



**PUBLIC MEETING OF THE WOU BOARD'S
EXECUTIVE, GOVERNANCE AND TRUSTEESHIP COMMITTEE (EGTC)**

Meeting No. 23

January 14, 2021 | 11:00am – 12:30pm

Public Meeting: [WebEx](#)

For audio access: 1-415-655-0002 | Meeting ID: 177 715 9497

AGENDA

- I. CALL-TO-MEETING AND ROLL CALL**
- II. CHAIR'S WELCOME/ANNOUNCEMENTS**
- III. DISCUSSION/ACTION ITEMS:**
 - 1) [Draft Board Statement on Presidential Vacancies](#)
 - 2) [Draft Search Guidelines](#)
- IV. ADJOURNMENT**



Board Statement on Presidential Vacancies

1.0 Policy

The Western Oregon University Board of Trustees (“Board”) wishes to ensure an orderly, transparent process to identify and appoint a university president at such time a vacancy occurs in the position.

2.0 Purpose

The purpose of this Board Statement on Presidential Vacancies is to provide clear steps necessary for the Board to discharge its fiduciary duty in searching for and appointing a president to serve as the University’s chief executive and governing officer, as well as the statutory president of the University’s faculty.

3.0 Guiding Principles and Process: Regular Successor

3.1 Authority. Consistent with Oregon Revised Statutes (ORS) 352.096, the Board retains the sole responsibility and authority for the selection and appointment of the university president and delegates to the Board Chair the authority to organize and conduct the search and identification of a slate of finalists, consistent with this Board Statement, on its behalf.

3.2 Guidelines. At such time as the Board needs to search for a regular successor to the university president, the Board Chair will recommend search guidelines, consistent with this Board Statement, to the Board for approval. The guidelines may include, but are not limited to, elements such as whether or not to use a search firm to assist in the search process, the appointment of a representative search committee to assist the Board Chair by identifying finalists for the position, and the proposed timelines for the completion of the process.

3.3 Communication. The guidelines described at Section 3.2 will include various communication strategies, including but not limited to a website dedicated to the search process, to ensure faculty, staff, and students, as well as the broader community,

3.4 Search Firm. The Board Chair may recommend the university contract for the services of a search firm to assist the Board, the Board Chair, and the search committee discharge their respective duties in the search for a regular successor to the university president.

3.5 Search Committee. (1) Consistent with ORS 352.096(3), a single search committee organized to assist the Board Chair in the search process by identifying, recruiting, interviewing, and evaluating candidates for the Board Chair's consideration and transmittal to the Board for consideration must be representative of the university community and include at least one sitting president of a public university in Oregon.

(2) The Board Chair will appoint all search committee members after consultation with the university community and specific advice from the university's shared governance groups, including the Faculty Senate, the Staff Senate, and the Associated Students of Western Oregon University. The Board Chair may request shared governance groups provides names of interested persons to serve on the search committee.

(3) The search committee will contain at least three Board trustees, one from each of the Board's standing committees as described in the Board Statement on Committees. The Board Chair will appoint one of the trustees to serve as the search committee chair.

(4) The Secretary to the Board will serve as a non-voting, ex officio member of the search committee and as the search coordinator.

(5) The essential duty of the search committee is to recommend finalists for university president to the Board Chair. The search committee does not appoint or otherwise employ the university president. The search committee may meet with the Board Chair to describe its deliberations and to transmit its finalists to the Board Chair for consideration. The search committee may describe the strengths and weaknesses of each finalist to the Board Chair. The search committee will not rank or order the finalists.

(6) Upon receipt of the search committee's slate of finalists for university president, the Board Chair may:

- (a) Recommend the slate of finalists for university president to the Board;
- (b) Interview the finalists to determine whether or not to recommend the entire slate of finalists to the Board; or
- (c) After deliberation with the Board's Executive, Governance & Trusteeship Committee and the search committee chair in executive session, and in consultation with the search committee,

remove one or more finalists from the slate to recommend to the Board.

3.6 Board Deliberations. (1) Upon receipt of the slate of finalists for university president from the Board Chair, the Board, consistent with the guidelines described at Section 3.2, will:

- (a) Interview each finalist in executive session;
- (b) Convene in executive session after all finalists are interviewed to deliberate on the finalists; and
- (c) Prior to any action in an open session of the Board to appoint a university president, express preferences to the Board Chair as to the finalist with whom the Board would like the Board Chair to negotiate the possibility of appointment. If the negotiation is unsuccessful, the Board Chair will seek further input from the Board before negotiating with any other finalist.

3.7 Consultation with the Office of the Governor. Consistent with ORS 352.096(1), prior to the appointment of a university president, and at appropriate times throughout the process, the Board Chair will apprise the Oregon Governor of the progress of the search and appointment process for university president.

3.8 Board Action. Upon successful negotiation of the terms and conditions of employment between the Board Chair and the finalist, the Board will vote on the appointment of a successor university president at an open session of the Board.

4.0 Guiding Principles and Process: Interim Successor

4.1 Authority. Consistent with Oregon Revised Statutes (ORS) 352.096, the Board retains the sole responsibility and authority for the selection and appointment of the university president and delegates to the Board Chair the authority to organize and conduct the search for an interim successor, consistent with this Board Statement, on its behalf.

4.2 Guidelines. At such time as the Board needs to identify and appoint an interim successor for university president prior to the initiation of a search for a regular successor, the Board Chair will recommend search guidelines, consistent with this Board Statement, to the Board for approval.

4.3 Advisory Committee. The Board Chair may convene an advisory committee to assist the Board Chair in stakeholder consultations, identification of potential candidates

for an interim successor, and the interview of potential candidates for an interim successor. The Board Chair will appoint all advisory committee members after consultation with the university community and specific advice from the university's shared governance groups, including the Faculty Senate, the Staff Senate, and the Associated Students of Western Oregon University. The Board Chair may request shared governance groups provides names of interested persons to serve on the advisory committee. The advisory committee should not be more than seven (7) members, excluding the Board Chair and Secretary of the Board of Trustees. The Secretary to the Board will serve as a non-voting, ex officio member of the advisory committee.

4.4 Consultation. Prior to recommending a finalist or finalists for an interim successor, the Board Chair, consistent with the guidelines described at Section 4.2, will consult faculty, staff, and students, as well as the broader community (e.g., the WOU Foundation), regarding the scope of the process, the identification of potential candidates, and any other topic relevant to the appointment of an interim successor.

4.5 Recommendations. Consistent with the guidelines described at Section 4.2 and after the consultation described at Section 4.4, the Board Chair will identify a finalist or a slate of finalists for an interim successor to the Board for consideration.

4.6 Board Deliberations. (1) Upon receipt of the recommended finalist or the slate of finalists for an interim successor from the Board Chair, the Board, consistent with the guidelines described at Section 4.2, will:

- (a) Interview the finalist or finalists in executive session;
- (b) Convene in executive session after all of the interviews to deliberate; and
- (c) Prior to any action in an open session of the Board to appoint an interim successor, express preferences to the Board Chair as to the finalist with whom the Board would like the Board Chair to negotiate the possibility of an interim appointment.

4.7 Board Action. Upon successful negotiation of the terms and conditions of employment between the Board Chair and the finalist, the Board will vote on the appointment of an interim president at an open session of the Board.

5.0 Confidentiality

The Board requires that all search committee members, advisory committee members, search firm employees, and university employees involved with any search or process

to appoint a regular or interim successor respect the confidentiality requirements included in any relevant guidelines described at Section 3.2 or 4.2, as appropriate.

6.0 Document History

- (1) EGTC, January 14, 2021

Draft Guidelines for the Interim and Regular Search for University President

On October 10, 2020, Dr. Rex Fuller announced his retirement as WOU President. President Fuller's current employment agreement extends through September 30, 2021. Because, in part, typical presidential searches take advantage of a full academic year hiring cycle (e.g., starting in the fall), complicated by the profound uncertainty of the COVID-19 pandemic and its impact on the search process, the EGTC recommends that the Board appoint an interim president to serve until the university is able to launch a search for a regular successor. While the former Oregon University System (OUS) policy on Executive Searches, Appointments and Management transferred to WOU by operation of law, the EGTC is also recommending several changes to that document which will result in a new Board Statement on Presidential Vacancies. Anticipating that the Board will approve the new Board Statement, these guidelines, contemplated by the Board Statement, govern the searches for both an interim president and a regular successor.

Interim Successor

- (1) Timeline. The Board anticipates deliberation at its February 17, 2021 meeting and, observing President Fuller's contract extends through September 30, 2021, the appointment of an interim president between June and September 2021 in order to facilitate some overlap between the assumption of interim duties and Dr. Fuller's retirement.
- (2) Search Firm. The Board does not believe a search firm is required to assist with the search for an interim president.
- (3) Advisory Committee. Consistent with Section 4.3 of the Board Statement on Presidential Vacancies, in order to assist the Board Chair in her recommendation of a finalist or finalists for interim president, the Board Chair should appoint an advisory committee. This committee can assist with "stakeholder consultations, identification of potential candidates, and the possible interview of candidates for an interim president. Excluding the Board Chair and the Secretary to the Board, the committee may not have more than seven members. The Board Chair should consult with Faculty Senate, Staff Senate, and the Associated Students of Western Oregon University, among other constituents, on the composition of the advisory committee. The Board Chair's decision on advisory committee membership is final. The committee should have one (1) unclassified employee at the director level or above (e.g., dean, assistant/associate vice president, director), two (2) faculty members, one (1) unclassified employee, one (1) classified employee, one (1) member of the WOU Foundation Board, and one (1) member of the community at-large (e.g., City of Monmouth official). All advisory committee members will be expected to sign a confidentiality agreement prior to any participation in search activities.

(4) Communication. The Board expects clear and regular communication about the search for an interim president. This may include, but is not limited to, a search website.

(5) Consultation. Consistent with the Board Statement on Presidential Vacancies, the Board Chair will consult the university community, including shared governance groups, extensively about the characteristics of an interim president, the process to identify candidates, and any other topics relevant to the appointment.

Regular Successor

(1) Timeline. The Board expects the search for a regular successor to start, in earnest, in the fall 2021 when faculty, staff, and students start a new academic year. The Board anticipates the appointment of a regular successor as university president in July 2022.

(2) Search Firm. The Board believes that a search firm is an invaluable asset to the search for a regular successor. The Board expects the Board's Office to issue a competitive solicitation to secure a contract with a search firm to assist in developing a leadership profile for the university, developing a robust pool of qualified candidates, consulting and advising the search committee and the Board as the search unfolds, and working with the university and its stakeholder groups in developing the conditions and information necessary for a successful search.

(3) Search Committee. The Board expects a broad-based, representative search committee to assist the Board Chair and the Board in their respective duties consistent with the Board Statement on Presidential Vacancies. The Board expects meaningful engagement and consultation with the campus, including but not limited to the shared governance group, about the search committee membership. The Board Chair's decision on search committee membership is final. The Board has identified the following seats on the search committee:

- (a) Three (3) trustees. One from each standing board committee and, one of those, as chair.
- (b) One (1) member of the president's cabinet.
- (c) One (1) AVP/Director.
- (d) One (1) Division Chair.
- (e) Four (4) faculty members.

- (f) Two (2) unclassified employees.
 - (g) Two (2) classified employees.
 - (h) Two (2) current students.
 - (i) One (1) community member, such as a mayor, city manager, or city council member.
 - (j) Chair of the WOU Foundation or designee.
 - (k) Chair/President of the WOU Alumni Association or designee.
 - (l) Public university president from another Oregon institution.
 - (m) Board Secretary (non-voting, ex officio)
- (4) Open Search. The Board expects the search for a regular successor to be an open search. While the preliminary consideration of the candidate pool up to the final stage may be conducted in strict confidence, the Board expects all finalists to participate in public activities prior to the eventual appointment of a regular successor. The Board expects any interview process to include as many members of the university community as reasonably possible. The Board expects a clear and accessible evaluation mechanism so faculty, staff, and students may offer any and all input about the finalists to the Board.
- (5) Communication. The Board expects clear and regular communication about the search for a regular successor.
- (6) Consultation. The Board expects the search for a regular search to be consultative. This includes, but is not limited to, required activities of the search firm and developing of a leadership profile or other statement that will be used to attract candidates to the pool.
- (7) Confidentiality. The Board expects absolute discretion and confidentiality from any search committee member, search firm employee, or trustee regarding the conduct of the search process. Many potential candidates rely on discretion and confidentiality as they are exploring the possibility in the preliminary stages of the search. All search committee members will be expected to sign a confidentiality agreement prior to any participation in search activities.