

NOTICE OF PUBLIC MEETING

The Executive, Audit, and Governance Committee of the Board of Trustees of the University of Oregon will hold a meeting on the date and at the location set forth below. Subjects of the meeting will include: trustee appointments.

Monday, March 11 at 11:00 a.m. Pacific Time

Ford Alumni Center, Giustina Ballroom

The meeting will be webcast, with a link available at <https://trustees.uoregon.edu/meetings>.

Sign language for the deaf or hard of hearing should be requested at least 48 hours in advance of the posted meeting time by contacting Jennifer LaBelle at (541) 346-3166 or emailing trustees@uoregon.edu. Please specify the sign language preference.

BOARD OF TRUSTEES

6227 University of Oregon, Eugene OR 97403-1266 T (541) 346-3166 trustees.uoregon.edu

An equal-opportunity, affirmative-action institution committed to cultural diversity and compliance with the Americans with Disabilities Act

Board of Trustees | Executive, Audit, and Governance Committee
Public Meeting | March 11 | 11:00 a.m.
Ford Alumni Center | Eugene Campus

Convene

- Call to order, roll call

- 1. Trustee Appointments.** Steve Holwerda, Board Chair.

Meeting Adjourns

Agenda Item #1

Trustee Appointments

MEMORANDUM

March 1, 2024

To: Members, Board of Trustees

Fr: Steve Holwerda, Chair

Cc: Tim Inman, Board Secretary

Re: Trustee Appointments

Dear Colleagues –

The long-term success of our board is dependent on the quality and commitment of those appointed as trustees. Not only are a variety of critical skills and a diversity of representation necessary for a well-rounded board, but it is important members are truly passionate about the university and their role as a fiduciary of the entire institution. The board is not a place to advance personal preferences or political causes, nor is it a place for constituent-based work. It is a place for thoughtful oversight and deliberation to ensure the university as a whole – an asset of the state – is held in trust for current and future generations and is positioned to fulfill its missions to the university's students and the society we serve.

As a reminder, Trustees are gubernatorial appointments, nominated by the governor and confirmed by the State Senate. Until now there have been 15 members of the board: the president (ex officio, non-voting); eleven at-large positions; and three dedicated positions (student, faculty, nonfaculty staff). The at-large positions serve four-year terms, and the dedicated positions serve two-year terms. In both cases, trustees can serve two consecutive full terms. Recent legislation has added two additional dedicated positions to the Board, one additional undergraduate student (non-voting) and a graduate student.

Our Board has always been vigilant about its composition. As noted, it is critical to our ability to fulfill our responsibility to the institution. The Board has taken primary responsibility for recruitment and recommendations to the Governor for at-large trustee positions, while nominations for dedicated campus positions have been handled by their respective campus-based constituencies.

Changes to state statute have created additional process for the internal nomination processes for both at-large and dedicated Board positions. Our Board memorialized those changes in adopted policy statement on Board appointment at our December 2023 meeting. One aspect of the new statute requires this Board to identify the characteristics of an individual needed to fill a Board vacancy.

Below are eight characteristics we seek in our trustees, though not every trustee will possess the experience or background in each of these items.

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- a. A connection to the University.
- b. Specialized skills that are an asset to the board.
- c. Strategic thinking and general management orientation.
- d. Ability to translate their knowledge from their industry or area of expertise to the university structure and context.
- e. Experience with complex organizations.
- f. Experience setting policy and understanding board governance.
- g. Understands the appropriate role as a trustee and member of the board.
- h. Wisdom, judgement, and integrity.

While the dedicated positions are unique in their focus on specific constituencies, we hold each member of our Board to the same high standard and expectation to contribute as fiduciaries. The power of the dedicated positions is in being able to bring the unique perspective that they have as a student, faculty member, or staff person to Board conversations, while maintaining the same institution wide commitment as a fiduciary that every other member of the Board holds.

We appreciate your thoughtfulness and commitment to upholding our standard of excellence in service to the institution and the state. As always, let me know if you have any questions, comments or concerns.

Sincerely,

A handwritten signature in black ink, appearing to read 'S. J. Holwerda', with a stylized, cursive script.

Steven J. Holwerda
Chair