#### Board of Trustees of the University of Oregon Executive and Audit Committee Meeting June 3, 2015

#### 3:30 pm – Public Meeting – Ford Alumni Center, Giustina Ballroom

Convene

- Call to Order
- Roll Call / Verification of a Quorum
- 1. Approval of March 2015 Minutes
- 2. Audit Related Items (Brenda Muirhead, Chief Auditor)
  - 2.1 External Audit overview (Scott Simpson, Moss Adams LLP)
  - 2.2 Quarterly Audit Report
  - 2.3 Approval of IT Audit contract (Action)
  - 2.4 Amendment to Audit Charter (Action)
  - 2.5 Approval of 2015-2016 Audit Plan (Action)
- 3. White Stag Building Lease Update and Authorization (Action) (Jamie Moffitt, Vice President for Finance and Administration/CFO)
- 4. UO Information Technology and Infrastructure (Frances Bronet, Acting Provost; Melissa Woo, Chief Information Officer)

Adjourn

**BOARD OF TRUSTEES** 

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



# Agenda Item #1

# March 2015 Minutes

Draft minutes were sent to trustees electronically on May 22, 2015



Agenda Item #2.1

External Audit Overview

### THE UNIVERSITY OF OREGON

MEETING WITH THE EXECUTIVE AND AUDIT COMMITTEE

\_\_\_\_\_

JUNE 3, 2015

#### **ENGAGEMENT SERVICE TEAM**

- Scott Simpson, Partner Overall Engagement Partner and Primary Review Partner
- Lanzarotta, Partner Concurring Reviewer
- Kevin Mullerleile, Senior Manager
- Steve Sharpe, Senior Manager on A-133 Compliance Audit
- Micah Clinger, Senior Manager on A-133 Compliance Audit
- Samantha Raschio, Assurance Senior
- Jered Souder, Assurance Senior
- Michelle Wattier, Assurance Senior
- Billy Brice, Staff

#### **SCOPE OF SERVICES**

- Audit and report on the University's financial statements and compliance with OMB Circular A-133 as of June 30, 2015.
- Issue a report on internal control to those charged with governance commenting on the University's internal controls, fiscal management practices, and other observations resulting from the audit.
- Issue a report identifying our responsibility under generally accepted auditing standards, the qualitative aspects of accounting practices, significant accounting estimates, financial statement disclosures, significant difficulties encountered in performing the audit, corrected and uncorrected misstatements, disagreements with management, management representations, management's consultation with other independent accountants, and other significant audit findings or issues.
- Meet with the Executive & Audit Committee of the Board of Trustees before and after the audit, and at other times deemed appropriate.

#### **CONCEPT OF MATERIALITY IN AN AUDIT**

- Amount of a misstatement that could influence an economic decision of users of the financial statements
- Calculated using quantitative and qualitative factors
- Used in developing or identifying significant risk areas; nature, timing, scope of test work; conclusions on findings/misstatements





#### **AREAS OF AUDIT EMPHASIS**

- Review of design and implementation of internal controls and testing of controls associated with significant transaction cycles
- Compliance with requirements of federal funding
- Financial close and reporting process
- Implementation of new pension standard for financial reporting (GASB 68)
- Debt and compliance with covenants

#### AUDITOR RESPONSIBILITIES

- Perform the audit in accordance with Generally Accepted Government Auditing Standards.
- Obtain reasonable assurance that the financial statements are free of material misstatement.
- Express an opinion on the financial statements based on our audit.

#### **UNIVERSITY OF OREGON RESPONSIBILITIES**

- Establishment and maintenance of adequate records and effective internal controls over financial reporting.
- Making all financial records and related information available to us and for the accuracy and completeness of that information.

#### AUDIT TIMING

- Pre-audit meeting with the Executive & Audit Committee June 3, 2015
- Interim audit procedures and review of internal controls Week of May 4, 2015
- Final audit procedures August–September 2015
- Review report on financial statements and other reports with the Executive & Audit Committee (date TBD)







June 3, 2015

Executive & Audit Committee University of Oregon Board of Trustees Eugene Oregon

Auditor independence, in fact and appearance, is essential so that the public may justifiably perceive the audit process as an unbiased review of management's presentation of financial information. At least annually, we will disclose to the Board of Trustees of the University of Oregon the nature of all relationships between Moss Adams and the University of Oregon, in our professional judgment, may reasonably be thought to bear on our independence.

We are not aware of any relationships between Moss Adams and the University of Oregon as of the date of this letter that may reasonably be thought to impact our independence. Accordingly, relating to our audit of the financial statements of the University of Oregon as of and for the year ended June 30, 2015, we confirm we are independent with respect to the University of Oregon within the meaning of Rule 101 of the American Institute of Certified Public Accountants' Code of Professional Conduct, its interpretations and rulings.

This report is intended solely for the information and use of the Board of Trustees of the University of Oregon, management, and should not be used for any other purpose.

Moss Adams LLP

Moss Adams LLP Eugene, Oregon





# Agenda Item #2.2

# Internal Audit Report for Q3 of FY14-15

Materials for this report will be provided at the meeting.



Agenda Item #2.3

Approval of an IT Audit Contract



#### Introduction

The University's Office of Internal Audit is requesting Board approval to enter into a contract with Baker Tilly Beers & Cutler, LLC to perform a risk and vulnerability assessment of the administration, operations, and security of information technology (IT) at the University of Oregon. Contract also includes developing a long term IT audit plan and performing various audits of general and application controls, system development, and compliance.

#### **Overview**

The University followed a formal procurement process to identify a qualified vendor to perform the risk assessment and IT audits for the University. The procurement selection committee included:

- Brenda Muirhead, Chief Auditor, Office of Internal Audit
- Trisha Burnett, Senior Auditor, Office of Internal Audit
- Will Hillebrand, Auditor, Office of Internal Audit
- Will Laney, Chief Information Security Officer
- Kevin Williams, IT Director, University Advancement
- Guy Eckelberger, IT Director, School of Music and Dance

The selection committee scored four proposals based on complete and compliant proposal materials, qualifications, proposed approach, estimated hours, and timeline. Two proposals scored within the competitive range and were invited to present the firm's approach to the procurement committee. Presentations were evaluated based on quality of presentation, approach to assessing risk in a decentralized environment, experience with peer higher education institutions, knowledge of applicable standards, number of estimated hours per audit and cost per project.

The selection committee selected Baker Tilly Beers & Cutler, LLC based on best value, quality of presentation, experience in higher education, audit approach, and quality of service offered to the University. The selection committee contacted references and found no issues.

Terms of the contract have not been finalized through negotiations but will not exceed the following:

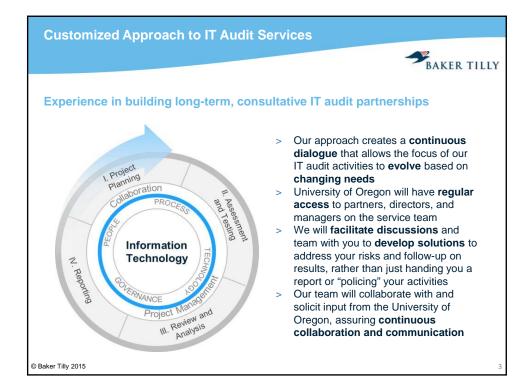
- Risk and vulnerability assessment of the University's IT environment, not to exceed \$195,000.
- Perform various audits based on results of risk assessment, including general controls, application controls, system development, and compliance, not to exceed \$140,000 per fiscal year.
- Reimbursable expenses subject to the limitations of the University's published reimbursement rates.
- An initial term ending June 30, 2020 and up to five additional one-year periods, for a maximum term ending June 30, 2025.

#### **Related Materials**

Scope of Services – Request for Proposals (available upon request) Baker Tilly materials (enclosed)

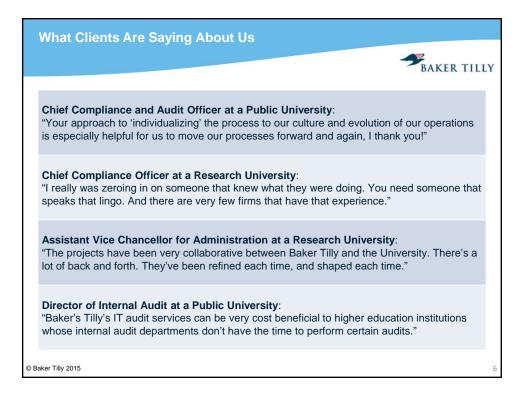






Evolution of IT Audit Approach	
	Baker Tilly IT audit approach
Typical Approach	Strategic and proactive
Tactical and reactive	Customized approach
One-size-fits-all approach Generic industry methodology	Higher education methodology
Jargon reporting	Context and root cause reporting
Backward-looking	Forward looking, collaborative ally
© Baker Tilly 2015	4

Communications Plan			
		- BAKER TI	LLY
Tool/Technique	Ongoing	One time	
Regular check-in meetings	$\checkmark$		
Status reports, as agreed upon	$\checkmark$		
Issues log	$\checkmark$		
Availability of Baker Tilly staff	$\checkmark$		
Sharing of Baker Tilly thought leadership	$\checkmark$		
Knowledge transfer to stakeholders	$\checkmark$		
Project planning meeting with stakeholders		$\checkmark$	
Project kickoff meeting		$\checkmark$	
Set protocols for issue escalation		$\checkmark$	
Project plan and calendar		$\checkmark$	
Information request logs		$\checkmark$	
Observations/results review meeting		$\checkmark$	
Final observations/results presentation		$\checkmark$	
Project close meeting		$\checkmark$	
Other key tasks as defined TBD			
© Baker Tilly 2015			5





#### Executive and Audit Committee Board of Trustees of the University of Oregon

#### **Resolution: Relating to an External Auditor**

Whereas the University of Oregon (the University) is interested in engaging an external audit firm for to perform a risk and vulnerability assessment of the administration, operations, and security of information technology (IT) at the University;

Whereas the University is interested in engaging that firm to assist with development of a longterm IT audit plan and performing various audits of general and application controls, system development, and compliance;

Whereas the Office of Internal Audit followed a formal procurement process to identify a qualified vendor – Baker Tilly Beers & Cutler, LLC (Baker Tilly) – to perform the aforementioned audit services;

Whereas, the Policy on the Retention and Delegation of Authority requires the Board of Trustees (the Board) to approve the appointment of external auditors and the Policy on Committees authorizes the Executive and Audit Committee to act on behalf of the Board;

Now, therefore, the Executive and Audit Committee of the Board of Trustees of the University of Oregon hereby ratifies and approves all prior actions taken on behalf of the University related to the execution of an agreement for external IT audit services with Baker Tilly, and further directs the President of the University or his designee(s) to take all actions necessary and appropriate to execute such an agreement upon completion of final negotiations.

Moved:

Seconded: \_\_\_\_\_

Trustee	Yes	No
Bragdon		
Ford		
Kari		
Lillis		
Ralph		
Wilcox		

Dated: \_\_\_\_\_ of \_\_\_\_\_, 2015.

Initials:

Executive and Audit Committee Resolution Relating to an External IT Audit Contract June 3, 2015 Page 1



Agenda Item #2.4

Proposed Amendments to the Internal Audit Charter



In September 2014, the Board approved an Internal Audit Charter (Charter), the guiding document for the Office of Internal Audit (Office). In that original Charter, the Office – through the Chief Auditor – reported directly to the Vice President for Finance and Administration (VPFA) as well as to the Board.

After further discussion and consultation, a recommendation is before the Board to amend the Charter so that the Office reports directly to the President as well as the Board. This reporting structure better captures the university-wide nature of the Office's scope, which encompasses all portfolios, not just those within the VPFA's purview.

These proposed changes appear in red in Exhibit A following the resolution.

In addition to the recommendation outlined above, the chair of the Executive and Audit Committee and chair of the Finance and Facilities Committee jointly recommend the addition of language throughout the Charter to clarify expectations and authorities of the internal auditor.

These proposed changes appear in blue in Exhibit A following the resolution.

#### Executive and Audit Committee Board of Trustees of the University of Oregon

#### **Resolution: Amendments to the Internal Audit Charter**

Whereas, the University of Oregon is governed by and the business and affairs of the University are ultimately managed by the Board of Trustees;

Whereas, the University of Oregon takes seriously the responsibility to manage, invest and spend resources;

Whereas, the University has created an Office of Internal Audit to provide independent, objective evaluations and advisory services that add to the accountability of the UO;

Whereas, the Office of Internal Audit will work closely with the Board of Trustees, university leadership, faculty and staff to conduct and coordinate a broad range of audit functions for the University; and

Whereas, the offices of the President, the Vice President for Finance and Administration/CFO (VPFA/CFO), and the University Secretary recommend changing the reporting line for the Office of Internal Audit from the VPFA/CFO and the Board of Trustees to the President of the University and the Board of Trustees;

Whereas, the chairs of the Finance and Facilities Committee and the Executive and Audit Committee recommend adding language to the governing document of the office to clarify the Board's expectations as it relates to the authority, scope and work of the Office of Internal Audit;

Whereas, the Board's Policy on Committees authorizes the Executive and Audit Committee to act on behalf of the Board when appropriate;

Now, therefore, the Executive and Audit Committee of the Board of Trustees of the University of Oregon hereby approves the amendments to the University of Oregon Internal Audit Charter as outlined in the attached Exhibit A. The Committee further directs the Officers of the University to take all actions and steps deemed necessary and proper to implement the amendments.

Moved:	Ioved:    Seconded:		
Trustee	Yes	No	
Bragdon			
Ford			
Kari			
Lillis			
Ralph			
Wilcox			

Dated: \_\_\_\_\_\_ of \_\_\_\_\_\_, 2015. Initials:\_\_\_\_\_\_

EXHIBIT A

# Office of Internal Audit

# Internal Audit Charter

Proposed changes to the Internal Audit Charter Originally approved by the University of Oregon's Board of Trustees Executive and Audit Committee on September 2014

June 2015

#### <u>Preamble</u>

The purpose of the internal audit function is to provide independent, objective assurance and advisory services that add value and accountability while driving improvement to the operations of the University.

The mission of the Office of Internal Audit is to assist leadership in accomplishing its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, internal controls, and governance processes. Audits will be conducted with objectivity, transparency, fairness, and in accordance with the highest professional and ethical standards.

#### Scope of Work

The scope of work is to determine whether the University's network of governance, risk management, and control processes, as designed and represented by management, is adequate and functioning in a manner to confirm that:

- Risks are appropriately identified and managed.
- Interaction with the various governance groups occurs as needed.
- Significant financial, managerial, and operating information is accurate, reliable, and timely.
- Employee's actions are in compliance with policies, standards, procedures, and applicable laws and regulations.
- Resources are acquired economically, used efficiently, and protected adequately.
- Programs, plans, and objectives are achieved.
- Quality and continuous improvement are fostered in the organization's control process.
- Significant legislative or regulatory issues impacting the organization are recognized and addressed properly.

Opportunities for improving management control, effectiveness, and the University's image may be identified during audits. Such findings are an important part of the internal audit function. They will be communicated to the appropriate level of management.

#### **Accountability**

The Chief Auditor, in the discharge of his/her duties, shall be accountable to the <del>Vice President for</del> <del>Finance and Administration/CFO</del>-Office of the President, and the University of Oregon's Board of Trustees, Executive and Audit Committee to:

- Provide annually an assessment on the adequacy and effectiveness of the University's processes for controlling its activities and managing its risks in the areas set forth under the mission and scope of work.
- Report significant issues related to the processes for controlling the activities of the University and its applicable affiliates, including potential improvements to those processes, and provide information concerning such issues through resolution.
- Report the results of internal and external assessments conducted in association with the Institute of Internal Auditors' (IIA) Quality Assurance and Improvement Program.

- Provide information periodically on the status and results of the annual audit plan and the sufficiency of the Office of Internal Audit resources.
- Coordinate with and provide oversight of other control and monitoring functions i.e. risk management, compliance, security, legal, ethics, environmental, external audit.

#### <u>Independence</u>

To provide for the independence of the Office of Internal Audit, its personnel report to the Chief Auditor, which reports administratively to the <u>Office of the President</u> <del>Vice President of Finance and</del> <u>Administration</u> and functionally to the University of Oregon's Board of Trustees, Executive and Audit Committee. The Committee demonstrates this functional reporting relationship by:

- Approving the Office of Internal Audit Charter;
- Approving the risk based audit plan;
- Receiving communications from the Chief Auditor on the internal audit activity's performance relative to its plan and other matters;
- Approving decisions regarding the appointment and removal of the Chief Auditor; and
- Making appropriate inquiries of management and the President to determine if there are inappropriate scope or resource limitations.

The Chief Auditor enhances independence and meets the IIA standard requirement of communication and direct interaction with the President through periodic meetings with the <u>President, Vice Presidents and Vice Provosts</u> Vice President of Finance and Administration/CFO. In addition, the Chief Auditor confirms with the Executive and Audit Committee the organizational independence of the Office of Internal Audit on an annual basis.

#### **Responsibility**

The Chief Auditor and staff of the Office of Internal Audit have responsibility to:

- Develop a flexible annual audit plan using an appropriate risk-based methodology, including any risks or control concerns identified by applicable management, and submit that plan to the President and Executive and Audit Committee for review and approval;
- Implement the audit plan, as approved, including, and as appropriate, any special tasks or projects requested by applicable management;
- Maintain a professional audit staff with sufficient knowledge, skills, experience, and professional certifications to meet the requirements of this Charter;
- Establish a quality assurance program by which the Chief Auditor assures the operation of the internal auditing activities;
- Perform consulting services, beyond internal audit assurance services, to assist management in meeting its objectives. Examples may include facilitation, process design, training, and advisory;
- Evaluate and assess significant merging/consolidating functions and new or changing services, processes, operations, and control processes coincident with their development, implementation, and/or expansion;
- Issue periodic reports to the President, Executive and Audit Committee, and applicable management summarizing results of audit activities as well as results of internal and external assessments conducted in association with Quality Assurance and Improvement Program;
- Keep the President, Executive and Audit Committee, and applicable management informed of emerging trends and successful practices in internal auditing;

- Provide a list of significant measurement goals and results to the President, Executive and Audit Committee, and applicable management;
- Assist in the investigation of significant suspected fraudulent activities within the organization and notify the President, Executive and Audit Committee, and applicable management of the results;
- Consider the scope of work of the external auditors and regulators, as appropriate, for the purpose of providing optimal audit coverage to the University at a reasonable overall cost.

#### <u>Authority</u>

The Chief Auditor and staff of the Office of Internal Audit are authorized to:

- Have unrestricted access to all functions, records, systems, property, and personnel.
- Audit any function, program, account or system deemed necessary and appropriate in the judgment of the Chief Auditor, notwithstanding a pre-approved audit plan.
- Allocate resources, set frequencies, select subjects, determine scopes of work, and apply the techniques required to accomplish audit objectives.
- Obtain the necessary assistance of personnel in units of the organization where they perform audits, as well as other specialized services from within or outside the organization.
- Finalize audit reports and provide such reports to relevant parties.

The Chief Auditor and staff of the Office of Internal Audit are not authorized to:

- Perform any operational duties for the University.
- Initiate or approve accounting transactions external to the Office of Internal Audit.
- Direct the activities of any University employee not employed by the Office of Internal Audit, except to the extent such employees have been appropriately assigned to an audit team or to otherwise assist the auditors.

#### **Compliance with Internal Audit Functions**

All university employees are expected to comply fully and timely with requests made by the Chief Auditor and staff of the Office of Internal Audit. This includes, but is not limited to, timely provision of information, access to information, or responses to draft reports. Recommendations made by the Office of Internal Audit shall be taken seriously and steps shall be taken to assess and comply with said recommendations. The Chief Auditor may report any non-compliance on the part of university programs or employees to the President and the Executive and Audit Committee.

#### **Standards of Internal Audit Practice**

The Office of Internal Audit will meet or exceed the Institute of Internal Auditors (IIA) standards for the Professional Practice of Internal Auditing. The internal audit activity recognizes the mandatory nature of the definition of internal auditing, the code of ethics, and the IIA standards.

The Office of Internal Audit operates within the context of the IIA's International Professional Practices Framework (*"Red Book"*), IIA's Code of Ethics, Generally Accepted Government Auditing Standards (*"Yellow Book"*), Committee of Sponsoring Organizations of the Treadway Commission (COSO) control framework, and the Office of Internal Audit's procedure manual.

The Office of Internal Audit will undergo external peer reviews pursuant to the *International Standards for the Professional Practice of Internal Auditing* and *Generally Accepted Government Auditing Standards* of the U.S. Government Accountability Office. The Executive and Audit Committee shall have input into peer reviews and results of peer reviews shall be made available to the Committee upon completion.



Agenda Item #2.5

Approval of the 2015-2016 Audit Plan



Every spring, the Board of Trustees must approve an audit plan for the upcoming fiscal year. Attached is a resolution and associated proposed FY16 Audit Plan (the Plan). The Plan attached is a draft; a final will be presented at the committee meeting.

The Plan is proposed by the Internal Audit Office following interviews with and information gathered from dozens of individuals on campus, including some trustees. The Plan serves as a guide for the Internal Audit Office as its work is charted for the coming fiscal year. Additional items for audit may come to the attention of the Board, the President or the Chief Auditor throughout the fiscal year; passage of this Plan does not prohibit the Chief Auditor's ability to engage in audits of such items. Full compliance by university employees is expected with regard to all audits.

The Executive and Audit Committee may take action on this matter on behalf of the full Board.

#### Executive and Audit Committee Board of Trustees of the University of Oregon

#### **Resolution: Adoption of FY16 Audit Plan**

Whereas, the University of Oregon is governed by and the business and affairs of the University are ultimately managed by the Board of Trustees;

Whereas, the University of Oregon takes seriously the responsibility to manage, invest and spend resources;

Whereas, the University's Office of Internal Audit to provide independent, objective evaluations and advisory services that add to the accountability of the UO;

Whereas, the Office of Internal Audit will work closely with the Board of Trustees, university leadership, faculty and staff to conduct and coordinate a broad range of audit functions for the University; and

Whereas, the Office of Internal Audit has developed an audit plan for Fiscal Year 2016 ("Audit Plan") as described in the document attached hereto as Exhibit A; and

Whereas, the Board's Policy on Committees authorizes the Executive and Audit Committee to act on behalf of the full Board when appropriate;

Now, therefore, the Executive and Audit Committee of the Board of Trustees of the University of Oregon approves the proposed FY2015-16 audit plan and directs the officers of the University to take all actions and steps deemed necessary and proper to implement the approved plan.

Moved:

Seconded: \_\_\_\_\_

Trustee	Yes	No
Bragdon		
Ford		
Kari		
Lillis		
Ralph		
Wilcox		

Dated: \_\_\_\_\_ of \_\_\_\_\_, 2015.

Initials:

Executive and Audit Committee Resolution: Adoption of FY16 Audit Plan June 3, 2015 Page 1 EXHIBIT A

# Office of Internal Audit Audit Plan – FY 2016

**June 2015** 

The following audit plan represents proposed activities identified through risk assessment interviews with more than 90 interviews with senior leaders, deans, directors, and department heads. The plan also includes an estimate of hours necessary for each activity and the total internal audit resources available.

The University of Oregon Office of Internal Audit Fiscal Year 2016 Audit Plan (July 1, 2015 - June 30, 2016)			
Auditable Area	Audit Title	Estimated Hours	% of Total Resources
Assurance Services			
Carry forward audits from FY15	<ol> <li>Purchasing Practices</li> <li>Research Grant Management</li> <li>Athletics</li> </ol>	361	8%
Research & Innovation	Export Controls	226	5%
Athletics	<ol> <li>1) Ticket Accountability</li> <li>2) NCAA Compliance Program</li> <li>3) Event Safety</li> </ol>	361	8%
University-Wide	PCI	90	2%
International Affairs	<ol> <li>1) International Travel practices</li> <li>2) Financial Management</li> </ol>	226	5%
University-Wide Business Affairs	Payroll Process	361	8%
Operations Facilities Services	Safety Practices	361	8%
Budget & Resource Planning	Budget Process & Controls	451	10%
Business Affairs	Accounts Payable Practices	451	10%
University-Wide Business Affairs	Cash Handling	135	3%
Equity & Inclusion	Transition Management Review	90	2%
Investigative Services			
University-Wide	<ol> <li>Fraud &amp; Ethics Reporting Hotline</li> <li>Investigative Request</li> </ol>	451	10%
Consulting Services			
Human Resources	<ol> <li>Hiring Practices</li> <li>Reorganization</li> </ol>	45	1%
University-Wide	Internal Audit Training 1) Internal Controls 2) Risk 3) Fraud Awareness	361	8%
University-Wide	HIPPA (Compliance)	45	1%
University-Wide	Campus Committees	45	1%
Business Affairs	Travel Process	45	1%
Purchasing & Contracting	Procurement Cards	45	1%
University-Wide	Policy Advisory	45	1%
Follow up Engagements			- 1
University-Wide	Follow up on FY15 corrective actions	45	1%
External Audit Coordination			- 0/
University-Wide University-Wide	Information Technology1) Financial Statements2) OMB Circular3) NCAA AUP	181 90	4% 2%
Total Audit Time		4514	100%

Executive and Audit Committee Resolution: Adoption of FY16 Audit Plan June 3, 2015 Page 3



# Agenda Item #3

# White Stag Building: Lease update and authorization

**Summary of Proposed Actions** 

#### **Introduction**

The Board is asked to authorize the President and his designee(s) to enter into a long-term lease agreement with the University of Oregon Foundation upon the Foundation's acquisition of the White Stag Building complex. The purchase price has been established at \$42,600,000 for the 150,015 foot building complex. The lease agreement would include a freeze in rent, saving the university money throughout the duration of the lease. Once the Foundation has recouped its costs and paid its debt on the building, it would transfer the property to the University outright.

#### **Overview**

The University of Oregon currently leases property in the historic White Stag Building in Old Town Portland located at 70 NW Couch Street. White Stag is the primary location for the University's Portland-based programs and activities. White Stag currently houses academic programs for students working toward graduate degrees with the School of Architecture and Allied Arts, the School of Journalism and Communication, the School of Law, and the Lundquist College of Business.

The University of Oregon Foundation (the Foundation) is in negotiations with the current owner of White Stag to acquire the building. Current market circumstances and interest rates make the acquisition financially viable for the Foundation, which exists for the support and benefit of the University. To finance the transaction, the Foundation will take out a mortgage on the building.

As part of the transaction, the Foundation will master lease the property to the University.

- The term of the lease will be the same term as the financing, which will be for thirty years at a fixed interest rate of 4.0% or less based on current quotes.
- The proposed lease would freeze the University's net lease payments at or below the FY15 level.
- These payments would continue until the Foundation pays off its mortgage and recoups any investment of Foundation funds.
- At that point, the Foundation would transfer the building to the University and the University would own the property outright without any ongoing financial obligation.

The University and the Foundation are working together on a proposed new master lease, and proposed new MOU associated with the building that would provide the University with both short- and long-term benefits.

Prior authorization of the master lease is required to ensure that the Foundation secures the lowest-cost financing possible. The purchase of the White Stag complex is anticipated to close in November of 2015.

#### Executive and Audit Committee Board of Trustees of the University of Oregon

#### Resolution: Authorization to Enter Into Certain Lease and MOU Transactions (White Stag Complex)

Whereas the University of Oregon currently leases space at 70 NW Couch Street in Portland, Oregon, known as the White Stag Building ("White Stag");

Whereas, the University of Oregon Foundation (the "Foundation") is interested in and intends to purchase the White Stag complex;

Whereas, the University and the Foundation wish to engage in a new master lease of and associated MOU regarding White Stag that would freeze net lease payments at or below their FY15 level, lowering the cost of occupancy for the University;

Whereas, the University would pay rent to the Foundation for only so long as it takes to pay off the Foundation's mortgage related to the acquisition and recoup invested Foundation funds, at which time the Foundation would transfer ownership of the building to the University;

Whereas, ORS 352.107(1)(j) grants the University of Oregon the authority to enter into lease agreements for real property;

Whereas, University of Oregon policies authorize the President to execute leases of real property in excess of five million dollars only upon receiving prior approval of the Board of Trustees; and

Whereas, the Board's Policy on Committees authorizes the Executive and Audit Committee to approve matters on behalf of the full Board;

Now, therefore, the Executive and Audit Committee of the Board of Trustees of the University of Oregon hereby authorizes the President and his or her delegate(s) to enter into a lease agreement and associated MOU with the Foundation for occupancy and eventual transfer of ownership of White Stag, and directs the Officers of the University to take any and all steps necessary and appropriate to execute such agreements.

Be it further resolved that all actions taken thus far in association with advancing this lease agreement and associated MOU are hereby ratified.

-Vote Recorded on Following Page-

Moved: \_\_\_\_\_

Seconded: \_\_\_\_\_

Trustee	Yes	No
Bragdon		
Ford		
Kari		
Lillis		
Ralph		
Wilcox		

Dated: \_\_\_\_\_ of \_\_\_\_, 2015.

Initials:



### Agenda Item #4

# UO Information Technology and Infrastructure

Enclosed documents include an alternate procurement (AP) proposal for IT strategic planning services and an addendum to that proposal. The AP is now in the review of responses phase.

# UNIVERSITY OF OREGON

Date: April 13, 2015

RE: AP for IT Strategic Planning Consulting (PCS# 263000-0100-AP) Closing Date/Time: April 27, 2015 at 5:00pm (Pacific Time)

Dear Potential Respondent:

University of Oregon (University) is issuing this Alternative Procurement (AP) to engage an IT Strategic Planning service provider for University's Information Services Department. University is a public research university with an enrollment of approximately 24,000 students. University recently launched an ambitious capital campaign with the goal of providing a world-class education to Oregonians and becoming one of the preeminent American Association of Universities (AAU) research institutions.

As is the case with most research universities in the United States, IT resources: personnel, services, facilities, budget, and authority at the University are distributed across the institution. Although benchmarking data on the distribution of IT professionals at comparable research universities is difficult to obtain, the University appears to be more highly distributed than most institutions. The current distributed nature of campus IT appears to be the result of a lack of a structured process and design implemented from an enterprise perspective. As a result, scarce resources have been deployed sub-optimally with duplication of effort in some areas, and significant gaps in others.

A new campus IT governance structure was introduced less than a year and a half ago. The IT governance structure is still in the process of establishing its place in the overall campus governance, so it has not yet been able to fulfill its goal of providing campus-level guidance on IT strategic direction and priorities for allocation of scarce resources.

The purpose of this work is to assist and guide University with the development of its information technology strategic plan for maximizing the delivery of academic and administrative services. University is currently engaged in a campus strategic planning process, and recognizes that it needs to address and improve its information technology environment in order to achieve its strategic goals. Current information about University's strategic planning process is available at <a href="http://provost.uoregon.edu/strategicplan">http://provost.uoregon.edu/strategicplan</a>.

**1. Qualifications.** University is seeking such service provider with the following capabilities and qualifications:

- 1.1. Experience with IT Strategic Planning with primary focus in the higher education industry
- 1.2. Experience with public research universities in the AAU
- 1.3. Experience with educational institutions in the Northwestern or Western US preferred

**2. Services**. The successful Respondent will provide to the University's Information Services Department, services including but not limited to the following:

- 2.1. Help the University to develop an IT strategic plan that is focused on the University mission of teaching, research, and service, and effective and efficient administrative support services;
- 2.2. Identify priorities and strategic technical initiatives or activities that are necessary to maximize and leverage administrative/academic support functions;
- 2.3. Identify risks in the current environment, and opportunities for innovation; and,
- 2.4. Develop practical timeframes and estimate the resources necessary to implement the proposed plan; provide options for plan implementation
- 3. Deliverables. The above services are anticipated to result in the following Deliverables:;
  - 3.1. Conduct working sessions with the key stakeholders via site visit(s), involving group or individual meetings, in order to best assess the current University approach.
  - 3.2. Provide appropriate on-site interviews of the key technical staff in central and distributed IT units, and the existing University IT governance groups (Campus Technology Council and its four advisory groups).
  - 3.3. Identify current strengths, weaknesses, opportunities, and threats.
  - 3.4. Evaluate current academic and administrative technology services and ensure alignment with institutional priorities as defined in the campus strategic planning process
  - 3.5. Note any risks in University's existing environment and provide recommendations to address them, including prioritization and cost estimates.
  - 3.6. Address any emerging trends or practices in which University should be planning or preparing.
  - 3.7. Identify and advise any constraints that may impede University progress.
  - 3.8. Identify opportunities to leverage, shift or restructure existing resources, reduce costs or change approach to provide other strategic University benefits.
  - 3.9. Recommend priorities and estimate timeframe and costs for implementation of the plan.
  - 3.10. Recommend approaches to implement the plan and assess or measure the results.
  - 3.11. Lead work sessions with the relevant University leadership and staff teams to develop priorities and implementation approaches to the strategic technology plan.
  - 3.12. Prepare a written summary of the findings and recommendations.
  - 3.13. Complete the strategic plan no later than 4 months after contract execution, and complete the work sessions within 3 months after delivery of the final plan to University.

# UNIVERSITY OF OREGON

4. **Submittals.** For consideration, you must provide all requested information in accordance with the procedures set forth in this AP letter. Please do not respond exclusively by telephone or merely by sending marketing brochures. Please feel free to make suggestions, in addition to responding to the requirements of this AP letter. Respondent's submittals must include the following:

4.1. Cover letter summarizing your Response.

4.2. Contact information, including name and title of primary contact, business name, address, telephone number and email address.

4.3. Entity Verification (for entities other than sole proprietorships):

- Evidence in the form of a Secretary Certificate (or equivalent documentation) that the individual submitting the Response is authorized to act for and bind the Respondent in all matters relating to the Response and possible subsequent contract. This type of written documentation is commonly in the form of a Secretary's Certificate or Officer's Certificate issued by the board or committee governing the entity. The written documentation, however, is not required to be in any particular form as long as it clearly shows the individual signing the Response has authority to bind the Respondent.
- Evidence that Respondent (if not organized or incorporated in the State of Oregon), is in good standing in its state of organization or incorporation. This type of written documentation is commonly in the form of a certificate of good standing. The written documentation, however, is not required to be a certificate of good standing. For example: A corporation incorporated in Delaware could go to the Delaware Secretary of State's website, perform a business entity search on itself, and submit with its Response a copy of the record retrieved from that site.

4.4. Evidence of Respondent's financial capability to meet the responsibilities to perform the contract which may include balance sheets, income statements, financial statements, independent financial compilation/review or other financial information whereby University can determine Respondent's credit rating or financial capability.

4.5. Detailed information on how the Respondent meets each of the qualifications set forth above, including a firm resume and description of resources available to Respondent to perform under a contract awarded pursuant to this AP letter.

4.6. Evidence that Respondent has any and all licenses (including, but not limited to, software licenses) necessary for the work contemplated herein.

4.7. Description of Respondent's experience performing projects similar in type and magnitude to the subject of this AP letter. Respondent's description must include a minimum of three examples demonstrating the above experience and include work samples of similar projects (e.g. photographs, literature, schematics, report samples, etc.).

# UNIVERSITY OF OREGON

4.8. List of three clients (and their respective contact information) for whom Respondent has completed similar projects. These clients may be contacted by University for an evaluation and assessment of the Respondent's performance.

4.9. List of key personnel who will be providing the services described in this AP letter. This list should contain each individual's name, title, qualifications, areas of expertise, experience with projects of similar scope and nature, and concise business biography or resume.

4.10. Detailed description of procedures and other aspects of the working relationship expected between Respondent's project manager and University's representative, Melissa Woo, Vice Provost for Information Services and CIO.

4.11. Full description of all deliverables, which Respondent would provide under a contract awarded pursuant to this AP letter.

4.12. Proposed timeline with breakdown of time allocated for delivery of all deliverables, which Respondent would provide under a contract awarded pursuant to this AP letter.

4.13. Itemized schedule of costs for Deliverables (and overall total cost of work), which Respondent would provide under a contract awarded pursuant to this AP letter.

#### 4.14. Completed and signed Representations, Certifications and Acknowledgements attached to this AP letter as <u>Exhibit A</u> -- If you do not sign the Representations, Certifications and Acknowledgements your Response will not be considered for award.

Please submit your Response and direct any questions regarding this procurement to Melissa Woo on or before April 27, 2015 at 5:00pm (Pacific Time) (Closing Date and Time) at the following address:

Melissa Woo, Vice Provost for Information Services and CIO Information Services Department 1225 Kincaid St Eugene OR 97403 mwoo@uoregon.edu

Submission of a Response constitutes a firm, binding and irrevocable offer for a period of three months following the Closing Date and Time.

It will be at University's sole discretion (i) to consider Responses submitted after the date set forth above, and (ii) to determine whether a Respondent's submittals are sufficient to determine if that Respondent is responsible to perform under a contract awarded pursuant to this AP letter. University reserves the right to request further information as needed for clarification purposes.

All Responses to this AP letter become the property of University. By submitting a Response to this AP letter, Respondent grants the University a non-exclusive, perpetual, irrevocable, royalty-free license for the rights to copy, distribute, display, prepare derivative works of and transmit the Response solely for the purpose of evaluating the Response, negotiating a contract, if

awarded to Respondent, or as otherwise needed to administer the procurement process, and to fulfill obligations under Oregon Public Records Laws. Responses, including supporting materials, will not be returned to Respondent.

Responses to this AP letter will be retained by the University for a required retention period and made a part of a file or record that will be open to public inspection. If a Response contains any information that is considered a "trade secret" under ORS 192.501(2), you must mark each page containing such information with the following legend: "TRADE SECRET".

The Oregon public records law exempts from disclosure only bona fide trade secrets, and the exemption from disclosure applies "unless the public interest requires disclosure in the particular instance." Non-disclosure of documents or any portion thereof or information contained therein may depend on official or judicial determinations made pursuant to law. An entire Response to this AP letter marked as "trade secret" is unacceptable, and the Response will be deemed available for disclosure to the public.

Price will be one of many factors considered in any purchase. The factors considered are not limited to those addressed in this AP letter, the Responses to this AP letter, or any other inquiries the University might make and Responses it might receive. The University reserves the right to request IT Strategic Planning Consulting presentations, if in its sole discretion, the University determines that IT Strategic Planning Consulting presentations are in its best interest.

Once the University receives all information it wishes to obtain, it will evaluate the information and determine whether to negotiate with you. The University may negotiate with no vendors, one vendor, or more than one vendor. It is the University's intent to engage the service provider of IT Strategic Planning Consulting it deems, in its sole discretion, to provide the best value to the University, though the University may choose not to engage any service provider of IT Strategic Planning Consulting.

The University is under no obligation to share additional information with you beyond that contained in this AP letter but may do so if the University, in its sole discretion, deems it advantageous.

It is hoped that the result of this process will be a binding contract between the University and a vendor which will include terms and conditions substantially as set forth in the University Standard Terms and Conditions found at <a href="http://pcs.uoregon.edu/content/forms">http://pcs.uoregon.edu/content/forms</a>. It is anticipated that the term of the contract awarded under this AP, will be for a one year initial term, with the option, in University's discretion, to extend the contract for one additional one year period, for a total possible contract term of two years. If you have questions, concerns or proposed revisions to any of the terms and conditions contained in this AP Letter, including the University Standard Terms and Conditions found at <a href="http://pcs.uoregon.edu/content/forms">http://pcs.uoregon.edu/content/forms</a>, you must address those in your Response. Additional or supplemental terms and conditions submitted by a Respondent as part of its Response may be evaluated or considered at the sole discretion of University. If Respondent conditions its Response on any additional terms and conditions, which have not been accepted by a written Addendum to the AP, your Response may be deemed non-responsive.

Thank you for your prompt attention to this AP letter and your interest in doing business with the University of Oregon.

Sincerely, University of Oregon

## <u>EXHIBIT A</u>

# AP for IT Strategic Planning Consulting PCS# 263000-0100-AP

#### (Must Complete, Sign and Submit with your Response by the Closing Date and Time)

#### **REPRESENTATIONS, CERTIFICATIONS, AND ACKNOWLEDGEMENTS**

By submitting your Response to this AP letter, Respondent represents and warrants that:

- 1. Respondent has read all of the terms and conditions of this AP letter; Respondent understands that by signing below and submitting a Response, if awarded the contract, Respondent will be bound by the terms and conditions of this AP letter and its Response.
- 2. **Prices provided shall be firm for three months after the Closing Date and Time**; and, if awarded the contract, Respondent must furnish any and all goods and/or services at the prices offered within the terms and time specified.
- 3. Respondent has the power and authority to enter into and perform the contract awarded as a result of this AP letter.
- 4. The individual signing for Respondent is authorized to execute this Response on behalf of Respondent.
- 5. Respondent is an independent contractor and not an employee, partner, or agent of University.
- 6. Respondent's name, as it appears in this Response, is Respondent's legal name, as it will appear in the Respondent's W-9, and if Respondent is an entity rather than an individual that the entity named in this Response is validly-existing and in good standing.
- 7. Respondent has not discriminated against Historically Underrepresented Businesses (defined in OAR 580-061-0010) in obtaining any required subcontracts.
- 8. No officer, agent or employee of University has participated on behalf of University in preparation of the Response, that the Response is made in good faith, without fraud, collusion, or connection of any kind with any other respondent for the same work, and that the Respondent is competing solely on Respondent's own behalf without connection with, or obligation to any undisclosed person or firm.

#### Acknowledgment of Addenda

By checking this box, Respondent acknowledges Respondent has received, reviewed, and agrees to the all terms and conditions added to this AP letter via any Addenda that were posted on the Purchasing and Contracting Services website, under "Business Opportunities," accessible at: <u>http://pcs.uoregon.edu/content/business-opportunities</u>.

Ο	UNIVERSITY OF OREGON	
Business Designation (check one):		
Cor	poration Dertnership Sole Proprietorship	
Gov Gov	ernmental/Non-profit  Limited Liability Company	
Place in	licate your Minerity Women or Emerging Small Rusiness (MW/ESR) Status	
Please indicate your Minority Women or Emerging Small Business (MWESB) Status: Women Owned Self Report State Certified #		
Minority Owned Self Report State Certified #		
Emerging Small Business Self Report State Certified #		
None of the Above		
Signature:		
Dated:		
Name:		
Title:		
Firm:		
Address:		
E-mail:		
Phone:	( )	
	\//	

Above information must be provided prior to the Closing Date and Time for the Response to be considered responsive.

### ALTERNATIVE PROCUREMENT ADDENDUM 1 TO AP for IT Strategic Planning Consulting (PCS# 263000-0100-AP)

DATE AP OPENED:	April 13, 2015
DATE AP CLOSES:	May 1, 2015 at 5:00 p.m. (Pacific Time)
DATE ADDENDUM NO. 1 ISSUED:	April 24, 2015
CONTACT PERSON:	Melissa Woo, Vice Provost for Information Services and CIO Information Services Department 1225 Kincaid St Eugene OR 97403 mwoo@uoregon.edu

#### PURPOSE OF THIS ADDENDUM:

The purpose of this Addendum is to extend the closing date of the AP for IT Strategic Planning Consulting from April 27, 2015 to May 1, 2015 at 5:00pm (Pacific Time) and to provide clarifications and respond to vendor questions listed below.

Section 3.13 of the AP is deleted in its entirety and is replaced with the following:

"3.13. Complete the strategic plan no later than 4 months after contract start date, and complete the work sessions within 3 months after delivery of the final plan to University."

QUESTION 1. Will University provide any additional materials?

ANSWER 1. University will provide the following materials to the successful respondent after award:

- Campus strategic plan
- Internal audit IT risk assessment
- General overview of campus environment
- Campus IT governance structure—groups and charters

- Network infrastructure assessment (produced by external consultant)
- Network operational assessment (produced by external consultant)
- List of campus IT groups with contact info
- List of non-IT stakeholder groups with contact info
- Campus IT services inventory
- Campus IT spending estimate (with information on development methodology)

QUESTION 2. How many University IT groups (centralized, decentralized, and others who have IT roles as part of their responsibilities) are anticipated to be interviewed?

ANSWER 2. Like most universities, UO has much IT activity in decentralized IT units. Anecdotal information leads us to believe we are more decentralized than most research universities of our size. Identifying the major IT groups to be interviewed would be part of the preliminary work of this engagement.

QUESTION 3. Does the University desire stakeholder interviews to determine customer satisfaction with University IT (centralized and decentralized) as part of this project? If so, does University have an estimate as to how many interviews in how many locations?

ANSWER 3. University does not desire assessment of customer satisfaction as a part of this engagement. The number of interviews would be in part determined by the format and approach selected by vendor. Identifying significant stakeholder groups would be part of the preliminary work of this engagement. All interviews would be conducted on University's main campus.

QUESTION 4. Does the University desire an infrastructure review as part of this project?

ANSWER 4. The University does not desire an infrastructure review as part of this engagement.

QUESTION 5. Does the University require the successful respondent to inventory systems?

ANSWER 5. The University does not expect the successful respondent to inventory systems.

QUESTION 6. Will the University provide the following: Information on the present and proposed technology services (centralized and decentralized) associated with this project? Job descriptions and other staffing information? Cost and budget information?

ANSWER 6. See Question 1 for information regarding materials that will be provided.

QUESTION 7. Is the University seeking proposals from independent consulting firms only?

ANSWER 7. University is seeking proposals from any vendor interested in the opportunity. If a respondent believes that there may be a potential conflict, the respondent should disclose this in their response.

QUESTION 8. Will the firm to whom this consulting work is awarded be precluded from providing any systems that are procured as a result of this consulting?

ANSWER 8. A respondent would not automatically be excluded from a future procurement based on being selected for award of this AP. Any subsequent procurement would be subject to University's procurement rules and policies.

QUESTION 9. Can the University share the established budget for this project?

ANSWER 9. One of the purposes of this procurement is for respondents to provide proposed budgets as part of their response.

QUESTION 10. Can the University provide specific deadlines, milestones, or activities (budget cycles, board meetings, funding issues, etc.) that might drive the schedule for the project?

ANSWER 10. See Section 3.13 of the AP as revised in this Addendum.

QUESTION 11. Will respondents receive questions and answers submitted by all potential bidders?

ANSWER 11. University will post all answers to questions received in the form of addenda to the AP on University's Business Opportunities website at <a href="http://pcs.uoregon.edu/content/business-opportunities">http://pcs.uoregon.edu/content/business-opportunities</a>.

QUESTION 12. Does University prefer a fixed fee proposal including any expenses or an estimate on a time and expense basis?

ANSWER 12. University is open to reviewing proposals with either a fixed fee or an estimate on a time and expense basis, or any other fee structure that would provide the best value to University.

QUESTION 13. The depth of investigation of the desired scope of work (Sections 2 and 3) does not reconcile with the time frames described in paragraph 3.13. The time frames in 3.13 are extremely aggressive, indicate a high-level review rather than an indepth analysis. Please explain your time frame requirements, especially any critical milestones that should be met. Will the University consider alternative time frames for the project?

ANSWER 13. To clarify, University is requesting assistance with strategic planning. The scope of this project does not include an operations review. Please see Section 3.13 of the AP as revised in this Addendum as well as the list of additional information that will be provided to the successful respondent in the answer to Question 1.

QUESTION 14. Will the University consider extending the proposal deadline??

ANSWER 14. The closing date of this AP has been extended as noted above in this Addendum.

QUESTION 15. Will the University accept responses by email?

ANSWER 15. The University will accept responses to this AP via email.

QUESTION 16. Does the University have a preferred file format (Word or PDF) for responses?

QUESTION 16. The University does not have a preference for format, but does prefer that any PDFs submitted be text-searchable.

QUESTION 17. Will the successful respondent need to visit any locations outside of the University's main campus as part of this project?

ANSWER 17. No locations other than University's main campus will need to be visited as part of this project.

QUESTION 18. Does University expect the successful respondent to develop a preliminary assessment that will inform and guide the IT strategic planning effort.

ANSWER 18. Please refer to Sections 2 and 3 of the AP for a list of the Services and Deliverables required under this project.

QUESTION 19. Can the University provide information regarding its IT governance structure?

ANSWER 19. General information on University's IT governance structure is available on publically accessible University web sites. Specific information will be provided as outlined in Question 1.

QUESTION 20. Approximately how many IT employees, including student workers, support the University's Central IT unit and distributed IT units?

ANSWER 20. See Question 1 for information regarding materials that will be provided.

QUESTION 21. Is the University seeking peer institution benchmarking as part of this engagement?

ANSWER 21. The University is not seeking peer institution benchmarking as part of this engagement.

QUESTION 22. Does the University have detailed documentation regarding the current state of its IT organization (both central and distributed) that it can share with the selected consultant? Will the consultant need to conduct an initial assessment of the University's IT organization, systems, services, staffing, processes, policies and procedures, security, etc.?

ANSWER 22. Please see Question 1 and Question 13.

QUESTION 23 Does the University use Banner and/or Blackboard? What other enterprise systems are currently deployed at the University?

ANSWER 23. Please see Question 1 and Question 13.

QUESTION 24. Regarding Section 3.4 of the AP, how far along is University in its campus strategic planning process?

ANSWER 24. University anticipates completion of the campus strategic planning process in June 2015.

QUESTION 25. Will the University's strategic plan be developed to the point that the consultant selected for this project will have enough information to align University's IT organization with the University's overall strategic goals and objectives?

ANSWER 25. Yes. It is anticipated that the start date for this project will be after completion of the campus strategic planning process. Please also see Section 3.13 of the AP as revised in this Addendum.

QUESTION 26. How many years does the University want the IT Strategic Plan to cover? Is the University seeking a three-year strategic plan, a five-year strategic plan, or some other planning horizon?

ANSWER 26.Details of the strategic plan will be negotiated between University and the successful respondent. If respondent believes there is an optimal time frame for the strategic plan, they should include this information in their response.

QUESTION 27. What does the University anticipate for the start date of this project?

ANSWER 27. See Section 3.13 of the AP as revised in this Addendum.

QUESTION 28. Regarding Section 4.4 of the AP, will condensed financial information for the previous three fiscal years and/or a recent Dun & Bradstreet credit report be acceptable to the University?

ANSWER 28. University will accept condensed financial information for the previous three fiscal years and/or a recent Dun & Bradstreet credit report for use in determining evidence of respondent's financial capability under this AP.

QUESTION 29. Is Section 4.5 of the AP referring to the qualifications outlined in Section 1 of the AP letter? (1.1, 1.2, and 1.3 on page 1 of the AP letter)?

ANSWER 29. Yes, Section 4.5 of the AP is referring to the qualifications outlined in Section 1 of the AP.