

September 11, 2023

**Committee Membership**

Marcia Aaron	Excused	Elisa Hornecker	Present
Renee Evans Jackman	Present	Connie Seeley	Present
Steve Holwerda, Chair	Present	Andy Stormont	Present

**Convening.** The Executive, Audit, and Governance Committee (EAGC) of the Board of Trustees of the University of Oregon (Board) met at the White Stag Building September 11, 2023. Committee Chair Steve Holwerda called the meeting to order at 10:41 a.m. Pacific Time. (All times noted going forward are Pacific Time.) The secretary verified attendance and a quorum.

**Bylaw Amendments Overview.** Elisa Hornecker, trustee provided an overview of draft changes to two governing documents, the Board’s bylaws and the policy on retention and delegation of authority. Trustees engaged in discussion on items including but not limited to the terms for the chair and vice chair of the Board, the ability of the Board to vote for an additional vice chair, additional changes coming due to the passage of recent state legislation. Full changes can be found in accompanying Board materials.

*Action: The motion to approve the amendments to the Board’s bylaws and forward them to the full Board for approval was moved by Trustee Stormont and seconded by Trustee Seeley. The motion passed unanimously by a voice vote without dissent.*

**Policy on Retention and Delegation of Authority.** Hornecker reviewed proposed changes to the university policy on retention and delegation of authority. Trustees engaged in discussion on items including but not limited to the financial threshold for projects that must come before the Board for review and approval and the proposal to delegate authority to the president regarding issues of faculty and staff conduct. The Board decided to conduct further review and revisit the policy at its December meeting.

**Presidential Goals.** Karl Scholz, university president, provided an overview of his annual goals. These goals include building an outstanding leadership team, fostering a strong culture of leadership and collaborative responsibility withing the leadership team, building and deepening tie within the university community, supporting the university’s objectives through philanthropy, position the university to provide stability and visibility of the future athletic conference success, and establishing a roadmap for success and flourishing in the years to come. Trustees engaged in discussion on items including but not limited to whether there are particular priorities amongst the president’s annual goals, the time period for setting clear defined priorities, and strategies to ensure high quality and diverse pools for leadership positions that are in need of being filled.

**Adjournment.** The meeting was adjourned at 11:04 a.m.