

**Board of Trustees Retreat
September 17, 2021**

Minutes

Call to Order/Roll/Declaration of a Quorum

Committee Members:

Paul Nicholson	Present	Daniel Santos	Present
Shaun Franks	Present	Mimi Pieper	Present
Lyn Hennion	Present	Bill Thorndike	Absent
Deborah Rosenberg	Present	Jon Bullock	Present
Steve Vincent	Present	janelle wilson	Present
Barry Thalden	Present	Sheila Clough	Present
Debra Lee	Present	Linda Schott	Present

Chair Nicholson called the meeting to order at 3:43 p.m. The board secretary recorded the roll and a quorum was verified.

Other attendees included: Dr. Susan Walsh, Provost; Janet Fratella, Vice President for University Advancement; Rob Casserly, OLLI Assistant Director; Cristina Sanz, Director of Development for University Advancement; Jennifer Niedermeyer, Director of Development for University Advancement; Terry Longshore, Professor and Director of Percussion Studies; Bob Ferguson: Imaj Robinson; Sabrina Prud'homme, Board Secretary; and Pamela Tomac, Office of the Board Secretary.

Welcome and Opening Remarks

Chair Nicholson welcomed everyone to the SOU Board of Trustees retreat and read the SOU Land Acknowledgement.

Public Comment

No members of the public offered any comments for this meeting.

Action, Information and Discussion Items

Board Officer Elections (Action)

Chair Nicholson informed the board that he will step down as chair of the board as of October 1, 2021, but will continue as a trustee. In accordance with the board's policies, the vice chair, Danny Santos will assume the position of chair for the remainder of the chair's unexpired term, through June 30, 2022. The vice chair position being vacated shall be filled by an election. The terms for the new chair and vice chair-to-be will be October 1 to June 30, 2022.

When Board Secretary Prud'homme notified the board of this occurrence and called for nominations at the direction of the chair, Trustees Bullock and Clough were suggested. Both Trustees Bullock and Clough were given an opportunity to say a few words about why they would like this vice chair position, and what they hoped they could bring to the role.

Chair Nicholson called for a vote, with no abstentions permitted. Trustee Bullock received seven votes from Chair Nicholson, Trustee Bullock, Trustee Lee, Trustee Pieper, Trustee Santos, Trustee Thalden, and Trustee wilson. Trustee Clough received five votes from Trustee Clough, Trustee Franks, Trustee Hennion, Trustee Rosenberg, and Trustee Vincent.

With a majority of votes, Trustee Bullock was elected to the position of vice chair. Chair Nicholson thanked both nominees for their service to the board and the institution.

Next year, in accordance with the normal term cycles, the board will employ its codified process for officer elections.

Presidential Search Update and Discussion

Vice Chair Santos informed the board that the presidential search was well into the process for recruiting and turning to selecting candidates to interview. He reviewed the composition and role of the committee, and noted that SOU has contracted with the Parker Executive Search (PES) firm to assist the university in the presidential search process.

Through the September 8 application deadline, PES and others worked to recruit candidates. Once an announcement was made, many applicants came right away. Additional work was needed to recruit those candidates still doing their due diligence, placing PES in hundreds of conversations with potential candidates. There are 100 applicants, which is well beyond what was expected. There is a lot of homework for the Presidential Search Committee to process for interviews to be held on September 30 and October 1. The next milestone is to decide who to interview. The cabinet will be utilized as a resource, as designated by the board and as in the past search, to listen in to the interviews and be available to answer any questions for additional insights.

Through the search, Parker recruited 14 women and 19 Black, Indigenous, and People of Color (BIPOC) applicants, as SOU actively pursued diverse candidates. From the upcoming interviews, three to five candidates will be selected for on-campus interviews during the weeks of October 11, 18, and 25. Due to COVID, three possible interview scenarios have been developed. These scenarios, as noted in the materials, for finalists to 1) come to campus with COVID limitations; 2) have a combination of virtual, on-campus visits; or 3) attend interviews virtually. Regardless of the scenario, the final two must come to campus.

Once a selection for president has been made, the board will have to authorize the chair to negotiate a contract. If the first selected candidate does not work out, the chair could proceed to the second candidate, if authorized by the board to do so.

Vice Chair Santos offered tremendous thanks to everyone on the campus including the board for the passion displayed in this search, including President Schott who has been available to speak to candidates expressing interest and due diligence.

Responding to Trustee Vincent, Vice Chair Santos confirmed that while the process is transparent, the candidates' identities are confidential until the on-campus interviews, at which time the semi-finalist candidate names will become public. A quick turnaround will be necessary so as not to leave the semi-finalists and finalists unduly exposed.

Presidential Transition Discussion: The Board's Role and Setting up the Next President for Success

Chair Nicholson said the purpose of this item is to talk with the president and among trustees about important considerations in the process of a presidential transition. President Schott led the discussion on best transitional practices.

President Schott shared that she does not have vivid memories of her transition. It was a fire hydrant of experiences and information. Ms. Prud'homme and Ms. Liz Shelby led her through in a way that helped her learn; although she does not recall the scaffolding but just recalls going 90 miles per hour fairly continually. The simplified approach is to turn the volume of the water hose back a bit and make it into a nourishing stream. It is everyone's responsibility to integrate the new president and it is a year-long process. Key to this process is the role of the cabinet; the cabinet has done this before, knows what they are doing, and works effectively as a team.

Some best practices for the board are to expect that the campus will have a mechanism for orienting the new president which is around building relationships and knowledge, and in what priority. Some of this will depend on the president's thoughts and goals. There will be more work than they can do in the immediate future. It would be helpful if the president's spouse or partner's role would be specifically defined so that no one is disappointed or biased against the president's spouse or partner.

Vice Chair Santos asked if assessing the new president somewhere early on would be constructive for the new president in order to offer a board review or assistance. President Schott said that this was not done when she came in, but it is a good idea to conduct a 60 to 90-day confidential check-in, not a performance review but a time to give feedback. Trustee Bullock agreed that the developmental assessment would be an opportunity to show board support and be instrumental in assisting the new president. Trustee Bullock would have an interest in being a part of that process.

President Schott thought that it would be helpful for each trustee to complete a simple document for the new president stating what are their worries about the future, what excites them about the future, what impacts are occurring in their business, and in their field what new jobs do they see emerging? Is there something they want to be sure the new president is attending to? This would provide good information and help the new president get to know each board member.

President Schott also made several suggestions for trustees to consider regarding helping a new president transition such as developing relationships off-campus; defining what is expected of the president during the board meetings; considering an executive coach; creating a transition committee; having a 90-day check-in and 6-month review; designating an on-call trustee, and others.

Chair Nicholson and Vice Chair Santos agreed that it takes a while to figure out state funding, PERS, and the financial aspects, and that sharing knowledge and insights of the HECC and the commissioners would be crucial information for the new president.

Chair Nicholson asked Ms. Prud'homme to develop a document similar to the one that was formed for President Schott that would incorporate President Schott's transition notes, staff and faculty information, and board elements with a board review at the draft level.

Trustee Clough, having experienced a recent transition, shared the tool of a success profile that seemed to fit in with setting goals and identify what success looks like in the first six months. Having this would be useful in knowing what the board was looking for, understanding how they are doing as well as barriers are they facing.

Trustee Wilson stated that the board does not interview the spouse for the work they might be contributing such as how often they would support their presidential partner in preparing presentations, facilitating dialogues, etc., that contribute to the workload. Trustee Wilson's knee-jerk reaction was a need to know more about compensation and cautioned about how the university community would view that. President Schott said it has not worked out well for presidents demanding partner compensation, but tacit expectations will disadvantage a candidate with a partner who has a full working career or those without a partner.

Trustee Thalden felt that to make the new president feel comfortable and welcomed, hosting no-agenda opportunities to relax together will help put them at ease with the board. Trustee Vincent added that he hopes the board's culture of co-leading is apparent and continues.

Trustee Rosenberg said that the discussion so far has been about positive ways of making a smooth transition but what happens if somehow the board is lulled into making a wrong decision in hiring the new president? Chair Nicholson responded that a safeguard will be the 60-day assessment conversation and the board needs to be specific with an incoming president if any major problems should occur. Trustee Rosenberg clarified that she has great faith in Parker and the board, but every once in a while an actor auditions well but then cannot fulfill the role. Trustee Hennion added that it is up to the board to make the best hire, be the best coach, and commit to helping smooth over any possible problems.

Vice Chair Santos commented that the 60 to 90-day check-in will be a tremendous resource and help with the fiduciary duty to find out how things are progressing. There is a mechanism for gauging the new president's success and the board can explore additional options. The board has a clear desire to do their best to hire the best president for the university and a clear obligation to assist, provide counsel, and accountability along the way. Vice Chair Santos feels that the board is a great, cohesive board in its thinking.

Vice Chair Santos thanked Chair Nicholson for his leadership on the board.

Future Meetings

The board's regular meetings have been moved to November 18 and 19 to leave schedules clear through October for board meetings of the presidential search.

The board meeting on November 19 will be a shorter-than-usual meeting to allow time for the president's farewell event.

Adjournment

The public meeting ended at 5:20 pm.

Date: September 17, 2021

Respectively submitted by,



Sabrina Prud'homme
University Board Secretary