1. Call to Order/Roll/Declaration of Quorum

2. Approval of Executive and Audit Committee Membership
   Chair Pete Nickerson seeks Board approval of the membership of the Executive and Audit Committee. As of July 1, 2016, Rick Miller is both Vice-Chair of the Board and Chair of the Finance and Administration Committee, which are two of the four dedicated positions on the Executive and Audit Committee. In order to maintain five consistent members on the Executive and Audit Committee, Chair Nickerson proposes that there be two at-large positions: to be filled by Gale Castillo and Tom Imeson. That will maintain the current membership of the Committee. The Chair seeks a motion to approve the appointing of two at-large members to the Executive and Audit Committee.

3. Resolution Regarding Presidential Search Process
   The Executive and Audit Committee recommends that the Board approve the attached Resolution Regarding Presidential Search Process.
   Cover Sheet: Resolution Regarding Presidential Search Process - Page 2
   Resolution Regarding Presidential Search Process with Changes Marked - Page 5
   Resolution Regarding Presidential Search Process - Clean Copy - Page 9

4. Adjourn
President Wiewel recently provided notice to the Board of Trustees that the 2016-17 academic year will be his last year as President and that he will retire from the presidency before the start of the 2017-18 academic year, remaining a member of the faculty.

Appointment of the President is one of the most important roles of the Board. Oregon law, ORS 352.096, vests the Board with authority and responsibility to appoint and employ the President of the University. Article VII, Section 2 of this Board’s bylaws states:

“The Board, in consultation with the Governor or the Governor’s designee, shall appoint and employ the President. Except in the case of an interim or acting president, any committee appointed by the Board to oversee the hiring of the President shall include representatives of the University community and at least one other president of a public university based in Oregon, as determined by the Board.”

Before commencing a presidential search process, it is important for a board to determine the essential aspects of the search. In particular, the following details should be determined and communicated to the campus: (1) establishment of a search committee; (2) the respective roles and authority of the Board Chair, search committee, full Board, and staff; (4) authorization for the retention of a search firm; (5) general outline of the anticipated process and timeline; and (6) expectations regarding campus input.

The attached draft resolution was prepared to address these points and to enable the Board Chair to move forward with organizing the search committee and process, with a goal of completing the search process during the 2016-17 academic year. The draft was prepared with guidance from
AGB publications and is based on the old State Board of Higher Education’s policy regarding presidential searches.

**SUMMARY OF COMMITTEE DISCUSSION:**

The Executive and Audit Committee meeting began with Chair Nickerson thanking President Wiewel for his leadership and for providing the Board with significant notice of his retirement as President. Chair Nickerson noted that the hiring of a President is the most important role of a Board.

Several trustees discussed the importance of good transition planning and a transition team, in addition to the importance of a good search process.

The Committee discussed the need for an analysis of presidential compensation at comparable institutions and directed the Secretary to the Board to commission such an analysis by an outside consultant.

The Committee discussed the importance of developing a position profile and description of the ideal candidate. Trustee Hines expressed that the Faculty Senate and other stakeholders will be interested in development of the profile and that this step is an opportunity for campus engagement in the process.

The Committee discussed the importance of maintaining the confidentiality of candidate information and the need to assure candidates that confidentiality will be maintained until there are finalist(s).

The Committee discussed the pros and cons of additional community and business representation on the Search Committee. The resolution provides flexibility on this point.

The Committee requested that the draft resolution be amended in the following ways:

- To include the Equity Lens and stress the importance of using the Equity Lens in the presidential search process (which has been added to Recital D);
- To provide flexibility to the Board Chair regarding the number of persons on the Search Committee (which has been amended in Section 4);
- To clarify that the Board Chair will make the appointments to the Search Committee, but that he will seek suggestions from those bodies with representation on the Search Committee (such as the Faculty Senate, AAUP, etc.) (which has been amended in Section 4);
- To clarify that the Search Committee is to be established by the Board Chair (which has been amended in Section 3); and
- To clarify that that the Search Committee will be charged by the Board Chair with organizing and executing the search, but that
the Search Committee will not handle “all aspects” of the search; a search firm will likely perform much of this work (clarified in Section 6).

REQUESTED BOARD ACTION: Approve the Resolution Regarding Presidential Search Process

ATTACHED DOCUMENTS: 1. Resolution Regarding Presidential Search Process – marked to show changes from original Executive and Audit Committee draft
2. Resolution Regarding Presidential Search Process – clean copy

BACKGROUND READING: None
RESOLUTION REGARDING PRESIDENTIAL SEARCH PROCESS

Recommended by the Executive and Audit Committee
August 2, 2016

Approved by the Board
August __, 2016

BACKGROUND

A. Wim Wiewel has served as President of Portland State University since 2008. He recently provided notice to the Board of Trustees that the 2016-17 academic year will be his last year as President and that he will retire from the presidency before the start of the 2017-18 academic year, remaining a member of the faculty.

B. Oregon law, ORS 352.096, vests the Board with authority and responsibility to appoint and employ the President of the University. Appointment of the President is one of the most important roles of the Board. The next President of the University will build on the accomplishments of the previous nine years, lead the University through implementation of our new strategic plan, and take PSU into an exciting new phase of education, research, innovation, service and community partnerships.

C. The Board wishes to conduct a search process during the 2016-17 academic year and to have the next President of Portland State University selected and able to assume the role of President no later than the beginning of the 2017-18 academic year.

D. The Board is committed to a search that is transparent, consistent with the long tradition of shared governance at American colleges and universities, informed by broad input from a full cross-section of the University community, and that attracts the highest caliber of candidates to this critical role. The Board is also committed to outreach and other efforts to ensure a strong, diverse and inclusive pool of candidates. The Equity Lens, developed during our recent strategic planning process, should be used during the development and implementation of the search process as part of the University’s ongoing effort to expand our commitment to equity.

RESOLUTION

Now, therefore, be it Resolved by the Board of Trustees, that:

1. The Board retains ultimate authority to select and appoint the President of the University.

2. The Board delegates to the Board Chair responsibility and authority to manage and oversee the search process.

3. The Board Chair is to establish a Presidential Search Committee (the Search Committee) to advise the Board Chair. The Board Chair, in consultation with members of the Executive and Audit Committee, will appoint the members of the Search Committee and will appoint a chair and vice-chair of the Search Committee from among its members. The chair and vice-chair of the Search Committee will be trustees.
4. The Search Committee is to include between 15 and 20 members. At a minimum, the Search Committee should include:

   a. four trustees;
   b. a vice president;
   c. a dean;
   d. a representative of the Faculty Senate;
   e. two additional faculty members;
   f. a representative of the AAUP;
   g. a representative of the SEIU;
   h. a representative of the PSUFA;
   i. an undergraduate student;
   j. a graduate student;
   k. a member of the PSU Foundation Board;
   l. a member of the PSU Alumni Board; and
   m. a president of another Oregon public university.

   In order to ensure a diverse and well-balanced Search Committee, the Board Chair should seek and receive multiple suggestions for each of the positions representing a campus constituency. The Board Chair may appoint such additional members, from within the University or from the community, as the Board Chair determines appropriate.

5. The Board Chair, in consultation with the Search Committee Chair, may retain a search firm or consultant to assist with identifying, recruiting and evaluating potential candidates for President.

6. Although the Search Committee does not select or appoint the President, the Search Committee will be charged by the Board Chair with organizing and executing all aspects of the search. The Search Committee may perform such tasks as the Search Committee Chair or Board Chair determine to be appropriate and advisable. For instance, such tasks will likely include:

   a. Establishing and publishing a timeline for the search process, including a schedule for public forums.
   b. Planning and hosting opportunities for the campus community and public to provide input on the search.
   c. Developing a position profile and related documents for the position of President.
   d. Managing the publication of the position opening and the search, with the assistance of any search firm or consultant that is retained.
   e. Pre-screening applicants and narrowing the pool to a first round of selected interviewees.
   f. Interviewing selected candidates.
   g. Providing the Board Chair with a report containing final candidate recommendations.

7. The following items are targeted for completion by October 15, 2016:

   a. Appointment of Search Committee members, chair and vice-chair.
   b. Selection of a search firm or consultant.
c. Development of a webpage dedicated to information regarding the presidential search.

d. Establishment of a timeline for the search process, include a schedule for public forums.

8. The Board recognizes that the campus community—faculty, staff, students and community partners—are invested in the future and success of the University and deeply interested in the selection of a new President. Members of the campus community have invaluable insight to help inform a good selection. The composition of the Search Committee, its mandate, the processes and procedures it is to use, the position profile and the desired characteristics of an ideal candidate are all matters that should be carefully and thoroughly communicated to the campus.

9. At an appropriate time during the search process, the identity of finalist(s) should be made public and a public forum held in order to provide an opportunity for members of the campus community to provide insights and feedback to the Search Committee and/or Board.

10. The Search Committee is to recommend qualified and vetted preliminary finalists to the Board Chair. The recommendations should be accompanied by a detailed report of the strengths and weaknesses of each preliminary finalist, especially in terms of the desired qualifications for the position. The Board Chair is to interview the preliminary finalists, may narrow the field of candidates in consultation with the Search Committee, may rank the candidates, and is to forward final candidates to the full Board. The Board may interview finalists forwarded by the Board Chair in executive session. The Board’s final decision must be made in a public meeting and the Board’s decisions and deliberations leading to that decision are to be made in accordance with Oregon’s public meetings law.

11. Because the Board wishes to attract the best-qualified candidates possible, a certain degree of caution and candor is necessary. High-caliber candidates often need to be recruited and cultivated in confidence. The premature disclosure of candidate information can have a chilling effect on the willingness of such candidates to be considered and can damage reputations at candidates’ current institutions. Therefore, consistent with past practice under the State Board of Higher Education and at other Oregon public universities, the work of the Search Committee and the identity of candidates is to be kept confidential until it is determined that the identity of finalist(s) should be made public. Members of the Search Committee will be required to pledge and maintain adherence to this confidentiality requirement in order to participate.

12. The Secretary to the Board is responsible for overseeing and coordinating adequate staff support to assist the Search Committee and to facilitate the search process and for the establishment of a webpage dedicated to information regarding the search.
13. The only individuals authorized to speak publicly about the presidential search are the Board Chair and Search Committee Chair. The Board Chair and Search Committee Chair may authorize additional committee members or staff to speak on specific topics or specific occasions. Inquiries should be sent to the Secretary to the Board, who is to work with the Board Chair and Search Committee Chair on an appropriate response.

APPROVED BY THE BOARD OF TRUSTEES
AUGUST __, 2016

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Secretary to the Board
RESOLUTION REGARDING PRESIDENTIAL SEARCH PROCESS

Recommended by the Executive and Audit Committee
August 2, 2016

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