Portland State University
Regular Meeting of the Full Board
January 30, 2014

Board Members present included: Swati Adarkar, Erica Bestpichtch, Pam Campos-Palma, Gale Castillo, Sho Dozono, Maude Hines, Thomas Imeson, Rick Miller, Pete Nickerson, Peter Stott, Christine Vernier, and Wim Wiewel.

Board Members not present included: Fariborz Maseeh

University Staff present included: Lois Davis, David Reese, Rachel Martinez, and Annie Kirk.

Others present included: Margaret Kirkpatrick

1. CALL TO ORDER/ROLL CALL/DECLARATION OF QUORUM

Chair Nickerson called the meeting to order at 1:12 p.m. and the Board Secretary took roll. A quorum was present, and the meeting, having been duly convened, was ready to proceed with business.

2. OPENING PENDING COMMENTS AND REPORTS

Chair Nickerson announced that President Wiewel would receive the 2014 Leadership Award for District VIII from the Council for the Advancement and Support of Education (CASE) for his work transforming PSU into a nationally recognized urban university. Chair Nickerson encouraged Board Members to read the Portland Business Journal article about the PSU School of Business Administration remodel and thanked Rick Miller for his role in raising funds for the building.

a. Comments from Leslie McBride, Presiding Officer of the Portland State University Faculty Senate.

Chair Nickerson introduced Leslie McBride, Presiding Officer of the Portland State Faculty Senate and asked her to give a report to the Board. McBride discussed the structure of shared governance at PSU as provided for in the Faculty Senate Constitution. McBride gave examples of recent collaboration showing the process of shared governance in action and how Faculty Senate and the PSU administration work together.

Questions from Board members lead to further explanation of how other Oregon institutions have a similar model of shared governance. After no further questions, Chair Nickerson thanked McBride.
b. Comments from Rayleen McMillan, Director of University Affairs for Associated Students of Portland State University

Chair Nickerson introduced Rayleen McMillan, University Affairs Director of the Associated Students of Portland State University (ASPSU), and asked her to give the Board an update on ASPSU. McMillan thanked the Board for allowing ASPSU to report on a regular basis and announced that former ASPSU Vice President, Yesenia Silva Hernandez resigned and Tia Maria Gomez-Zeller has been elected to replace her. McMillan made a request to have the minutes from the December 12 Board Meeting changed to reflect her title as University Affairs Director instead of Vice President. McMillan presented five major initiatives for ASPSU this academic year: cultural competency, a finalized legislative agenda, support for PSU students during AAUP contract negotiations, student fee priorities, and enhanced voter turnout for new ASPSU leadership.

In response to a question, McMillan discussed ASPSU’s legislative priorities: bills regarding third party pay disbursement of financial aid, immunity for persons who call 911 in cases of alcohol or other overdoses, and improving affordability for students. After no further questions, Chair Nickerson thanked McMillan.

c. Report from the President of Portland State University

Chair Nickerson asked President Wiewel to give a report on the university. President Wiewel welcomed feedback from the Board on what his reports should include for future meetings. Wiewel shared enrollment numbers, private funding achievements, and research numbers. He also announced Dr. Laura Nissen’s appointment as the new Dean of Social Work and Dr. Stephen Percy’s appointment as Dean of the College of Urban and Public Affairs in June of 2014. Wiewel gave a brief update on labor matters, indicating that AAUP contract negotiations were still in mediation, and shared information about the feasibility study being done regarding the University Place Hotel property. In response to a question about the football program, the President reported that PSU football will no longer receive a subsidy from University funds and will be required to become self-sustaining.

3. Consent Agenda

Chair Nickerson submitted the consent agenda for approval. Items on the agenda were approval of the December 11 and 12, 2013 Board minutes and approval of the appointment of David Reese as the Secretary to the Board.

ACTION: Peter Stott made a motion to approve the Minutes from the December 12th and 13th Board meeting. Sho Dozono seconded the motion. The motion carried.

ACTION: Gale Castillo made a motion to approve the appointment of David Reese as Secretary to the Board. Christine Vernier seconded the motion. The motion carried.
4. ACTION ITEMS

a. Approval of Provisional Bylaws.

David Reese explained the proposed revisions to the draft bylaws. Clarification of “full term” in Article III, Section 2 was requested. Reese explained that the student, faculty and staff positions will serve two-year terms and others will serve four-year terms. In addition, for the inaugural Board, half of the Board members are appointed to two-year terms and the other half to four-year terms to allow for continuity.

Rick Miller suggested President Wiewel give a written report of university business to the Board on a monthly basis. President Wiewel agreed. Chair Nickerson suggested that such reporting not be written into the bylaws and that the president’s reports should be intermittently evaluated for necessity and frequency.

Christine Vernier raised a question about non-voting member participation in executive sessions of the Board, as provided in Article V, Section 14 of the bylaws. After discussion, Chair Nickerson proposed that the bylaws be revised to provide that only voting members are included in executive sessions, although non-voting members and others may be permitted to attend by the Chair.

Chair Nickerson suggested that the bylaws remain provisional until the Board makes them final by a majority vote, to give opportunity for change should the Board feel it necessary.

ACTION: Peter Stott made a motion to approve the Bylaws as provisional until such time as they are made permanent by majority vote, with the revision described above regarding executive sessions. Christine Vernier seconded the motion. The motion carried.

b. Approval of Policies Establishing Committee Structure and Discussion Regarding Committee Assignments

Chair Nickerson asked President Wiewel to present the proposed committee assignments based on Board member preferences. The proposed committee assignments are as follows:

Executive & Audit Committee
Pete Nickerson, Chair
Tom Imeson, Vice Chair
Margaret Kirkpatrick
Rick Miller
Gale Castillo (at large member)
Wim Wiewel, ex officio, non-voting
Chair Nickerson asked Margaret Kirkpatrick to serve as Chair of the Academic and Student Affairs Committee and Swati Adarkar to serve as the Vice Chair. Kirkpatrick and Adarkar accepted. Chair Nickerson asked Rick Miller to serve as Chair of the Finance and Administration Committee and Christine Vernier to serve as Vice-Chair. Miller and Vernier accepted. Chair Nickerson asked Gale Castillo to serve as an at-large member of the Executive and Audit Committee. Castillo accepted.

Chair Nickerson asked if there were objections to the proposed committee assignments. There were no objections.

David Reese explained the draft charters for each committee. Chair Nickerson asked if there were any questions about the draft charters. There were no questions.

ACTION: Sho Dozono moved to adopt four Board policies regarding committee structure, as included in the Board docket: Standing Committees; Academic and Student Affairs Committee; Executive and Audit Committee; and Finance and Administration Committee. Tom Imeson seconded the motion. The motion carried.

c. Approval of Additional Organizational Policies

David Reese gave an overview of the additional proposed policies before the Board: Responsibilities of Individual Trustees; Board Officers; Conduct of Board Meetings; Trustee Code of Ethics; Trustee Conflicts of Interest and Recusal; and Reimbursement of Trustee Expenses and Attendance at University Events. The Board discussed the conflict of interest and recusal requirements.
ACTION: Maude Hines moved to adopt the additional proposed policies, as included in the Board docket: Responsibilities of Individual Trustees; Board Officers; Conduct of Board Meetings; Trustee Code of Ethics; Trustee Conflicts of Interest and Recusal; and Reimbursement of Trustee Expenses and Attendance at University Events. Swati Adarkar seconded the motion. The motion carried.

The Board took a break at 2:25 p.m.; Chair Nickerson called the meeting back to order at 2:42 p.m.

5. DISCUSSION ITEMS

   a. Discussion of Draft Board Work Plan

Chair Nickerson turned the meeting over to President Wiewel to lead a discussion regarding a proposed Board meeting schedule and topics through 2015.

President Wiewel presents a draft work plan with proposed dates through 2015. The President suggested that when the Board is to be asked to make a decision, that the topic should generally be presented at the Board meeting prior to the necessary vote, if circumstances allow. The President also suggested the Board continue to be oriented to PSU during Board meetings. Chair Nickerson suggested future Board topics could be proposed by the Executive and Audit Committee, and then brought to the Board for approval and discussion.

After some discussion, the work plan was amended as follows:

   Board Meetings Work Plan

March 12, 2014
1:00 PM – 5:00 PM
• Election of officers for 2014-15
• Financial Performance Review
• Approval of tuition and fees for 2014-15
• Approval of state budget request for 2015-17
• Introduction to Board software and portal
• School/College Briefing #1

June 26, 2014
1:00 PM – 5:00 PM
• Reaffirmation of University mission and themes, necessary OUS policies, etc.
• Other transition-related items
• Approval of budget for 2014-15
• School/College Briefing #2
September 11, 2014
8:00 AM – 12:00 PM
• Discussion and planning regarding University mission, vision, strategic plan
• Discussion regarding current and potential University revenue sources
• Discussion regarding campus public safety
• Introduction to university labor union leadership
• School/College Briefing #3

December 11, 2014
1:00 PM – 5:00 PM
• Revision or affirmation to bylaws, committee charges, etc.
• Discussion regarding strategic enrollment management and retention planning
• School/College Briefing #4

March 12, 2015
1:00 PM – 5:00 PM
• Election of officers for 2015-16
• Financial Performance Review
• Approval of tuition and fees for 2015-16
• Discussion of Diversity Action Plan
• School/College Briefing #5

June 11, 2015
1:00 PM – 5:00 PM
• Discussion regarding academic program array review
• Approval of budget for 2015-16
• School/College Briefing #6

September 10, 2015
1:00 PM – 5:00 PM
• School/College Briefing #7

December 10, 2015
1:00 PM – 5:00 PM
• TBD

Other topics to cover in Board Orientation to PSU
1. Physical plant/real estate/capital plans
2. Research
3. Comprehensive capital campaign
4. Athletics
5. University communications and marketing
6. Sustainability/Climate Action Plan
7. Information technology
8. Community engagement and strategic partnerships

b. Government Relations Briefing

President Wiewel introduced Lois Davis, Vice President for Public Affairs and Chief of Staff to the President. Lois Davis introduced the Government Relations Team, Mary Moller, Director of Local and Federal Government Relations, and Debbie Koreski, Director of State Government Relations. The Government Relations team provided a briefing regarding the University's government relations operations and priorities in the upcoming February 2014 legislative session.

c. Discussion Regarding 2015-2017 State Budget Request

Vice President Monica Rimai led a discussion regarding the University's 2015-17 budget request and necessary action at the Board’s March meeting. Rimai introduced Alan Finn, Associate Vice President of Budget and Finance.

d. Discussion Regarding 2014-2015 Tuition Setting

Monica Rimai discussed the process for setting tuition and student fees for the 2014-15 academic year and necessary action at the Board’s March meeting.

6. PUBLIC COMMENT

Chair Nickerson invited Rob Fullmer to address the Board.

Rob Fullmer introduced himself as a PSU employee and a member of the Higher Education Coordinating Commission (HECC). Fullmer discussed the role of the HECC and his work as a member of the Commission.

With no other sign-ups for public comment, Chair Nickerson declared the public comment portion closed.

7. ADJOURN

With no further comments or questions, Chair Nickerson adjourned the meeting at 4:44 pm