



# Governance & Policy Committee

September 2018

September 14, 2018

7:45 a.m. - 9:15 a.m.

Boardroom, McNamara Alumni Center

## GOV - SEP 2018

1. 2018-19 Committee Work Plan
  - Docket Item Summary - Page 3
  - Draft Work Plan - Page 4
2. Potential Amendments to the Bylaws of the Board of Regents - Review
  - Docket Item Summary - Page 6
  - Revised Bylaws - Page 7
3. Role and Function of Board Minutes
  - Docket Item Summary - Page 14
  - Board Minute Examples - Page 15
  - Big Ten Minute Examples - Page 22
  - Presentation Materials - Page 44
4. Board Input into the Regent Selection Process
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# BOARD OF REGENTS DOCKET ITEM SUMMARY

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**Governance & Policy**

**September 14, 2018**

**AGENDA ITEM:** 2018-19 Committee Work Plan

**Review**                       **Review + Action**                       **Action**                       **Discussion**

*This is a report required by Board policy.*

**PRESENTERS:** Regent Darrin Roshia  
Brian Steeves, Executive Director & Corporate Secretary

## **PURPOSE & KEY POINTS**

The purpose of this item is to review and discuss the 2018-19 committee work plan.

## **BACKGROUND INFORMATION**

Board of Regents Policy: *Board Operations and Agenda Guidelines* describes the role of the Governance & Policy Committee as follows:

The Governance & Policy Committee (GOV) oversees and makes recommendations to the Board related to policy and processes that seek to ensure the integrity and high performance of the Board. The committee supports effective governance by guiding the Board to: articulate a clear vision for the University and its major components; clarify reserved and delegated authorities; establish institutional benchmarks and performance measures; and thoughtfully considers risks that may impact the performance of the institution.

Specifically, this committee recommends to the Board:

- amendments to the Bylaws and changes to the structure and function of the Board;
- amendments to Board policies not routed through one of the other standing committees; and
- consideration of other University policy matters referred to the committee by the Board chair.

This committee provides oversight to:

- evaluate the effectiveness of the Board through periodic self-assessment;
- ensure that Regents are fully oriented and receive ongoing education; and
- identify best practices in governance for possible implementation.

**Governance & Policy Committee  
2018-2019 Work Plan**

Date	Topics
<b>2018</b>	
September 13-14	<ul style="list-style-type: none"> <li>• <b>2018-2019 Committee Work Plan</b></li> <li>• <b>Role and Function of Board Minutes</b> Consider the role, function, and format of Board minutes given changes in technology. Examples from Big Ten peers and what potential changes might look like will be a part of the discussion.</li> <li>• <b>Amendments to the Bylaws of the Board of Regents – Review</b> Review and discuss potential amendments to the Bylaws of the Board of Regents to align with current practice and respond to committee feedback from June 2018 and other items identified by the Office of the Board of Regents.</li> <li>• <b>Board Input into the Regent Selection Process</b> Review and discuss the Selection Criteria and Regent application used by the Regent Candidate Advisory Committee (RCAC) during the 2017 election cycle. Input from the committee will be shared with RCAC for the 2019 election cycle.</li> </ul>
October 11-12	<ul style="list-style-type: none"> <li>• <b>Amendments to the Bylaws of the Board of Regents – Action</b> Action on proposed amendments to the Bylaws of the Board of Regents based on committee review in September.</li> <li>• <b>[Role and Function of Board Minutes – Action]</b> Action on changes to the Board’s minutes based on committee feedback received during the September meeting.</li> <li>• <b>Ethics and Responsibilities of the Board and Regents</b> Discuss how the Board defines the responsibilities and ethical principles that guide how the Board functions. The item will include a discussion of the code of ethics and responsibilities of the Board, individual Regents, and those areas of responsibility delegated to the chair and vice chair. This item will inform the comprehensive review of Board of Regents Policy: <i>Code of Ethics for Members of the Board of Regents</i>, along with any complementary changes to Board of Regents Policy: <i>Responsibilities of the Board and Individual Regents</i>.</li> </ul>
December 13-14	<ul style="list-style-type: none"> <li>• <b>Ethics and Responsibilities of the Board and Regents - Review</b> Review proposed changes to Board of Regents Policy: <i>Code of Ethics for Members of the Board of Regents</i> based on committee feedback received during the October meeting. Potentially review any proposed changes to Board of Regents Policy: <i>Responsibilities of the Board and Individual Regents</i>.</li> <li>• <b>[Board of Regents Policy: American Indian Advisory Boards – Review]</b> Review proposed changes to Board of Regents Policy: <i>American Indian Advisory Boards</i> resulting from a comprehensive review of the policy.</li> <li>• <b>Information Items</b> <ul style="list-style-type: none"> <li>○ Board Policy Comprehensive Review Update <ul style="list-style-type: none"> <li>▪ Board of Regents Policy: <i>Mission Statement</i></li> </ul> </li> </ul> </li> </ul>

2019	
February 7-8	<ul style="list-style-type: none"> <li>• <b>Best Practices in Good Governance</b> (topic TBD)</li> <li>• <b>Ethics and Responsibilities of the Board and Regents - Action</b> Action on proposed changes to Board of Regents Policy: <i>Code of Ethics for Members of the Board of Regents</i> and to Board of Regents Policy: <i>Responsibilities of the Board and Individual Regents</i>.</li> <li>• <b>[Board of Regents Policy: American Indian Advisory Boards – Action]</b> Action on proposed changes to Board of Regents Policy: <i>American Indian Advisory Boards</i>.</li> </ul>
June 13-14	<ul style="list-style-type: none"> <li>• <b>Best Practices in Good Governance</b> (topic TBD)</li> <li>• <b>Administrative Policy Development Process and Alignment</b> Discuss the framework and process for development of Administrative policies. This item will also provide an update on Administrative policy alignment with Board policy.</li> <li>• <b>2019 Board Policy Report</b></li> <li>• <b>Information Items</b> <ul style="list-style-type: none"> <li>○ Board Policy Comprehensive Review Update <ul style="list-style-type: none"> <li>▪ Board of Regents Policy: <i>Possession and Carrying of Weapons</i></li> </ul> </li> </ul> </li> </ul>



# BOARD OF REGENTS DOCKET ITEM SUMMARY

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**Governance & Policy**

**September 14, 2018**

**AGENDA ITEM:** Potential Amendments to the Bylaws of the Board of Regents

**Review**                       **Review + Action**                       **Action**                       **Discussion**

*This is a report required by Board policy.*

**PRESENTERS:** Jason Langworthy, Board Associate, Policy & Committees

### **PURPOSE & KEY POINTS**

The purpose of this item is to review proposed amendments to the Bylaws of the Board of Regents. The amendments reflect feedback received from the committee at the June 2018 meeting, areas previously identified by Regents, and the results of a comprehensive review by the Office of the Board of Regents. As a part of the comprehensive review, senior leaders and the Office of the General Counsel were also consulted.

The proposed amendments include:

- Elimination of the requirement that meeting notices and other reports be sent by United States mail. Instead, those items would be sent via electronic communication.
- A new requirement that a special meeting must be called by the Chair within 30 calendar days of receiving a written request.
- Aligning with current practice how the Board determines its standing committees.
- Elimination of the requirement that the Board has to vote to allow a Regent to participate via telephone.
- A new emergency provision to allow the Board to function in a limited capacity if a quorum of the Board is unable to serve.
- Other changes that seek to align the policy with current practice and/or clarify language.

### **BACKGROUND INFORMATION**

The Bylaws of the Board of Regents were adopted on December 10, 1889. They were last amended on July 12, 2001. Those amendments expanded Article VII, Delegation of Authority, to include executive officers; added the use of facsimile for meeting notices; and changed the voting requirement to amend the Bylaws from a majority of the Board to two-thirds of the Board.



## **UNIVERSITY OF MINNESOTA BOARD OF REGENTS**

### **BYLAWS**

#### **INTRODUCTION**

The Board of Regents of the University of Minnesota was established by the University Charter passed by the Legislative Assembly of the Territory of Minnesota in the Territorial Laws 1851, Chapter 3; and this establishment was perpetuated by the Constitution of the State of Minnesota, Article XIII, Section 3.

#### **ARTICLE I. CORPORATE NAME AND SEAL**

The name of the body corporate shall be *Regents of the University of Minnesota*. The corporation shall have a seal on which shall be inscribed the name of the corporation.

#### **ARTICLE II. AUTHORITY AND RESPONSIBILITY**

The government of the University of Minnesota shall be vested in a Board of twelve Regents as provided in [the University Charter](#) ~~an act as~~ approved in 1851 by the Legislative Assembly of the Territory of Minnesota\* and affirmed in 1857 in the Constitution of the State of Minnesota, and as amended thereafter.

#### **ARTICLE III. OFFICERS OF THE BOARD OF REGENTS**

##### **Section A. Officers**

The officers of the Board of Regents shall consist of the Chancellor as ex officio President, Chair, Vice Chair, Secretary, and Treasurer. The Chair and Vice Chair shall be elected from members of the Board of Regents, but the Secretary and Treasurer need not be members of the Board of Regents.

##### **Section B. Term of Office**

The officers of the Board of Regents, except the President, shall be elected for a two-year term which shall commence on July 1 of the odd-numbered year following the annual meeting or shall serve until their successors are elected. The Board of Regents shall have the power to remove any officer when in its judgement the interest of the University requires it.

##### **Section C. Duties and Responsibilities**

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\*~~University of Minnesota Charter~~

1. *Chancellor.* The Board of Regents by formal action on June 12, 1943, resolved that the Chancellor shall also be known and designated as the President of the University of Minnesota. The President shall be ex officio, non-voting, President of the Board of Regents and shall perform such duties as set forth in these bylaws or otherwise required by the Board.

The President of the University shall be elected by the Board of Regents whenever there is a vacancy and shall hold office at the pleasure of the Board. If the President is unable to serve, as determined by the Board of Regents, the Board may designate an Acting President.

2. *Chair.* The Chair shall preside at the meetings of the Board of Regents. The Chair shall name and identify the duties and responsibilities of all committees, and shall fill committee vacancies arising from any cause whatsoever in the same manner. The Chair shall be empowered and authorized to execute such instruments and documents which would devolve upon the principal corporate officer.
3. *Vice Chair.* In the absence of the Chair, the Vice Chair shall perform the duties ordinarily performed by the Chair of the Board of Regents.
4. *Secretary.* It shall be the duty of the Secretary to record all of the proceedings of the Board of Regents and all committees of the Board of Regents and to carefully preserve all of its ~~books and papers~~records. The Secretary shall be the custodian of the corporate seal of the Regents of the University of Minnesota and shall duly execute for and on behalf of the "Regents of the University of Minnesota" or the "University of Minnesota" such instruments and documents which would devolve upon a corporate officer and would be usual to that office. The Secretary shall cause all notices to be duly given in accordance with the Bylaws of the Board of Regents and shall perform such other duties as the Board of Regents may direct.
5. *Treasurer.* The Treasurer shall keep a true and faithful account of all moneys received and paid out and shall give such bonds for faithful performance as the duties of the Board of Regents may require.

#### **Section D. Election of Officers**

The election of the officers of the Board of Regents shall be conducted at the annual meeting in June of the odd-numbered year in accordance with the following procedure:

1. The Nominating Committee, as described in Article V, Section C, shall prepare a slate of at least one candidate for Chair, Vice Chair, Secretary, and Treasurer of the Board of Regents.
2. The report of the Nominating Committee shall be sent by ~~United States mail or facsimile~~electronic communication to each member of the Board of Regents at least ten calendar days prior to the annual meeting.
3. After the report of the Nominating Committee has been presented at the annual meeting, nominations may be received from the floor.
4. If there is only one nominee for each office, a member may move election of the nominated slate. The vote shall be by unanimous consent.
5. If there are two or more nominees, election of each officer shall be conducted separately by roll call. The first nominee receiving at least seven votes is elected.
6. If there are three or more nominees and no one is elected on the first four ballots, the nominee who received the least number of votes on the fourth ballot will be dropped. This procedure shall be used until two nominees remain or a nominee has been elected. In case

of a tie for the least number of votes, balloting shall continue on all candidates until the tie is broken.

**Section E. Vacancy of an Office of the Board of Regents**

In the event of a vacancy in the office of the Chair, the Vice Chair shall assume the position of Chair and shall serve out the Chair's term of office. In the event of a vacancy of any other office of the Board of Regents, including the position of Vice Chair when the Vice Chair assumes the office of the Chair, an election shall be held for the unexpired term at a subsequent meeting of the Board of Regents. Nominations may be made from the floor. Voting shall be conducted according to Section D.

~~Written n~~Notice shall be sent to each member of the Board by ~~United States mail or facsimile electronic communication~~ ten days prior to the date of the meeting at which the election shall be conducted.

**ARTICLE IV. MEETINGS OF THE BOARD OF REGENTS**

**Section A. Annual Meeting**

The annual meeting of the Board of Regents shall be held on the second Friday in June each year unless otherwise determined by the Board of Regents. ~~Written n~~Notice shall be ~~mailed sent via electronic communication~~ ten calendar days prior to the annual meeting. The Board of Regents shall set its schedule of Regular Meetings for the ensuing year at the annual meeting.

Election of officers of the Board of Regents shall be held at the annual meeting of the odd-numbered years. Standing committees of the Board of Regents shall be appointed by the Chair ~~at or immediately~~ following the annual meeting of the odd-numbered years.

**Section B. Regular Meetings**

Regular meetings of the Board of Regents shall be held in accordance with the schedule of meetings approved at the annual meeting. The Board of Regents may vote to change the date of any regular meeting. ~~Written n~~Notice of regular meetings shall be ~~mailed sent via electronic communication~~ ten calendar days prior to the meeting.

The Order of Business at regular meetings of the Board of Regents shall include, but not be limited to, the following:

1. Approval of Minutes
2. Report of the President of the Board
3. Report of the Chair of the Board
4. Receive and File Reports
5. Reports of Committees
  - a) Standing Committees
  - b) Special Committees
6. Old Business
7. New Business

**Section C. Special Meetings**

Special meetings of the Board of Regents ~~or of its committees~~ to consider specific items of business may be called by the Chair of the Board, and shall be called by the Chair at the ~~written~~ request of any five members thereof at such time and place, and in such form as the Chair may deem

appropriate. A special meeting must be held within 30 calendar days of the Chair receiving the written request.

The Secretary shall provide reasonable public notice of special meetings, and the Chair may in special circumstances waive the requirement of ~~written~~ notice provided that other appropriate public notice is given.

## **ARTICLE V. COMMITTEES OF THE BOARD OF REGENTS**

### **Section A. Standing Committees**

The ~~Chair of the~~ Board of Regents shall name and identify the responsibilities of standing committees through Board of Regents Policy: Board Operations and Agenda Guidelines.

- ~~1. **Membership.**~~ The Chair of the Board of Regents shall appoint the Regents to all standing committees and shall designate the Committee Chair and Vice Chair of each. The Chair of the Board of Regents may replace Committee Chairs or Vice Chairs at any time. Vacancies arising from any cause whatsoever shall be filled in the same manner.
- ~~2. **Meetings.**~~ Regular meetings of the Sstanding committees shall meet occur prior to the regular meetings of the Board of Regents. ~~A special meeting of a standing committee to consider specific items of business may be called by the Chair of the Board, and shall be called at the request of the majority of the members thereof at such time and place and in such form and with reasonable notice, as the Chair may deem appropriate.~~

### **Section B. Nominating Committee**

The Chair of the Board of Regents shall appoint a Nominating Committee of three members of the Board and designate the Committee Chair at the regular May meeting of the odd-numbered years. The Nominating Committee shall conduct itself according to Article III, Section D.

### **Section C. Special Committees**

The Chair of the Board of Regents shall appoint the members, designate the Committee Chairs and identify the responsibilities of special committees.

## **ARTICLE VI. RULES OF PROCEDURE FOR MEETINGS OF THE BOARD OF REGENTS AND ITS COMMITTEES**

### **Section A. Parliamentary Procedures**

*Robert's Rules of Order*, in its most recent revised edition, shall guide the business of the Board of Regents for all meetings to the extent that they are consistent with law and these Bylaws. The University General Counsel shall rule on all disputed questions of procedure.

### **Section B. Open Meetings**

The Board of Regents adopts as its policy the Minnesota Open Meeting Law as set forth in Minnesota statute. A motion to hold a non-public meeting must be put to a vote at a public meeting of the Board.

### **Section C. Quorum**

A majority of the members of the Board of Regents, or of a committee, shall be necessary to constitute a quorum for meetings of the Board or meetings of a committee.

### **Section D. Voting the Question**

The decision of the majority voting on the question shall prevail. The Secretary shall record the vote of each Regent. A Regent may abstain from voting. Voting by proxy or by mail shall not be permitted.

Participation and voting by Regents via telephone or video conferencing is permissible ~~in special circumstances on approval of a majority of the members of the Board present~~, provided the Regent or Regents are available to participate in the items presented, discussed, and voted upon at that meeting, and they shall be counted towards determination of a quorum.

### **Section E. Business Before the Board of Regents**

The Chair of the Board, in consultation with the President and Vice Chair and consistent with the Board of Regents Policy: *Board Operation and Agenda Guidelines*, approves items of business and the agenda to be considered at meetings of the Board of Regents and the standing or special committees. Any Regent may suggest items for the agenda or move to have an item discussed at a meeting.

~~All items shall be submitted to the Secretary for referral to the appropriate committee for review and consideration.~~ Items and supporting documentation to be included in the docket should be in the office of the Secretary at least ten calendar days before the meeting at which consideration is expected.

~~A request to appear before a meeting of the Board of Regents or its standing or special committees shall be submitted in writing to the Secretary, in advance of the meeting. The Chair shall rule on all requests. If the request is to appear before a committee, the Chair may also consult with the Committee Chair.~~

The Chair of the Board of Regents or one of the standing or special committees of the Board of Regents shall not ordinarily allow individuals who are not on the agenda to speak at meetings. The chairs of the various committees may allow such individuals to speak when they determine it is in the best interests of the University and will not unduly delay the matters before the particular committee.

A request to appear before a meeting of the Board of Regents or its standing or special committees shall be submitted in writing to the Secretary, in advance of the meeting. The Chair shall rule on all requests. If the request is to appear before a committee, the Chair may also consult with the Committee Chair.

The recommendations of Board committees shall be reported to and be subject to approval by the Board of Regents, unless otherwise provided for in Board policy.

### **Section F. Protocol for Meetings of the Board of Regents**

1. All those in attendance at meetings of the Board of Regents may be asked to identify themselves to the Secretary or a designee upon entry to the meeting.
2. Only members of the Board of Regents, the President, and those recognized by the Chair may address the Board.
3. If space is limited in the meeting room, those with business before the Board of Regents and the members of the press shall have priority over those who are visitors.
4. No flags, banners, signs, or similar displays shall be permitted in meetings of the Board of Regents.
5. No person shall cause any disturbance, delay, or interference, or cause any threats thereof at any meeting of the Board of Regents or its committees. Further, no person shall

intentionally or through coercion, force, or intimidation, deny or interfere with the right of another to free access or egress from any meeting.

6. Visitors to meetings of the Board of Regents shall observe the reasonable requests of the Chair.

These rules and regulations are adopted for purposes of Minnesota Statute § 624.72.

### **Section G. Minutes of the Board of Regents Meetings**

Approved Minutes of the proceedings of the Board of Regents shall be kept by the Secretary, who shall cause them to be ~~printed, bound, and~~ preserved and ~~who shall transmit copies accessible~~ to the members of the Board of Regents, ~~University officers, administration, libraries, and to other places where it is deemed appropriate~~ members of the University community, and the public. All lengthy reports shall be included in the docket materials and referred to in the minutes, ~~and shall be kept on file as part of the University records, but such reports need not be incorporated in the minutes except when so ordered by the Board of Regents.~~ The minutes shall reflect the votes cast in committee meetings on matters recommended to the Board of Regents for action. The Secretary shall ensure that the minutes, docket materials, and all video recordings are preserved by University Archives.

### **Section H. Telephone or Video Meetings**

The Chair may decide that regular or special meetings of the Board or any of its committees and regular meetings may be held by telephone or video conferencing. For purposes of such a ~~telephone~~ meeting, all Regents who are connected by telephone or video conference shall count toward a quorum and may participate and vote. The Secretary shall give reasonable public notice of such meetings and shall make arrangements for the public to hear the ~~telephone~~ discussion, unless it is a non-public meeting.

## **ARTICLE VII. DELEGATION OF AUTHORITY**

### **Section A. President, Executive Officers, and Administrators**

The Board of Regents may authorize appropriate executive officers to act on behalf of the University, consistent with Board of Regents Policy: *Reservation and Delegation of Authority* and other Board policies. As the highest authority that can act on behalf of the University, the Board of Regents shall be the University General Counsel's ultimate client, unless the Board directs otherwise.

### **Section B. President, University Senate, and Faculties**

All matters relating to the education and administrative affairs of the University, consistent with actions or policies of the Regents of the University of Minnesota heretofore or hereafter taken or established and including those incident to the management of the student body are, for the purpose of effectuating the government of the University under and by the Regents, committed to the President, the University Senate, and the several faculties, as provided in the Senate Constitution and as amended from time to time.

## **ARTICLE VIII. MISCELLANEOUS PROVISIONS**

### **Section A. Code of Ethics and Conflict of Interest**

The members of the Board of Regents shall be guided by the provisions set forth in ~~the Code of Ethics policy adopted by the Board on October 12, 1973, and as amended from time to time.~~ Board of Regents Policy: Code of Ethics for Members of the Board of Regents.

### **Section B. Reimbursement for Expenses**

Regents may be reimbursed for expenses incurred in the performance of official business in accord with the University's policy and procedures.

**Section C. Board Operations in Emergencies**

In the event a quorum of the Board, as defined in Article VI, Section C, is unable to serve and it becomes necessary to convene a meeting of the Board of Regents to ensure the continuity of University Operations, the remaining Regents may convene a meeting and act as follows:

1. Designate an acting chair if the chair and vice chair are unable to serve.
2. Designate an acting president if the president is unable to serve.
3. Authorize necessary emergency funding.
4. Other actions necessary to ensure the continuity of University operations.

The remaining Regents may continue to act to ensure the continuity of University operations until a quorum of the Board is restored.

**ARTICLE IX. AMENDMENTS TO BYLAWS**

The Bylaws may be amended by a two-thirds vote of the Board of Regents at any meeting, provided, however, that notice of any proposed changes shall be sent by United States mail-electronic communication to the members of the Board of Regents 30 calendar days in advance of the meeting scheduled to consider such changes.

**ARTICLE X. SUSPENSION OF BYLAWS**

Any provision of these Bylaws other than those contained in Article VIII, Section A, may be suspended in connection with the consideration of a matter before the Board of Regents by an affirmative vote of two-thirds of the Board of Regents.

**REVISION HISTORY**

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**Adopted:** December 10, 1889

**Amended:** June 15, 1929; May 9, 1939; June 12, 1954; June 10, 1967; February 9, 1968; September 10, 1971; July 14, 1972; June 8, 1973; February 13, 1976; March 11, 1977; July 10, 1981; January 10, 1986; November 10, 1994; December 12, 1997; February 12, 1999; May 14, 1999; February 11, 2000; July 12, 2001



# BOARD OF REGENTS DOCKET ITEM SUMMARY

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**Governance & Policy**

**September 14, 2018**

**AGENDA ITEM:** Role and Function of Board Minutes

**Review**

**Review + Action**

**Action**

**Discussion**

*This is a report required by Board policy.*

**PRESENTERS:**

Maggie Flaten, Board Associate, Communications & Committees  
Jason Langworthy, Board Associate, Policy & Committees

## **PURPOSE & KEY POINTS**

The purpose of this item is to discuss the role and function of the Board's minutes given recent changes to the Board's committee structure and expansion of video recording. The discussion will include:

- The purpose of minutes.
- Types of minutes. Examples from the Mission Fulfillment and Finance & Operations Committees are included in the docket materials.
- A summary of Big Ten peer practices. Examples from other Big Ten institutions are included in the docket materials.
- History and evolution of the Board's minutes.
- Impact of increased video recording of Board and committee meetings.
- Options for future minutes.

Based on the committee's discussion, possible changes could be considered by the committee at a future meeting.

## **SUMMARY MINUTES EXAMPLE/CURRENT PRACTICE**

### **UNIVERSITY OF MINNESOTA BOARD OF REGENTS**

#### **Finance & Operations Committee June 7, 2018**

A meeting of the Finance & Operations Committee of the Board of Regents was held on Thursday, June 7, 2018 at 7:45 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Thomas Anderson, presiding; Richard Beeson, Linda Cohen, Michael Hsu, Dean Johnson, Peggy Lucas, David McMillan, Abdul Omari, Kendall Powell, Darrin Rosha, Randy Simonson, and Steve Sviggum.

Staff present: President Eric Kaler; Chancellors Michelle Behr, Lendley Black, and Mary Holz-Clause; Executive Vice President and Provost Karen Hanson; Senior Vice President Brian Burnett; Vice Presidents Michael Berthelsen, Kathryn Brown, Bernard Gulachek, Matt Kramer, and Allen Levine; Interim Vice President Michael Goh; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Associate Vice Presidents Julie Tonneson and Michael Volna.

Student Representatives present: Lauren Anderson and Joshua Preston.

#### **PRESIDENT'S RECOMMENDED FY 2019 ANNUAL OPERATING BUDGET**

Regent Anderson invited President Kaler and Senior Vice President Burnett to present for action the president's recommended FY 2019 annual operating budget (operating budget), as detailed in the docket.

A motion to recommend approval of the president's recommended FY 2019 annual operating budget was made and seconded.

Kaler reminded the committee of his budget priorities, noting that no significant changes were made to the operating budget since the committee reviewed it in May.

Regent Simonson moved to amend the operating budget to reduce resident undergraduate tuition systemwide by one percent from the rates set within the FY 2018 operating budget. The motion was seconded.

Simonson spoke to his amendment, citing examples of students graduating with debt, including an intern who works for his company. He offered that 70 percent of University students graduate with debt and that the State of Minnesota ranks third highest in the nation for student debt. He pointed out that Purdue University has implemented a tuition freeze for resident undergraduates for the past seven years and seen increases in key indicators. He expressed his belief that the administration will be able to find the necessary savings without compromising quality.

Regent Johnson expressed his opposition to the amendment, recalling previous presentations showing that 52 percent of University students graduate without debt. He added that reducing potential revenue for the Crookston, Morris, and Duluth campuses is neither timely nor in their best interests.

## **VERBATIM MINUTES EXAMPLE**

### **UNIVERSITY OF MINNESOTA BOARD OF REGENTS**

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#### **PRESIDENT'S RECOMMENDED FY 2019 ANNUAL OPERATING BUDGET**

Regent Anderson invited President Kaler and Senior Vice President Burnett to present for action the president's recommended FY 2019 annual operating budget (operating budget), as detailed in the docket.

REGENT ANDERSON: Good morning, I'd like to welcome you all to the June 7th Finance and Operations Committee. We'll get going bright and early here. It's 7:45, we've got a lot of work to do. The first thing we're going to be doing today is taking action on the president's recommended fiscal year 2019 annual operating budget. I'm just gonna say a few things ahead of that. I think probably every board member may wanna speak to that. I think at least a couple people have told me they'd probably make some amendments, which might be possible. And I think what we should do is eventually, I'm gonna probably in a moment here ask to get the motion on the table then we'll talk about it, and then if somebody is doing talking and wants to make an amendment, I think that's the time to do it. We'll go out of the queue and let people talk on anything appropriate to that amendment, take care of the amendment, yay or nay, then we'll go back to the budget, and go back in the queue for speaking. I think that's probably the best order. So I think the first thing we will do, maybe before we ask for a motion, is let the administration talk a little bit about the budget.

SENIOR VICE PRESIDENT BURNETT: Let's get it on the table

ANDERSON: You prefer to get it on the table? Okay. Is there a motion to adopt the president's annual recommended budget?

REGENT JOHNSON: Mr. Chairman, I would move the president's recommended fiscal 2019 operating annual budget.

## **ACTION MINUTES EXAMPLE**

### **UNIVERSITY OF MINNESOTA BOARD OF REGENTS**

#### **Finance & Operations Committee June 7, 2018**

A meeting of the Finance & Operations Committee of the Board of Regents was held on Thursday, June 7, 2018 at 7:45 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Thomas Anderson, presiding; Richard Beeson, Linda Cohen, Michael Hsu, Dean Johnson, Peggy Lucas, David McMillan, Abdul Omari, Kendall Powell, Darrin Rosha, Randy Simonson, and Steve Sviggum.

Staff present: President Eric Kaler; Chancellors Michelle Behr, Lendley Black, and Mary Holz-Clause; Executive Vice President and Provost Karen Hanson; Senior Vice President Brian Burnett; Vice Presidents Michael Berthelsen, Kathryn Brown, Bernard Gulachek, Matt Kramer, and Allen Levine; Interim Vice President Michael Goh; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Associate Vice Presidents Julie Tonneson and Michael Volna.

Student Representatives present: Lauren Anderson and Joshua Preston.

#### **PRESIDENT'S RECOMMENDED FY 2019 ANNUAL OPERATING BUDGET**

Regent Anderson invited President Kaler and Senior Vice President Burnett to present for action the president's recommended FY 2019 annual operating budget (operating budget), as detailed in the docket.

A motion to recommend approval of the president's recommended FY 2019 annual operating budget was made and seconded.

Regent Simonson moved to amend the operating budget to reduce resident undergraduate tuition systemwide by one percent from the rates set within the FY 2018 operating budget. The motion was seconded. The committee voted 3-9 and the Simonson amendment failed. Regents Hsu, Rosha, and Simonson voted in favor of the amendment.

Regent Powell moved to amend the resident undergraduate tuition rate for the Twin Cities campus from two percent to one percent. The motion was seconded.

On a show of hands, the committee voted 4-8 and the Powell amendment failed. Regents Hsu, Powell, Rosha, and Simonson voted in favor of the amendment.

Sviggum moved to amend the operating budget by adding a requirement for employment positions funded with operations and maintenance (O&M) funding, as follows:

To ensure that an expansion of the O&M position pool is justified, units wishing to increase the number of positions (funded 100% from O&M) over and above the total that was funded in the approved budget for the year, will need to gain joint approval of the Executive Vice President and Provost and the Senior Vice President for Finance and Operations. This process will also be required for any hire to fill any empty position that is supported by O&M funds. All campuses and all units (academic and support) will be

included in this process. The University will report to the Board of Regents at its May 2019 meeting on the approvals granted through this process. This process would be effective on July 1, 2018.

The motion was seconded.

Anderson called for the vote on the Sviggum amendment with the modification that the administration report the results to the committee at the May 2019 meeting. The committee voted unanimously to approve the Sviggum amendment.

McMillan moved to amend the operating budget by adding the following resolution to it:

WHEREAS, as part of a multi-year plan to resolve a structural imbalance in the Law School, the President has recommended additional investment in FY 2019;

NOW, THEREFORE, BE IT RESOLVED, that future increases in the Law School budget allocation will be contingent on evidence that the Law School is meeting expectations of the administration and the Board of Regents (Board), as follows:

(1) The Law School must regularly meet with and report to the Office of the Senior Vice President for Finance & Operations to report on progress against the plan that served as the basis for this recommended investment.

(2) The Law School must aggressively manage its budget in accordance with the plan and develop metrics and appropriate targets to measure progress, such as:

- actual enrollment outcomes relative to targets
- scholarship expenditures
- the number of full-and part-time employees in all classes
- salary levels for faculty and staff

The Law School's metrics and targets must be approved by the Senior Vice President for Finance & Operations.

(3) By September 2018, the administration will report to the Board the metrics and targets that have been adopted. Additionally, the administration will provide the Board a recommendation regarding continued investments in the Law School no later than February 2019. This recommendation should reflect the Law School's progress in meeting its fiscal goals and overall plans for eliminating the long term structural imbalance by the end of FY 2021.

The motion was seconded.

The committee voted unanimously to approve the McMillan amendment.

The committee voted 8-4 to recommend approval of the president's recommended FY 2019 annual operating budget as amended. Regents Hsu, Powell, Rosha, and Simonson voted no.

## **SUMMARY MINUTES EXAMPLE/CURRENT PRACTICE**

### **UNIVERSITY OF MINNESOTA BOARD OF REGENTS**

#### **Mission Fulfillment Committee May 10, 2018**

A meeting of the Mission Fulfillment Committee of the Board of Regents was held on Thursday, May 10, 2018, at 7:45 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Abdul Omari, presiding; Thomas Anderson, Richard Beeson, Linda Cohen, Michael Hsu, Dean Johnson, Peggy Lucas, David McMillan, Ken Powell, Darrin Rosha, and Steve Sviggum.

Staff present: President Eric Kaler; Chancellors Michelle Behr, Lendley Black, Lori Carrell, and Mary Holz-Clause; Executive Vice President and Provost Karen Hanson; Senior Vice President Brian Burnett; Vice Presidents Bernard Gulachek, Matt Kramer, and Allen Levine; Interim Vice Presidents Michael Goh and Jakub Tolar; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Associate Vice President Meredith McQuaid.

Student Representatives present: Apoorva Malarvannan.

#### **ANNUAL PROMOTION AND TENURE RECOMMENDATIONS**

Regent Omari invited Executive Vice President and Provost Hanson and Rebecca Ropers-Huilman, Vice Provost for Faculty & Academic Affairs, to present the annual recommendations for promotion and tenure, as detailed in the docket.

Hanson reviewed the basic principles of tenure and promotion and the review process. She also explained the differences between regular faculty and contract faculty. Ropers-Huilman noted that 132 regular faculty were recommended for tenure and/or promotion, and 48 contract faculty recommended for promotion. This year's cohort had a success rate of 57 percent.

In response to questions from Regents Powell and Anderson, Hanson explained that faculty hiring decisions are made at the college level either with the relevant dean on the Twin Cities campus and the chancellor at the system campuses. Faculty positions are posted as tenure-track or non-tenure-track.

Regent Hsu inquired how the long-term financial implications of faculty tenure are considered in the process. Hanson explained that costs are considered at the department level and discussed with the deans, the Provost's Office, and budget officers. She added that some requested faculty positions are declined because of budget shortfalls. President Kaler added that demand for faculty changes as demand for academic programs shifts, and that these demands often correlate with the economy.

Regent Beeson stressed the importance of hiring top talent, noting that faculty and all employee groups are critical to the University's success. Omari agreed and offered that faculty and staff ratios also affect the University's rankings.

In response to questions from Regent Sviggum, Hanson explained that the Law School continues to hire and retain faculty during the enrollment downturn. She explained that accreditation standards require a certain number of faculty.

## **VERBATIM MINUTES EXAMPLE**

### **UNIVERSITY OF MINNESOTA BOARD OF REGENTS**

#### **Mission Fulfillment Committee May 10, 2018**

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Staff present: President Eric Kaler; Chancellors Michelle Behr, Lendley Black, Lori Carrell, and Mary Holz-Clause; Executive Vice President and Provost Karen Hanson; Senior Vice President Brian Burnett; Vice Presidents Bernard Gulachek, Matt Kramer, and Allen Levine; Interim Vice Presidents Michael Goh and Jakub Tolar; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Associate Vice President Meredith McQuaid.

Student Representatives present: Apoorva Malarvannan.

### **ANNUAL PROMOTION AND TENURE RECOMMENDATIONS**

REGENT OMARI: Let's all turn to Provost Hanson for any opening remarks on the next agenda item.

PROVOST HANSON: Thank you, Chair Omari. This is the annual report on a very important process. It is the real cornerstone of quality of the University of Minnesota, evaluating faculty across the university system for promotion and tenure, as well as evaluating academic professionals for continuous appointments. The Board of Regents policy on faculty tenure defines who our faculty are. There are two types of faculty in the regents policy, regular faculty who have tenure or are eligible for tenure and term faculty who are appointed annually or for several years. The latter are not eligible for tenure. All individuals with faculty rank have to engage in scholarship, teaching, and service or public engagement. There may be a different mix of these activities depending upon the nature of the appointment, the place of the faculty member in the course of a long career, but regular faculty engage in more research typically, balanced with teaching and service, and contract faculty typically do more teaching and clinical practice or service balanced with research. In fact, the largest number of contract faculty are clinicians hired in the academic health center, particularly in the medical school. As we look this spring meeting at tenure, we always wanna remind you that tenure is a long, evaluative process. The hiring decision is in fact the first tenure and promotion decision. We hire people we think we will be able to promote and tenure. Faculty come from the best programs in the country and around the world to the University of Minnesota, and once hired, junior faculty begin what's called a probationary period. During that time, they have to establish a program of independent scholarship or research. They have to publish peer-reviewed articles, books, book chapters, produce creative works, write and receive grants. They have to be effective teachers and advisors in a variety of settings. They have to work to produce a national reputation or an international reputation. There are university criteria for tenure, but each unit as well sets its own criteria and standards which specify in more detail exactly what's expected given the character of the field.

## **ACTION MINUTES EXAMPLE**

### **UNIVERSITY OF MINNESOTA BOARD OF REGENTS**

#### **Mission Fulfillment Committee May 10, 2018**

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Regents present: Abdul Omari, presiding; Thomas Anderson, Richard Beeson, Linda Cohen, Michael Hsu, Dean Johnson, Peggy Lucas, David McMillan, Ken Powell, Darrin Rosha, and Steve Sviggum.

Staff present: President Eric Kaler; Chancellors Michelle Behr, Lendley Black, Lori Carrell, and Mary Holz-Clause; Executive Vice President and Provost Karen Hanson; Senior Vice President Brian Burnett; Vice Presidents Bernard Gulachek, Matt Kramer, and Allen Levine; Interim Vice Presidents Michael Goh and Jakub Tolar; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Associate Vice President Meredith McQuaid.

Student Representatives present: Apoorva Malarvannan.

#### **ANNUAL PROMOTION AND TENURE RECOMMENDATIONS**

Regent Omari invited Executive Vice President and Provost Hanson and Rebecca Ropers-Huilman, Vice Provost for Faculty & Academic Affairs, to present the annual recommendations for promotion and tenure, as detailed in the docket.

Motions were made and seconded, and the committee voted unanimously to recommend approval of the promotion and tenure recommendations of regular faculty, and the promotion recommendations of contract faculty.

The discussion held in executive session has not been approved for release to the public and has thus been deleted from these minutes.

*Press Proof (Not for Publication)*

MEETING OF THE BOARD OF TRUSTEES

OF THE

UNIVERSITY OF ILLINOIS

May 17, 2018

This meeting of the Board of Trustees of the University of Illinois was held in Room 224, Student Union Ballroom, 2251 Richard Wright Drive, Springfield, Illinois, on Thursday, May 17, 2018, beginning at 8:03 a.m.<sup>1</sup>

Chair Timothy N. Koritz called the meeting to order and asked the secretary to call the roll. The following members of the Board were present: Mr. Ramón Cepeda, Mr. Donald J. Edwards, Mr. Patrick J. Fitzgerald,<sup>2</sup> Dr. Stuart C. King, Dr. Timothy N. Koritz, Mr. Edward L. McMillan, Mr. James D. Montgomery, Mr. Sanford E. Perl, Ms. Jill B. Smart. Governor Bruce Rauner was absent. Ms. Karina Reyes, voting student trustee, Chicago, was present. The following nonvoting student trustees were in attendance: Mr. Trayshawn M. W. Mitchell, Urbana, and Ms. Shaina Humphrey, Springfield. President Timothy L. Killeen was present.

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<sup>1</sup> At 8:00 a.m., Dr. Koritz convened the meeting of the Board of Trustees as the sole member of Prairieland Energy, Inc. All members of the Board were present except Governor Rauner. Mr. Fitzgerald participated by via telephone. There were two agenda items, which were approved. On motion of Mr. Montgomery, seconded by Ms. Smart, the meeting adjourned at 8:02 a.m.

<sup>2</sup> Mr. Fitzgerald participated in the meeting via telephone.

Also present were the officers of the Board: Mr. Lester H. McKeever Jr., treasurer; Dr. Avijit Ghosh, interim comptroller (and vice president/chief financial officer); Mr. Thomas R. Bearrows, University counsel; and Ms. Dedra M. Williams, secretary of the Board of Trustees and of the University. Ms. Marna K. Fuesting and Ms. C. Ellen Foran, both assistant secretaries, were also in attendance.

### MOTION FOR EXECUTIVE SESSION

At 8:03 a.m., Dr. Koritz stated: “A motion is now in order to hold an executive session to consider pending, probable, or imminent litigation against, affecting, or on behalf of the University; purchase or lease of real property for the use of the University; discussion of minutes of meetings lawfully closed under the Open Meetings Act; and University employment or appointment-related matters.”

On motion of Mr. McMillan, seconded by Ms. Reyes, this motion was approved. There were no “nay” votes.

### EXECUTIVE SESSION

**Material redacted pursuant to the Illinois Open Meetings Act (5 ILCS 120/2.06d)**

### EXECUTIVE SESSION ADJOURNED

The executive session adjourned at 9:53 a.m.

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**MINUTES  
INDIANA UNIVERSITY BOARD OF TRUSTEES  
BUSINESS MEETING  
ARTS & SCIENCES BUILDING**

**SUMMARY MINUTES  
EXAMPLE**

**INDIANA UNIVERSITY NORTHWEST  
FRIDAY, JUNE 15, 2018**

Trustees Present: Zachary D. Arnold, W. Quinn Buckner, Philip N. Eskew Jr., Harry L. Gonso, Michael J. Mirro, James T. Morris, Patrick A. Shoulders, Melanie S. Walker

Trustees Absent: MaryEllen K. Bishop

University Representatives: Michael A. McRobbie, John Applegate, Debbie Lemon, Tom Morrison, Nasser Paydar, Lauren Robel, Mike Sample, John Sejdinaj, Jackie Simmons, Bill Stephan, Brad Wheeler, John Whelan, David Zaret

Other Attendees: Raj Acharya, Karen Adams, Sam Adams, Terry Allison, Jason Banach, Chuck Carney, Kathryn Cruz-Urbe, Henry Hewetson, Joe Husk, Gabriela Jaimes, Joseph Jansky, Kathy Johnson, Jann Joseph, William Lowe, Moira Marsh, Anastasia Morrone, Cathy O'Bryan, Ryan Piurek, Michael Reschke, Simon Rhodes, Susan Sciame-Giesecke, Steve Solie, James Stewart, Adam Thies, Chris Tompkins, Ray Wallace, John Watson, Joe Wert, John Whelan, Karl Zacker

## **I. GENERAL BUSINESS**

Chairman Mirro called the meeting to order at 1:15 p.m.

1. *Action Item:* Approval is requested for the minutes of the meeting of April 6, 2018.

*Unanimously approved on a motion duly made and seconded.*

## **II. CHAIRMAN'S REPORT**

Chairman Mirro thanked IU Northwest Chancellor William Lowe and campus personnel for hosting the trustees' meeting and commented on the new Arts and Sciences building structure.

## **III. PRESIDENT'S REPORT**

President McRobbie announced several faculty and student honors. Shahzeen Attari, a professor in IU Bloomington's School of Public and Environmental Affairs, was named a 2018 Carnegie Fellow, one of 31 fellows from nearly 300 nominees. Phillip Marmorino is an IU South Bend student who was recently named a Goldwater Scholar, the first in the campus' history. He is a double major in math and physics, is one of 211 Scholars and one of only seven in Indiana, and is only 16 years old. The president said in May he announced that a total of 116 student-athletes across 10 spring sports earned recognition from the Big Ten Conference by being named to the Academic All-Conference team. He said a school-record of 256 student-athletes earned Academic All-Big Ten Honors this academic year.

Next the president reported on commencement ceremonies in May. A record number of 21, 046 degrees were conferred with campuses at Bloomington, IUPUI and Kokomo setting records for the size of their graduating classes. Graduates came from all 50 states and from 136 countries.

Continuing, President McRobbie provided an overview of the recent opening of the Global Gateway Office in Mexico City. He said the office is located on the campus of the National Autonomous University of Mexico, which is a UNESCO World Heritage site. The office supports teaching and research, conferences and workshops, and study abroad opportunities. It is also utilized for alumni engagement, businesses, for the recruitment of potential students, and by nongovernmental organizations. During the visit, there were a number of events that occurred including a concert by Jacobs School of Music's New Music Ensemble, events with distinguished alumni in Mexico, and First Lady Laurie Burns McRobbie led a roundtable discussion on trends in women's philanthropy.

#### **IV. FACULTY REPORTS**

Professor Moira Marsh, incoming UFC co-chair from the Bloomington campus, introduced plans for the 2018-19 academic year by her colleagues on the BFC. She said there is a strong commitment to academic freedom and shared governance, increasing transparency, elevating BFC's visibility on campus, and increasing faculty participation in BFC. She said the counsel's structure is being modified to increase non-tenured track faculty participation in shared governance. In the spring of 2017 two resolutions were passed in response to federal government actions that challenged international immigration and access to the U.S. President McRobbie stated the administration strongly supported these policy changes.

Professor John Watson next reported as the incoming UFC co-chair from IUPUI. He said a priority in IFC has been ensuring the rights of non-tenured track faculty. The IFC Faculty Affairs Committee and the Executive Committee collaborated on a plan to increase non-tenured faculty as voting representatives by 40 which now is 40% of the IFC. He said two positions on the Executive Committee have been added that are non-tenured track. IFC is now addressing titles and ranks of non-tenured track faculty.

Co-chair Joe Wert acknowledged IUN faculty president Susan Zinner who shared that in 2017, faculty applied for grants totaling \$223,000. He stated there continues to be a concern on IU's regional campuses about recruitment and retention. Under a new program, the campuses are mapping courses to high impact practices targeted by the Association of Colleges and Universities. These include first year seminars, research and other programs. A new teaching pedagogy being used at IU Southeast is "Reacting to the Past." This is a simulation of historical events in which faculty members are actors.

Trustee Shoulders asked to have a report on IU's general education requirements for attaining a degree. President McRobbie said that the current general education curriculum was put into place in 2007 and that we have not done a study in recent years. He said administration will work with faculty colleagues to review current practices since this is an important component of future curriculum planning.

#### **V. REPORTS AND PRESENTATIONS**

SUMMARY MINUTES EXAMPLE

**JUNE MEETING, 2018**

*The University of Michigan  
Ann Arbor  
June 21, 2018*

The regents met at 3:05 p.m. in the Glick Ballroom, Postma Family Golf Course Club House. Present were President Schlissel and Regents Behm, Bernstein, Ilitch, Newman, Richner, Ryder Diggs, Weiser and White. Also present were Chancellor Borrego, Vice President Churchill, Vice President Harper, Executive Vice President Hegarty, Vice President Hu, Chancellor Little, Vice President Lynch, Vice President May, Vice President Michels, Provost Philbert, Interim Vice President Rosenberg, Executive Vice President Runge and Vice President Wilbanks.

**Call to Order and President's Opening Remarks**

President Schlissel called the meeting to order. He began with the sad news of the death of a preeminent UM scholar and leader Interim President Emeritus Homer Neal. He said, "Our society and our University have been made better by Dr. Neal's achievements. In addition to being a pioneering researcher, he championed the idea that UM should engage our academic mission beyond the borders of our campus. Our students and the communities we serve continue to see the benefits of his vision. I am very appreciative of Dr. Neal's passion for fostering undergraduate participation in research and his willingness to step forward and serve our campus community with distinction as interim president. I ask that we observe a moment of reflection as we remember Dr. Homer Neal."

President Schlissel turned to other news and reported that UM had maintained its ranking as the top U.S. public university in the QS World University Rankings for

2018-19. The ranking is based on six factors: academic reputation, employer reputation, faculty-student ratio, number of citations per faculty, proportion of international faculty and proportion of international students. UM has also been recognized for its work in sexual assault prevention and alcohol abuse prevention. The Campus Prevention Network, a nationwide initiative of more than 1,700 institutions, presented UM with two Prevention Excellence Awards during its annual summit earlier this month. He congratulated the many staff, students and faculty who contributed to these important prevention and education efforts.

President Schlissel recognized the faculty members who have been selected for the Henry Russel Lectureship and the Henry Russel Awards. The Henry Russel Lecturer for 2019 will be Max Wicha, the Madeline and Sidney Forbes Distinguished Professor of Oncology. The Henry Russel Lectureship is the highest honor that the University bestows upon a senior member of its faculty. The 2019 Henry Russel Award honorees are: Meghan A. Duffy, associate professor of ecology and evolutionary biology; Matthew Johnson-Roberson, assistant professor of naval architecture and marine engineering and assistant professor of electrical engineering and computer science; Timothy McAllister, associate professor of music; and Necmiye Ozay, assistant professor of electrical engineering and computer science.

He continued with the recommendations for distinguished university professors, created by the Board of Regents in 1947 to recognize members of the faculty for exceptional achievement and reputation in their disciplines and for superior teaching skills. The recipients are: Deborah E. Goldberg, professor of ecology and evolutionary biology; Laura K. Kasischke, professor of English language and literature; Steven L.

MINUTES OF THE MEETING  
OF THE  
MICHIGAN STATE UNIVERSITY  
BOARD OF TRUSTEES

September 8, 2017

President Simon called the meeting of the Board of Trustees to order at 9:30 a.m. in the Board Room.

Trustees present: Brian Breslin, Dianne Byrum, Joel Ferguson, Melanie Foster, Dan Kelly, Mitch Lyons, and Brian Mosallam.

Trustee absent: George Perles.

University officers present: President Simon, Provost and Executive Vice President Youatt, Executive Vice President Udpa, Vice President and Secretary Beekman, Vice President and General Counsel Noto, Vice Presidents Burnham, Gore, Groves, Haas, Hsu, Maybank, and Swain, and Senior Advisor and Director Granberry Russell. Faculty liaisons present: Rob LaDuca, Richard Miksicek, Deborah Moriarty, Thomas Tomlinson, and Ned Watts. Student liaisons present: Lauren Bernhardt, Ashley Fuente, Malik Hall, and Lorenzo Santavicca.

All actions taken were by unanimous vote of the Trustees present, unless otherwise noted.

1. On a motion by Trustee Kelly, supported by Trustee Mosallam, the **BOARD VOTED to approve** the agenda.
2. On a motion by Trustee Mosallam, supported by Trustee Kelly, the **BOARD VOTED to approve** the minutes of the June 21, 2017 and July 13, 2017 Board of Trustees meetings.
3. President's Report

President Simon provided the following report to the Board.

A. Opening of Academic Year

With more than 8,000 first-year students arriving on campus August 27, MSU's Class of 2021 will be one of the largest planned freshman cohorts in University history. MSU met its goal to recruit 8,000 new students, and this year's class is the product of approximately 36,000 freshman applications from students wanting to attend MSU.

Provost Youatt said that MSU currently has students from every county in Michigan, every state in the United States, and 97 countries. She also spoke briefly about the new Counseling and Psychiatric Services (CAPS) unit. Provost Youatt introduced Thomas Jeitschko, Dean of the Graduate School, and Kristen Renn, Associate Dean of Undergraduate Studies.

Dean Jeitschko commented on activities for incoming graduate students, including a Teaching Assistant orientation as well as the summer research opportunity program for students from underrepresented backgrounds.

Dean Renn stated that four main themes will be emphasized, all of which focus on increasing graduation rates and closing opportunity gaps across demographic groups. Spartan Pathways will center on how students get to MSU and make their way through the curriculum and into majors. Spartan Community focuses on inclusion, equity, and diversity. Spartan Identity concentrates on how students understand themselves intellectually as a community of Spartans. Go Green Go 15 is focused on helping students get a successful start.

Vice President Gore made brief comments about the success of this year's fall move-in and presented a video.

Vice President Maybank spoke about some Fall Welcome 2017 activities, including the COGS cookout, a luau themed pool party, Convocation, Sparticulation, Spartan Spectacular, and Spartan Remix.

## B. University Achievements

*Money* magazine has named MSU number 30 on the list of "711 Best Colleges for Your Money." With a graduation rate of 77 percent and the average salary within five years at \$50,000, MSU landed in the top 1.5 percent of colleges considered for the ranking.

The National Research Center for College & University Admissions, a leading provider of data and analytics solutions to public and private colleges and universities, announced MSU as a winner of the Eduventures 2017 Innovation Award. The award is given to institutions that have excelled at creating innovative programs that yield tremendous results for their colleges and universities.

**STATED MEETING OF THE BOARD OF TRUSTEES OF THE  
TRUSTEES OF PURDUE UNIVERSITY**

**JUNE 15, 2018**

**MINUTES**

A meeting of the Board of Trustees convened at 9:12 a.m. on Friday, June 15, 2018, in Room 326 of Stewart Center on the Purdue University campus in West Lafayette, Indiana.

Trustees present were: Sonny Beck; Michael Berghoff, chairman; JoAnn Brouillette; Vanessa Castagna; Michael Klipsch; Gary Lehman; Daniel Romary; and Thomas Spurgeon, vice chairman. Malcolm DeKryger and Don Thompson were not in attendance.

Officers and administrators in attendance were: Mitch Daniels, president; Jay Akridge, provost and executive vice president for academic affairs and diversity; Jim Almond, senior vice president and assistant treasurer; Steve Schultz, legal counsel; Trent Klingerman, assistant legal counsel and chief privacy officer; Janice Indrutz, corporate secretary and executive assistant to the Board; Ron Elsenbaumer, chancellor of Purdue University Fort Wayne (PFW); and Tom Keon, chancellor of Purdue University Northwest (PNW).

**I. ROLL CALL**

Chairman Berghoff called the meeting to order and noted that Trustees DeKryger and Thompson were not in attendance due to other important commitments.

**II. FUTURE MEETING SCHEDULE**

Chairman Berghoff drew the Board's attention to the schedule of future meetings listed on the agenda, which included meetings scheduled through December 2019.

**III. APPROVAL OF UNANIMOUS CONSENT AGENDA**

The following Unanimous Consent items had been fully explored and debated in committee meetings held prior to this meeting or were routine in nature. Chairman Berghoff read the list of items and asked if any of the Board members wished to have an item removed from the consent agenda for further discussion. Hearing no such request, and upon proper motion duly made and seconded, the Board of Trustees voted unanimously to approve each of the following items:

- Minutes: Special Meeting, April 26, 2018; Executive Committee, April 17, 2018; Stated Meeting, April 6, 2018; and Executive Sessions, April 26, 2018 and April 5, 2018;
- Approval to award a posthumous Bachelor of Arts degree to Anastasia J. Chapman, as recommended by the Academic Affairs Committee;

- Approval to award posthumous Bachelor of Science degrees to Cole D. Petty, Lucas B. Shanker, and Dominic C. Vargas, as recommended by the Academic Affairs Committee;
- Ratification of Dr. Karen I. Plaut as the Glenn W. Sample Dean of Agriculture, as recommended by the Academic Affairs Committee;
- Ratification of Dr. Steven F. Son as the Alfred J. McAllister Professor of Mechanical Engineering, as recommended by the Academic Affairs Committee;
- Ratification of Dr. Suresh Jagannathan as the Samuel D. Conte Professor of Computer Sciences, as recommended by the Academic Affairs Committee;
- Approval of proposal for a Doctor of Technology degree program at the West Lafayette campus, as recommended by the Academic Affairs Committee;
- Approval to change the name of the Patti and Rusty Rueff School of Visual and Performing Arts to the Patti and Rusty Rueff School of Design, Art, and Performance, as recommended by the Academic Affairs Committee;
- Approval to name the Krannert Leaders Academy the Marshall and Susan Larsen Leaders Academy, as recommended by the Academic Affairs Committee;
- Approval to name the Schweitzer Power and Energy Systems Research Area in the School of Electrical and Computer Engineering, as recommended by the Academic Affairs Committee;
- Approval to change the name of Purdue Fort Wayne's Organizational Leadership and Supervision Graduate Program to Organizational Leadership, as recommended by the Academic Affairs Committee;
- Approval to transfer Purdue Fort Wayne's Finance Program to its Department of Economics and rename it the Department of Economics and Finance, as recommended by the Academic Affairs Committee;
- Approval to sunset the online collaborative Doctor of Nursing Practice Program and continue the distance Doctor of Nursing Program at Purdue Northwest, as recommended by the Academic Affairs Committee;
- Affirmation of Purdue Moves, as recommended by the Academic Affairs Committee;
- Approval of Ten-Year Capital Plan, as recommended by the Physical Facilities Committee;
- Approval of final lease for Convergence Building;
- Approval of Conflict of Interest disclosures; and
- Approval of exceptions to the Nepotism Policy.

All supporting documents were filed with the minutes.

MINUTES OF THE REGULAR MEETING

of the

BOARD OF REGENTS OF THE UNIVERSITY OF WISCONSIN SYSTEM

Held at UW-Milwaukee Union  
2nd Floor, Wisconsin Room  
2200 East Kenwood Boulevard  
Milwaukee, Wisconsin

Friday, June 8, 2018  
9:00 a.m.

-President Behling presiding-

PRESENT: Regents Robert Atwell, John Behling, José Delgado, Tony Evers, Michael Grebe, Eve Hall, Mike Jones, Regina Millner, Janice Mueller, Drew Petersen, Cris Peterson, Jason Plante, Ryan Ring, Bryan Steil, Mark Tyler, and Gerald Whitburn.

UNABLE TO ATTEND: Regent Tracey Klein

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Per Regent Policy Document 2-4, "Ethics and Conflict of Interest Policy for the UW System Board of Regents," the following conflicts or potential conflicts of interests were declared with items included on the open session agenda:

Regent Regina Millner recused herself from discussion and voting on Resolution 11060, "UW-Madison Contractual Agreement with AbbVie, Inc."

Regent Michael Jones recused himself from discussion and voting on Resolution 11059, "UW-Milwaukee Exclusive Soft Drink Pouring Rights and Vending Rights Agreement with Pepsi Beverages Company," and Resolution 11060, "UW-Madison Contractual Agreement with AbbVie, Inc."

Regent Michael Grebe recused himself from discussion and voting on Resolution 11060, "UW-Madison Contractual Agreement with AbbVie, Inc." He also recused himself from discussion of the UW-Eau Claire and Mayo Clinic Health System collaboration.

Additionally, Regent Bryan Steil announced that he would recuse himself from discussing or voting on all contracts between the UW System and any outside 3<sup>rd</sup> parties for the duration of his Congressional campaign.

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## **APPROVAL OF THE MINUTES OF THE APRIL 2018 MEETING**

The minutes of the April 5-6, 2018 Board of Regents meeting had been provided. Regent Whitburn moved approval of the minutes. The motion was seconded by Vice President Petersen and adopted on a voice vote.

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## **REPORT OF THE PRESIDENT OF THE BOARD**

### ***Reports of the Wisconsin Technical College System Board and Higher Educational Aids Board***

The reports of the Wisconsin Technical College System Board and Higher Educational Aids Board had been provided. There were no comments or questions.

### ***State Investment in the UW System***

President Behling thanked Chancellor Mone and his team for their hospitality, adding that it is always a pleasure to come to Milwaukee.

As the Board prepares to formally adopt the 2018-2019 operating budget, President Behling said he would take a moment to discuss the significant investment the state of Wisconsin makes in the UW System. Over the two years of the 2017-19 biennial budget, the state will invest over \$2.2 billion of taxpayer dollars – an increase of nearly \$60 million.

President Behling indicated it is the Board's job to ensure that funding is put to good use. This state investment, including the additional funding tied to the new outcome-based formula, will help the UW institutions focus on the programs that put its students in the best place to succeed.

The state also increased its investment, providing for the largest salary increase for UW employees in over a decade. Observing the UW System has some of the best faculty and staff in the country, President Behling said this compensation increase demonstrates that the university's partners in the Capitol see their value. On behalf of everyone on the Board, he affirmed that "investing in the faculty and staff has been and will always be a priority."

Additionally, the chancellors are working to increase their gift and grant funds. As would be noted in the Business and Finance Committee's report, those funds are up nearly \$100 million over last year. President Behling thanked the chancellors and provosts for that incredible achievement.

The chairman, Mr. Shumate, called the meeting of the Board of Trustees to order on Friday, April 6, 2018, at 10:00 a.m.

Present: Alex Shumate, Janet B. Reid, William G. Jurgensen, Clark C. Kellogg, Timothy P. Smucker, Cheryl L. Krueger, Michael J. Gasser, Brent R. Porteus, Alex R. Fischer, Abigail S. Wexner, Hiroyuki Fujita, Alan A. Stockmeister, John W. Zeiger, Lydia A. Lancaster, H. Jordan Moseley, Alan VanderMolen, James D. Klingbeil and Janet Porter. Jeffrey Wadsworth and Erin P. Hoeflinger were absent.

Mr. Shumate:

Good Morning, I would like to convene the meeting of the Board of Trustees and ask the secretary to please note the attendance.

Dr. Thompson:

A quorum is present, Mr. Chairman.

Mr. Shumate:

Thank you. So that we're able to conduct the business of this meeting in an orderly fashion, I would ask that any sound on cell phones or other devices be turned off at this time, and I would ask that all members of the audience observe rules of decorum proper to the conducting of the business at hand.

Before we begin, I would like to take a moment to acknowledge and thank our three trustees whose terms will be ending after this meeting: Janet Reid, Jerry Jurgensen and Lydia Lancaster. I want to thank you so much for your dedication and your thoughtful service as members of this board. When your terms expire next month, each of you will leave behind a wonderful legacy of advancing Ohio State's strategic vision and strengthening the Buckeye family. We certainly appreciate all that the three of you have done. Let's hear a round of applause for Janet, Jerry and Lydia.

The first order of business on our agenda is the approval of the minutes from the board's February meeting, which were distributed to all trustees. If there are no additions or corrections, the minutes are approved as distributed.

As many of you will recall, at our February meeting we focused on the university's research enterprise, which is a key aspect of our new strategic plan. In that same vein, this week we have been hearing about how Ohio State is advancing the Teaching & Learning pillar of our plan. Our committees have heard from students in the College of Medicine who are using their medical education to serve local communities. The provost shared an update on the University Institute for Teaching and Learning, as well as some exemplary teaching practices that are being used to enrich the learning environment for our Buckeyes. And the Advancement team gave us a primer on how they support teaching and learning through gifts and awards, like the Distinguished Alumni Teaching Award. Students are at the heart of our land-grant mission, and their connection with our faculty is what makes Ohio State truly great. We should all be proud of this university's commitment to bolstering the connection to improve student outcomes.

Mr. Fischer:

Mr. Chairman, I've been asked by a few students to give them a moment to interrupt our board meeting if I might, and I know this is unusual.

April 6, 2018, Board of Trustees meeting

*[Members of the SPHINX Senior Class Honorary interrupt the meeting to honor Athletic Director Gene Smith, who is in the audience.]*

Mr. Fischer:

Excuse me, Mr. Chairman.

Mr. Shumate:

No problem, it's worth the interruption. Gene, congratulations.

We have with us today two of the most outstanding students Ohio State has to offer. I imagine they each have their own inspiring stories to tell us about their learning experiences here at our great university. Mr. Moseley, would you please introduce our Student Recognition Award recipients?

\*\*\*

### **STUDENT RECOGNITION AWARDS**

Mr. Moseley:

Thank you, Chairman Shumate. I would like to call Calista Lyon and Marla Goins up to the presenter's table.

Marla Goins is a third-year PhD candidate in the Department of Teaching & Learning. She earned her M.A. in Comparative African Diaspora Studies from Ohio State, and her B.A. in English and Spanish from Johnson C. Smith University in Charlotte, North Carolina.

Marla's research centers on Afro-Latina women's political movements, the education of afro-descendants, and developing equitable curricular and pedagogical approaches in teacher education. In her teaching, Marla strives to construct a polycentric learning environment that centers on her students' voices. She believes that by doing so, she models the values that critical pedagogy stands for.

Marla also aims to foster individual relationships with her students in order to learn how we can better engage them and encourage their development of critical perspectives on education and society. Furthermore, building individual relationships allows her to support her students beyond her courses, especially those who come from historically marginalized communities.

In other acts of service, Marla serves as a member of the Department of Teaching & Learning's Graduate Student Council; is the communication specialist for the Paulo Freire Critical Pedagogy Special Interest Group for the American Educational Research Association; and is a student organizer for the Free Minds, Free People Conference.

Let's give it up for Marla.

Marla, would you like to say a few words?

Ms. Goins:

Thank you so much for that introduction. This means so much to me, because sometimes it can feel like critical work is done in sort of pockets within an institution, but sometimes it may not be taken up on an institutional level. But being recognized on this

**Contact: Brock Ascher**

**MINUTES OF JUNE 5-7, 2018, BOARD MEETING**

**SLIFE BALLROOM, COMMONS/BARTLETT HALL, ROOM 1017  
UNIVERSITY OF NORTHERN IOWA  
CEDAR FALLS, IOWA**

<b>Board Members</b>	<b>June 5, 2018</b>	<b>June 6, 2018</b>	<b>June 7, 2018</b>
Michael Richards, President	Present	Present	Present
Patty Cownie, President Pro Tem	Present	Present	Present
Sherry Bates	Present	Present	Present
Nancy Boettger	Present	Present	Present
Milt Dakovich	Present	Present	Present
Nancy Dunkel	Present	Present	Present
Rachael Johnson	Present	Present	Present
Larry McKibben	Present	Present	Present
Subhash Sahai	Absent	Absent	Absent

**Board Office**

Andrea Anania, Brock Ascher, Kristin Bauer, Brad Berg, Rachel Boon, Mark Braun, Mary Braun, Aimee Claeys, Laura Dickson, Josh Lehman, John Nash, Jason Pontius, Patrice Sayre, Keith Saunders

**SUI**

Bruce Harreld  
Sue Curry  
Rod Lehnertz  
Brooks Jackson  
Melissa Shivers  
Mark Henrichs  
Ken Kates

**ISU**

Wendy Wintersteen  
Jonathan Wickert  
Pam Cain

**UNI**

Mark Nook  
Jim Wohlpart  
Michael Hager

**ISD**

Steve Gettel  
Mark Huss

The corresponding memorandum for each agenda item, an integral component of the minutes, is available on the Board of Regents website: <http://www.iowaregents.edu>. Copies of these memoranda can also be obtained from the Board Office by calling 515-281-3934. Audio of the meeting is also available on the website.

**Call to Order for June 5, 2018**

President Pro Tem Cownie called the meeting to order at 1:05 p.m. President Richards attended the meeting telephonically.

**Roll Call:**

	Bates	Boettger	Cownie	Dakovich	Dunkel	Johnson	McKibben	Richards	Sahai
Present	x	x	x	x	x	x	x	x	
Absent									x

**Closed Session for Evaluations**

- ✓ MOVED by BATES, SECONDED by BOETTGER, to enter into closed session pursuant to Iowa Code §21.5(1)(i) upon the request of individuals whose performance is being considered.

	Bates	Boettger	Cownie	Dakovich	Dunkel	Johnson	McKibben	Richards	Sahai
Aye	x	x	x	x	x	x	x	x	
Absent									x

MOTION APPROVED by ROLL CALL.

*The Board convened in closed session at 1:07 p.m.*

*The Board reconvened in open session at 4:40 p.m.*

**Adjourn**

President Pro Tem Cownie adjourned the meeting at 4:41 p.m.



University System of Maryland Board of Regents  
University of Baltimore  
February 9, 2018

## Minutes of the Public Session

Call to Order. Chairman Brady called the meeting of the University System of Maryland Board of Regents to order at 8:29 a.m. on Friday, February 9, 2018 at the University of Baltimore. Those in attendance were: Chairman Brady; Regents Attman, Augustine, Fish, Gooden, Gossett, Gourdine, Holzapfel, Johnson, Neall, Pope, Rauch, and Shorter; Presidents Bell, Breaux, Dr. Dane Foust (for Dudley-Eshbach), Goodwin, Hrabowski, Carlo Colella (for Loh), Miyares, Nowaczyk, Perman, Schatzel, Schmoke, and Thompson; Chancellor Caret, Vice Chancellors Boughman, Herbst, Hogan, Neal, Raley, and Sadowski; Mr. Zaleski, and AAG Bainbridge.

Welcome from the University of Baltimore (UB). Mr. Kurt Schmoke welcomed the regents and highlighted accomplishments of the University of Baltimore.

Educational Forum – AGB’s Guardians Initiative. Mr. Rick Legon, President of the Association of Governing Boards, presented on AGB’s Guardians Initiative which encourages board members to lead the conversation about the value of higher education.

Chancellor’s Report. Chancellor Caret provided a brief report to the Regents, as well as a full report online. He thanked President Schmoke and UB for hosting the meeting and highlighted some recent accomplishments. He also gave an overview of the FY 19 budget proposal.

### I. Report of Councils

- a. Council of University System Faculty (CUSF). Dr. Kauffman presented the report. CUSF had one ExCom meeting and two Council meetings. The meetings included panels on academic integrity and collective bargaining. Other topics discussed included a constitutional amendment and bylaw amendments related to the election process. Dr. Kauffman also highlighted his chair commentary on the follow up to the academic integrity panel.
- b. Council of University System Presidents (CUSP). Dr. Perman presented the report. CUSP met on January 8<sup>th</sup> and topics discussed included the FY 19 enhancement request and the FY 19 budget, a legislative session update, information on the Legal Services Workgroup, an update on the Coalition Case, the apprenticeship pilots, proposed bachelor’s degrees at community colleges, and a discussion of the action items from the CUSP Retreat. CUSP also met on February 5<sup>th</sup> and that meeting included topics such as a legislative session update, information about the operating

and capital budgets, a discussion on the USM Foundation strategic planning process, development of a board policy on fund balance, and changes to board policies on debt management and faculty and staff policies on family and medical leave and parental leave.

- c. Council of University System Staff (CUSS). Ms. Gray presented the report. CUSS met in January and a large portion of the meeting was discussion of USM advocacy day. Other topics discussed included SharePoint training for the BOR Staff Awards packets, the staff shared governance survey, and the salary compression survey.
  - d. University System of Maryland Student Council (USMSC). Regent Shorter presented the report in the absence of Mr. Fabbi. The report outlined the plans for spring, which include monitoring the proposed Higher Education Act reauthorization, tracking bills in the state legislature, and conducting a student shared governance survey.
2. Consent Agenda. The Consent Agenda was presented to the regents by Chairman Brady. He asked if there were any items on the agenda that should be removed for further discussion. There were no requests to remove any items; therefore, Regent Fish moved and Regent Gourdine seconded the motion to accept the consent agenda; it was unanimously approved. The items included were:
- a. Committee of the Whole
    - i. Approval of meeting minutes from December 15, 2017 Public and Closed Sessions (action)
  - b. Committee on Economic Development and Technology Commercialization
    - i. Approval of meeting minutes from January 25, 2018 Public Session (action)
  - c. Committee on Organization and Compensation
    - i. Approval of minutes from January 25, 2018 Public and Closed Sessions (action)
  - d. Committee on Finance
    - i. Approval of meeting minutes from January 25, 2018 Public and Closed Sessions (action)
    - ii. University of Maryland, College Park: 2017 – 2030 Facilities Master Plan Update
    - iii. (action)
    - iv. University of Maryland, College Park: University of Maryland College Park Foundation Right of Entry for Construction of the Innovate, Design and Engineer for America Factory Building (action)
    - v. University of Maryland, College Park: School of Public Health Building Increase in Project Authorization for Phase II—Conversion of Locker Rooms into STEM Facilities (action)
    - vi. University of Maryland Eastern Shore: Amendments to the Hydroponic Greenhouse Covenant of Purpose, Use and Ownership (action)

Lincoln, Nebraska  
August 3, 2018

The Board of Regents of the University of Nebraska met on August 3, 2018, at 1:13 p.m. in the board room at Varner Hall, 3835 Holdrege Street, Lincoln, Nebraska, in a publicly convened session, the same being open to the public and having been preceded by advance publicized notice, a copy of which is attached to the minutes of this meeting as Attachment 1.

In compliance with the provisions of *Neb. Rev. Stat.* § 84-1411, printed notice of this meeting was sent to each member of the Board and was posted in the first floor lobby of Varner Hall. In addition, copies of such notice were sent to the Lincoln Journal Star, Omaha World Herald, the Daily Nebraskan, the Gateway, the Antelope, the Kearney Hub, and the Lincoln office of the Associated Press on July 27, 2018.

Regents present:

Timothy Clare, Vice Chairman  
Hal Daub  
Howard Hawks  
Paul Kenney  
Bob Phares  
Jim Pillen  
Robert Schafer, Chairman  
Bob Whitehouse  
Logan Krejdl, University of Nebraska at Kearney  
Hunter Traynor, University of Nebraska-Lincoln  
Sarah Hotovy, University of Nebraska Medical Center  
Renata Valquier Chavez, University of Nebraska at Omaha

University officials present:

Hank M. Bounds, President  
Susan M. Fritz, Executive Vice President and Provost  
Carmen K. Maurer, Corporation Secretary  
Jeffrey P. Gold, Chancellor, University of Nebraska Medical Center and  
University of Nebraska at Omaha  
Ronnie D. Green, Chancellor, University of Nebraska-Lincoln  
Douglas A. Kristensen, Chancellor, University of Nebraska at Kearney  
Christopher J. Kabourek, Interim Vice President for Business and Finance | CFO  
Stacia L. Palser, Interim Vice President and General Counsel  
Wendy D. Hind, Vice President for University Affairs

University officials not present:

Michael J. Boehm, Vice President of Agriculture and Natural Resources

**I. CALL TO ORDER**

**II. ROLL CALL**

The Board convened at 1:13 p.m. in the boardroom of Varner Hall, 3835 Holdrege Street, Lincoln, Nebraska. Attendance is indicated above.

**III. APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS**

Motion Moved by Kenney and seconded by Daub to approve the minutes and ratify the actions of the regularly scheduled meeting on June 28, 2018.

Action Student Opinion: Voting Aye: Krejdl, Traynor, Valquier Chavez, and Hotovy. Voting Aye: Daub, Hawks, Kenney, Phares, Pillen, Schafer, Whitehouse, and Clare. Motion carried.

Chairman Schafer announced the location of the Open Meetings Act in the board room.

**IV. KUDOS**

**Regent Whitehouse presented a KUDOS award to Wendy Schardt**, Director of Student Health and Counseling at the University of Nebraska at Kearney.

**Regent Phares presented a KUDOS award to Dan Kenny**, Department of Information Technology Services at the University of Nebraska at Omaha.

**Regent Pillen presented a KUDOS award to Jeffrey Perkins**, Facility and Operations Manager for the University of Nebraska-Lincoln Swine Unit at the Eastern Nebraska Research and Extension Center.

**Regent Clare presented a KUDOS award to Jane DeVasure**, Research Technologist II in the College of Medicine's Division of Internal Medicine-Pulmonary at the University of Nebraska Medical Center.

Regent Schafer welcomed Douglas Ewald, Vice Chancellor for Business, Finance, and Business Development at the University of Nebraska Medical Center and the University of Nebraska at Omaha.

**V. RESOLUTIONS**

None

**VI. HEARINGS**

None

**VII. PUBLIC COMMENT**

Mr. Matthew Vondrasek spoke on the topic of University of Nebraska-Lincoln Athletics hiring of Ron Brown.

## ACTION MINUTES EXAMPLE

306-1

### MINUTES OF MEETING

### **BOARD OF TRUSTEES**

VOLUME 306

May 4, 2018

A meeting of the Board of Trustees was held in Dean's Hall of the Penn Stater Conference Center Hotel, University Park, PA, at 1:00 p.m. on May 4, 2018.

The following Trustees were present: Dambly (chairman), Schuyler (vice chairman), Barron, Brown, Capretto, Casey, Cotner, Dandrea, Delligatti, Detwiler, Dietrich, Doran, Dunn, Fenza, Han, Harpster, Hartzler, Hoeschele, Hoffman, Jubelirer, Kleppinger, Lubert, Lubrano, Masser, Oldsey, Paterno, Pope, Potts, Rakowich, Rapp, Redding, Schneider, Steele, Tribeck, and Weinstein. The Governor's non-voting representative, Mr. Shipley, was also in attendance.

Present by invitation were Faculty Senate officers Taylor and Woessner; student representatives Carvajal, Heaton, McKinney, Miller, Pragg, and Winkler; representatives Egolf, Ilie, Jacob, Strauss, and Wagman; and staff members Andrews, Bieschke, Bundy, Dunham, Gray, Guadagnino, Hillemeier, Huston, Jones, Kubit, Moore, Mulroy-Degenhart, Pangborn, Poole, Sharkey, Sims, and Whitehurst.

Chairman Dambly called the meeting to order, and noted that the Board met in Executive Session earlier in the day to discuss various privileged matters, and on April 25<sup>th</sup> to discuss a personnel matter. He noted the recent elections of Michael Berube, Ann Taylor, and Nicholas Rowland as officers of the University Faculty Senate; University Park Undergraduate Association (UPUA) officers, Cody Heaton and Laura McKinney; Council of Commonwealth Student Governments (CCSG) officers, Greg Carvajal and Synthea Hairston; and Graduate and Professional Student Association (GPSA) officers, Brianne Pragg and Stephanie Winkler. He recognized John Ilie for his service as a representative to the Board for the Staff Advisory Council. Dambly then recognized the service of Regis Becker, the outgoing Director of the Office of University Ethics and Compliance.

Next, Chair Dambly introduced Presidential Leadership Academy Director Melissa Doberstein, and graduating students Alayna Kennedy, Candice Crutchfield, Alejandro Cuevas, and Maddie Taylor, who reflected on their experiences in the program and their plans for the future. He then introduced mens' Head Basketball Coach, Patrick Chambers, who shared remarks about the team's successful season, and introduced player John Harrar. Wrestling Associate Head Coach Cody Sanderson then shared remarks about the wrestling team's successful season, and introduced graduating team member Zain Rutherford. Finally, Chair Dambly recognized the service of Tom Poole, Vice President for Administration, who will retire in June.

Recorded remarks are available at <https://www.youtube.com/watch?v=woNYiHhARcA&feature=youtu.be>

The roll was called by Janine Andrews, Associate Secretary of the Board. Following the roll call, the Board voted to approve the *Minutes* of the meetings of the Board held on February 23, 2018.

### **President's Report**

President Barron recognized four new Evan Pugh University Professors: Abhay Vasant Ashtekar, Eberly Professor of Physics, Eberly College of Science; Squire J. Booker, professor of chemistry, Eberly College of Science; Akhlesh Lakhtakia, Charles Godfrey Binder Professor in Engineering, College of Engineering; and Lynn S. Liben, McCourtney, professor of child studies, College of the Liberal Arts. President Barron and Provost Jones presented medals to Drs. Booker and Liben, who were in attendance.

The President's Report was titled *Developing Metrics to Measure Excellence*. He gave a brief overview of Dashboard Considerations and Categories, which include Institutional Metrics and Rankings, Penn State Foundations, and Outcomes of Initiatives. He then gave several examples of how Penn State is doing under

each category. He stressed that this was an evolving process, and there were additional metrics that could be considered as we continue to develop Institutional Dashboard Metrics. He believes the institution can effectively use metrics to assess the performance and success of the University; promote transparency; and identify trends. He also proposed the need to group metrics around strategic goals; and consider quantitative versus qualitative metrics/survey data.

Recorded remarks are available at <https://www.youtube.com/watch?v=woNYiHhARcA&feature=youtu.be>. For companion slides, reference Appendix I.

[Appendix I]

### **Reports from Standing Committees**

Chairman Dambly advised that Standing Committees met in public session on Thursday, May 3, 2018, to consider any information or action items to come before the Board at the May 4, 2018 public meeting. Any action item considered and voted on in the Committee was included in reports by the respective Committee chairs. The full Board was asked to consider Committee recommendations at the conclusion of each report.

#### **A. Committee on Academic Affairs and Student Life**

Chair Oldsey reported that the Committee on Academic Affairs and Student Life met on Thursday, May 3, with a quorum of the Committee present.

Vice President and Dean for Undergraduate Education, Rob Pangborn, provided updates on admissions; the Financial Literacy and Wellness Program; and cross-curricular general education courses. Vice President for Student Affairs, Damon Sims, delivered reports to the Committee on Greek Life reform; a recent national conference on fraternity and sorority life hosted in Chicago by Penn State; intramural and club sports; and the student fee board. Executive Vice President and Provost Nick Jones provided updates on current and upcoming Dean searches, and enterprise system implementation. The Committee also heard from GPSA Vice President Stephanie Winkler on student government priorities, including open educational resources, cost control for instructional materials, and existing employment challenges faced by graduate students.

The Committee's generative discussion focused on academic advising. David Smith, Associate Dean for Advising and Executive Director, introduced a panel of advising directors and students who reflected on their advising experiences at both Commonwealth Campuses and University Park.

There were no action items presented to the Board.

#### **B. Committee on Audit and Risk**

There was no meeting of the Committee on Audit and Risk. The Committee will hold an off-cycle meeting in June.

#### **C. Committee on Compensation**

Chair Masser reported that the Committee on Compensation met on Thursday, May 3, with a quorum of the Committee present. The Committee also met in Executive Session to discuss a personnel matter.

The Committee approved the terms of an extension of the employment contract with Head Men's Basketball Coach Patrick Chambers, subject to the completion of mutually agreed-upon documentation and final signatures. Chair Masser called the Committee on Compensation into session, and asked for the recommendation to the Board of the terms and conditions for a three-year contract extension for President Barron; the motion was seconded and recommended to the Board. The meeting of the full Board was then recalled into session.

# Role and Function of Board Minutes

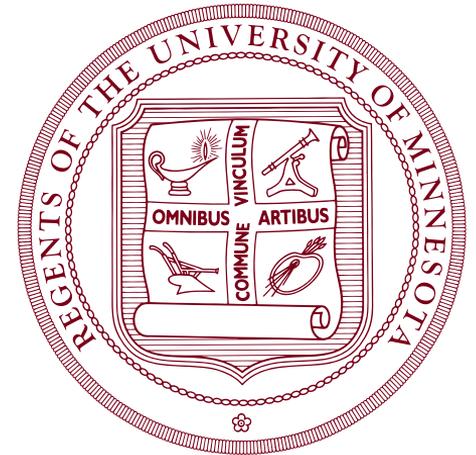
Maggie Flaten

Board Associate, Communications & Committees

Jason Langworthy

Board Associate, Policy & Committees

September 14, 2018



# Purpose of Minutes

- Bylaws of the Board of Regents – Article VI
  - “Minutes of the proceedings of the Board of Regents shall be kept by the Secretary...”
  - “All lengthy reports shall be referred to in the minutes and shall be kept on file as part of the University records...”
  - “The minutes shall reflect the votes cast in committee meetings on matters recommended to the Board...”



# Purpose of Minutes

- Robert's Rules of Order
  - "...the minutes should contain mainly a record of what was *done* at the meeting, not what was *said* by the members." [emphasis in original]
  - Differentiates between minutes and a "publication of an assembly's proceedings" that would include a transcript.



# Types of Minutes

1. Summary (Current Practice)
  - Summarizes discussion and paraphrases comments to give the reader a sense of how a discussion evolved or how a decision was arrived at.



## **ANNUAL PROMOTION AND TENURE RECOMMENDATIONS**

Regent Omari invited Executive Vice President and Provost Hanson and Rebecca Ropers-Huilman, Vice Provost for Faculty & Academic Affairs, to present the annual recommendations for promotion and tenure, as detailed in the docket.

Hanson reviewed the basic principles of tenure and promotion and the review process. She also explained the differences between regular faculty and contract faculty. Ropers-Huilman noted that 132 regular faculty were recommended for tenure and/or promotion, and 48 contract faculty recommended for promotion. This year's cohort had a success rate of 57 percent.

In response to questions from Regents Powell and Anderson, Hanson explained that faculty hiring decisions are made at the college level either with the relevant dean on the Twin Cities campus and the chancellor at the system campuses. Faculty positions are posted as tenure-track or non-tenure-track.

Regent Hsu inquired how the long-term financial implications of faculty tenure are considered in the process. Hanson explained that costs are considered at the department level and discussed with the deans, the Provost's Office, and budget officers. She added that some requested faculty positions are declined because of budget shortfalls. President Kaler added that demand for faculty changes as demand for academic programs shifts, and that these demands often correlate with the economy.

Regent Beeson stressed the importance of hiring top talent, noting that faculty and all employee groups are critical to the University's success. Omari agreed and offered that faculty and staff ratios also affect the University's rankings.

In response to questions from Regent Sviggum, Hanson explained that the Law School continues to hire and retain faculty during the enrollment downturn. She explained that accreditation standards require a certain number of faculty.



# Types of Minutes

2. Verbatim or Transcript
  - Includes everything spoken during the meeting.



REGENT OMARI: President Kaler, any comments on that front?

PRESIDENT KALER: Chair Omari, I'm just looking at this now, and if we look at the total of 180, we have 74 women, so roughly 40%, not 50%, but indeed, we continue to struggle with creating a diverse enough faculty, particularly black and Hispanic faculty members, and that's a challenge, unfortunately, that we share with many other institutions of higher education.

REGENT OMARI: Thank you. Regent Anderson.

REGENT ANDERSON: A very brief question. Thank you, Chair Omari. Does the beginning of the tenure track cycle come from a recommendation from the individual college or the individual dean himself? Is that where that original comes from?

PROVOST HANSON: Regent Omari and Regent Anderson, in a way, hiring on to the tenure track happens at the decanal level. They give authorization to hire on to the tenure track so that the minute someone is hired, it's understood through that process that it's a tenure-track job.

REGENT ANDERSON: Thank you.

REGENT OMARI: Regent Rosha.

REGENT ROSHA: Mr. Chair. Couple comments. One is this is great information, and when you look, this is just a list of names on a piece of paper, but it just strikes me what a momentous moment it is for these individuals, what a big, big moment in their lives as professionals and scholars, and so I'm excited for each of them despite the fact that I probably know very few, if any, of them, and so I'm excited for that. The real quick question, and I haven't really had a chance to delve into this during these past several years back on the board. I have heard conversation about folks that are concerned about our reliance on instructors in the process of educating our student body. And without even necessarily going into the wisdom or lack thereof of one strategy versus another economically and in terms of academic pursuit, how does this particular cohort of tenure determinations compare to the long-term sort of volume that we would normally see, and how does that relate to our reliance on faculty versus instructors versus people of different categories for providing instruction to the students as well as to conducting the research of the institution?



# Types of Minutes

## 3. Action

- Records who presented, what items were heard, and the outcome of votes, but with no additional detail.



## **ANNUAL PROMOTION AND TENURE RECOMMENDATIONS**

Regent Omari invited Executive Vice President and Provost Hanson and Rebecca Ropers-Huilman, Vice Provost for Faculty & Academic Affairs, to present the annual recommendations for promotion and tenure, as detailed in the docket.

Motions were made and seconded, and the committee voted unanimously to recommend approval of the promotion and tenure recommendations of regular faculty, and the promotion recommendations of contract faculty.



# Big Ten Comparison

Institution	Type of Minutes	Video Availability
Minnesota	Summary	Yes, live and recorded
Illinois	Summary	Yes, live and recorded
Indiana	Summary	No
Michigan	Summary	No
Michigan State	Summary	No
Purdue	Summary	No
Wisconsin	Summary	Yes
Ohio State	Verbatim	No
Iowa	Action	Audio stream and recorded
Maryland	Action	No
Nebraska	Action	Audio stream
Penn State	Action	Yes, recorded

*Northwestern was not included. Rutgers was not available.*

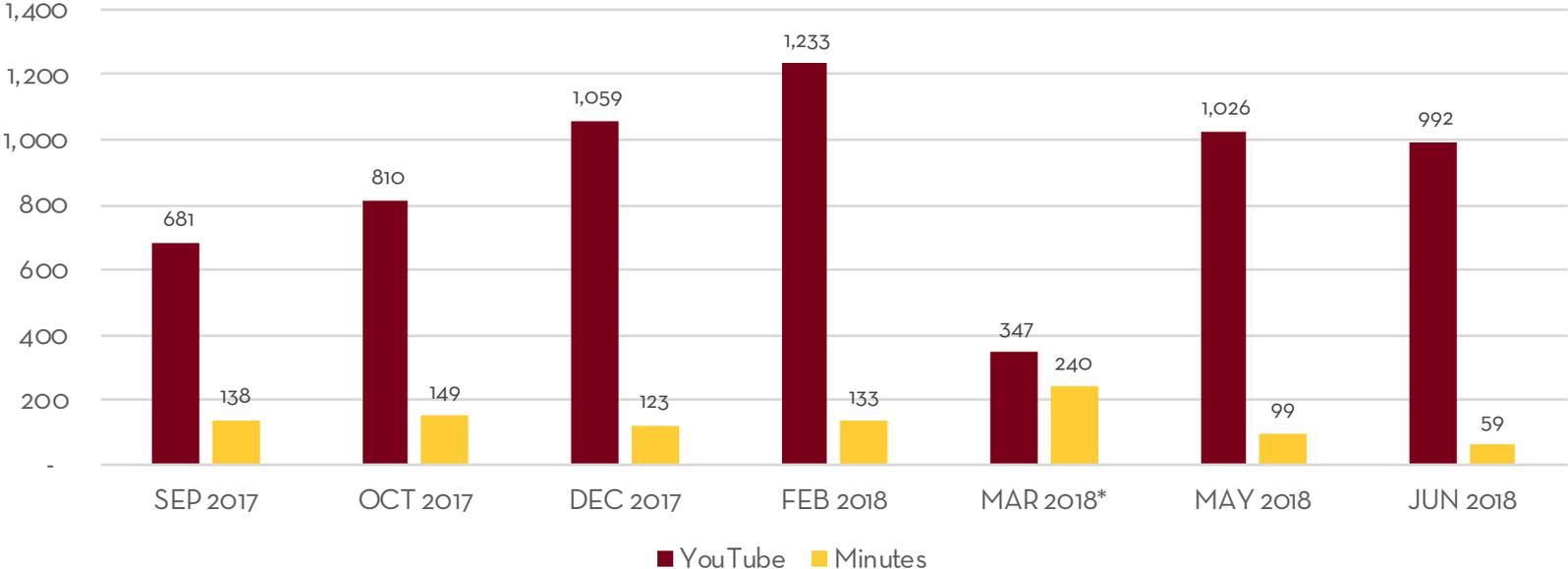


# Evolution of Board Minutes

- 1889 - 1972
  - Action minutes that included personnel changes, resolutions, and Board policies.
- 1972 to present
  - Summary minutes that have evolved to capture more of the discussion and Regent questions.



# YouTube Views



\*No committee meetings held in March.

# Options

1. Status quo: continue with summary minutes.
2. Transition to verbatim or transcript minutes.
3. Transition to action minutes.





UNIVERSITY OF MINNESOTA

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# BOARD OF REGENTS DOCKET ITEM SUMMARY

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**Governance & Policy**

**September 14, 2018**

**AGENDA ITEM:** Board Input into the Regent Selection Process

**Review**

**Review + Action**

**Action**

**Discussion**

*This is a report required by Board policy.*

**PRESENTERS:** Brian Steeves, Executive Director & Corporate Secretary  
Jason Langworthy, Board Associate, Policy & Committees

## **PURPOSE & KEY POINTS**

The purpose of this item is for the committee to discuss and provide feedback on the selection criteria used by the Regent Candidate Advisory Council (RCAC).

Minnesota Statutes 137.0245, Subd. 3, (a), (1) requires that RCAC “develop, in consultation with current and former regents and the administration of the University of Minnesota, a statement of the selection criteria to be applied and a description of the responsibilities and duties of a regent, and shall distribute this to potential candidate.”

Selection criteria used in 2016 are included in the docket for reference. Feedback provided by the committee will be shared with RCAC at its meeting on September 18.



## REGENT CANDIDATE ADVISORY COUNCIL

72 State Office Building  
St. Paul, MN 55155

(651) 296-9002  
(651) 297-3697 (fax)  
Web site: [www.rcac.leg.mn](http://www.rcac.leg.mn)

### Selection Criteria for Members of the University of Minnesota Board of Regents

#### Personal

1. A commitment to the University of Minnesota and an understanding of its role in education, economics and innovation in the state, nation and world.
2. Integrity along with a personal code of honor and high ethical standards which includes a willingness to comply with the Code of Ethics for Members of the Board of Regents and its conflict of interest policy.
3. An ability to maintain a professional relationship with administration, faculty and employees.
4. The ability to negotiate, compromise, and build consensus.
5. The ability to strategically analyze choices presented to the governing board both for their short-term impact as well as possible long-term implications.
6. An inquiring mind, a willingness to listen and the ability to speak articulately and succinctly.
7. The capacity to both challenge and support the administration when necessary.
8. The capacity to effectively analyze and evaluate the performance of the president.
9. The ability to function as a member of a diverse group in an atmosphere of public transparency, collegiality and selflessness.
10. An appreciation of the public nature of the position and the University.
11. An ability to address the issues of diversity in geography, gender, race, occupation, international awareness and operational needs of the Board of Regents.
12. A willingness to embrace and utilize current technologies needed to operate effectively as a Regent understanding that the Board relies on an online portal for all official meeting materials.

### **Professional/Experiential**

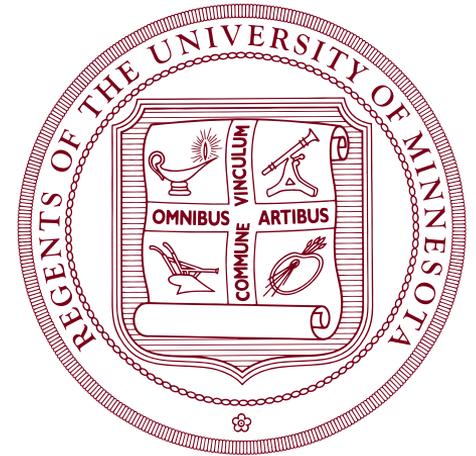
1. Knowledge and experience that relate to the needs of the Board and the challenges and opportunities facing the University.
2. Accomplishments and a history of success that reflect a breadth and diversity in life experience as well as any subject matter expertise that would be beneficial to the priorities of the University of Minnesota.
3. Experience in the governance and strategic oversight of large, complex organizations.
4. An understanding of higher education trends nationally and in Minnesota.
5. An understanding of the economic role of the University in the life of the state.
6. An ability and willingness to devote the time necessary to serve as an effective and contributing member of the Board of Regents.

# Board Input into the Regent Selection Process

Brian Steeves  
Executive Director & Corporate Secretary

Jason Langworthy  
Board Associate, Policy & Committees

September 14, 2018



# Statutory Role

- Minnesota Statutes 137.0245 Regent Candidate Advisory Council, Subd. 3, (a), (1)
  - “develop, in consultation with current and former regents and the administration of the University of Minnesota, a statement of the selection criteria to be applied and a description of the responsibilities and duties of a regent, and shall distribute this to potential candidate”



# Past Practice

- Informal consultation with Board chair, vice chair, or a second-term Regent not seeking reelection. Typically, the Regent addresses an RCAC meeting.
- The Office of the Board of Regents has provided information on Board policies that define the role of the Board and individual Regents to both Regent Candidate Advisory Council (RCAC) staff and members.



# 2016 RCAC Selection Criteria

- **Personal**

1. A commitment to the University of Minnesota and an understanding of its role in education, economics and innovation in the state, nation and world.
2. Integrity along with a personal code of honor and high ethical standards which includes a willingness to comply with the Code of Ethics for Members of the Board of Regents and its conflict of interest policy.
3. An ability to maintain a professional relationship with administration, faculty and employees.



# 2016 RCAC Selection Criteria

- **Personal**
  4. The ability to negotiate, compromise, and build consensus.
  5. The ability to strategically analyze choices presented to the governing board both for their short-term impact as well as possible long-term implications.
  6. An inquiring mind, a willingness to listen and the ability to speak articulately and succinctly.



# 2016 RCAC Selection Criteria

- **Personal**
  7. The capacity to both challenge and support the administration when necessary.
  8. The capacity to effectively analyze and evaluate the performance of the president.
  9. The ability to function as a member of a diverse group in an atmosphere of public transparency, collegiality and selflessness.



# 2016 RCAC Selection Criteria

- **Personal**

10. An appreciation of the public nature of the position and the University.
11. An ability to address the issues of diversity in geography, gender, race, occupation, international awareness and operational needs of the Board of Regents.
12. A willingness to embrace and utilize current technologies needed to operate effectively as a Regent understanding that the Board relies on an online portal for all official meeting materials.



# 2016 RCAC Selection Criteria

- **Professional/Experiential**

1. Knowledge and experience that relate to the needs of the Board and the challenges and opportunities facing the University.
2. Accomplishments and a history of success that reflect a breadth and diversity in life experience as well as any subject matter expertise that would be beneficial to the priorities of the University of Minnesota.
3. Experience in the governance and strategic oversight of large, complex organizations.



# 2016 RCAC Selection Criteria

- **Professional/Experiential**
  4. An understanding of higher education trends nationally and in Minnesota.
  5. An understanding of the economic role of the University in the life of the state.
  6. An ability and willingness to devote the time necessary to serve as an effective and contributing member of the Board of Regents.





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