

MINUTES
Board of Regents
September 10, 2015

The Board of Regents of Washington State University (WSU) held a special meeting pursuant to call in Open Meeting at 1:00 p.m., on Thursday, September 10, 2015. The meeting was held in Lighty Student Services, Room 403, Pullman, Washington. The Regents who were not present in Pullman joined via teleconference.

I. Call to Order. Regent Durkan called the special meeting to order and asked Desiree Jacobsen to take a roll call.

II. Roll Call. Present via teleconference: Regent Ryan Durkan, Chair; Regents Don Barbieri, Ted Baseler, Scott Carson, Harold Cochran, Lura Powell, Ron Sims, and Mike Worthy. Also present via teleconference, Interim President Daniel J. Bernardo.

Present in Pullman: Regent Jansen VanderMeulen, Senior Assistant Attorney General Danielle Hess, Associate Vice President and Chief Budget Officer Joan King, Interim Vice President for Finance and Administration Olivia Yang, Chief Audit Executive Heather Lopez, Executive Director of University Communications Kathy Barnard-LaPointe, and Executive Assistant to the Board of Regents Desiree Jacobsen.

III. Report from the Chair of the Board of Regents. Chair Durkan reported that on August 26, 2015, the Board gathered to celebrate the remarkable life of President Elson S. Floyd. She formally thanked all who participated in the planning of the event and all of the speakers who participated in the memorial program as well as the reception following.

IV. Future Action Item #1, WSU North Puget Sound–Construction. Interim Vice President for Finance and Administration Olivia Yang briefed the Board on Future Action Item #1–WSU North Puget Sound–Construction. She reported that in the 2013-15 state budget appropriations, WSU was given \$10,000,000 for the project design/preconstruction as well as the acquisition of property. She also reported that in the current biennium WSU was appropriated \$54,563,000 for construction. Interim Vice President Yang noted the project is entirely state funded and pending approval at the September 18, 2015, Board of Regents meeting. Groundbreaking is scheduled for the week of September 21. Interim Vice President Yang reported that in the interests of full disclosure, the amount appropriated by the state was approximately 10%, or \$6,500,000, less than requested. She said the strategy for dealing with the shortfall is not to redesign and make the building footprint smaller, but rather to implement options including deferring energy measures and/or selecting alternate fixtures and furniture. Interim Vice President Yang reported that this project has been designated a design-build project with an energy performance focus and in spite of being short on funding, WSU will do everything possible to keep the original intent of the energy focus.

V. Future Action Item #2, Naming of the WSU Medical School. Interim President Dan Bernardo presented Future Action Item #2. He reported that the proposed Future Action Item is to change the existing name of the College of Medical Science to the Elson S. Floyd College of Medicine. President Bernardo said this Action Item has two components:

- 1) The change of a college name (i.e., from the College of Medical Science to the College of Medicine). Interim President Bernardo reported that this change has been vetted and approved by the leadership of the Faculty Senate.
- 2) Attaching Dr. Elson S. Floyd's name to the College of Medicine. This is an action that requires submission by the President to the Board for approval. Interim President Bernardo clarified that this action is the naming of the college and that the medical school for which we will be seeking accreditation will reside administratively within this college.

VI. Action Item #1, Approval of Presidential Search Guidelines. Chair Durkan reported that the past few months have been difficult for the University community. She said WSU is in a fortunate position to have the support and skillful leadership of Interim President Dan Bernardo during this transitional period, and she thanked him for his dedicated service. Chair Durkan reported that the Board has now begun the process to find a successor to lead WSU in the coming years. Chair Durkan said we will need the help of the entire WSU community, which has a huge stake in the process and the outcome. She said some of our community will assist by serving on a Search Advisory Committee, some will provide input into the characteristics we would like to see in the next President, and others will provide nominations of individuals to become potential presidential candidates. Chair Durkan said the Regents want the entire process to be one in which all of the University is engaged and committed; the Board will provide opportunities for input and will seek guidance through public forums, a search website, and other means. She said the Regents will strive to keep the campus community informed at appropriate points in the process and will seek to have a collaborative and inclusive process while protecting and respecting candidate confidentiality throughout the search. Chair Durkan reported that the first important step in the process occurred following a special meeting of the Board on July 7, 2015, with the appointment of Regents Worthy, Jennings, and Powell to serve as the Regents Ad Hoc Committee to advise the Regents on matters related to the presidential search. She said these three Regents bring to the process outstanding professional expertise, broad knowledge of WSU, and great energy. Chair Durkan called on Regent Worthy to provide a report on the activities of the Regents' Ad Hoc Committee.

Regent Worthy reported that out of respect for President Floyd and his family there has not been a high level of visibility of the search process until after the memorial service was completed, but that there has been a significant amount of thought devoted to the process. Regent Worthy said he wanted to emphasize that the selection of the president

is the responsibility of the Board of Regents. He said the Board intends to work widely throughout the University to gather input and to bring a slate of candidates that gives the Board the best possible opportunity for that selection. Regent Worthy said as much as the Board will try to engage the University's constituencies, the Regents want to be clear that this responsibility is in fact the Board's. Regent Worthy noted that Chair Durkan had already emphasized the importance of confidentiality with respect to candidate names, and while the Board will certainly respect their need for confidentiality in their current positions in higher education, the Board will make every effort to be as transparent in the process and provide as much ongoing information as possible.

Regent Worthy presented Action Item #1, Approval of the Presidential Search Guidelines, for the Board's review and discussion.

Chair Durkan noted for the record that it was decided that this item would be presented as an Action Item rather than a Future Action Item, in accordance with Board of Regents Bylaw II.12.B.

It was moved and seconded that the Board of Regents approve the Presidential Search Guidelines as proposed. Carried. *(Exhibit A)*

VII. Action Item #2, Presidential Search Advisory Committee–Approval of Composition and Characteristics and Delegation of Authority to the Chair. Regent Worthy presented Action Item #2. Regent Worthy reported that the Presidential Ad Hoc Committee is recommending the Board delegate authority to Chair Durkan to recruit and invite individuals to serve on a Presidential Search Advisory Committee. He said the Ad Hoc Committee has spent considerable time, including outreach to a variety of constituencies, in an effort to advance names of potential candidates.

Chair Durkan noted for the record that it was decided that this item would be presented as an Action Item rather than a Future Action Item, in accordance with Board of Regents Bylaw II.12.B.

It was moved and seconded that the Board of Regents approve the Presidential Search Advisory Committee Composition and Characteristics and Delegation of Authority to the Chair as proposed. Carried. *(Exhibit B)*

VIII. Action Item #3, Approval of Search Firm. Regent Worthy presented Action Item #3, Approval of Search Firm. Regent Worthy said the Ad Hoc Committee believes that engaging a professional search consultant will yield the best possible result for WSU. He said it is the practice that the University has used in the past for presidential searches and also for many other key positions within the University. Regent Worthy reported that the Ad Hoc Committee asked WSU Purchasing Services to help draft a Request for Proposal (RFP) to solicit interested firms. He said the committee received ten proposals. Through a scoring and evaluation process, the Ad Hoc Committee narrowed the list to three, which

it then interviewed. Regent Worthy reported that it was a unanimous decision to appoint the firm of Isaacson, Miller, which has extensive experience working with WSU and met all of the characteristics and requirements called for in the RFP.

Chair Durkan noted for the record that it was decided that this item would be presented as an Action Item rather than a Future Action Item, in accordance with Board of Regents Bylaw II.12.B.

It was moved and seconded that the Board of Regents approve the recommendation from the Regent's Ad Hoc Committee to appoint Isaacson, Miller as the executive search firm to assist with the hiring and recruitment of WSU's next President, and delegate authority to the President or his designee to execute a contract with Isaacson, Miller. Carried. (*Exhibit C*)

IX. Public Comment. No public comment.

X. Adjourn. The meeting adjourned at 1:40 p.m.

Approved by the Board of Regents at its meeting held October 30, 2015, on the WSU Pullman Campus, at the Compton Union Building, Room 204.

Chair, Board of Regents

Secretary, Board of Regents

ACTION ITEM #1*
Presidential Search Guidelines
(Ryan Durkan)

TO ALL MEMBERS OF THE BOARD OF REGENTS

DATE: September 10, 2015

SUBJECT: Presidential Search Guidelines

PROPOSED: That the Washington State University Board of Regents approve the attached Presidential Search Guidelines.

SUBMITTED BY: Ryan Durkan, Chair of the Board of Regents

SUPPORTING INFORMATION: On July 7, 2015, the Board of Regents approved the establishment of an ad hoc advisory committee to advise the Board of Regents in matters relating to the search for WSU's next president. As authorized by the Board, I appointed Regents Jennings, Powell, and Worthy to this ad hoc committee. Since that time, the ad hoc committee has held meetings to discuss the search, including the search process to be followed, and other related matters.

The committee has carefully researched matters related to the search and has developed the attached guidelines for the Board's consideration.

Attachment

* [T]his item is being presented as an action item rather than a future action item, in accordance with Board of Regents Bylaw II.12.B.

Washington State University Board of Regents Presidential Search Guidelines

Washington State law vests the Board of Regents with the responsibility for appointing the President. *See* RCW 28B.30.150(2). The Regents consider the selection of the President to be their most important responsibility, and the search process to be one of their best opportunities to help guide the institution into a successful new era.

These guidelines are designed to assist the Regents in meeting their responsibility in a manner that is responsive to the leadership needs of the institution and the public it serves, and to provide a general procedural framework for the search and selection of the institution's next President.

The presidential search process guidelines are as follows:

- The search will be conducted in a professional, efficient, and timely manner. While a reasonable objective would be to have a President named no later than the end of Spring Semester 2016, any timeframe should in no way impinge on the overarching goal of the search, which is to find an excellently-qualified candidate for the position who is the right fit for the institution.
- The Board will respect and protect candidate confidentiality to the fullest extent allowed by law, while making every effort to ensure that the search process is transparent and as open and inclusive as possible, with opportunities for input from the entire university community.
- The search shall be conducted with an awareness of the diversity of the university community and its constituencies and shall proceed in accordance with equal opportunity principles and affirmative action guidelines.
- The Regents will strive to appoint a Presidential Search Advisory Committee that is both manageable in size and includes members from a wide variety of backgrounds, expertise, and perspectives, including individuals from major university constituencies. It will be important for all members of the Search Advisory Committee to represent the best interests of the University as a whole, and not individual interests.
- The Board of Regents will use a professional search firm to provide overall guidance to the Committee, assist with the development of the position and institutional profile documents, recruit and evaluate applicants, and work closely with the Committee to ensure a smooth and efficient search process.
- The Committee will work with the search consultant retained to develop procedures to be followed for the recruitment of candidates and for the Committee's evaluation of candidate qualifications. Through its procedures, the Committee will:
 - Conduct the broadest search possible to attract a highly qualified and robust candidate pool, and
 - Function as members of a team dedicated to the objective of identifying and recommending to the Regents for consideration a small number of presidential

candidates who meet the criteria set forth in the position and institutional profile documents.

- The Presidential Search Advisory Committee and the search consultant will act in an advisory capacity only and will not have authority to take action on behalf of the Board of Regents. The Board reserves the right to reject any recommendations and has sole authority to carry out the final selection and appointment process.
- The Board may deviate from these guidelines to the extent allowed by law and in its sole discretion, in order to identify and recruit qualified candidates or to make the selection for the presidency.

ACTION ITEM #2*

Presidential Search Advisory Committee – Approval of Composition and Characteristics and Delegation of Authority to Chair (Ryan Durkan)

TO ALL MEMBERS OF THE BOARD OF REGENTS

DATE: September 10, 2015

SUBJECT: Presidential Search Advisory Committee – Approval of Composition and Characteristics and Delegation of Authority to Chair

PROPOSED: That the Washington State University Board of Regents accept the Regents' Ad Hoc Committee recommendations concerning the composition and characteristics of the Presidential Search Advisory Committee, as provided herein, and delegate authority to the Chair of the Board of Regents to recruit and issue invitations to individuals for service on the Committee, with the understanding that the Board of Regents will approve the final Committee membership at its September 18, 2015, Board of Regents Meeting.

SUBMITTED BY: Ryan Durkan, Chair of the Board of Regents

SUPPORTING
INFORMATION: Composition and Characteristics

The Presidential Search Advisory Committee will be instrumental in helping the Board fulfill its responsibilities in selecting the next President of Washington State University. The Ad Hoc Committee believes that the Committee's composition and characteristics should broadly reflect the institution's constituencies, and its members should be respected for their competence and knowledge of the institution. It will be important for all members of the Search Advisory Committee to represent the best interests of the University as a whole, and not individual interests.

To that end, the Regents' Ad Hoc Committee offers the following specific recommendations to the Board of Regents regarding the composition and characteristics of the Presidential Search Advisory Committee.

The Presidential Search Advisory Committee should:

* [T]his item is being presented as an action item rather than a future action item, in accordance with Board of Regents Bylaw II.12.B.

- Be both manageable in size and reflective of the broader university community, including individuals from major university constituencies;
- Convey the stature and excellence of Washington State University, taking into account WSU's AAU aspirations;
- Be diverse in all its forms, including racial, ethnic, and gender diversity, academic mix, knowledge of the institution, and the perspectives and expertise from a wide variety of backgrounds; and
- Include individuals from parts of the institution not formally represented by an elected body, including the administration and civil service staff, as well as statewide campus participation.

The Process

The Ad Hoc Committee engaged in a joint effort with the University's major constituency groups to identify individuals to serve on the Search Advisory Committee. Recommendations were solicited from the following major constituency groups: Faculty Senate, ASWSU, GPSA, the Administrative Professional Advisory Council, WSU's volunteers from both the WSU Foundation and the Alumni Association, the Commission on the Status of Women, the Commission on Gender Identity/Expression and Sexual Orientation, the Association for Faculty Women, the Asian American and Pacific Islander Faculty Staff Association, the Native American Advisory Board, the Chicana/o Latina/o Faculty Staff Association, and the Association for Diversity. Input was further sought from Human Resource Services, as well as several members of the WSU administration.

Many excellent recommendations were received as a result of this outreach process, and the Ad Hoc Committee has begun the process of narrowing down the list of individuals to those who could best serve in this important capacity. To complete the process, the Ad Hoc Committee requests that the Chair of the Board of Regents be delegated the authority to recruit and invite individual members to serve on the Committee. This outreach activity will be conducted based upon the Board's feedback on and approval of the composition and characteristics and with the understanding that the Board of Regents retains the authority to approve the final Committee membership at its September 18, 2015, Board of Regents meeting.

REVISED ACTION ITEM #3*

Presidential Search, Appointment of an Executive Search Firm (Ryan Durkan)

TO ALL MEMBERS OF THE BOARD OF REGENTS

DATE: September 10, 2015

SUBJECT: Presidential Search, Appointment of an Executive Search Firm

PROPOSED: That the Washington State University Board of Regents approve the recommendation from the Regents' Ad Hoc Committee on the appointment of an executive search firm to assist with the hiring and recruitment of WSU's next President, and delegate authority to the President or his designee to execute a contract with the successful firm.

SUBMITTED BY: Ryan Durkan, Chair of the Board of Regents

SUPPORTING
INFORMATION:

On July 31, 2015, WSU issued a Request for Proposals (RFP) seeking responses from national executive search firms capable of assisting the Board of Regents and the Search Advisory Committee in identifying and recruiting a new President for Washington State University. There were ten responsive bidders to WSU's request who were evaluated by the Regents' Ad Hoc Committee and university personnel.

Following are the criteria used to evaluate the firms:

1. Familiarity with or experience conducting searches for Washington State University or, if none, in higher education institutions of similar size, complexity, and structure as the Washington State University system;
2. Proven track record of employing creative strategies and research techniques – as well as using a variety of channels and methods – to identify, attract, and recruit potential candidates who might not otherwise be aware of the opportunity presented;
3. Demonstrated ability to make successful presidential placements, ideally with long tenure following placement, of highly qualified, diverse, and nationally-respected candidates in higher education institutions, particularly land-grant, research institutions with strong systems of academic research and education;

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*The original text was abridged. Per Regents' request, this revised version contains the complete text.

4. Senior consultant assigned to facilitate the search pursuant to the selection criteria presented in this request for proposal, and who can effectively, and appropriately represent the institution to key institutional stakeholders and potential candidates;
5. Effective project management practices and procedures, with the flexibility to customize and tailor the search process to fit the needs of the institution, and facilitate a smooth and successful process;
6. Perceived overall quality of work, based upon the thoroughness, content, and professionalism of the written proposal or the oral presentation;
7. References (at least one from a land-grant, high research activity institution); and
8. Budgetary considerations – Cost.

The evaluation team reviewed and scored the proposals, heard presentations, and interviewed representatives from three top firms with strong experience in the higher education sector. Through this process, the search firm of Isaacson, Miller emerged as the best suited to assist WSU with this important undertaking. Isaacson, Miller has extensive experience conducting successful executive level searches, with a proven ability to recruit highly qualified, diverse, and nationally-respected candidates to higher education institutions, including leading land-grant, research institutions with strong systems of academic research and education.

After following the above-outlined process and carefully considering WSU's evaluation criteria and all relevant factors, the Regents' Ad Hoc Committee recommends that the Board of Regents approve the hiring of the Executive Search Firm of Isaacson, Miller and, further, delegate authority to the President or his designee to execute a contract with Isaacson, Miller on behalf of Washington State University.