



OFFICE OF THE BOARD OF TRUSTEES

Public Meeting Notice

October 10, 2025

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

FROM: Sabrina Prud'homme, University Board Secretary

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

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

Action items on the agenda include the proposed meeting schedule of the committee for 2026 and 2027, and the university president's academic year 2025-2026 goals. The committee will also receive an internal audit report.

The committee will discuss the university president's evaluation for academic year 2024-2025 in an executive session, pursuant to ORS 192.660 (2)(f) and (i). No final decisions will be made in an executive session.

The committee will also discuss board governance and operations topics, including the board's 2025 self-evaluation, board work groups for the current academic year for officer elections, institutional neutrality, and retired trustee engagement.

Friday, October 17, 2025

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

Visit governance.sou.edu for the meeting materials.

SOU Ashland Campus, Hannon Library, DeBoer Room

1290 Ashland Street, Ashland, OR, 97520

To view the proceedings remotely, visit <https://sou.zoom.us/j/86198250560> at the time of the meeting.

If ADA accommodations are required for persons with disabilities, please contact Holly Frazier at (541) 552-8055 or email trustees@sou.edu.

Accommodation requests should be made at least 48 hours in advance.

Public Comment

The Board of Trustees welcomes public comment. Members of the public who wish to provide live public comments in person or remotely during the meeting are invited to

sign up to speak at least 24 hours in advance of the meeting. Public comments also may be provided in writing. Public commenters may sign up in advance or may submit their written comments via email to the Board of Trustees email address: trustees@sou.edu. Public comments also may be delivered by hand or mailed to SOU Board of Trustees, 1250 Siskiyou Boulevard, Churchill Hall, Room 107, Ashland, OR 97520. Commenters may also contact the Office of the Board of Trustees by phone at (541) 552-8055 and provide their name, email address, phone number, relationship to SOU, and the subject of their public comments to sign up by phone.



Board of Trustees
Executive, Audit, and Governance Meeting
October 17, 2025

Call to Order / Roll / Declaration of a Quorum



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

**Friday, October 17, 2025
9:30 a.m. – 11:30 a.m. (or until business concludes)
DeBoer Room, Hannon Library, SOU Campus
Zoom: <https://sou.zoom.us/j/86198250560>**

AGENDA

Persons wishing to provide live public comments in the meeting or in writing may sign up in advance at trustees@sou.edu.
Please note: times are approximate and items may be taken out of order.

- | | | |
|-----------|--|---|
| 9:30 a.m. | 1 Call to Order/Roll/Declaration of a Quorum | Chair Sheila Clough |
| | 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 Sheila Clough |
| 9:35 | 2 Public Comment | |
| | 3 Reports | |
| 9:45 | 3.1 Internal Audit Report | Ryan Schnobrich, PSU,
Internal Audit
Contractor |
| | 4 Action, Information, and Discussion Items | |
| 10:05 | 4.1 Board Governance and Operations | Chair Sheila Clough |
| | 4.1.1 2025 Board Self-Evaluation | |
| | 4.1.2 AY 2025-20226 Work Groups: Officer Elections,
Institutional Neutrality, Retired Trustee
Engagement | |
| | 4.1.3 2026-2027 Committee Schedule and Future
Meetings (Action) | |
| 10:30 | 4.2 University President's Academic Year 2024-2025
Evaluation [Executive Session Pursuant to ORS 192.660
(2)(f) and (i)] | Chair Sheila Clough |

11:10	4.3	University President's Goals for the 2025-2026 Academic Year (Action)	President Rick Bailey
11:30 a.m.	5	Adjournment	Chair Sheila Clough

Public Comment

Internal Audit Report

Internal Audit Update

Objectives of Update

1. Services Update
2. Hotline Update
3. Fiscal Year 2025 Projects Update
4. Fiscal Year 2026 Projects Update
5. Questions and Open Discussion

Objective 1 – Internal Audit Services

- **Meetings with SOU Management –**
Periodic updates on internal audit projects and advisory services with the General Counsel.
- **Periodic Update Meeting with Chair Clough –**
Periodic discussions with the Chair helps to support internal audit Standards of independence and the dual reporting structure of internal audit to the Board and SOU President.

Objective 1 – Internal Audit Services

Kori Nakagawa, Internal Audit Associate

Mila Bekwinknoll, Internal Audit Intern

Objective 2 – Hotline Update

- 1 Hotline report(s) received since the last committee meeting. Internal Audit reviewed their complaint and answered their questions through the EthicsPoint portal. Debrief President and General Counsel on results.
- Internal Audit continues to work closely with the General Counsel, President, Human Resources, and Provost on previously reported concerns.

Objective 3 – Internal Audit Projects Update

Projects for Fiscal Year 2025:

- 1) Athletics – Project completed and report issued.
- 2) Special projects and reviews as needed.
- 3) Annual Risk Assessment & 2026 Internal Audit Plan – Completed.

Objective 4 – Internal Audit Projects Update

Projects for Fiscal Year 2026:

- 1) Human Resources –Employment Eligibility
- 2) Human Resources – University Background Check Controls & Fair Credit Reporting Act Compliance
- 3) Internal Audit Charter Update
- 4) General Counsel – Special project support including Enterprise Risk Management
- 5) IT – PCI Compliance Advisory Services
- 6) Management Risk Survey

Objective 4 – Internal Audit Projects Update

Tier II Projects for Fiscal Year 2026:

- 1) Business Services - University Wide Procurement Card Controls.
- 2) IT - Sensitive Data Inventory Controls.

Internal Audit Update

Questions and Other Discussion?

Board Governance and Operations



2025 Board Self-Evaluation Summary

About

This is a summary report of the results from the 2025 self-evaluation survey of the SOU Board of Trustees, which is conducted in odd-numbered years. Administered to the board in the spring of 2025, the purpose of the survey was to fulfill the board's responsibility of self-evaluation.

Section 1 of the evaluation asked trustees to assess their fulfillment of fiduciary duties, as defined in the Board Statement on the Responsibilities of Individual Trustees. Section 2 of the evaluation assessed board members' effectiveness based on the principles of trusteeship, as defined by the Association of Governing Boards of Colleges and Universities (AGB). Section 3 of the evaluation asked trustees to evaluate essential equity practices as defined by the National Association of Higher Education Systems (NASH) Equity Action Framework.

Additionally, in January of 2025, members of the university community were invited to provide written input or public testimony evaluating the work of the board. The Board of Trustees extended the public comment period of its January meeting to one hour; however, the board did not receive any feedback. Recognizing the lack of feedback was likely due to the public nature of the setting, during their annual campus consultation sessions in June and July, board leaders requested this feedback from campus members regarding the board's performance. This feedback is summarized below.

The survey was programmed using Qualtrics, an online survey-hosting tool commonly used to administer surveys at SOU. The evaluation survey included three sections: the board, meetings, and miscellaneous feedback. Fifteen of 15 members of the SOU Board of Trustees completed the survey. The following is a summary of the results and campus consultations.

Responsibilities of Individual Trustees

Respondents were asked to rate themselves with regard to fulfillment of expectations for board members as described in the Board's "Resolution on the Responsibilities of Individual Trustees" (i.e., evaluation, fiduciary duties, service, respect, and personal behavior). The majority of respondents (n=11) rated themselves as being "very effective" or "extremely effective" in each area of responsibility. Respondents rated themselves as "moderately effective" in evaluation (n=5), fiduciary duties, and service (n=5).

Four respondents reported barriers to their board participation. All respondents indicated that they participated in the life of the university, with SOU-related

community events, various on-campus events, “other events,” and Salem/ legislator visits being the most frequently attended. Fundraising events were reported as the least-frequently attended events.

The majority of the respondents (n=8) rated the overall performance of the board as being “very effective.” Two respondents found the board to be “extremely effective,” and three found the board to be “moderately effective.”

Regarding future service, six respondents would be interested in chairing a special committee; three would be interested in serving as chair of a regular committee; three would be interested in serving as vice-chair of the board; two would be interested in serving as chair; and six respondents were not interested in serving in a board leadership position.

Principles of Trusteeship

When asked what issues trustees would like to see more board engagement with, or what areas they personally would like to focus on, the following broad themes were identified:

- Financial and organizational management, especially long-term financial sustainability as well as fiscal accountability
- Governance and leadership, especially board development and assurance that succession planning is occurring
- Advocacy for higher education and for SOU
- Student success and support, specifically, more connections with students, more focus on retention, and student debt/financial support [balances/remissions] generally
- Organizational culture, including institutional neutrality, and better handling of equity, diversity, and inclusion

Essential Equity Practices

The NASH Framework combines the board’s self-evaluation ratings with the EDI executive’s ratings in essential equity practices. In the essential practice of leadership with a focus on governance practices, the framework scales the progressive adoption of practices from *not present*, *beginning*, and *emerging*, to *established*, and ultimately, *systemness*. Based on the combined scale ratings and open-ended responses seeking “evidence for current stage of adoption,” the SOU board is rated as “established” in the degree to which it 1) speaks publicly about equity; 2) takes action to advance equity; and 3) has a membership that reflects the diversity of the state and region it serves. Respondents offered suggestions for easy wins, opportunities for long-term improvement, and next steps, all of which pertained to measurement and tracking of various metrics, trustee recruitment, training and development, or board engagement with the campus.

Meetings

The majority of respondents indicated that the board and its committees have “just enough” meetings (n=11). Regarding the location of committee meetings, the majority of the respondents (n=11) indicated they would like the board to consider other SOU meeting locations and seven of these respondents indicated, “only if it logically makes sense with our agenda to hold meetings in [other] spaces.” Three trustees responded that, for consistency and accessibility, the board should meet in the same place.

Other feedback included a suggestion of more social time around meetings with constituents—especially students. Multiple trustees suggested that board relationship- and team-building events would be a good idea and would help keep lines of communication open.

Miscellaneous Feedback

Other frequent comments and suggestions not mentioned elsewhere:

- Materials are too long/make materials shorter/reduce the scope of presentation materials to the necessary points for informed decision making (n=6)
- Make time for more board discussion so we can ask more questions and fully investigate any given matter; there are a lot of presentations, but not quite enough time to discuss (n=4)
- Access to more of the exact presentations before the meeting for studying (n=4)

Campus Consultations

Board leaders used the opportunity presented by conducting campus consultations to ask campus representatives, “Is there any feedback you’d like to give us now about how you think the board is doing?”

Board Composition and Campus Engagement

The diversity of thought, identity, and perspectives on the board is impressive, as the board’s composition reflects the university’s student body and the broader community. It was acknowledged that the board has suffered some hard losses of members this year, and as a result, the board’s needs have changed; the board’s composition does not reflect its current needs. Recruiting people with backgrounds in business, finance, and management was suggested.

The board’s active engagement on campus—attending programs, participating in conversations, holding listening sessions, and attending events is valued and “means a lot to us.” The board is viewed as “looking out for students,” and this is helped by sustained focus on using data to monitor achievement gaps; these speak volumes about the board’s engagement.” It was suggested that the board conduct conversations with employees by lottery, providing more sampling across campus.

A Call for Stronger Oversight and Accountability

Despite high praise, respondents also expressed a strong desire for the board to exercise even greater oversight and accountability with university management. Specifically, respondents would like to see the board require more rigorous and timely reporting from management, especially regarding financials and Workday. This can be done in a collegial and professional manner, without being forceful with each other and the administration.

Concerns about Strategic Planning

Concerns were raised that, in order for the plan to give SOU what it needs, the strategic plan should be a priority and more time should be spent on it. More time will need to be spent on developing a clear mission, which the board has to approve, so everyone is aligned and has a unified understanding of purpose, conveyed in a concise "elevator pitch." Everyone should be on the same page.

Praise for Board Operations and Cohesion

Respondents expressed significant appreciation for the board's structure and function, noting it is a vast improvement over the previous state board. The board is cohesive, coherent, structured, and professional, with a welcome absence of infighting or factions that would land it "in the news," as SOU does not need that kind of attention. The board provides clarity and direction. The feeling that the board "has SOU's back" provides crucial support. Several noted the board's professionalism and ability to provide oversight without getting involved in day-to-day operations, which is essential and appreciated.

Respondents were generally impressed with how the board operates, and many appreciate the recent move toward more discussion-based meetings and less one-way reporting, finding the conversations more insightful and beneficial. One person remarked that "the board is growing and is more prepared." Unfortunately, the new format does not allow certain employees the opportunity to share information they personally wish to highlight.

Governance and Cross-Campus Communication

To help address these challenges, respondents expressed a need to improve communication and engagement between different campus governance bodies. A desire was expressed to increase faculty and staff engagement with the Board of Trustees, with a suggestion to encourage more experienced faculty members to serve. A suggestion was made for a more reciprocal relationship between the student government and board reports. While student leaders attend faculty and staff meetings, the reverse is not true, and they [students] would like to see shared reports and improved communication to strengthen those relationships.

Transitioning, Engaging, and Celebrating Termed Board Members

By Lynnette M. Heard | August 10, 2020 | Blog Post

[Home](#) > [Blog Posts](#) > Transitioning, Engaging, and Celebrating Termed Board Members

Opinions expressed in AGB blogs are those of the authors and not necessarily those of the institutions that employ them or of AGB.

As the 2019 AGB publication “***Best Practice Guidelines for the Continuing Engagement of Former Board Members***” suggests, finding creative, meaningful, and substantive ways of retaining invaluable relationships with board members whose terms have concluded present challenges and opportunities.

“Moreover, when a member leaves, the board may be apprehensive about the resulting loss of professional expertise, institutional memory, philanthropic support, or access to corporate and government relationships. For these and related reasons, it is sensible for governing boards to find ways to keep former members engaged with their institutions. One especially effective way is through a program specifically tailored for this purpose.” (Staisloff, 2016)

The noted American poet and civil rights activist Maya Angelou, said, “I’ve learned that people will forget what you said, people will forget what you did, but people will never forget how you made them feel.”

Helping termed board members to continually remember how the institution made them “feel” during their service involves three key components: transitioning, engaging, and celebrating.

Transitioning

Board governance committees are essential in developing and sustaining robust relationships with board members during and after their terms of service. With keen instincts on the value each board member offers and continually contributes to the board’s and the institution’s success, finding a means to assist “termed” board members to maintain a value-added role is as important as recruiting new members to join the board.

While policies and bylaws dictate the specific details of term limits, practices of helping dedicated members conclude their robust service through less active engagement are more art than science. Once a member's term limit is on the horizon, the governance committee should take time to host individual, face-to-face meetings with them.

Start by listening. Take care to deeply listen to their reflections on significant challenges and changes to your institution. Review their insights and “lessons learned.” Use these listening sessions, conducted in private, comfortable settings, to offer departing board members the chance to share their views sincerely and candidly. These sessions also offer the opportunity for an informal expression of appreciation followed by a more public acknowledgement later where all board members and institutional leaders can attend.

Engaging

During the listening sessions (and upon approval by the full board), invite the termed members to become actively involved in a loyalty society designed exclusively and expressly for them. A “named” society connected with a notable and recognizable entity, individual, historic moment, or unique philosophic principle of the institution grants distinction and honor to the termed member.

Some of these meaningful ongoing engagements for termed members include serving on select committees/task forces where their specific expertise is needed, sharing and advocating unique historical and institutional perspectives with incoming leaders and students or legislators, representing the college or university during other institutions' presidential investitures, serving as “bridges” to enhance town-gown relationships, appearing as guest lecturers or joining in student/faculty dialogues on “hot” topics, encouraging deans and other academic leaders to invite termed members to serve in advisory roles, or gathering those with the elite class of “legacy” society status to participate in campus exclusive, preview experiences.

Through these efforts, institutions tangibly and authentically demonstrate the deep value and importance of these ongoing relationships.

Celebrating

Be intentional about celebrating termed trustees' wisdom, work, and wealth. Once the “legacy” society has been identified, hold an official chartering ceremony led by a high-ranking official and all board members and key constituents in attendance. During other campus events, designate “loyalty” society members with special seating or program designation. Present honorees with medallions, pins, or other

emblems to denote their distinction. Honor their service annually during induction ceremonies and board meetings. Recognize their contributions in publications, public displays, or in other recognition platforms.

The indelible imprint left on those who served the institution will be long remembered, endeared, and supported by their family members and others who admired their service.

Lynnette M. Heard is a senior consultant for AGB.

Related Resources:

[“What Is the Role of a Trustee Emeritus?”](#)

[Trusteeship, July/August 2015](#)

REMOVE FROM LIBRARY

SOU Board of Trustees 2026-2027 Board and Committee Meeting Schedule				
MEETING	Academic and Student Affairs	Finance and Administration	Executive, Audit, and Governance	Board of Trustees
DAY	Third Thursdays (Unless Otherwise Indicated)	Third Thursdays (Unless Otherwise Indicated)	Third Fridays (Unless Otherwise Indicated)	Third Fridays (Unless Otherwise Indicated)
FREQUENCY	Four Times Per Year	Six Times Per Year	Four Times Per Year	Five Times Per Year
TIME	1:00- 4:00 p.m.	5:00-7:00 p.m.	9:30-11:30 a.m.	12:00-5:00 p.m.
	January 15, 2026	January 15, 2026	January 16, 2026	January 16, 2026
		March 19, 2026		
	April 16, 2026	April 16, 2026	April 17, 2026	April 17, 2026
		May 21, 2026		
	June 17, 2026*±	June 17, 2026*±	June 18, 2026*±	June 18, 2026*±
				Retreat September 17, 2026 September 18, 2026 All Day, Time TBD
	October 15, 2026	October 15, 2026	October 16, 2026	October 16, 2026
	January 21, 2027	January 21, 2027	January 22, 2027	January 22, 2027
		March 18, 2027		
	April 15, 2027	April 15, 2027	April 16, 2027	April 16, 2027
		May 20, 2027		
	June 16, 2027±	June 16, 2027±	June 17, 2027±	June 17, 2027±
				Retreat September 16, 2027 September 17, 2027 All Day, Time TBD
	October 21, 2027	October 21, 2027	October 22, 2027	October 22, 2027

* Occurs during the week following Commencement

± In observance of the Juneteenth holiday, June 2026 and 2027 meetings will occur on Wednesday and Thursday instead of Thursday and Friday

University President's Academic Year 2024-2025 Evaluation

**[Executive Session Pursuant to
ORS 192.660(2)(f) and (i)]**

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

1.0 Purpose

It is the responsibility 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 to June 30 cycle. The annual review will cover the preceding year.

2.0 Criteria

2.1 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.

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

- A. 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;
- B. A description of other personal or institutional achievements of which the Board should be aware; and
- C. Comments regarding university officers and other campus leaders who report directly to the President, as they pertain to the President’s goals or achievements.

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

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

3.0 Review Process

3.1 President's Self-Assessment. The President will submit their 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.

3.2 Board Chair's Evaluation. The Board Chair will prepare an evaluation of the President. The evaluation and self-assessment will be provided to the Board of Trustees prior to any meeting in which the Board or committee of the Board will discuss the evaluation.

3.3 Evaluation of the President. The Executive, Audit, and Governance 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.

3.4 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 a public session.

3.5 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.

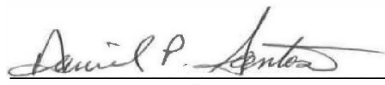
4.0 Additional Considerations

The Executive, Audit, and Governance 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 Oregon Law, 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.


Sabrina Prud'homme
University Board Secretary


Daniel P. Santos
Chair, Board of Trustees

Revision	Change	Date
	Initial Version	Date
1	Revisions to simplify process and number of board actions	June 21, 2019
2	Basic edits for clarity, formatting	June 16, 2023

University President's Goals for the 2025-2026 Academic Year (Action)

Draft Goals 2025-2026

- Student Enrollment
 - Oversee Initial Implementation of Future Ready Enrollment Plan
 - New Student Onboarding Process (streamlined process for New and Transfer students)
 - Target Fall 2026 New UG Headcount 739, UG Fall FTE 2212, GR Fall FTE 270
- Student Retention and Success
 - Oversee Initial Implementation of Enrollment Plan
 - Belonging and Engagement Connection Building
 - Early detection of students with financial risk (action when able)
 - Target Fall 2026 First Year Full Time Retention Rate 70%
- Fiscal Management
 - Development of new Accountability and Monitoring Processes
 - Quarterly Cost and Revenue Reporting
 - Communication Across All Stakeholder Groups

Adjournment