview process in the past. Mr. Catz agreed that this function is intended within this process.

Trustees agreed to keep the word "will" in section 2.1.5, and to change the word "serve" to "support" in section 2.1.3 (c).

There being no further changes, Trustee Clough moved that the committee recommend the Board Statement to the full board, as amended. Trustee Lightman seconded the motion and it passed unanimously.

Discussion on Presidential Search Guidelines

Chair Nicholson revisited the 2016 presidential search guidelines used to guide the activities and membership of the search committee as the board prepares to identify a committee and define its work. He said the key point to this process is to gain a university president who understands the role of a regional university. He raised the composition of the search committee as an important topic.

President Schott thought a Southern Oregon Higher Education Consortium (SOHEC) president would serve the search well, as those presidents understand SOU and would take steps towards better collaboration, engagement, and advancement. Mr. Catz said the statutes that govern the creation of the board require that the president of an Oregon public university be on the search committee and there is no preclusion from having a community college president on the committee.

Trustee Hennion pointed out that in 2016, SOU had Chris Maples [from OIT] on the committee; he left OIT and consequently, was not part of decisions that were made by the committee. President Schott said she did not feel President Maples' absence affected her understanding of the role.

To promote equity within the committee composition, Trustee Wilson suggested the board make faculty, staff, and students equal, at three members each. President Schott noted the importance of having a member from Josephine County/Grants Pass. Chair Nicholson and others agreed, noting that all four constituent groups should have three instead of two of each. Trustees also agreed that language regarding "serve" or "support" of cabinet members should be "support," which is consistent with the board statement.

Board Chair Nicholson raised the concept of anticipating an open search, as outlined in the guidelines from 2016. Noting key pros and cons, Ms. Prud'homme mentioned that having an open search instead of a more confidential search might limit the candidate pool but an open search is in keeping with the expectations and culture of the campus. Discussion ensued on the topic of an open versus a closed search. It was clarified that even in an open search, the process remains confidential until the final candidates are invited to campus.

General Timeline

The committee reviewed a sample timeline for the presidential search to illustrate the possibilities for key milestones in the search and when each of those items might take place. Chair Nicholson noted that a search firm will help determine an actual timeline but that this early glimpse is in keeping with President Schott's desired departure date at the end of 2021.

Future Meetings

The next meeting will be on Friday, June 18, 2021.

Adjournment

The meeting adjourned at 11:37 a.m.

Internal Audit Report

Governance Work Group Update and Recommendations (Action)

Board Knowledge and Skills Matrix

Southern Oregon University Board of Trustees

Knowledge, Skills and Abilities

Board Composition and Recruitment Matrix

Legislation requires 11 to 15 max., including president

0-1 Not knowledgeable at all/slightly knowledgeable

2 Moderately knowledgeable

3-4 Very/Extremely knowledgeable

	Current Members																	Prospective Members					
	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	Total	1	2	3	4	5	6	
	Name	Name	Name	Name	Name	Name	Name	Name	Name	Name	Name	Name	Name	Name	Name								
Knowledge/Skills/Competencies (with examples)																							
Strategic planning (mission, goal-setting, measurement)																							
Academic affairs (Faculty matters, curriculum, academic support programs)																							
Student affairs (student life, student government, student success)																							
Higher education (trends, issues, history, operations, emergent issues)																							
Social justice, equity, diversity and inclusion (Eliminating disparity, race equity, gender and sexual identity, increasign access)																							
Board-president/CEO relationships (management, development, evaluation, employment)																							
Enterprise management (internal/external audits, business affairs, internal controls, processes)																							
Financial management (finance, accounting, budgeting, investing etc.)																							
Philanthropy (Fundraising, stewardship, endowment investment)																							
Government relations (federal affairs, state affairs, appropriations, legislative process)																							
Legal affairs (policies, risk, litigation, employment matters)																							
Physical plant and planning (construction, capital projects, maintenance, planning)																							
Environmental Sustainability (Climate Action, planning, Ecological resiliency)																							
Research (grants, federal funding, commercialization, internal review board/safety)																							
Compliance (state statutes, policy development, performance assessment)																							
Board Governance (Board effectiveness, shared governance, fiduciary duties)																							
Background Affiliation or Relationship Capital																							
Educator/Education sector																							
Public fundraising/Access to resources																							
National field/industry network																							
Southern Oregon Region																							
Other geographic region																							
Business/Corporate sector																							
Nonprofit sector																							
Government sector																							
Community leader																							
Service Abilities/Strengths																							
Availability/capacity to do board work																							
Team building/bridger																							
Strategic with follow-through																							
Mission/passion/connection to SOU																							
Visionary/big picture thinker																							
Strong communicator																							
Optional Demographics (Mark with an "x" for yes; leave blank for no or to decline answering)																							
Male																							
Female																							
Other Gender Identity																							
Racial or Ethnic Diversity																							
LGBTQIA Diversity																							
Early Career: Age 18-29																							
Young Professional: Age 30-49																							
Established/Mature Professional: Age 50-64																							
Late Career/Retiree: Age 65+																							
Current Committee Membership (Mark with an "x" for yes)																							
Executive and Audit Committee																							
Finance and Administration Committee																							
Academic and Student Affairs																							
Year Joined																							
Term Expires																							
Eligible for Reappointment?																							

New Trustee Orientation Goals Discussion

New Trustee Orientation Goals

WHY ARE WE HERE?

- Welcome, Introductions
- Objectives for orientation
- Why are YOU here?

GETTING TO KNOW SOU

About SOU

- General information (enrollment, programs overview, etc.)
- Core strengths, signature programs, points of pride
- Mission, Vision, Values, Strategic Plan
- Equity, diversity, and inclusion at SOU
- Presidential search process update

Organizational Structure, Shared Governance

- President's Office and the Importance of the Board-President Partnership
- VPs and the Cabinet, Direct Reports
- Faculty and governance
 - Faculty Senate
 - Curriculum
- Students and governance
 - Associated Students of Southern Oregon University
 - Student Life, activities
- All Staff and Governance
 - Staff Senate
 - University Policies

Meet the Vice Presidents and Cabinet Members

(overview of the areas each is responsible for along with board intersections)

- Provost and Vice President for Academic Affairs
- Vice President University Advancement and Executive Director of the SOU Foundation
- Vice President for Finance and Administration
- Vice President for Enrollment Management and Student Affairs
- Vice President for Equity, Diversity, and Inclusion
- Associate Vice President, Government Relations & Outreach
- General Council
- Director, Information Technology

Transition to Independent Governing Boards

- Oregon University System and the State Board of Higher Education
- Board Authority and Formation
- Higher Education Coordinating Commission

FUNDAMENTALS OF TRUSTEESHIP

Board Structure and Support

- Board Composition
- Board Committees

Roles and Responsibilities of Trustees

- Legal Orientation
- Public Meetings
- Public Records
- Personal Responsibility
- Government Ethics

Office of the Board of Trustees

- Office of the Board of Trustees
- Internal Audit Function

OTHER ORIENTATION COMPONENTS /ONGOING EDUCATION

- Board Mentors [Also call(s) with board officers]
- Campus/Facilities Tours
- Enrollment
- The Funding Model
- Finances and the Budget
- Invitations and Events: get to know each other, students, faculty, staff, other trustees/boards as appropriate.
- Ongoing education (AGB, EAB, HECC, SOU, Etc.)

ADDITIONAL NOTES:

The work group discussed the importance of starting with a peer-to-peer pre-meeting/call to welcome trustees and talk about “what is the job of being a board member?” and “what will you do as a trustee?” Also deemed important was underscoring the importance of each and every trustee’s voice (regardless of CEO, student, Ph.D., or anyone in between) and ensuring time for Q&A and discussion, not just presentations.

2021 Board Annual Evaluation

Board of Trustees Self-Evaluation

1. For recording purposes, please provide your name.

2. Expectations for board members are described in the board's "Resolution on the Responsibilities of Individual Trustees." Please rate yourself on the following.

	Not Effective at All	Slightly effective	Moderately effective	Very effective	Extremely effective
Evaluation	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Fiduciary Duties	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Service	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Respect	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Personal Behavior	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

3. Please indicate your current participation, your professional expertise and your future interest in the following committees.

	Currently Serve	Professional Expertise	Future Interest
Academic and Student Affairs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Executive and Audit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Finance and Administration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

4. ~~Have you participated in other activities aside from required board and committee meetings?~~

☐ Yes

☐ No

Display This Question:

If 4= Yes:

4.b. If so, please indicate all of the SOU activities you have attended in the past year:

- ☐ Commencement
- ☐ Convocation
- ☐ Student Activities (ex.: Luau)
- ☐ ROARs
- ☐ ASSOU Meetings
- ☐ Faculty Senate Meeting
- ☐ Athletic Events
- ☐ SOU-related Community Events
- ☐ Fundraising Events
- ☐ Others

5. Are there barriers to your participation and/or fulfillment of your board responsibilities? (e.g., conflict in work schedule, increased family commitments, residence out-of-town, evolving personal health issues, other commitments)

Yes

No

Display This Question:

If 5 = Yes

5.b. If yes, please explain.

Display This Question:

If yes, please explain. Text Response Is Displayed

5.c. If any, are there ways that you think the board or university staff can help with addressing these barriers?

~~6. Please indicate your level of professional expertise in the following areas and check the area(s) in which you would like additional training/information.~~

~~This question removed.
Redundant to matrix.~~

	No Experience	Limited Experience	Moderate Experience	Extensive Experience	Additional Training/Information
Strategic planning and execution (<i>mission, goal-setting, measurement</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Academic affairs (<i>faculty matters, curriculum, academic support programs</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Student affairs (<i>student life, student government, student success, issues</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Higher education (<i>trends, issues, history, nuances, emergent issues</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Board-president/CEO relationships (<i>management, development, evaluation, employment</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Enterprise management (<i>internal/external audits, business affairs, internal controls, processes</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Financial management (<i>financial auditing, budgets, investing, bonding</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Philanthropy (<i>fundraising, stewardship, endowment investment</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Government relations (<i>federal affairs, state affairs, appropriations, legislative process</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Legal affairs (<i>policies, risk, litigation, employment matters</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Physical plant and planning (<i>construction, capital projects, maintenance, planning</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Research (<i>grants, federal funding, commercialization, internal review board/safety</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Compliance (<i>state statutes, policy development, performance assessment</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

7. How would you rate the overall performance of the board?

	Not Effective	Slightly Effective	Moderately Effective	Very Effective	Extremely Effective
Performance Rating	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

8. In the year ahead, I would like to see the board:

9. In the year ahead, I would like to personally engage with or focus on:

10. Please indicate the board leadership position(s) in which you would be interested in serving in the future, if any (select all that apply).

- ☐ Board Chair and Executive and Audit Committee Chair
- ☐ Vice Chair
- ☐ Academic and Student Affairs Committee Chair
- ☐ Finance and Administration Committee Chair
- ☐ Special Committee Chair (e.g., *Presidential Search Committee Chair, Work Group Chair*)
- ☐ I am not interested in serving in a board leadership position.

11. Please provide feedback for the following individuals with respect to their board leadership performance (*feedback on areas strength and opportunity*). Feedback will be provided to the individual only and not shared with the full board.

- ☐ Chair Nicholson
- ☐ Vice Chair Santos
- ☐ ASAC Chair Bullock
- ☐ EAC Chair Nicholson
- ☐ FAC Chair Clough

12. What are your suggestions to improve the performance of the board?

13. Do you have any additional comments or suggestions regarding the board, in general?

14. What can staff members do to better serve the board? *(Please provide general comments rather than comments directed at a specific individual.)*

15. What do you think about the number of board and committee meetings in 2020-21?

	Too Few	Too Many	Just Enough	Too Many (but unavoidable under the circumstances)
Board of Trustees	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Academic and Student Affairs	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Finance and Administration	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Executive and Audit	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

16. Are you comfortable returning to meeting in person in September?

17. If we are meeting in person again in the 2021-22 academic year, would you like for the board to consider holding occasional board and/or committee meetings at SOU locations other than in the Hannon Library?

- ☐ Yes, I would like us to consider meeting in other places.
- ☐ Yes, I would like us to consider meeting in these or other places. but only if it logically makes sense with our agenda to hold meetings in these places.
- ☐ No. For consistency and ease of access, I would like us to meet in the same place.

18. Please provide any additional feedback you may have regarding our board's meetings or schedule.

19. How should board members suggest or request agenda items to the chairs?

- ☐ We should email the chairs and/or board secretary with our suggestions.
- ☐ The chairs should invite suggestions for future topics as an agenda item at the end of each meeting.
- ☐ Both methods should [continue to] be used.
- ☐ I would like to suggest another way to introduce agenda items.

Display This Question:

If 19 = I would like to suggest another way to introduce agenda items.

19.b. . . . and my suggestion is:

20. Are the meeting materials and related information presented to the board by the administrative units and staff relevant and helpful to the board in their decision making and in meeting their fiduciary responsibilities?

- ☐ Yes
- ☐ No

20.b. Please provide any additional feedback you have about presentation materials.

21. The board uses common parliamentary procedures to conduct meetings. Would you like to see more procedures implemented?

- ☐ No, our meetings procedures are fine/too much procedure gets in the way of progress.
- ☐ Yes, our meeting procedures need to be more structured/our meetings would benefit from additional procedures.
- ☐ I suggest the following specific improvements to meeting procedures:

Display This Question:

If 21 = I suggest the following specific improvements to meeting procedures:

21.b. Specific procedures:

22. At full board meetings, how would you describe the amount of time spent discussing recommendations/seconded motions from committees?

- ☐ Too much
- ☐ Not enough
- ☐ The appropriate amount of time

23. ~~Please provide feedback on the~~ When meeting in person, educational items are usually presented at lunchtime in full board meetings (e.g., *Student Tuition, Debt and Affordability, Academic Resource Management, Governance and Ethics Refresher, etc.*). Should we continue this practice? Is there anything you would like to see or learn more about?

24. The online materials we receive in preparation for meetings:

- ☐ Need to be simplified and made shorter.
- ☐ Should be more in-depth.
- ☐ Are fine the way they are and provide the appropriate information that I need.

25. Are you interested in a different or more formal format of meeting materials?

- ☐ Yes, a more formal format would be a welcome change.
- ☐ No, more formality would be an unwelcome change.
- ☐ I'm not sure/I'm comfortable with our current format.

~~26. Would you like to complete a short assessment survey at more frequent intervals or following quarterly meetings to gauge progress and/or performance of the board?~~

- ☒ Yes
- ☒ No

27. What do you think of the amount of communication from the board office?

- ☐ Too much
- ☐ Too little
- ☐ The appropriate amount

28. Suggestions for improving communication:

29. Please use the space below to provide additional feedback regarding any item(s) in this evaluation or on items not otherwise addressed.

June 2021 – June 2022 Proposed Schedule of Governance Agenda Items

Schedule of Agenda Items for Governance Topics

June 2021

- Board Composition Matrix (Knowledge, Skills, Abilities) instrument
- Board evaluation instrument
- Board Orientation Goals
- Schedule of Governance Agenda Items

September/October 2021

- Board Skills and Abilities Matrix
(Administration in September, review in October)
- Identify and connect board mentors and mentees

October 2021

- Consider revisions to [Board Statement on Recommending Candidates for At-Large Board Positions](#)
- Review results of board evaluation
- Make recommendations to EAC/BOT on schedule for policy review

January 2022

- Board chair initiates officer elections process by January 30 or as soon as practicable thereafter
- Create/update board legacy plans
- Make recommendations for AGB annual conference attendees

April 2022

- Trustees/staff to attend AGB Annual Conference on Trusteeship
- Adopt board legacy plans

June 2022

- Administration of annual board evaluation
- Board elections
- Board decision about continuation of work group or establishment of a standalone committee

University President's Compensation (Action)

**Southern Oregon University
Board of Trustees
Executive and Audit Committee**

RESOLUTION

Amendment to the Compensation of the University President

Be it resolved,

The Executive and Audit Committee of the Board of Trustees of Southern Oregon University recommends the board amend the compensation of the university president as follows.

Effective July 1, 2021, Dr. Linda Schott's annual base salary for a 1.0 full time equivalent position shall be as specified in the Employment Agreement and Notice of Appointment dated July 19, 2019.

Furthermore, effective July 1, 2021, the board authorizes the lifting of the president's 20% furlough that was put in place through board action that was effective on July 1, 2020. This authorization complies with the University's parameters on lifting an employee's furlough and recognizes the following justification:

In addition to her usual work, the president anticipates several trips to visit legislators in their districts to thank them for their support of higher education and to enhance their knowledge of SOU. She also plans to reschedule some of the tribal visits that had to be postponed due to the pandemic.

The President also will be devoting considerable time to supporting the work of the presidential search committee and the board in ensuring a successful transition to the new president, including overseeing the creation of a transition audit, preparing relationship mapping of key external constituencies as well as key relationships on campus, and setting up connections for the new president.

It would be very difficult to conduct these activities and complete her usual work while still working only 80% time.

VOTE:

DATE:

Recorded by the University Board Secretary:

President's Evaluation

Board Statement on Evaluation of the University President Board of Trustees of Southern Oregon University

It is the policy of the Board of Trustees of Southern Oregon University (“Board”) to review the performance of the President annually.

The primary purposes of the annual review are to enable the President to strengthen their performance and effectiveness in leading the institution to success and to allow the President and the Board to set mutually agreeable goals. The review process is not intended as a substitute for regular and ongoing communication about progress toward goals between the President and the Board.

Annual reviews will inform decisions regarding compensation, although compensation adjustments are not necessarily awarded simultaneously with a positive performance review. Adjustments to, or renewal of, the President’s contract will be handled as a separate matter, taking into account presidential performance, peer-group comparisons and other factors.

The annual review process will occur on a July 1-June 30 cycle. The annual review will cover the preceding year.

The criteria for evaluation and information responsive to those criteria will be based principally on the President’s self-assessment with respect to goals mutually set by the Board and President for the year in review.

The retrospective elements of the President’s self-assessment customarily will include:

- A copy of the mutually-agreed upon goals, with a description of efforts to meet them and the President’s progress assessment, including the identification of significant challenges the President faced over the course of the review year that affected progress toward goals, with particular focus on those that are likely to persist
- A description of other personal or institutional achievements of which the Board should be aware.
- Comments regarding university officers and other campus leaders who report directly to the President, as they pertain to the president’s goals or achievements.
- Key areas in which the Board has been especially supportive.

The prospective elements of the President's self-assessment customarily will include:

- Goals the President proposes for their individual performance over the course of the upcoming year and for three to five years.
- The President's professional development plans and any associated requests of the Board.
- Key areas in which the President would especially benefit from Board support.

Review Process

1. President's Self-Assessment

The President will submit his or her self-assessment to the Board Chair before September 1 of each year. The Board Chair, Vice Chair, and the President will then meet to discuss the self-assessment. The President's self-assessment will be provided to the Board, along with any other information determined by the Board Chair.

Prior to discussion with the Board of Trustees, the Board Chair may, in a timely manner, seek confidential input from trustees and, as the Board Chair deems appropriate, from members of the University community selected by the Board Chair, as the Board Chair deems appropriate.

2. Board Chair's Evaluation

The Board Chair will prepare an evaluation of the President. The evaluation and self-assessment will be shared with the Board of Trustees prior to any meeting in which the Board or committee of the Board will discuss the evaluation.

3. Evaluation of the President

The Executive and Audit Committee may meet in executive session for the purpose of evaluating the President, during which the President is to present their self-assessment and engage in a discussion with the committee regarding both the retrospective and prospective elements of the assessment. The President may be excluded from any portion of such an executive session at the discretion of the Board Chair.

At the Board's fall meeting, or as soon thereafter as the Board's calendar will reasonably allow, the Board of Trustees may go into an executive session to discuss the evaluation of the President. The President may be excluded from any portion of such an executive session at the discretion of the Board Chair.

4. Presentation and Approval of Goals

After the Board discusses the evaluation of the President, the President will then present to the Board for approval the goals that the President proposes for their individual performance for the upcoming year. The President's presentation of their goals and the Board's consideration of such goals shall take place in public session.

5. Board Feedback to the President

After the meeting in which the evaluation of the President takes place, the Board Chair will meet with the President to communicate verbally and/or in writing to the President the conclusions of the evaluation and any recommendations, concerns, or priorities arising out of the evaluation.

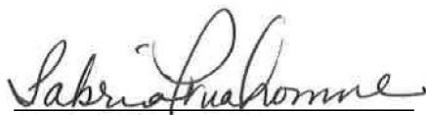
The Executive and Audit Committee may, at its discretion, perform a comprehensive performance review of the President, including a 360-degree review. A comprehensive review of this nature should generally be performed prior to consideration of the renewal of the President's contract. When a comprehensive review is performed, it is to be incorporated into the annual review process described above, with such adjustments to the schedule as may be necessary.

Pursuant to ORS 351.065, documents regarding the President's performance, including the President's self-assessment, the Board's evaluation, and the 360-degree review are faculty personnel records and are not public records.

The Board periodically will review and, as necessary or desirable, revise this policy and its associated procedures in light of experience gained, best practices, and legal developments as applicable.

Approved on June 21, 2019


Chair, Board of Trustees


University Board Secretary

Revision	Change	Date
	-Initial Version	January 20, 2017
1	“Retrospective elements” and “Prospective elements” sections updated; Review Process updated; basic edits and corrections	June 21, 2019

Future Meetings

Adjournment