



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

Meeting No. 32

December 16, 2022 | 1:30pm – 3:00pm

MINUTES

I. CALL-TO-MEETING AND ROLL CALL

The meeting was called to order at 1:35pm. The following trustees were present: Jerry Ambris, Susan Castillo, Gayle Evans, Betty Komp, Doug Morse. Others present: Carson Campbell, Shadron Lehman, Jesse Peters, LouAnn Vickers

II. CHAIR'S WELCOME AND ANNOUNCEMENTS

President Peters introduced Carson Campbell, formerly Deputy General Counsel, who will serve as WOU's Interim General Counsel.

Dr. Peters also announced that with this transition, the Board Secretary role is being separated from the Office of the General Counsel. A recruitment will begin soon for this role and LouAnn Vickers will be serving as the Interim Board Secretary until the position is filled.

III. DISCUSSION ITEMS

1) Board's Statement on the Delegation of Authority (revisions to Section 1)

The Committee discussed the revisions being considered for the Board's Statement on the Delegation of Authority.

It was noted that the Board's governing documents, Board Statements, were adopted by WOU's inaugural Board of Trustees in 2014. This occurred as the Oregon University System was dissolved and WOU established its independence in 2015. Through much discussion, the Committee acknowledged that all the Statements need to be thoroughly reviewed to ensure they align with current practices, and that this review process needs to be a very structured and thoughtful process.

Because other divisions of the university and areas of accountability are referenced in the various documents, it was noted that review and input from the areas of operation is necessary. President Peters noted that his Senior Leadership team could assist with oversight of the review and provide input and recommendations to EGTC.

As the Committee gave consideration to the revisions in section 1 of the Statement on the Delegation of Authority, they acknowledged that section 1.6 directly involves the policies and processes of the business and administrative affairs. It was therefore determined that



Dr. Peters would request Vice President of Finance & Administration Ana Karaman form a workgroup to provide input on the revisions. Feedback from this workgroup would be brought back to the Committee for consideration at their January 27, 2023.

2) Committee Goal(s) for 2022-2023

At the beginning of the 2022-2023 academic year, Chair Komp requested that each of the Board's committees set goals to be achieved throughout the year. As the Committee discussed the need to have a thorough review of the entire collection of statements and policies, it was suggested that they might consider this be their goal for this year.

The Committee reviewed the list of current Statements, located on their website, a total of 15. It was noted that the first nine listed were adopted in 2015 and should be the primary focus for review.

In addition to reviewing the Statements (policies), it was acknowledged that each of the four Board Committees need to closely review their charter to ensure they are updated and relative to current practices.

The Committee decided to incorporate this review process into their goals. To solidify their goals, it was determined that the committee would:

- 1) first focus on updates to their Committee Charter
- 2) initiate and encourage review of the other Committee Charters
- 3) focus on recommended updates to the Statement on the Delegation of Authority
- 4) develop a plan for updating the remaining Board Statements

The Committee will complete the review of their committee charter and the Delegation of Authority so both revisions can be brought forward to the February Board meeting for approval. To accomplish this, they will review and edit their charter through a shared document and meet again at the beginning of January to review and discuss the edits. A second meeting in January will follow to review a final redline of the Charter, along with the edits recommended to the Delegation of Authority.

As further review is given to the remaining documents, President Peters will work with the Senior Leadership Team to provide evaluation and input, based on current processes and best practices. Interim General Counsel Carson Campbell would be available to provide a legal lens for the review process. All recommended edits would then be brought back to the EGTC for review before moving forward to the full board for approval.

Prior to adjournment, Dr. Peters provided an update on the progress of the key leadership recruitments. He announced that Katie Wojke will begin at the end of January as the Vice President for Advancement and University Relations.

V. ADJOURNMENT

The meeting was adjourned at 2:55pm.