



EASTERN OREGON
UNIVERSITY

Board of Trustees

Regular Meeting of the Governance Committee

Board of Trustees

January 6, 2016

9:30 a.m. – 11:30 a.m.

Ackerman Alumni Room, 208

Eastern Oregon University

La Grande, Oregon

Minutes

Trustees Present: Jer Pratton, Ray Brown (11:15 a.m.), Holly Kerfoot, Bobbie Conner (phone 10:20 a.m) and Bill Johnson.

University Staff Present: Chris Burford, Tim Seydel, Tom Insko, Heather Cashell, and Heidi Tilicki.

Announcements and Consent Items: Chair Bill Johnson started the meeting at 9:32 a.m. With a quorum present, he asked if there were any announcements.

Chair Johnson asked that Vice President Tim Seydel give a summary of the legislative session. Vice President Seydel said that last week was Public University Day at the capital. The student organizations sponsored a bus and had 35 students attend along with three board members.

Representative Greg Smith explained the Public Employees' Retirement System (PERS) costs to the students and different ways to solve the rising costs. The students were very engaged in this conversation.

Chair Johnson moved to the consent items. The only item, minutes from January 6th, 2016 were unanimously approved. The motion carried.

Discussion Items:

Review Draft Resolution on Trustee Duties. Chair Johnson requested that the language in section 3 change from each trustee “must attend” to “shall attend”. If the language says “must” it might be a deterrent for prospective trustees. Chair Johnson said it seems fairly obvious what the board members “should” and “must” do. He asked that the language clearly differentiate what they should and must do. Secretary Burford will split section 3 into 2 paragraphs and edit the language as requested.

Chair Johnson compared the Association of Governing Boards (AGB) matrix to the resolution on trustee duties. Do we have a defined outline for accountability for the board members? Trustee Holly Kerfoot asked if there is a companion piece about trustee accountability. Can trustees be dismissed? Will the board self-evaluations oversee this? Secretary Burford said that the board does not have a provision on accountability yet. The Governance Committee might oversee trustee accountability.

Trustee Johnson noted that the committee does need to draft a board self-evaluation. Among the criteria there could be a separate evaluation for accountability.

Trustee Kerfoot asked if a trustee has an obligation to improve their education, service, or knowledge. Secretary Burford noted that a clause could be added in the trustee self-evaluation about this matter. Chair Johnson said that this committee and Secretary Burford will think it over. Secretary Burford will have drafts of an individual trustee self-evaluation and a board self-evaluation at the next meeting.

Review Revised Draft of the Presidential Assessment.

Secretary Burford noted that in section 4.2, the Presidential self-evaluation will not be shared with those outside the board. The board Chair and Vice Chair will receive feedback from the full board and then meet with the President to review the self-assessment and board feedback. Chair Johnson said this committee needs to verify the commitment of the Chair and Vice Chair for this assessment process.

The General Council/Board Secretary will play a minimal role in the creation of the evaluation draft. The timeline for the evaluation will follow the close of each fiscal year and prior to the beginning of the academic year.

Trustee Pratton made a motion to approve the Statement and send it to the full board for adoption with a second from Trustee Kerfoot. The motion carried.

Review AGB Effective Board Criteria. Chair Johnson asked the committee for feedback on the board criteria matrix. Trustee Pratton said he is confident that our board will make good decisions and are smarter than this matrix. He believes this board can have efficient conversations which might lead to our own matrix, instead of this matrix driving what this board will do.

Discuss Trustee Participation at the AGB conference. Chair Johnson asked if we need to train our new board members better and if we need an outside consultant for the current trustees. Secretary Burford mentioned that every year AGB holds a conference for board professionals and trustees. Trustee Conner noted that if we spend money, we should spend it on the entire board not on 2-3 people. Chair Johnson suggested that we could focus on separate training for new board members and for current members. Trustee Pratton and Vice President Seydel discussed the importance of a board orientation. The new board orientation should occur before the trustees are sworn into office. This would be around the end of June and could last about three hours. The Governance Committee staff will consider a date and agenda for new trustee board orientation.

Trustee Connor said that these conferences are more about market trends and what we need to know. Can we get digital subscriptions for this information? Current trustees are receiving print copies of the AGB magazine. Trustee Pratton said that current trustees might gain more value from a work session. He asked what our goals for the university are. That is something we need to establish. Secretary Burford will go to the conference and report back.

Chair Johnson revisited the topic of board self-evaluations. Secretary Burford noted that this process could be done through individual trustee self-evaluations or as a collective evaluation of the board's performance. The purpose of this evaluation would be an opportunity for self-reflection. It can be a reminder of what trustees need to do and identify any leadership problems. Trustees could then have verbal conversations with each other regarding the evaluation. It would be at a board meeting or prior to the meeting. Secretary Burford will create a draft of the individual and collective evaluation which will be reviewed at the next meeting. President Insko noted that we are not required by the state to have a self-evaluation.

Names for vacant board positions. Vice President Seydel said that he has met with multiple candidates for the vacant board seats. With these candidates he has shared the timeline and other information related to the application process. Through their own endorsement process, the Administrative Professionals and Faculty Senate have submitted names. Chair Johnson said it would be beneficial if the board meet with the candidates and gave some type of endorsement to the Governor's Office.

With no further business, Chair Johnson adjourned the meeting at 11:20 a.m.

Minutes respectfully submitted by Heidi Tilicki.