



Board of Trustees Meeting – November 17, 2021

Appendix A

Consent Agenda |Table of Contents

- 1) Meeting Minutes:
 - a) [June 9, 2021](#)
 - b) [September 10, 2021](#)
- 2) [FY22 Management Report \(as of September 30, 2021\)](#)
- 3) [Education Advisory Board \(EAB\) Contract Approval](#)
- 4) [Removing President from committee designation](#)



**MEETING OF THE WOU BOARD OF TRUSTEES
MEETING NO. 41 – JUNE 9, 2021
1:00 PM – 5:00 PM**

DRAFT MEETING MINUTES

I. CALL-TO-MEETING / ROLL CALL

Chair Betty Komp called the meeting to order at 1:01 PM and asked Secretary Hagemann to take roll. The following trustees were present:

Zellee Allen
Jerry Ambris
Jaime Arredondo
Jim Baumgartner
Danielle Campbell
Susan Castillo
Gayle Evans
David Foster
Rex Fuller
Linda Herrera
Betty Komp
Cec Koontz
Malissa Larson
Leah Mitchell
Doug Morse

Hagemann reminded the Board and audience that the meeting was livestreamed.

II. CHAIR'S WELCOME

Komp welcomed the Board and virtual audience to the meeting. Komp announced that Trustee Baumgartner would be stepping off the Board. Trustees Koontz and Arredondo, both original trustees with Baumgartner, offered words of gratitude. President Fuller reflected on his time with Baumgartner from the Board's inception. Dr. Karaman, Trustee Morse, and Trustee Larson added tributes to Baumgartner.

Komp also shared her appreciation for President Fuller at his last Board meeting before his retirement. Baumgartner, Morse, Koontz, Gabbi Boyle, Arredondo, Castillo, and Ambris all expressed words of appreciation for Fuller on the occasion of his retirement.

III. CONSENT AGENDA ([Appendix A](#))

1) Meeting Minutes:

a) [April 21, 2021](#)



- b) [May 12, 2021](#)
- 2) Proposal for new minor:
 - a) [Ethics and Social Justice](#)
- 3) [FY21 Management Report](#) (As of April 30, 2021)
- 4) [Grants over \\$100,000](#)
- 5) [Internal Audit Plan](#)

Chair Komp called for a motion to approve the consent agenda as included in the written docket materials. Larson moved approval and Koontz seconded the motion. The following trustees voted in favor of the motion:

Zellee Allen
Jerry Ambris
Jaime Arredondo
Jim Baumgartner
Danielle Campbell
Susan Castillo
Gayle Evans
David Foster
Linda Herrera
Betty Komp
Cec Koontz
Malissa Larson
Leah Mitchell
Doug Morse

Fuller is non-voting. No trustees opposed the motion. No trustees abstained from the motion.

The motion passed.

IV. PUBLIC COMMENT

Chair Komp asked Hagemann if any individuals were signed up for oral public comment. No individuals were signed up, but Hagemann reminded the Board that the Board's Office sent out a link to all of the written public comment received at board@wou.edu earlier in the week.

V. SHARED GOVERNANCE REPORTS

- 1) [ASWOU](#)
- 2) [Faculty Senate](#)
- 3) [Staff Senate](#)



Chair Komp observed that none of the shared governance groups were offering oral testimony at the Board meeting and their respective written reports were included in the docket materials.

VI. PRESIDENT'S REPORT (Cabinet full reports in [Appendix B](#))

Executive Order 20-28 states: The governing board of each public university or community college must, at each regular board meeting, review the plan referenced in this paragraph, and any amendments thereto.

The Presidents Report's report includes an update on the University's safe operations during COVID-19.

Chair Komp recognized President Rex Fuller for his president's report. He addressed the following topics:

- Updated the Board on COVID-19 reopening efforts, including a vaccination requirement;
- Updated the Board on the DEI Task Force to recommend DEI efforts;
- Use of federal monies to hire a limited duration employee on degree completion;
- Creation of a summer orientation Strong Start program with the state's COVID funds;
- Demonstration of upward enrollment trend in graduate programs;
- Announcement of Randi Lydum as the Executive Director of Intercollegiate Athletics;
- Hosting the softball and track & field GNAC championships;
- Updated the Board on the student vaccination incentive program;
- Increase in in-person events in Student Affairs consistent with the state's COVID guidance;
- Recognition of Black Student Union and Lavender graduation;
- DEI training in Student Affairs and DEI in the Workplace certificate programs from the University of South Florida;
- Recognition of student writing awards and the Academic Excellence Showcase;
- Partnership with Central School District for student summer enrichment programs;
- Recognition of Dr. Phyliss Lee, '57 as Alumni Award of Excellence recipient;
- Addition to two new public safety officers;



- Review of the impacts of the three tranches of federal funding;
- Impact of federal funds on budget and enrollment;
- Updated the Board on budget modeling for FY22;
- Updated the Board on fundraising activities, including the WOU Wolves Athletic Auction; and
- Updated the Board on the Fall 2021 recruitment status, including yield activities and face-to-face events over the summer.

VII. BREAK

Chair Komp called for a 15-minute break.

VIII. SHOWCASE PRESENTATIONS:

- 1) [Multicultural Student Services & Programs](#) | Director Anna Hernandez-Hunter

Chair Komp recognized Anna Hernandez-Hunter for her presentation on Multicultural Student Services & Programs. Monica Cerda-Ortiz, WOU student, joined Hernandez-Hunter for the presentation. Hernandez-Hunter explained the evolution of the Multicultural Students Services & Programs (“MSSP”) office, including elements of recruitment, mentoring programs, and retention and graduation support. Hernandez-Hunter offered the MSSP mission and described many elements of its services, including Conexiones, the On-Track Program, and the Cesar Chavez Leadership Conference. She also described the peer-to-peer programs and diversity events sponsored by MSSP across campus.

Hernandez-Hunter introduced Monica Cerda-Ortiz to describe her experience with MSSP. Cerda-Ortiz is a recent WOU graduate and is currently enrolled in a graduate program. She shared her personal MSSP experiences with the Board, including MSSP’s role in her success and how the personalized support impacted her college journey. Cerda-Ortiz outlined the safe spaces, the ability for the advisors to speak to unique challenges, and her ability and comfort to ask questions during her time on campus as a student. She stressed the value of representation and MSSP’s role in that for students of color on campus. Trustee Ambris shared that he was involved with MSSP during his time as a student and asked Cerda-Ortiz how the program has changes since 2000. She shared the biggest change was the number of students impacted by MSSP programming. Trustee Arredondo echoed his support and appreciation for MSSP.



- 2) [University Cultural Competency Advisory Committee \(UCCAC\) and University Diversity & Inclusion Advisory Committee \(UDIAC\)](#) | Ryan Hagemann, UCCAC chair & Gabbi Boyle, UDIAC co-chair

After the MSSP presentation by Hernandez-Hunter and Cerda-Ortiz, Chair Komp turned to Gabbi Boyle and Ryan Hagemann for a joint presentation on activities of the University Diversity & Inclusion Advisory Committee (UDIAC) and the University Cultural Competence Advisory Committee (UCCAC).

Boyle started the presentation with UDIAC's efforts to develop and draft the university's Diversity Action Plan (DAP). Before her presentation, she offered a land acknowledgement and stressed that the DAP would track the Board Statement on Diversity, Equity, Inclusion and Accessibility. Boyle stressed that the Board Statement and the DAP should be in conversation with one another. Boyle noted the efforts to establish a DEI office and the intentional DAP language tracking each of the Board's seven DEI priorities. Boyle offered that UDIAC was continuing to collect feedback about the DAP from university stakeholders.

Komp asked the Board if there were any questions for Boyle regarding UDIAC's efforts to draft the DAP. The Board asked about signage and the possibility of incorporating different languages into the university's signage. Boyle noted that signage was among the top priorities from their campus survey on DEI priorities, in addition to cultural competency and physical spaces. With no other questions for Boyle and UDIAC, Komp acknowledged Hagemann for the UCCAC update.

Hagemann observed the overlap between the UDIAC and UCCAC efforts and shared that the specific requirements of HB 2864 (2017) charged the campus with specific cultural competency obligations. He outlined the bill's requirements and how they tracked the structure the university decided to use. Hagemann noted that WOU had a 12-person committee to ensure that administrators, faculty, staff and students each had equal weight on the committee. He noted that UCCAC's three committees—goals, training, and assessment—tracked the bill's requirements.

Hagemann also noted, like UDIAC and the DAP, UCCAC's work tracked the Board's DEI statement and the UCCAC work would focus on the first four goals: climate, students, employees and curriculum. He described the general UCCAC goals in each of these areas and the tactics under each standard that UCCAC would recommend the campus pursue. He specifically observed that UCCAC divided up the university's cultural competency training approach to general training the fall, unit-specific training in the winter, and individual work in the spring.

The Board asked about stakeholder reactions and Hagemann deferred to Boyle as UDIAC had conducted multiple stakeholder meetings on the DAP. She noted that many expressed frustrations that it seemed to take the university too long to undertake these DEI efforts. She shared that the campus was ready for DEI action. Trustee Koontz asked about human resources efforts to maintain employees of color, particularly during times of layoff. Before the end of the presentation, Boyle also shared with the Board efforts surrounding search advocacy training for the university's HR searches.



IX. ACADEMIC & STUDENT AFFAIRS COMMITTEE (ASAC)

1) Committee Chair Report

Chair Komp asked ASAC Chair Jaime Arredondo for a brief ASAC report. Arredondo addressed the following topics: brief introduction of SB 230 work, COVID reopening, and financial aid reports. Arredondo asked Dr. Rob Winningham to update the Board on the passage of SB 230, which would permit the state's three regional campuses to offer professional doctorate programs. Winningham offered a brief report on SB 230, which provided WOU with the authority to offer professional doctorates. He explained the efforts to pursue a Doctorate in Physical Therapy program.

2) Committee Recommendations for Board Action/Discussion

There were no other ASAC topics for action or discussion.

X. FINANCE & ADMINISTRATION COMMITTEE (FAC)

1) Committee Chair Report

Chair Komp recognized FAC Chair Koontz for a brief report. Koontz addressed the following topics: standing reports from UBAC, UTAC, and Facilities. Koontz described FAC discussions on remodeling and air quality reconfigurations due to COVID. Koontz turned to the FAC action items and asked that the preliminary budget be described prior to the quasi-endowment action item.

2) Committee Recommendations for Board Action/Discussion

a) [FY2022 Preliminary Budget](#)

Chair Komp asked Koontz and Dr. Ana Karaman to continue with the FY2022 preliminary budget. Following the written docket materials, Karaman started the presentation with the education & general funds, including the assumptions that were included in the construction of the preliminary budget. She described the months-long budget process to construct the budget and the work of the Tuition and Fee Advisory Committee (TFAC). Karaman described the impact of on-line course fees on the budget during COVID when most of the course offerings were on-line and the anticipated reduction in this revenue when the campus returned to in-person offerings. She also observed the important assumptions of a ten percent reduction in enrollment and the scope of the state appropriation to the construction of the budget.

Karaman observed that the universities were optimistic that the full \$900M for the public university support fund would materialize and that a ten percent enrollment decline was a conservative assumption. She outlined personnel expenses and the assumption—in building the budget—that the pay adjustments would be frozen for the faculty and the unclassified ranks. She observed the static S&S budgets and the work on campus to capture S&S



savings. Karaman also took care to describe the impact on one-time CARES act and other federal funds on the university's budget. She highlighted that the university would use \$3M of one-time federal funds to reimburse itself for personnel expenses that would have a one-time effect on the fund balance and budget for the university.

Karaman asked Director of Budget and Planning Camarie Moreno to describe the auxiliary budgets. Moreno went through incidental fee budgets, as well as housing, dining, debt payments, parking, and athletics. Karaman stressed again that one-time federal funds were not incorporated into the budgets because the budgets were constructed with recurring expenses and revenues. She noted that the \$3M personnel reimbursement would result—considering all assumptions—in a balanced budget for the fiscal year, but, again, without the federal funds in future years, the \$3M deficit that would otherwise appear would return in future budget cycles.

Koontz asked for questions, observing the two major factors would be enrollment and the impact of one-time federal funds. She also noted that contract negotiations with the university's unions would impact the ultimate budget as well.

After discussion, Koontz shared that the Finance and Administration Committee recommended approval of the preliminary FY22 budget as included in the written docket materials. Komp called for a motion to approve the FY2022 preliminary budget proposal as presented and included in the written docket materials. Koontz moved approval and Morse seconded the motion. The following trustees voted in favor of the motion:

Zellee Allen
Jerry Ambris
Jaime Arredondo
Jim Baumgartner
Danielle Campbell
Susan Castillo
Gayle Evans
David Foster
Linda Herrera
Betty Komp
Cec Koontz
Malissa Larson
Leah Mitchell
Doug Morse

Fuller is non-voting. No trustees opposed the motion. No trustees abstained from the motion.

The motion passed.

b) [Quasi Endowment](#)

Chair Komp asked Koontz and Dr. Ana Karaman to introduce the quasi-endowment proposal. Karaman described the university's DEI efforts and the interest to establish stable funding for the initiatives. Amid the impact of one-time federal funds and the university's quasi-



endowment, Karaman noted that two DEI efforts were identified for funding: The Freedom Center and the new DEI office. While some of the work could be seeded with one-time funds, the Finance and Administration Committee was recommending the transfer of fund balance into the quasi-endowment so the earnings could be used as a stable source of funds for the Freedom Center and the DEI office. Komp asked about funding for years beyond the current biennium and Karaman described the effort to include the efforts in the university's base budget—with help from the quasi-endowment's earnings—in order to ensure that base funding existed over time. Karaman also noted that investment decisions for the quasi-endowment would be dictated by the investment policy that the Board approved aside the creation of the quasi-endowment. Trustee Morse observed that even amid budget difficulty, the DEI initiatives were too important to the institution and the university needed to make the investments.

After discussion, Komp called for a motion to approve the quasi-endowment proposal as presented and included in the written docket materials. Koontz moved approval and Castillo seconded the motion. The following trustees voted in favor of the motion:

Zellee Allen
Jerry Ambris
Jaime Arredondo
Jim Baumgartner
Danielle Campbell
Susan Castillo
Gayle Evans
David Foster
Linda Herrera
Betty Komp
Cec Koontz
Malissa Larson
Leah Mitchell
Doug Morse

Fuller is non-voting. No trustees opposed the motion. No trustees abstained from the motion.

The motion passed.

XI. BREAK

Chair Komp called for a 15-minute break.

XII. EXECUTIVE GOVERNANCE & TRUSTEESHIP COMMITTEE (EGTC)

1) Committee Chair Report

Chair Komp updated the Board on the recent EGTC meeting. Chair Komp shared with the Board that Trustees Evans, Arredondo, and Koontz will serve as the three trustees on the search committee for the regular presidential successor. Komp noted that Evans would serve as search chair of the committee. Komp shared that she would be working to appoint the



search committee's members as well with help from the university's shared governance groups to nominate faculty, unclassified, and classified staff to serve.

2) Committee Recommendations for Board Action/Discussion

a) [Board Standing Committee on Diversity, Inclusion, and Equity](#)

Chair Komp called on Hagemann to introduce the diversity standing committee proposal. Hagemann described the necessary revisions to the Board Statement on Board Committees to create the Board DEI Committee. He noted that if the DEI Board Committee was approved, its next order of business would be to draft a charter for the Board's consideration at a future meeting. Trustee Foster asked about committee membership and whether, with four board committees, if some trustees would need to serve on more than one committee.

After discussion, Komp called for a motion to approve the creation of a Board standing committee on diversity, inclusion and equity as presented and included in the written docket materials. Komp moved approval and Arredondo seconded the motion. The following trustees voted in favor of the motion:

Zellee Allen
Jerry Ambris
Jaime Arredondo
Jim Baumgartner
Danielle Campbell
Susan Castillo
Gayle Evans
David Foster
Linda Herrera
Betty Komp
Cec Koontz
Malissa Larson
Leah Mitchell
Doug Morse

Fuller is non-voting. No trustees opposed the motion. No trustees abstained from the motion.

The motion passed.

b) [Vice Chair Election](#)

Chair Komp introduced the EGTC's recommendation regarding the election of Doug Morse at the Board's vice chair. After discussion, Komp called for a motion to elect Doug Morse as vice chair as presented and included in the written docket materials. Komp moved approval and Mitchell seconded the motion. The following trustees voted in favor of the motion:

Zellee Allen
Jerry Ambris
Jaime Arredondo



Jim Baumgartner
Danielle Campbell
Susan Castillo
Gayle Evans
David Foster
Linda Herrera
Betty Komp
Cec Koontz
Malissa Larson
Leah Mitchell
Doug Morse

Fuller is non-voting. No trustees opposed the motion. No trustees abstained from the motion.

The motion passed.

XIII. FINAL ANNOUNCEMENTS

With no final announcements, Komp asked Hagemann to move the Board into executive session.

XIV. EXECUTIVE SESSION: Interim President

The board will convene in executive session pursuant to ORS 192.660(2)(a) (“To consider the employment of a public officer, employee, staff member or individual agent.”) Representatives of institutionalized news media are permitted to attend under ORS 192.660(4) on the condition that matters discussed in the executive session remain undisclosed. Pursuant to ORS 192.660(6), there will be no action during the executive session.

Chair Komp asked Hagemann to announce the required transition into executive session. Hagemann stated that the Board was moving into executive session pursuant to ORS 192.660(2)(a) to consider the employment of a public official. Hagemann stated, other than the Board, Dr. Jay Kenton and Board staff were permitted to attend the session. Hagemann continued the members of the institutionalized news media, consistent with ORS 192.660(4), were permitted to attend the session on the condition that deliberations remain undisclosed. There were no members of the news media. Hagemann concluded that there would be no final action, consistent with ORS 192.660(6), in the executive session.

XV. INTERIM PRESIDENT

After the executive session, the Board returned to open session. Chair Komp recognized Vice Chair Arredondo to introduce his recommendation for interim president. The recommended motion, included in the written docket materials, was:

Consistent with Board Statement on Presidential Vacancies and the interim president guidelines, Vice Chair Arredondo recommends that the Board appoint Dr. Jay Kenton as interim president of Western Oregon University at an annual salary of \$248,004 at 1.0 FTE for



a term starting July 1, 2021 and ending when the Board appoints a regular successor as president. Vice Chair Arredondo also recommends that the Board delegate to the Board Chair or her designee the authority to negotiate, finalize, and execute an employment agreement or contract consistent with this motion.

Chair Komp called for a motion to appoint Dr. Jay Kenton as interim president consistent with the motion and as presented and included in the written docket materials.

Koontz moved appointment and Allen seconded the motion. The following trustees voted in favor of the motion:

Zellee Allen
Jerry Ambris
Jaime Arredondo
Jim Baumgartner
Danielle Campbell
Susan Castillo
Gayle Evans
David Foster
Linda Herrera
Betty Komp
Cec Koontz
Malissa Larson
Leah Mitchell
Doug Morse

Fuller is non-voting. No trustees opposed the motion. No trustees abstained from the motion.

The motion passed.

After approval, Komp asked Dr. Kenton for any comments and he shared that he was looking forward to working with the Board and he would do his darnedest for the university.

XVI. ADJOURNMENT

Chair Komp adjourned the meeting at 5:50 PM with a quorum of the Board.

RYAN JAMES HAGEMANN
Secretary to the Board of Trustees



**WOU Board of Trustees Retreat
Meeting No. 42—September 10, 2021
8:30 AM-4:00 PM**

DRAFT MEETING MINUTES

I. CALL-TO-MEETING/ROLL CALL

Chair Betty Komp called the meeting to order at 8:35 AM and asked Secretary Hagemann to take roll. The following trustees were present:

Zellee Allen (virtual)
Jerry Ambris
Jaime Arredondo (arrived at 8:50 AM)
Danielle Campbell
Susan Castillo
Gayle Evans (arrived at 8:47 AM)
David Foster (virtual)
Jay Kenton
Betty Komp
Cec Koontz
Malissa Larson
Doug Morse

The following trustees were absent:

Linda Herrera
Leah Mitchell

II. ICE BREAKER/INTRODUCTIONS

At the outset of the retreat, Chair Komp recognized Mike Morgan from the WOU Foundation, CM Hall as a member of the Alumni Association Board, and Dave McDonald as the retreat facilitator. Komp turned to McDonald to offer announcements and information about the day's activities and presentations. McDonald introduced Dr. Bridget Burns from the Education Innovation Alliance as the keynote speaker. McDonald asked the retreat participants—including trustees and cabinet members—to introduce themselves for the group.

III. ONE-YEAR GOALS: OPPORTUNITIES AND CHALLENGES—PRESIDENT KENTON

Chair Komp recognized Interim President Dr. Jay Kenton for a presentation on his one-year goals and the opportunities and challenges facing the university. Kenton directed



retreat participants to his PowerPoint presentation that was included in the written docket materials. He outlined his 2021-2022 goals as (1) enrollment and student success, (2) diversity, equity and inclusion and (3) restructuring and cost control. Kenton shared that he approaches change with a portfolio approach and observed that there was not one single solution that would assist the university, but, the focus was mostly about enrollment, including recruitment, retention, persistence, and graduation. He noted that some initiatives might pay off big, and others might fail, but that the institution that would move forward as a result of multiple, simultaneous efforts.

Kenton described to the retreat participants that he would approach the coming year by creating a buzz and conveying a clear signal to campus that things will be different and decisions will be made. He stressed that morale needed to be improved and that, under his leadership, he would talk and listen to everyone and treat the campus community with respect.

Kenton turned to the challenges confronting WOU. He outlined the following challenges:

- Enrollment and finances
- Compensation challenges
- Curriculum challenges
- Aging campus with growing deferred maintenance
- Limited staffing due to cuts with critical shortages in certain areas
- First-generation students and transfer students need added support
- Perceived lack of decisiveness
- Lack of accountability
- Lower retention and graduation rates
- Arbitration and grievance issues
- No true champions in the legislature today
- Employee diversity does not match student diversity



In addition to the challenges, however, Kenton also described the opportunities that WOU could seize:

- Top teacher education university in Oregon
- Hispanic-Serving Institution (HSI) efforts
- WOU:Salem
- Growing graduate programs with new authority for professional doctorates
- Nationally renowned programs in ASL, D-B, and Deaf/Hard-of-Hearing fields
- Criminal justice expansion in social justice and justice studies
- New, more flexible general education requirements
- Quality of people at the university
- Beauty and location of campus
- Growing sponsored projects
- Partnerships with community colleges, Willamette Promise, TSPC, and Willamette
- Medical partnerships
- Comprehensive campaign and 170th anniversary celebration
- Convergence and momentum of will on DEI efforts
- Experienced trustees with key contacts
- Addition of men's soccer
- Capital funding for capital renewal and the Student Success Center

After the presentation of the opportunities and challenges facing the university, Kenton described specific efforts in enrollment management. He outlined the new recruitment goals, the impact of COVID on recruitment and admission activities, greater outreach to the Latinx community, improved marketing and communication efforts, a partnership with EAB to enhance the degree completion and graduate markets, strategic use of



financial aid and the involvement and participation of everyone on campus to enhance enrollment in all of its dimensions.

Kenton continued with the multi-dimensional approach to enrollment with university's efforts in Salem, state partnerships, new programs to attract students, investment in new faculty in key programs, the addition of men's soccer, and growth in sponsored projects.

In addition to enrollment, Kenton described focus on DEI initiatives as a key goal for the upcoming year. He shared the following dimensions of the university's DEI work:

- Recruitment of the first Executive Director DEI
- Creation of the Freedom Center
- Required cultural competence training
- Work in Human Resources to reach diverse populations for positions
- Budget incentives
- Inclusion of spaces and services for underserved communities in the new Student Success Center

Kenton also shared his ideas regarding restructuring and cost control—his third goal for the upcoming academic year:

- Move of Human Resources to Finance & Administration
- Separation of Capital Construction and Planning from Facilities
- Move web designer from UCS to MARCOM
- Political work with the Governor and Legislature
- Increase institutional research capacity
- Introduction of web-time entry
- Transition to Banner financial aid
- User support position for Client Relationship Management



Kenton concluded his presentation with a brief description of the Student Success Center renovation and the upcoming comprehensive campaign.

After Kenton's presentation, McDonald called for a break and reorganized the retreat's agenda to hear from Dr. Burns on the future of higher education after the break.

IV. BREAK

V. THE FUTURE OF HIGHER EDUCATION: DR. BRIDGET BURNS

Burns joined the retreat to offer a national perspective on the future of higher education. She shared her experience as a student trustee on the State Board of Higher Education and the consequential responsibilities of trustees that serve on university boards.

Burns stressed that future students will make decisions primarily based on learning style. She noted that the shift to on-line learning during the pandemic might make this transition easier, but students would insist on experienced based on how they learn. Burns framed her presentation with her personal story with higher education during her upbringing in rural Montana and how her father's need to return to school shaped her approach to college. She shared the story to convey how universities and boards should retool how they reach out to learners and that it would be important to emphasize retraining and re-educating students and learners based on their needs and the demands of the economy.

After her story, Burns emphasized that higher education was not designed around students and urged the Board to consider this notion as it searched for its next president. She noted that universities were organized about the intellectual capital of faculty and not the needs of students. Burns observed that universities spend much time satisfying external requests at the expenses of students and when universities and decision-makers realize the "design flaw" in how universities are organized, the focus on students will be much easier to accomplish as universities turn to redesign. She shared "every system is perfectly designed to get the results it gets." Burns stressed that the phenomenon to replicate structures at other institutions and excessive deference to tradition are also obstacles to effective redesign of the university.

Burns offered some trends to consider as the university charts its future. First, we know that higher education matters to the economy. Burns noted that there are more people with some college and no degree than those with a college degree. To that point, Burns observed that the nation needs more degrees. Second, growing low-income populations will impact how colleges and universities need to respond to student needs. She shared data about the achievement gap based on income highlights the issue



facing universities into the future. Third, she noted that, other than elite institutions, most sectors are experiencing an enrollment decline. Fourth, Burns described the change in demographics and decline in college-going students generally.

After highlights some of the trends facing higher education, Burns turned to describing the themes universities should consider as they chart their future. Some of the trending pressures include: financial sustainability, mergers/closures, declining enrollment, graduate school shrinkage, political pressure, shifting target populations, demographic changes, crowded on-line learning space, shifting focus on completion, growing public skepticism, college to career redesign, and the future of work.

Burns, after reviewing the trending pressures facing higher education, observed some of the innovations that are trending. They include: adult learner focus, student unit record data, income share agreements, unbundling and badging, employer partnerships, open education resources, quality online learning, college to career innovation, adaptive learning, chatbots, predictive analytics, and proactive advising. With the trending pressures and innovations, Burns stressed the future of higher education will involve incorporating universal learning into the trajectory of how the universities offer outreach to learners. Burns used the presentation to highlight some themes that might assist the Board with its presidential search. She shared that a vision should be compelling and clear, stable and focused governance should be based in trust and the boundaries and roles should be clear, institutional stability should be evident, the search committee must have clarity on a shared vision and their role in the process, and the Board must understand the differences between signals and noise and what it can ignore.

McDonald asked the group for questions. Trustee Castillo asked for advice about how to counter the impulse to tackle these persistent trends with the notion that we will do this “the Oregon Way.” Komp echoed Burns’ description of WOU’s presidential search committee and stressed her interest in a shared vision across the committee to find WOU’s next leader. Koontz observed that some of the threats that stand out are the increased skepticism about the value of higher education and the partisanship. Burns reiterated the notion that the Board—in the face of the trending pressures, innovations, and threats—needed to have the new president’s back because of the difficulty of the position.

IV. DISCUSSION: PRESIDENTIAL SKILLS, TRAITS AND CHARACTERISTICS

After Burns’ presentation, McDonald turned the retreat participants to a discussion on presidential skills, traits and characteristics the community would like to see in the university’s next president. McDonald started with asking trustees and participants to



brainstorm presidential attributes. The retreat participants offered the following list of attributes:

- Entrepreneurial spirit
- Honest transparency
- Visionary
- Partner
- Communicator
- Student-oriented
- Makes hard decisions
- Understands equity
- Inspirational
- Trust-Builder
- Diverse Representation (how would this be measured/demonstrated)
- Not afraid to raise funds
- Leader/Motivator
- Fortitude
- Personable
- Collaborator
- Able to handle the stress of the position
- Resilient
- Strategic manager
- Ethical



- Courageous
- Student Interests First
- Visionary Thinker
- Innovative Programming
- Thinking Outside of the Box
- Creative
- Enthusiastic
- Resourceful
- Use of Privilege to Advance Equity

After the creation of the list, McDonald asked retreat participants to identify one of the attributes that was indispensable:

- Students Interest First (2)
- Diverse Representation (2)
- Partner (2)
- Inspirational
- Strategic Manager
- Honest Transparency (3)
- Ethical (2)
- Resilient
- Make Hard Decisions

Trustee Evans wanted to discuss the concept of “diverse representation” to ensure that the board and the university would be able to support the new president. She



challenged the board to embrace “diverse representation” from a “multicultural experiences” perspective. Evans noted that she was uncomfortable with the appearance approach to diverse representation and wished the board to focus on experiences. CM Hall cautioned the group against diverse representation as a checkbox. Hall emphasized the concept of “understanding equity.” Larson reiterated the notion that active work in ensuring everyone is included is important. Burns emphasized that these are concepts that today’s students demand.

After the brief discussion on “diverse representation,” McDonald asked the retreat group to look at the revised list of attributes and narrow it down to the single attribute that was most important for the new president to possess:

- Honest Transparency (5)
- Inspirational (2)
- Make Hard Decisions
- Diverse Representation/Demonstrable Commitment to Diversity and Inclusion (3)
- Students Interests First (3)

With the revised list of attributes, McDonald challenged small group breakouts to convene and discuss—in the context of the morning’s deliberations—where WOU should go.

VII. SMALL GROUP BREAKOUTS: WOU AND THE FUTURE OF HIGHER EDUCATION

The retreat participants broke into small groups to discuss the future of higher education and WOU’s path into the future.

VIII. BREAKOUT SESSION REPORTS

McDonald asked the groups to report out to all of the retreat participants about their deliberations. Trustee Arredondo emphasized changing demographics, expansion for the non-traditional learners, listening to marginalized voices, a curriculum that speaks to the learners of the future, listening to the needs of community employers, and the concept of micro-credentials. McDonald turned to Trustee Evans for another report out. She shared the following concepts for the future: financial stability, good reputation, redesign processes and practices focused on students, improved enrollment, development of student-focused metrics, introduction of a “portfolio” approach to



student success. Winningham reported out for the final break-out group. He discussed diversity and inclusion, the pursuit of HSI status, focus on the non-traditional student, services and programs that future learners need to succeed, responding to the regional workforce needs, the necessity of partnerships, and the evolution of high-impact practices

IX. FALL 2021 UPDATE—DAVE MCDONALD

After the breakout sessions, McDonald offered the group a brief COVID-19 update. McDonald described the bi-weekly committee meeting to discuss COVID-19 strategies and changes. He noted that the university also participates in a group of COVID coordinators from all seven public universities and a community group. McDonald reviewed a COVID-19 safety checklist and shared various resources with the group. Winningham discussed course modalities and the strategies the university undertook in the classroom prior to the first day of classes for fall term.

XII. BOARD POLICIES: BEST PRACTICES & BOARD STATEMENTS—RYAN HAGEMANN

McDonald recognized Hagemann to offer a brief overview of the Board's policy statements. Hagemann walked the Board through its website, including where dockets are posted, trustee emails were located, and information on committees could be located. Hagemann specifically noted that individual trustee email addresses were posted on the website as well. In approaching the Board's policy statement, Hagemann reviewed the ten habits of highly effective boards from the Association of Governing Boards and how the Board's policy statements were designed to echo those habits. The habits include:

- Creates a culture of inclusion
- Uphold basic fiduciary principles
- Cultivate a healthy relationship with the president
- Select an effective board chair
- Establish an effective governance committee
- Delegate appropriate decision-making authority for committees
- Consider strategic risk factors



- Provide appropriate oversight of academic quality
- Develop a renewed commitment to shared governance
- Focus on accountability

With outlining the university's policy structure, including board statements, Hagemann reviewed two of the AGB habits and how various university policy statements echoed that habit. For example, for the habit "cultivate a healthy relationship with the president," the Board's bylaws, the Board Statement on the Delegation of Authority, the Board Resolution on Shared Governance, and the Board Statement on the Performance Evaluation of the President all echo and reiterate the Board's commitment to the "habit" of cultivating a healthy relationship with the president. Hagemann continued with the "habit" of "developing a renewed commitment to shared governance" by reviewing the Board Resolution on Shared Governance and the Board Statement on the Conduct of Public Meetings. Hagemann discussed continuous improvement in committees by describing how each of the Board's standing committees contribute to each of the AGB habits.

XIII. COMMITTEE BREAKOUTS: 2021-22 WORKPLANS

McDonald asked trustees to break into their respective committees to discuss what the committees would like to accomplish over the coming academic year. Each of the committees broke out into small groups, accompanied by cabinet members and staff assigned to each standing committee.

XIV. COMMITTEE WORKPLAN REPORTS, CREATE BOARD WORKPLAN & 2021-22 GOALS

After the committee breakouts, McDonald asked each committee to report out to the full group. Koontz spoke for the Finance & Administration Committee. She described the cyclical budget and audit requirements, COVID-19 requirements, human resources policy development, work with technology, and discussion of public safety. Arredondo and Winningham reported out on the Academic and Student Affairs Committee. Winningham shared the following ASAC topics with the group: a "lessons learned from COVID" showcase, partnerships, DEI initiatives, and mental health. Komp reported out the following EGTC topics for the following year: appointment and on-boarding of the new president, support of the interim president, policy changes, and board vacancies.

To conclude the retreat, McDonald offered a summary of the day and asked each trustee if they wanted to offer any final comments.



XV. ADJOURNMENT

Chair Komp adjourned the meeting at 3:51 PM with a quorum of the Board.

A handwritten signature in blue ink, consisting of several loops and a long horizontal stroke.

RYAN JAMES HAGEMANN
Secretary to the Board of Trustees

Finance & Administration Committee (FAC), November 4, 2021 Management Report

Period 3 Actual to Actual Variance Education & General Fund Report:

This report provides three months of actual revenue and expense activity (as of September 30, 2021) as compared to the same period in prior fiscal year.

Revenues:

Tuition revenues are \$2.075M less than the prior year despite having a modest tuition increase (2.17% for resident undergrad) due to an approximate 12% enrollment decrease in Fall 2021 enrollment from Fall 2020. Online course fees have decreased by \$1.336M as expected due to the return of more in-person course modality; in Fall 2020, nearly all courses were online due to coronavirus restrictions, in Fall 2021 approximately 40% of UG and 60% of GR student credit hours are generated from online courses; the online course fee remained the same between years at \$53/credit. Other fees are \$86K less than the prior year, and fee remissions have decreased \$872K from the prior year, due to the enrollment decline and incomplete awarding. Altogether, this results in net tuition and fees for Period 3 being \$2.624M less than the prior year.

Government resources & allocations have increased by \$1.106M from prior year based on the HECC's Public University Support Fund (PUSF) allocation formula. This is the first quarter distribution for the 2021-23 biennium (first quarter's allocation is larger than the following allocations); a true up is expected in the second quarter distribution.

Overall, total revenues are \$25.931M, \$1.72M less than the prior year.

Expenses:

Personnel expenses are \$142K more than the prior period and reflect small variations in faculty/staff from the prior year. Currently bargaining is underway with both faculty and classified unions.

Services and supplies expenses are \$922K more than the prior year. FY21 was an atypical year for Service & Supplies expenses given the pandemic and impacts to supply chain timing; the increased spending so far this year is in line with expectation given a return to more in-person activity and normal operations on campus.

Overall, total expenses are \$11.174M, \$1.07M more than the prior year.

Net Revenues less Expenses:

Net revenues less expenses have decreased by \$2.790M compared to prior year.

Auxiliary Enterprises:

Auxiliary Enterprises is comprised of Athletics, University Housing, Campus Dining, Parking, Bookstore, Student Health & Counseling Center (SHCC), Child Development Center (CDC), Incidental Fee, and other minor operations.

Revenues:

Enrollment Fees have increased by \$1.958M. The prior year was atypical for auxiliary enrollment fees with nearly all courses being offered online, resulting in minimal in-person fees being charged fall term. With the return to more in-person activity and the change to the incidental fee structure (fee of \$355 charged to all students at credit 1), the increase in enrollment fees is expected. Sales and Services are also up \$364K from the prior period, with approximately 900 students being in Housing. Other Revenue increased by \$618K, primarily as a result of Destination Western. Altogether, our auxiliary revenue has increased \$2.939M from the prior year.

Expenses:

Personnel expenses are \$185K more than the prior period. Service & Supplies are \$705K more than the prior year. These increases are reflective of increased auxiliary activity with the return of more in-person operations.

Net Revenues less Expenses:

Net revenues less expenses have increased by \$2.049M compared to prior year.

Designated Operations, Service Departments, Clearing Funds:

Designated Operations, Service Departments, and Clearing Funds is comprised primarily of Telecommunications and Oregon Council of Presidents.

Revenues and expenses are very comparable to prior year.

FY22 Projected Year-End:

This report provides year-end projections. With three months of actuals, our Proposed FY22 Budget matches the projection for the year.

STAFF RECOMMENDATION:

It is recommended that the Western Oregon University Finance and Administration Committee accept the FY22 Projected Year-End Report and the overall Management Report as of September 30, 2021.

Western Oregon University
P3 YTD Actual to Actual Variance

(Unaudited, non-GAAP, for management purposes only)
(in thousands)

As of September 30, 2021
For the Fiscal Year Ended June 30, 2022

	P3 YTD FY21	P3 YTD FY22	Variance	Note
	Actuals	Actuals		
Education & General Fund				
Revenues				
Tuition	15,149	13,074	(2,075)	Decreased enrollment.
Online Course Fees	2,815	1,478	(1,336)	Nearly all courses were online in Fall 2020, approx. 40% of UG and 60% of GR are online in Fall 2021.
Other Fees	680	594	(86)	
Less: Fee Remissions	(2,254)	(1,382)	872	
Net Student Fees & Tuition	16,389	13,765	(2,624)	
Government Resources & Allocations	10,350	11,456	1,106	HECC higher allocation.
Gift Grants and Contracts	135	256	121	
Other Revenue	777	455	(322)	
Total Revenues	27,651	25,931	(1,720)	
Expenses				
Personnel	8,327	8,469	142	
Service & Supplies	1,773	2,695	922	Spending trailed behind in FY21 due to pandemic.
Capital Expense	5	11	6	
Total Expenses	10,105	11,174	1,070	
Net Revenues less Expenses	17,547	14,757	(2,790)	

Western Oregon University
P3 YTD Actual to Actual Variance

(Unaudited, non-GAAP, for management purposes only)
(in thousands)

As of September 30, 2021
For the Fiscal Year Ended June 30, 2022

	P3 YTD FY21 Actuals	P3 YTD FY22 Actuals	Variance	Note
Auxiliary Enterprises Funds				
Revenues				
Enrollment Fees	160	2,118	1,958	Nearly all courses were online in Fall 2020, approx. 40% of UG and 60% of GR are online in Fall 2021.
Sales and Services	428	792	364	
Other Revenue	103	720	618	
Total Revenues	690	3,630	2,939	
Expenses				
Personnel	1,739	1,924	185	
Service & Supplies	1,101	1,806	705	
Capital Expense	-	-	-	
Total Expenses	2,840	3,730	890	
Net Revenues less Expenses	(2,149)	(100)	2,049	
Designated Operations, Service Departments, Clearing Funds				
Revenues				
Enrollment Fees	4	3	(1)	
Sales and Services	13	25	12	
Other Revenue	265	296	31	
Total Revenues	282	324	42	
Expenses				
Personnel	217	215	(2)	
Service & Supplies	289	360	70	
Capital Expense	0	8	8	
Total Expenses	506	584	77	
Net Revenues less Expenses	(224)	(260)	(36)	

Western Oregon University
P3 Percent Actual Variance Analysis
(Unaudited, non-GAAP, for management purposes only)
(in thousands)

As of September 30, 2021
For the Fiscal Year Ended June 30, 2022

	P3 FY21 Realization/ Burn Rate %	P3 FY22 % of FY22 Proposed Budget	Variance
Education & General Fund			
Revenues			
Student Fees & Tuition (net of remissions)	42.48%	42.65%	0.17%
Government Resources & Allocations	35.70%	36.97%	1.27%
Gift Grants and Contracts	14.71%	41.11%	26.40%
Other Revenue	27.13%	17.51%	-9.63%
Total Revenues	38.75%	39.01%	0.26%
Expenses			
Personnel	14.78%	14.79%	0.01%
Service & Supplies	23.55%	26.89%	3.34%
Capital Expense	3.97%	5.08%	1.11%
Total Expenses	15.79%	16.56%	0.77%

Western Oregon University
P3 Percent Actual Variance Analysis
(Unaudited, non-GAAP, for management purposes only)
(in thousands)

As of September 30, 2021
For the Fiscal Year Ended June 30, 2022

	P3 FY21 Realization/ Burn Rate %	P3 FY22 % of FY22 Proposed Budget	Variance
Auxiliary Enterprises Funds			
Revenues			
Enrollment Fees	10.99%	34.30%	23.31%
Sales and Services	6.47%	8.15%	1.68%
Other Revenue	5.84%	44.63%	38.79%
Total Revenues	7.02%	20.74%	13.71%
Expenses			
Personnel	21.36%	20.30%	-1.06%
Service & Supplies	13.44%	18.29%	4.85%
Capital Expense	100.00%	100.00%	0.00%
Total Expenses	17.35%	19.28%	1.92%
Designated Operations, Service Departments, Clearing Funds			
Revenues			
Enrollment Fees	18.23%	2.63%	-15.59%
Sales and Services	11.50%	19.61%	8.11%
Other Revenue	13.72%	14.56%	0.84%
Total Revenues	13.65%	14.24%	0.59%
Expenses			
Personnel	23.49%	21.14%	-2.35%
Service & Supplies	36.50%	27.45%	-9.05%
Capital Expense	0.00%	0.00%	0.00%
Total Expenses	29.50%	25.05%	-4.45%

Western Oregon University
 FY22 Projected Year-End
 (Unaudited, non-GAAP, for management purposes only)
 (in thousands)

As of September 30, 2021
 For the Fiscal Year Ended June 30, 2022

	FY21 Year-End Actuals	FY22 Projected Year-End	FY22 Proposed Budget	Variance FY22 Projected Year-End to Proposed Budget	Note
Education & General Fund					
Recurring Operating Activities					
Student Fees & Tuition (net of remissions)	38,582	32,272	32,272	-	Projection based on budget
Government Resources & Allocations	28,990	30,984	30,984	-	Projection based on budget
Gift Grants and Contracts	918	622	622	-	Projection based on budget
Other Revenue	2,864	2,600	2,600	-	Projection based on budget
Total Revenues	71,355	66,478	66,478	-	
Personnel	56,331	57,246	57,246	-	Anticipate salvage savings; too soon to predict.
Service & Supplies	7,526	10,022	10,022	-	Projection based on budget.
Capital Expense	128	210	210	-	Projection based on budget
Total Expenses	63,985	67,477	67,477	-	
Net Transfers	3,229	3,317	3,317	-	Projection is based on transfer schedule.
Total Expenses and Transfers	67,214	70,794	70,794	-	
Operating Net Revenues less Expenses	4,141	(4,316)	(4,316)	-	
Other Activities					
CARES Reimbursement	2,400	3,000	3,000	-	
Quasi Endowment	(850)	-	-	-	
Other	(1,061)	(924)	(924)	-	
Total Other Activities	489	2,076	2,076	-	
Total Net Revenues less Expenses	4,630	(2,240)	(2,240)	-	
Fund Balance at the Beginning of the Year	6,240	10,870	10,870		
Fund Balance at the End of the Year	10,870	8,630	8,630		
Fund Balance as a Percentage of Revenues	15.23%	12.98%	12.98%		

Western Oregon University
FY22 Projected Year-End
(Unaudited, non-GAAP, for management purposes only)
(in thousands)

As of September 30, 2021
For the Fiscal Year Ended June 30, 2022

	FY21 Year-End Actuals	FY22 Projected Year-End	FY22 Proposed Budget	Variance FY22 Projected Year-End to Proposed Budget	Note
Auxiliary Enterprises Funds					
Enrollment Fees	1,454	6,174	6,174	0	
Sales and Services	6,615	9,716	9,716	0	
Other Revenue	1,760	1,614	1,614	0	
Total Revenues	9,829	17,504	17,504	0	
Personnel	8,142	9,477	9,477	0	
Service & Supplies	8,192	9,872	9,872	0	
Capital Expense	32	-	-	-	
Total Expenses	16,365	19,349	19,349	0	
Net Transfers	(3,798)	(1,119)	(1,119)	(0)	Projection is based on transfer schedule.
Total Expenses and Transfers	12,567	18,230	18,230	(0)	
Net Revenues less Expenses	(2,738)	(726)	(726)	(0)	
CARES Funds	1,700	200			
Additions/Deductions to Fund Balance	(2,178)	(1,986)			
Fund Balance at the Beginning of the Year	9,556	6,339			
Fund Balance at the End of the Year	6,339	3,827			
Fund Balance as a Percentage of Revenues	64.49%	21.86%			
Designated Operations, Service Departments, Clearing Funds					
Enrollment Fees	25	16	113	(97)	
Sales and Services	113	216	127	89	
Other Revenue	1,931	2,159	2,034	124	
Total Revenues	2,069	2,391	2,274	117	
Personnel	925	917	1,019	102	
Service & Supplies	792	986	1,310	325	
Capital Expense	-	8	-	(8)	
Total Expenses	1,717	1,911	2,329	418	
Net Transfers	(56)	750.00	1	0	Projection is based on transfer schedule.
Total Expenses and Transfers	1,661	1,912	2,330	418	
Net Revenues less Expenses	407	479	(56)	463	
Additions/Deductions to Fund Balance	(342)	(312)			
Fund Balance at the Beginning of the Year	2,982	3,047			
Fund Balance at the End of the Year	3,047	3,215			
Fund Balance as a Percentage of Revenues	147.29%	134.45%			

Western Oregon University
Transfers Schedule - Projected FY22

(Unaudited, non-GAAP, for management purposes only)

	E&G			Auxiliary			Des Ops - Serv Dept.	Plant fund	Other		Total
Transfers In E&G									(a)		
Actual											-
Upcoming									8,893		8,893
Transfers Out E&G				(b)	(c)	(d)		(e)	(a)	(f)	
Actual						496					496
Upcoming	150,000	2,979,025	99,504	150,000	2,979,025	99,504	175,000	4,804	17,431		3,425,764
Transfers In AUX	(b)	(c)	(d)								
Actual				496							496
Upcoming	150,000	2,979,025	99,504	99,504							3,228,529
Transfers Out AUX								(g)	(h)		
Actual									10,450		10,450
Upcoming								174,069	1,925,973		2,100,042
Transfers In DO, SD											-
Actual											-
Upcoming											-
Transfers Out DO, SD									(i)		
Actual											-
Upcoming									750		750

Type	Description
(a)	Endowment matches
(b)	Child Development Center support
(c)	Athletic operations support
(d)	Student Vaccine Initiative
(e)	Small-Scale Energy Loan Program debt service
(f)	Teacher Prep Cost Share support
(g)	Student Engagement & Campus Recreation transfers to building/equipment reserves
(h)	Misc. auxiliary transfers, including debt payments for Housing and Recreation Center Building Fee
(i)	Misc. designated operations and service departments transfers

Finance & Administration Committee (FAC), November 4, 2021 EAB Contract

In an effort to strengthen enrollment in graduate programs and degree completion for adult learners with special emphasis on WOU:Salem, WOU has entered into a contract with EAB. The contract is for July 1, 2021 through June 30, 2024, with the following price per year:

FY2022	\$381,397
FY2023	\$380,000
FY2024	<u>\$380,000</u>
Total	\$1,141,397

Option to opt out effective June 30, 2022 for a termination fee of \$100,000. A copy of the full contract is provided in Appendix A. Prior to entering the contract, President Kenton informed Board of Trustees Chair, Betty Komp, and Vice Chair, Doug Morse, of the intent and received preliminary approval. Given the total price of the three-year contract, Board approval is necessary.

COMMITTEE RECOMMENDATION:

The WOU Finance & Administration Committee recommends that the Western Oregon University Board of Trustees ratify the EAB Contract.



August 26, 2021

Western Oregon University
 345 N. Monmouth Avenue
 Monmouth, OR 97361

Program Order Form: Adult Learner Recruitment & Professional & Adult Education Forum

EAB Global, Inc. (“EAB” or “we”) appreciates the opportunity to work with Western Oregon University (“Organization” or “you”) in the Adult Learner Recruitment & the Professional & Adult Education Forum (the “Programs”) pursuant to the terms and conditions set forth in this Program Order Form.

I. Terms of Coverage

The following educational facilities will have access to the Programs services, which are described in greater detail in the “Scope of Services” attached to and a part of this Program Order Form:

Western Oregon University

The term of the Programs is outlined in the table below (the “Program Term(” and each year therein, a “Year”), provided that the parties may begin planning and preparing for the Programs as of the execution of this Program Order Form:

	Start Date	End Date
Adult Learner Recruitment Services*	July 1, 2021	June 30, 2024
Professional & Adult Education Forum	July 1, 2021	June 30, 2024

* For Adult Learner Recruitment Services, a “Year” shall mean the period from July 1 – June 30, or any portion thereof. All deploying campaigns will start upon first launch, which may occur prior to the Start Date listed above.

II. Financial Terms

EAB is pleased to provide the Programs for the following fees:

FY 2022

Program	Quantities	Program Costs	EAB Investments	Net Program Costs	Estimated Media Costs	Add'l Program Cost/M	Add'l Postage Cost/M
Student Journey							
<i>Audiences Receiving Multi-channel Campaigns</i>							
Student Journey Marketing Names (e-only)	28,500					\$1,950	\$201
Total	28,500						
<i>Schools Included:</i>							
Grad Wide							
Degree Completion							
<i>Additional Programs Included</i>							
Paid Search							
Professional & Adult Education Forum							
Partnership Fees:		\$451,640		\$451,640	\$95,000		
Multi-Year Partnership Discount:			(\$52,840)	(\$52,840)			
Multi Student Journey Discount:			(\$112,403)	(\$119,640)			
Total Costs		\$451,640	(\$165,243)	\$286,397	\$95,000	-	-

FY 2023

Program	Quantities	Program Costs	EAB Investments	Net Program Costs	Estimated Media Costs	Add'l Program Cost/M	Add'l Postage Cost/M
Student Journey							
<u>Audiences Receiving Multi-channel Campaigns</u>							
Student Journey Marketing Names (e-only)	28,500					\$2,008	\$201
Total	28,500						
<u>Schools Included:</u>							
Grad Wide Degree Completion							
<u>Additional Programs Included</u>							
Paid Search Professional & Adult Education Forum							
Partnership Fees:		\$475,850		\$475,850	\$123,600		
Multi-Year Partnership Discount:			(\$63,520)	(\$63,520)			
Multi Student Journey Discount:			(\$123,700)	(\$123,700)			
EAB Investment:			(\$32,230)	(\$32,230)			
Total Costs		\$475,850	(\$219,450)	\$256,400	\$123,600	-	-

FY 2024

Program	Quantities	Program Costs	EAB Investments	Net Program Costs	Estimated Media Costs	Add'l Program Cost/M	Add'l Postage Cost/M
Student Journey							
Student Journey Marketing Names (e-only)	28,500					\$2,069	\$207
Total	28,500						
<u>Schools Included:</u>							
Grad Wide Degree Completion							
<u>Additional Programs Included</u>							
Paid Search Professional & Adult Education Forum							
Partnership Fees:		\$500,000		\$500,000	\$123,600		
Multi-Year Partnership Discount:			(\$75,010)	(\$75,010)			
Multi Student Journey Discount:			(\$127,500)	(\$127,500)			
EAB Investment			(\$41,090)	(\$41,090)			
Total Costs		\$500,000	(\$243,600)	\$256,400	\$123,600	-	-

As Applicable:

Add'l Program Cost/M and Add'l Postage Cost/M will be applied if the actual quantity volumes are higher than those included in the tables above.

The estimated postage and media costs are based on then-current available postage or media rates. In the event that actual postage and/or media costs are greater than the estimated postage and/or media costs, EAB will invoice Organization for the difference. Estimated postage and/or media costs in excess of the actual postage and/or media costs will be applied as credit to other services in the current or next fiscal year as agreed upon by EAB and Organization, unless organization requests a refund of such excess postage and/or media costs.

Organization will incur the estimated list costs in the above tables, which will be invoiced directly by, and should be paid directly

to, the list providers.

Invoicing

Organization shall pay the Program Fees in accordance with the following:

FY 2022

Invoice in July 2021	100% Program Costs	100% Media	Total Invoice
	\$286,397	\$95,000	\$381,397

FY 2023

Invoice in July 2022	100% Program Costs	100% Media	Total Invoice
	\$256,400	\$123,600	\$380,000

FY 2024

Invoice in July 2023	100% Program Costs	100% Media	Total Invoice
	\$256,400	\$123,600	\$380,000

III. Special Provisions

The Program's preferred pricing is based on your current EAB portfolio. If you terminate or discontinue any program in your EAB portfolio during the Program Term, the Annual Program Fees will increase pursuant to a written amendment.

Opt-Out: Organization may elect to discontinue the Programs effective June 30, 2022 (the "Early Termination Date") by providing written notice of its intent to terminate the Programs no less than ninety (90) days prior to the Early Termination Date, in which case the Programs will cease on the Early Termination Date and Organization will owe a termination fee of \$100,000. If you do not provide such written notification or do not pay the termination fee on or before the Early Termination Date, the Programs will continue in accordance with the terms of this Program Order Form.

Modifications to Master Agreement

In addition, the following amendments and modification are hereby made a part of the Master Agreement:

1. Section 3 is amended and restated in its entirety as follows:

Taxes. Organization will be responsible for payment of any applicable sales, use, and other applicable taxes, including the value-added tax, and all applicable export and import fees, customs duties and similar charges (other than taxes based on EAB's income, including without limiting the foregoing, Oregon's Corporate Activity Tax), and any related penalties and interest for the grant of the Services hereunder. If Organization is tax exempt and provides EAB with a valid tax-exempt certificate issued by the relevant taxing jurisdiction, EAB will not charge Organization any taxes that Organization is not obligated to pay. Organization will make all required payments to EAB free and clear of, and without reduction for, any withholding taxes. Any such taxes imposed on payments to EAB will be Organization's sole responsibility, and Organization will, upon EAB's written request, provide EAB with official receipts issued by appropriate taxing authorities, or such other evidence as EAB may reasonably request, to establish that such taxes have been paid.

2. Section 14 is amended and restated in its entirety as follows:

Entire Agreement; Amendment. The Agreement consists only of the Order Form, these Terms, as amended, and any supplemental terms attached hereto and, once executed and delivered by the parties, supersedes in its entirety all other understandings and agreements regarding the provision of the Services. This Agreement constitutes a legal, valid, binding, and enforceable obligation of each party. In the event of an express conflict between any provision of these Terms and of an Order Form, the provision of the applicable Order Form shall control.

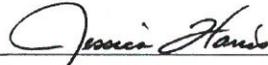
3. Section 16 is amended and restated in its entirety as follows:

Governing Law; Survival. The Agreement is governed by and construed in accordance with the laws of the State of Oregon, without regard to conflict of laws rules or the United Nations Convention on the International Sale of Goods. Each party irrevocably consents and submits to the exclusive jurisdiction of the state and federal courts situated in Polk County, Oregon, in connection with any action to enforce the provisions of the Agreement, to recover damages or other relief for breach or default under the Agreement, or otherwise arising under or by reason of the Agreement. Sections 2 through 26 of these Terms, and any provision of the Agreement that by its nature should survive, shall survive the expiration or termination of the Agreement.

This Program Order Form, together with the Master Agreement, available at <http://eab.com/terms/master>, incorporated herein by reference, form the entire agreement between the parties with respect to the Programs (and together with any other applicable agreements or supplements, the "**Agreement**"). Each of the individuals executing this Program Order Form represent and warrant that he or she is authorized to execute the Agreement on behalf of Organization or EAB, as applicable. Notwithstanding anything to the contrary in any purchase order or other document provided by Organization, any Program provided by EAB to Organization in connection with a purchase order related to this Program Order Form is conditioned upon Organization's acceptance of the Agreement. Any additional, conflicting or different terms proffered by Organization in a purchase order or otherwise shall be deemed null and void.

To initiate Organization's involvement in the Programs, please sign this Program Order Form and return it to Benjamin Roberts at BRoberts@eab.com no later than **August 27, 2021** (after which fees and terms set forth above are subject to change).

EAB Global, Inc.:

Signature: 
Name: Jessica Harris
Title: Chief Accounting Officer
Date: 8/26/2021

Western Oregon University:

Signature: 
Name: DOLYANA KARAMAN
Title: VPFA
Date: 8/27/21

Adult Learner Recruitment Scope of Services

EAB will provide the services described below on behalf of the Organization to support their goals and objectives.

A. Coordination of Services

On execution of the Agreement, EAB will assign a team led by a Strategic Leader to work with you to manage the services and establish program development and management across Organization's academic programs. The Strategic Leader will serve as Organization's primary point of contact. The Strategic Leader will work collaboratively with Organization as set forth below to assist Organization in meeting their program goals.

EAB staff is available to travel to Organization's campus as well as host Organization staff at EAB's premises, to the extent permissible by Organization's policies and procedures, to discuss the services provided under the terms of this Agreement. All associated travel costs are assumed by EAB; the Organization is not assessed any incremental fees for travel.

EAB staff will monitor and coordinate the following services along with the descriptions in the Summary of Program Services for Organization as applicable:

- Delivery of on-going marketplace assessments and trend analyses on both market research as well as market observation
- Audience recommendations for optimal results (including, as applicable, list recommendations and list order placement)
- Creation of marketing strategy and development of creative assets for the multi-channel marketing campaign
 - Delivery of customized marketing strategy based on EAB Audience Insights
 - Development and hosting of dynamic, responsive landing pages
 - Design and deployment of email campaigns in EAB's Student Journey
 - Design and deployment of digital advertisements through channels such as Facebook, Instagram, LinkedIn, and Google
 - Design, production, and deployment of printed materials
- Delivery of data-driven campaign reporting, analysis, and optimization recommendations
 - Exchange of data via secure FTP
 - On-going refinement of campaign strategy based on performance monitoring and assessments
 - Recurring, on-going reporting as well as detailed interim and final analyses
 - Use of EAB's proprietary methods and systems

B. Summary of Program Services

Marketing Strategy

- **EAB Student Journey Campaign** creation and deployment including:
 - Launch multichannel digital campaigns to build awareness including:
 - Multichannel digital campaigns including Facebook, Instagram, LinkedIn, and Google Ads display advertisements with flighting strategy aligned with Organization goals. The following advertisements will be included for the campaign duration:
 - Up to 5 simultaneous Facebook and Instagram advertisements
 - Up to 3 simultaneous LinkedIn advertisements
 - Up to 3 simultaneous Google Ads (including Gmail Sponsored Promotion)
 - 1 direct mail package per model delivered to high affinity audience prospective student population identified in the High Affinity Audience Generation above.
 - Launch multichannel campaigns to facilitate consideration and decision including:
 - Retargeting digital campaigns on Google Ads and Facebook from all EAB hosted landing pages.

- EAB will develop and host responsive landing pages to support prospect engagement with relevant institution content, inquiry form submission, and initiation of the application process for all prospect audiences, augmented by site-based digital retargeting campaigns, including:
 - Creation of application landing page to facilitate prospective student access to the application, inquiry generation, and further research with program information.
 - Creation of micro-survey hosted on landing page to understand student intent. Responders receive customized email response.
 - Creation of content give deployed through gated landing page to promote program information and engage prospective students. Responders receive an SMS message in addition to email response.
 - Creation of inquiry generation and facilitate further research with program information.
- Creation and deployment of monthly newsletter, as applicable.
- Up to 3 versions of direct mail package including personalized letter delivered to prospective student identified in Prospective Student Identification above.
- Responsive email campaigns:
 - Welcome campaign including up to 5 emails.
 - Nurture campaign including up to 10 emails.
 - Application campaign including up to 10 emails.
 - Up to 1 behavior-based trigger email to most engaged prospects.
 - Deadline campaign including up to 6 emails for up to 3 deadlines across the year.
 - Up to 8 additional emails triggered by key interactions or campaign events
- Utilizing dynamic content based on student data.
 - 4 customized content copy versions for welcome email based on lead source.
 - 10 customized content copy versions for micro-survey response email based on survey response.
- Services include the development, hosting, management and analysis of Organization’s online web application. All students who select the apply link will be directed seamlessly to the EAB-hosted Organization application.
 - EAB-hosted custom application features a perfectly rendered application for smartphones, tablets, and desktop web browsers, allowing students to navigate and submit their application using their preferred method.
 - Data will be sent on a daily basis for direct download in a pre-established and tested format.
 - SMS campaign to drive application completion.

Paid Search

- Paid Search:

EAB will manage Paid Search Ad Words campaigns, which includes analyzing the campaigns, creating ads, and reviewing the budget ensuring it’s utilized efficiently. EAB will also provide regular campaign reporting and analyses.

C. Delivery of Data-Driven Campaign Reporting, Analysis, and Optimization Recommendations

- Partner Portal: 24/7 on-demand access to your campaign performance data by segment right from your desktop or device, enabling you to filter key performance data by demographic, providing detailed insights into campaign performance by segment. The portal also allows you to share campaign performance data with stakeholders on campus to inform strategic conversations and spark action. KPIs are tracked to optimize recruitment strategy and provide ultimate transparency and reporting on marketing investments.
- Campaign Performance Monitoring: Ongoing evaluation of email deliverability, email open data, testing of email response preferences, and on-going associated adjustments, as well as coordination with digital marketing and in-home paper delivery, will allow for maximum campaign adjustments and performance. Digital marketing campaigns include ongoing monitoring across channels and campaigns to identify opportunities for optimization and reallocation of marketing spend. Using best

available data from the Organization, EAB will collaborate with the Organization to analyze and report on the campaign contribution on enrollment outcomes.

- If an application is developed and hosted by EAB, then during the term of this Agreement, Organization may access MyAnalytics™, EAB’s Organization-only website for program reporting and analysis for the application process as part of the Student Journey.

D. Social Media Accounts

Organization agrees to establish the following social media accounts as soon as practicable following the Program Term(s) and to grant EAB agency access to each such account as set forth below (each, a “**Social Media Account**” and collectively, the “**Social Media Accounts**”):

Channel or Platform	EAB Access Requirements
Facebook	<ul style="list-style-type: none"> • Assign EAB as a Facebook Page Admin • Add EAB as a Partner and grant Leads Access Permissions for direct access inquiries generated from Facebook Lead Form ads
LinkedIn	<ul style="list-style-type: none"> • Assign EAB as a LinkedIn Page Admin • Grant EAB “Sponsored Content Poster” and “Lead Gen forms Manager” permissions to create ads and to access inquiries generated from LinkedIn Lead Form ads
Google Analytics	<ul style="list-style-type: none"> • Provide EAB with “Read & Analyze” access to your .edu Google Analytics account (the property level) to provide insight into campaign analysis and performance
Other social media accounts as mutually agreed upon by the Parties	<ul style="list-style-type: none"> • As mutually agreed upon by the parties

* Facebook Business Manager is a platform that enables Organization and EAB to integrate Facebook marketing efforts. With Business Manager, Organization may run and track advertisements, manage assets such as your Facebook Pages, and add EAB to help manage your advertising campaign.

** LinkedIn Campaign Manager is a platform to access Organization’s advertising account and manage Organization’s campaigns.

*** Google Tag Manager is a tool to manage analytics and advertising tools in your apps without having to rebuild and resubmit the applications' binaries to the app marketplaces.

For the avoidance of doubt, EAB shall have advertising access to each Social Media Account but shall not be responsible for posting content organically to any Social Media Account.

Organization agrees that EAB may add the following pixels to Organization’s applicable landing pages: 1. Facebook Pixel; 2. LinkedIn Insight Tag; 3. Google Ads Remarketing. EAB may utilize the Pixels solely to provide the Services, including, but not limited to, measuring inquiry form submission and/or application submission.

E. Data & Technical Specifications

General Requirements: In order to provide Organization with the services outlined above in a timely and accurate manner, Organization agrees to complete the following requirements related to data exchange by the specified dates or milestones.

- Identify a Data Lead(s) and participate in Data Planning Call(s) within one (1) week of the execution of the Program Order Form

- Provide comprehensive and valid data files as outlined below on or before a date agreed upon in the Data Planning Call(s)
- Coordinate with EAB to ensure that the entering class data are reliable and valid. EAB will provide report iteration(s) for Organization to validate against their source systems
- Automate current entering class data feeds at EAB-requested frequency by the end of the data implementation

In the event Organization does not provide the above requirements within the period specified, EAB may assess a delay in Student Journey Campaign deployment.

Program Data Requirements: Pursuant to the timeline above, Organization will transmit valid data files from the below source systems to EAB’s secure data center that correspond to the applicable Program(s) provided herein.

Program	Source Systems	Details
Student Journey Campaign	SIS, ERP, and/or CRM	One-time delivery of historical entering class data (up to 5 finalized years) and ongoing data feeds of current entering class data

Data Integration Services

EAB’s Data Integration Services are a set of highly recommended yet optional delivery services provided at no additional cost to generate necessary Organization data from Organization’s SIS, ERP or CRM to implement the Program(s) outlined herein. This service is available for the following source systems: Ellucian Banner, Campus-Vue, Peoplesoft, PowerCampus, Slate, Target X (includes Jenzabar JRM), Jenzabar CX, Jenzabar EX, CAMS, Hobsons Connect, Ellucian Colleague on SQL Server (not Unidata), and Campus-hosted or Cloud-hosted Ellucian Recruit/Recruiter (required connection to established backend database). If you have a different source system, EAB will conduct a feasibility assessment to determine if EAB can provide Data Integration Services for that system. EAB is not in any case responsible for third-party licensing fees to extract or integrate data from the above source systems as part of the Data Integration Services or any subsequent data integration or extraction work from any data source, even if provided as part of the Data Integration Services described below.

- *Implementation Support* – If applicable, in providing the Data Integration Services, EAB will, where possible:
 - Outline source data fields required for implementation of Program(s) in consultation with EAB staff and Organization subject matter experts;
 - Create SQL queries to extract data or code in the Query Environment specified above to output data files for implementation of the Program(s);
 - Develop query logic and/or code to generate regular updates of the output data files on a frequency needed by the Program(s); and
 - Work with Organization’s staff to integrate the Data Integration Services queries or code into the production environment.
- *Institution Support Requirements* – If applicable, EAB will provide Organization with the Data Integration Services at no additional cost. Shortly after executing the Agreement, Organization and an assigned team of EAB employees will participate in a “Technical Planning Call” to discuss the project implementation and utilization of the Data Integration Services and will provide a project implementation plan. Organization is required to provide access to the applications named above within two (2) weeks of the Technical Planning Call.
- *Data Access Permissions* – Organization will coordinate the delivery to EAB of any and all confidentiality agreements, data use agreements, or similar agreements required by Organization’s source system vendor(s) in order to permit EAB access to interact with Organization’s source system(s) and deliver appropriate data feeds to EAB. All such documentation shall be delivered to EAB two (2) weeks after the Technical Planning Call.

Professional & Adult Education Forum

Scope of Services

The Professional & Adult Education Forum addresses the strategic challenges related to designing, positioning and delivering flexible, innovative educational offerings to working adult and online students. The Professional & Adult Education Forum equips continuing, professional, and online education executives with unparalleled access to real-time employer demand data and actionable market research to inform strategic growth paired with implementation tools and resources to execute against marketing, recruiting, and student service priorities.

A. Program Services:

- Strategic Leader—A EAB staff member who will serve as primary point of contact and will facilitate service utilization and dissemination of the Forum services and resources outlined below.
- Annual Professional & Adult Education Executive Roundtables—One full-day or two half-day sessions designed for Forum staff to present the major research findings from the year and facilitate discussion amongst senior continuing, professional, and online education executives on how to introduce these ideas to their own organizations. Held several times throughout the year, often in multiple locations.
- Annual Marketing & Recruiting Leader Intensives— Full-day working sessions designed for Forum staff to present the major research findings from the year and facilitate discussion among marketing and recruiting professionals from Organization facilities.
- Annual Webinar Series—Short web-based educational intensives facilitated by Forum staff to provide discussion and implementation support on Forum research, without the burden of travel. Webinars are open to all Organization employees. Organization may also request to have Forum staff deliver “private-label” webinar for their employees.
- Best Practice Research—Comprehensive studies containing detailed profiles of dozens of innovative practices and strategies, implementation road maps, and advice. Organization employees have unlimited access to all Forum best practice research, available in multiple formats.
- Diagnostic and Implementation Resources—An assortment of tools and resources that allow organizations to assess their own performance gaps, identify target areas for improvement, and support installation of best practices identified through Forum research. Examples include, but are not limited to, worksheets, case profiles, corresponding benchmarks and discussion guides.
- Summary Briefs—Condensed versions of research studies meant for broad distribution to key leadership constituencies at Organization facilities. Organization employees have unlimited access to briefs, available in multiple formats.
- Market Insights—Organization employees may request customized on-demand market demand briefs and real-time employer demand analytics. These briefs may focus on Market Opportunity Scans, Portfolio Health Checks, Program Feasibility Studies, and/or a 360 Program Assessment – at the Organization’s choosing. Organization employees will also have unlimited access to existing library of reports, State and Regional Labor Market Demand Profiles, and Program Planning Tools. Organization may request custom cuts of labor market data across the Program Term. EAB requires in most instances that Organization allow us to complete an analysis before assigning the next.
- Organizational Benchmarking and Strategy Consults—Peer benchmarking and custom analysis to inform governance, policy, and Professional & Adult Education organizational design. Organization may request unlimited customized cuts of the data to inform strategic planning, budget requests, or organizational design conversations.
- Access to Our Experts—Forum research staff is available for telephone consultations to discuss Forum research, providing hands-on support for diagnosis, implementation and troubleshooting. Staff time is subject to availability during EAB’s regular business hours at no additional cost.
- Ask EAB—Organization can access a dedicated team of EAB content specialists who respond to institution-specific research questions, leveraging a combination of existing EAB research and external research sources.

- On-Campus Intensive—Up to once each Program Year, a Forum staff member is available to travel an Organization facility to present Forum research or facilitate discussion on a related topic or terrain to the employee group of Organization’s choosing.
- EAB Online Research Portal—Dedicated website (www.eab.com) for Organization employees providing full online access to all Forum research and implementation resources. Through the website, Organization employees may subscribe to EAB’s “Daily Briefing” and Forum newsletter(s).

B. Organization Responsibilities

Organization agrees to:

- Schedule and hold a “Welcome Call” with key campus leadership and EAB’s Strategic Leader within the first 60 days of the Program Term to discuss top institutional priorities and the Forum service plan.
- Schedule an “Annual Organization Planning Session” with key campus leaders in each subsequent year to discuss updates to institutional priorities and the Forum service plan.
- Provide Strategic Leader and senior EAB research staff access to strategic plans, initiatives, working groups, and other information upon request to help inform service plan and enable service delivery, including completion of the “Professional & Adult Education Organizational Benchmarking” survey.
- Arrange for campus leader to attend at least one (1) Executive Roundtable or Leadership Summit each Year (contingent on staff availability and travel budget).

EGTC, EGTC Charter and the University President

The Executive, Governance and Trusteeship Committee (EGTC) charter, approved on October 28, 2015, outlines committee membership as follows:

The EGTC, consistent with the Board Statement on Committees, will consist of five members. The Board chair will serve as the EGTC chair. The Board chair appoints the other four members of the EGTC, one of whom will be the President of the University in his or her capacity as a non-voting, ex officio member of the Board of Trustees. A quorum of the EGTC will be three committee members, excluding the President of the University.

The charter, as well as the Board Statement on Board Committees, also vests authority over the university president's employment in the EGTC. The Board Statement states at Section 2.4.1: "[T]he EGTC may consider and recommend actions to the Board on the following topics...[t]he hiring, employment, evaluation, and removal of the President of the University." The charter states:

The EGTC is responsible for any and all recommendations to the WOU Board of Trustees regarding the employment of the President, including, but not limited to, performance evaluations, including the form, process, and factors on which the President will be evaluated, terms and conditions of employment, contract negotiations, discipline or termination of the President, and, when necessary, the conduct of a search for a new President or the appointment of an interim or acting President.

Because of this, and to facilitate the president's ability to meet with board leadership and participate in other committee work, staff recommends that the university president not serve as a member of any committee, including, but not limited to the EGTC. This would require the following amendment to the EGTC's committee charter:

The EGTC, consistent with the Board Statement on Committees, will consist of five members. The Board chair will serve as the EGTC chair. The Board chair appoints the other four members of the EGTC., ~~one of whom will be the President of the University in his or her capacity as a non-voting, ex officio member of the Board of Trustees.~~ A quorum of the EGTC will be three committee members., ~~excluding the President of the University.~~

COMMITTEE RECOMMENDATION

The WOU Executive, Governance & Trusteeship Committee recommends to the Western Oregon University that the university president be removed as an EGTC member and that the committee's charter be revised as included in these docket materials.