



MINUTES

Committee Members Present: F. King Alexander (*ex officio*), Rani Borkar (*chair*), Patty Bedient, Julia Brim-Edwards, Preston Pulliams, and Kirk Schueler (*vice chair*)

Other Trustees Present: Mike Bailey, Darry Callahan, Michele Longo Eder, Lamar Hurd, Khawater Hussein, Paul Kelly, Julie Manning, Stephanie Smith, and Mike Thorne

University Staff Present: Charlene Alexander, Jennifer Almquist, Debbie Colbert, Clare Creighton, Bruce Daley, Katie Fast, Ed Feser, Becca Gose, Mike Green, Dan Larson, Philip Mote, Paul Odenthal, Lauren Skousen, Patti Snopkowski, and Irem Tumer

1. Call to Order/Roll/Declaration of a Quorum

Committee Chair Rani Borkar called the meeting to order at 9:00 a.m., asked the board secretary to call the roll, and noted a quorum. Borkar then made a land acknowledgement statement.

2. Consent Agenda

a. Minutes of the October 15, 2020 Executive & Audit Committee Meeting

A motion was made and seconded to approve the minutes of the October 15, 2020, Executive & Audit Committee meeting. The motion carried.

3. Action Items

a. Capital Project Change to Approved Budget: Burt Hall

Borkar began by reminding trustees that the budget for the Burt Hall II Reconstruction project was approved by the Board on October 18, 2019, at \$9.5M. The total expected project cost is now \$10.45M, necessitating approval of a budget change by the Board. Borkar added that the Board's policy for Approval of Capital Projects allows the Executive & Audit Committee to review and approve changes to a capital project budget where there is urgency or need. She then asked Senior Associate Vice President for Administration Paul Odenthal and Associate Vice President of University Facilities, Infrastructure and Operations Bruce Daley to introduce the proposed budget adjustment. Odenthal said the request had been brought to the Executive & Audit Committee because, with the project currently in its final stage, waiting until the January Board meeting to seek budget approval could delay the project's completion, negatively impacting users and potentially adding costs. Daley said that in February 2020, the budget for the project was increased from \$9.5M to \$10M to allow various upgrades beyond the insurance repairs to enhance the research capabilities of the facility. This increase did not necessitate Board approval, as it was less than 10% of the approved budget. Daley added that, as the project nears completion, an additional \$450,000 in costs is expected due to recent code interpretations by

the city of Corvallis building department along with increased labor costs and overtime associated with maintaining the schedule after delays caused by wildfire-related closures and COVID-19 impacts.

In response to a question by Trustee Kirk Schueler, Daley described the recent code interpretations by the city of Corvallis. Odenthal added that it was not uncommon to receive occupancy approval with conditions for additional work. Trustee Stephanie Smith asked about the source of the funds that would be used to cover the additional costs. Daley said that while the project costs are still being reconciled with the insurance company, OSU anticipates a reimbursement of \$9.67M, with the remainder of the costs covered by OSU capital improvement and renewal funds.

Following discussion, a motion was made and seconded to approve a budget change to the Burt Hall II Reconstruction project to a total of \$10.45M. The motion carried.

b. Recommendation of Potential Candidates for Anticipated Vacancy

Borkar introduced the next agenda item reminding trustees that they have adopted a policy to guide the process for making recommendations to the Governor. She shared that in October the committee conducted a needs assessment to look at the current skills, background, and diversity of the Board and asked the president to bring forward a pool of diverse candidates with a broad range of skills. She noted that in October the committee discussed the anticipated vacancy in 2021 when Trustee Mike Thorne steps down from the Board. Since that meeting, Trustee Paul Kelly had also shared with her that he will not be seeking reappointment so there will be two vacancies in 2021. With that introduction, she asked President Alexander to share an overview of the five candidates he was recommending to the committee.

President Alexander began by sharing that the pool of candidates being presented cover the broad range of needs identified by the committee in terms of diversity, skills, and attributes. He noted that the five candidates are accomplished individuals, each of them with a significant track record of service to Oregon and to Oregon State University. In particular, he noted that the committee had asked for candidates that might fill in skills and attributes lost with the departing trustees such as work in the agricultural sector, rural and eastern Oregon perspective, experience in higher education governance, and experience working with policy makers such as state and federal legislators. He spoke first about Penny Atkins, an active Oregon State alum since she graduated in 1979 who has served on the OSU Alumni Association board for ten years including a term as president and is now serving as an active member of the OSU Foundation board. Atkins is particularly engaged on student success and serves on the university's student affairs leadership council. Next, Alexander spoke about Ruth Beyer as a candidate, sharing that Beyer is the senior vice president of Precision Castparts Corporation and has served as past chair and current member of the OSU Foundation board and a current member of the Beaver Caucus board of directors. He noted that Beyer also brings higher education governance experience as she is close to completing her first term on the Board of Directors of Oregon Health & Science University (OHSU) and currently holds the vice chair position. Next, Alexander spoke about candidate Román Hernández, the managing partner for the Troutman Pepper firm in Portland who is active in the supporting diversity in the national bar association. He shared that Hernández is an Air Force ROTC

graduate of OSU and has been active with the OSU Alumni Association in helping to rebuild connections with a Chicano/a Latino/a alumni network in the Portland area. Hernández also brings higher education governance experience having previously served on the OHSU Board of Directors. Next, Alexander spoke about Grant Kitamura, who is a partner and the CEO/CFO of Baker & Murakami Produce Co. in Ontario, Oregon. He noted that Kitamura has served on a number of boards including serving on the Oregon State Board of Agriculture. He also highlighted Kitamura's efforts in support of service district funding to support the experiment station and extension office in Malheur. Alexander then described Senator Arnie Roblan as a candidate for the OSU Board, noting his upcoming retirement from the state legislature and decades of public service as a teacher, principal, and legislator. Alexander noted Roblan's support of education in Oregon including Oregon State University and in particular OSU's statewide programs and the Hatfield Marine Science Center.

Following this presentation, Borkar opened committee discussion of the candidates. Trustee Patty Bedient began by thanking Trustees Kelly and Thorne for their service and expressed her support for the five candidates, commending the president for bringing forward such a strong pool. Trustee Manning echoed this comment, noting the outstanding field of candidates. Regarding one of the candidates, Trustee Preston Pulliams asked about potential conflict in serving on two university boards. Board Secretary Debbie Colbert said there was nothing statutorily that would prevent serving on two boards, and there is precedent in the natural resources boards. She added that should a conflict arise, a trustee could identify the conflict and recuse themselves from participating in the discussion and vote. Trustee Darry Callahan remarked on the candidate in question, expressing his confidence in her ability to ethically deal with any conflict that might arise. Callahan noted that he sees service on both boards as having the potential to grow the partnership between OSU and OHSU. President Alexander added that the candidate brought the question of conflict forward and talked through with him how any conflict could be handled. Trustee Schueler noted that an example of a situation that may present a conflict for someone on two university boards has occurred with a program in the past but acknowledged that having a trustee serving on both boards might have been a positive in that instance. Kelly emphasized the need to continue looking for age diversity. Borkar acknowledged the need for age diversity, and Colbert spoke to the overall age representation of the Board with the majority of proposed candidates lowering the average age of the current Board. Kelly also commented on the need for diversity of alma maters among trustees and expressed concern about one of the candidates being an immediate past member of the legislature. Colbert reminded trustees of the criteria in the policy that candidates should have knowledge of OSU, which can take many forms and does not require graduating from OSU. She also noted that knowledge of OSU helps drive the desire and commitment to be a volunteer OSU Board member. Borkar noted the continued focus on succession planning and efforts to identify potential candidates. Schueler asked about the information provided to the Governor and whether it lays out the thinking of the Board with regard to the skills and abilities of the candidates. Colbert said the process begins with the board chair sending the names and bios of the recommended candidates. Following that step, the board secretary works with each candidate to help them get the appointment forms submitted to the Governor's Office. Once the Governor's Office begins their assessment of the

candidates, they typically reach out to the president and staff to gather more information about the needs addressed by the candidates. Thorne noted the high quality of the candidates being put forward, while also pointing out as a former OHSU board member that there are inherent conflicts related to funding sources for OSU and OHSU and the programs offered. Thorne also added that perhaps there should be distance between serving in the legislature and being appointed to the board. Colbert noted the positive example with the Western Oregon University board, which had a retiring legislator immediately appointed to serve. Bedient observed that an attribute of good board service is the ability to collaborate, and there may be value in someone who has experience working effectively across different perspectives. Trustee Michele Longo Eder spoke to Roblan's statewide perspective, passionate commitment to education, collaborative leadership style, strong federal legislative relationships, and ability to work across parties. She also reminded trustees of his work on the bipartisan Student Success Committee and his presentation to the OSU Board as part of those efforts. Borkar asked Government Relations Executive Director Katie Fast to speak to Roblan's work across party lines. Fast shared that she has worked with the senator for more than a decade and spoke to his ability to work across party lines and his focus on finding common ground. She noted as an example his election as co-chair during the 2011 legislative session when the House of Representatives was split 50:50 by the two parties and said that collaborative work that session won national recognition for the Oregon legislature. Alexander also remarked on Roblan's years as a public school principal as an indicator of his abilities to work collaboratively. Schueler noted the quality of the candidates being put forward and expressed his confidence in the ability of these candidates to navigate any potential conflicts given their qualifications and prior experiences and their desire to serve OSU. Borkar noted her agreement with this perspective. Trustee Pulliams noted his appreciation for the diversity of the slate of candidates. Borkar asked the trustees to continue to look for potential candidates and closed the discussion by thanking the president for bringing an outstanding slate of candidates forward for consideration and for being responsive to the needs identified by the committee.

Following discussion, a motion was made and seconded to accept the president's recommendations for potential candidates for submission to the Governor. The motion carried. Following the motion, Borkar noted the dialog was a sign of a healthy board with trustees who are focused on understanding a variety of perspectives.

4. Discussion Items

a. COVID-19 Response and Planning

Borkar asked Provost and Executive Vice President Ed Feser, Vice Provost for Student Affairs and OSU Coronavirus Response Coordinator Dan Larson, Director of the Academic Success Center Clare Creighton, and Vice Provost and Dean of the Graduate School Philip Mote to present this item. Feser said the focus of the update would be on how the pandemic is affecting undergraduate and graduate students. Larson noted that while higher education was able to continue operating under previous guidance issued by the Oregon Health Authority, some adjustments had been made in response to implementation by the Governor of a statewide two-week freeze on activities to address the rapid

spread of COVID-19. He said impacts on operations included updating the university's physical distancing policy, closing indoor fitness and recreation facilities, and closing OSU Extension offices to the public with services provided by appointment only. Larson said that all OSU students living in the Corvallis, Bend, and Newport areas had been invited to be tested through TRACE-OSU prior to the Thanksgiving holiday. He reported that staff were in the early stages of evaluating operational impacts associated with the anticipated approval of vaccines.

Mote shared the results of a survey that was distributed to graduate students in mid-September. He noted that relative to before COVID-19, approximately 40% of respondents indicated that they are doing about the same and 40% said they are doing worse. Mote added that respondents who reported that they are doing worse or much worse tended to be those from academic colleges where field and lab work had been interrupted. He summarized results on the ways academic plans had been impacted and reported that respondents indicated a number financial concerns. Mote said that the survey results had been shared with graduate students and college leadership teams, and he described some of the ways services and supports had been adjusted to meet identified needs.

Creighton reported that a number of surveys had been distributed to better understand the undergraduate student experience. She spoke in more detail about a survey distributed in August, noting that key findings included that respondents are juggling additional responsibilities related to work, leadership and care and that a majority of respondents expressed concerns about affording tuition, fees, and textbook costs. Creighton said the August survey helped with planning for fall term and provided an opportunity to tailor resources and support services to meet students' needs.

Following the report, Kelly asked about the university's guidance to students regarding their plans after the Thanksgiving holiday. Feser spoke about the variety of needs, options, and considerations that inform the decision each student makes about the best place to live and learn. Given the range of possibilities, Feser said staff had sought to provide a number of tools and resources rather than prescribe a single course of action. Larson added that there will be a testing procedure for students who elect to leave and then return to live on campus after Thanksgiving. President F. King Alexander noted that some groups of students, such as international students and student-athletes, may be particularly constrained in their options. As well, Feser and Mote noted that some graduate students needed to maintain access to campus resources to continue their research. Alexander spoke about the testing offered through TRACE-OSU, and Kelly commended staff for implementing a robust testing initiative. In response to a question from Trustee Mike Bailey about patterns among those who have tested positive for infection with COVID-19, Larson reported that some spread of the virus has been observed among congregant housing facilities, both on and off campus. Trustee Julie Manning asked about winter term enrollment. Feser said that while it is still too early to have a definitive answer, winter term enrollments presently remain consistent with the previous year. Borkar concluded by thanking staff for prioritizing the health and safety of the university community.

b. Public Safety Update

Borkar asked Vice President for Finance and Administration Mike Green, Vice President and Chief Diversity Officer Charlene Alexander, and Odenthal to present this item. Vice President Alexander provided an update on the work of the Public Safety Advisory Committee. She noted continued interest in the possible expansion of crisis intervention and support resources, similar to the CAHOOTS program in Eugene, and summarized a recent conversation that she and Odenthal participated in on racial justice and campus police departments. Odenthal provided an update on the hiring of public safety personnel, including the search to fill the position of associate vice president for public safety and chief of police. He spoke about dispatch services, noting that OSU would again serve as a secondary public safety answering point. Odenthal added that efforts are continuing to ensure that the dispatch team is prepared to draw on a network of providers and determine the best response to each unique crisis situation. Green spoke to the importance of both providing opportunities for community engagement and working within a specific time frame in the search and selection process. Odenthal added that search committee included representatives from a number of stakeholder groups, and he said the committee solicited input from the broader university community.

In response to a question by Manning about the transition of law enforcement services at the end of December, Odenthal described the initial staffing and structures that will be in place at the start of January 2021. In a follow on question, Manning asked about the timeframe for the expansion of crisis intervention and support resources. Odenthal said efforts were underway to implement a new Community Wellness, Education, and Safety Network. Larson provided additional information about the development of the network, noting a particular focus on expanding after-hours holistic support for people in crisis beyond a public safety response. He added that initial plans will be shared with members of the university community to encourage engagement in the development of after-hours resources. Manning encouraged staff to continue conversations with community partners about the possible expansion of community resources to complement the campus resources that are being developed. Manning asked about the status of Portland State University's efforts to disarm its campus police force, and Odenthal referenced media coverage about staffing and administrative constraints that have delayed that plan. Trustee Patty Bedient asked whether candidates for the associate vice president position had offered thoughts on the university's transition in law enforcement services. Odenthal said both candidates expressed excitement for the unique opportunity to collaborate with members of the university community in the design of public safety programs and expressed appreciation for the thoughtful approach the university is taking.

c. Enterprise Risk Discussion

Borkar proposed moving this item to the next meeting in January in order to provide time for robust discussion. She invited President Alexander to provide comments on the current risk environment. Alexander spoke to the COVID-19

pandemic and other national issues that are reshaping the higher education landscape and noted some of the ways the near- and long-term risk environment is being affected.

5. Action Item

a. 2021 Executive & Audit Committee Work Plan and 2020 Board Assessment

Results

Borkar began by noting that she and Committee Vice Chair Schueler had reflected on responses to this year's self-assessment survey and were proposing a similar approach as used in past years. She noted that the 2021 work plan will continue regular updates on public safety and oversight of top risks assigned to the committee. Committee members expressed support for the proposed work plan.

A motion was made and seconded to approve the Executive & Audit Committee 2021 work plan. The motion carried.

6. Adjournment

With no further business proposed, Chair Borkar adjourned the meeting at 10:58 a.m.

Respectfully submitted,



Jennifer M. Almquist
Assistant Board Secretary