



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

Meeting No. 37

July 11, 2023 | 10:00 am – 11:00 am

Meeting Minutes

I. CALL-TO-MEETING AND ROLL CALL

Chair Komp calls the meeting to order at 10:00am and asks Secretary Sorce to call the roll.

The following Trustees are present: Trustee Jerry Ambris, Trustee Susan Castillo, Trustee Gayle Evans, Trustee Kari Nelsestuen, Chair Betty Komp. Other Trustees Present: Trustee Cas Wonsowicz, Trustee Michael Reis. Others Present: President Jesse Peters, Evan Sorce, David Terry, Desiree Noah, Shadron Lehman, Anna Hernandez-Hunter, Blanca Miranda

II. CHAIR'S WELCOME AND ANNOUNCEMENTS

Chair Betty Komp gave a warm welcomed everyone attending the meeting. Chair Komp then walked through the agenda.

III. CONSENT AGENDA

1) [Approval of meeting minutes from May 25, 2023](#)

Trustee Castillo moves the approval of the May 25, 2023 meeting minutes and Trustee Ambris seconds the motion. There was no additional discussion.

The following Trustees voted in favor of the motion:

Trustee Ambris
Trustee Castillo
Trustee Evans
Chair Komp

Note: Trustee Kari Nelsestuen abstained because she was not at the May 25th meeting.

Motion passed 4-0-1.

III. ACTION ITEMS

1) [Revisiting Internal Audit Plan 2023-2024](#) | David Terry, CPA, CFE, CIA

Before Chair Komp introduced Mr. Terry, Secretary Sorce gave some background on why this action item was before the committee. As part of the April 5th meeting, there was considerable conversation about whether an HR audit should be added to the plan. Ultimately, the EGTC approved the Internal Audit Plan for 2023-2024 with the provision that the committee will come back in July to revisit the proposed plan after our HR Director was hired and onboarded so that she can weigh in on the plan. After that background, Chair Komp introduced Mr. David Terry, the Director of our Internal Audit Team. Mr. Terry presented his PowerPoint presentation, which can be reviewed in the July 11 meeting document. Mr. Terry did highlight that they put together a risk assessment and then, because of finite resources and time, prioritized the audits based on that risk assessment. Mr. Terry then pulled up the original Internal Audit proposal, which can be found in the April 5, 2023, docket review. After the presentation, the Trustees asked Mr. Terry and WOU HR Director Desiree Noah a few follow-up questions

about priorities and risk. After further discussion among the Trustees, the decision was to keep the plan as proposed with the understanding that an internal audit on HR and Payroll should be our top priority next fiscal year.

Note: Trustee Ambris left the meeting at 10:32 AM

IV. REPORTS & DISCUSSION ITEMS:

- 1) Discussion on the needs of the board and identify the ideal characteristics of potential candidates to fill the vacancy of the staff position on BOT.

Secretary Sorce described the reason for this to be an agenda item. In compliance with State Law, when a member of the Board of Trustees leaves the Board, the EGTC committee must give guidance not just to the Governor but, in this case, since it is the Staff Designee position opening up, to the Staff Senate to be used for their consideration.

The following characteristics were mentioned:

- The importance of ensuring that we lift voices not already represented through the responsible officers of the institution.
- Emphasizing what it means to support a staff member on the Board of Trustees because of the potential awkwardness of being a member of the Board.
- Having the time and capacity is critical.
- Someone passionate about Western Oregon University and Higher Education in Oregon.
- Someone who has a knowledge of the campus in general, someone who is interested in issues facing higher education in general.
- Someone who is committed to Institutional Success.
- Someone who is a good communicator.
- Someone who would be an excellent liaison to the staff.
- Someone who has a desire and knowledge about the other staff on campus.
- Someone with a record of participating in shared governance at the institution.

There were additional conversations around the process and timeline around the appointment process to replace Trustee Reis. Chair Komp and Dr. Peters thanked the committee for their hard work and said that the developed list will help the Governor and Shared Governance partners make a selection.

V. ADJOURNMENT

Chair Komp adjourned the meeting at 11am.