**Board of Trustees of the University of Oregon**

**Meeting Summary | June 4, 2020**

**Attendance.**

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| Marcia Aaron | Present | Joe Gonyea, III | Present | Jimmy Murray | Present |
| Connie Ballmer | Present | Elisa Hornecker | Present | Ginevra Ralph | Present |
| Peter Bragdon | Present | Ross Kari | Present | Michael Schill | Present |
| Andrew Colas | Present | Chuck Lillis | Present | Mary Wilcox | Present |
| Allyn Ford | Present | Laura Lee McIntyre | Present | Katharine Wishnia | Present |

**Convening and Approval of Minutes.** The Board of Trustees of the University of Oregon (Board) met via video conference on June 4, 2020. A livestream and a teleconference option were made available to the public for purposes of listening in on the proceedings. The meeting was called to order by Chair Chuck Lillis at 9:05 a.m. A quorum was verified.The Board approved the minutes from the March 2020 Academic and Student Affairs Committee, Finance and Facilities Committee and full Board meeting without amendment. Below is a summary of the meeting’s proceedings; a full audio recording is available upon request.

Chair Lillis provided some opening comments about the nature of the virtual meeting, reminding trustees that public comment was facilitated in writing this quarter, with all comments received by 5:00 p.m. on June 3 sent to trustees the evening of June 3 (as noticed on the meeting website and materials), and with other comments to be sent following the meeting. Chair Lillis then introduced Connie Seeley, Governor Kate Brown’s recent nominee to fill an upcoming vacancy on the Board. Seeley introduced herself to the trustees. President Schill offered some opening reflections on current events regarding the senseless and tragic killing of George Floyd, among others. He noted that the injustices and racism highlighted by recent events are only made more urgent by the fact that COVID-19 has disproportionately impacted communities of color. He noted how deeply he, his fellow administrators, and the entire UO community care for our students, faculty, and staff of color and how the institution will continue to seek ways to address racial equity.

**COVID-19 Planning and Response.** President Schill opened the discussion regarding COVID-19 impacts, response, and planning by noting that no challenge has impacted the university community in such a multi-faceted way. He expressed gratitude for the work of so many faculty and staff members on campus to make spring term as successful as possible. He spoke about the impacts on instruction, research, and finances, but then noted that there is little time to reflect because the institution must continue to look forward and plan for resumption of operations. Before turning to various institutional experts, Schill emphasized that safety is paramount in the UO’s planning. He noted that while the UO can and will reduce risk consistent with the best medical advice and scientific knowledge, it cannot be eliminated—that the risks of not opening (which are not just financial but include student success and perhaps the provision of a safer environment for some students) must be balanced with the risks of opening.

Jamie Moffitt, vice president for finance and administration and CFO, went through some financial information related to COVID-19 impacts, planning, and response. She emphasized that many impacts are not yet known, and likely will not be for some time as we waitfor key information regarding enrollment, fall activities, state appropriations, and other items. She outlined the financial impacts known as of this meeting. First, for the E&G fund, Moffitt noted a projected revenue impact of $5.9 million in spring 2020, much of which, she added, will be offset by reduced expenses related to COVID-19. She explained that the overall run-rate deficit anticipated for FY20 will grow from $10.4 million (previous Q2 estimate) to $10.9 million. She then spoke about an anticipated $21-22 million net negative impact on auxiliary budgets for spring FY20. She explained that this is because most auxiliary services—such as Housing and Dining Services, the Student Rec Center, the Erb Memorial Union, child care centers, and intercollegiate athletic activity—were either partially or completely shut down during spring term. She reminded trustees that refunds were provided to students for housing and dining contracts, SRC and EMU mandatory fees, and child care tuition when those services could not be rendered. Moffitt then discussed the significant budget uncertainties facing the UO for the next fiscal year (FY21), which begins July 1. Primarily, these include tuition revenue (enrollment uncertainties), changes to the FY21 state appropriation, and auxiliary operations and associated revenue. She also noted that there is likely to be ongoing revenue impacts and that the institution may not know the entirety of these impacts for some time. Moffitt provided an overview of federal stimulus funds received as a result of the federal CARES Act. The total provided to the UO is $16 million, with $8 million dedicated to student grants and $8 million to the institution. All funds are meant to offset costs because of or provide emergency aid for disruptions caused by COVID-19. She also noted actions taken to date by the institution to reduce expenditures to offset the financial impacts. Examples included: hiring and pay action freezes, agreement with the faculty union to extend the collective bargaining agreement by one year with no pay increases, a voluntary workshare program for employees, voluntary pay reductions for senior leadership, and personnel actions in auxiliary units. Trustees engaged in questions and discussions about issues such as whether our bond rating is tied to the entire institution or just the E&G funds (entire institution/legal entity) and whether the state is providing any protections or waivers for liability related to when operations have resumed. They asked for more detail about the progressive pay reduction plan being discussed with employee groups, whether there is any discussion at the state level about any relief from PERS obligations in light of economic difficulties, and the status of the work regarding the HECC’s funding formula.

Andre LeDuc, associate vice president and chief resilience officer, provided an overview of where the institution is as of the time of the meeting regarding existing guidance and regulations as well as plans for reopening. He noted that the UO is under an existing executive order that expires June 13 and that a new executive order is likely to be issued effective June 15. He provided current testing data information and emphasized the importance of testing and contact tracing to resumption planning, particularly as it relates to state and county health guidance; and he discussed with trustees the differences between Portland and Eugene relative to our operations and ability to resume operations. He noted that UO planning for testing is not just about internal campus operations, but the broader Eugene, Lane County, and state communities.

The conversation then turned to more specific planning underway relative to reopening for fall 2020. That conversation began with Patrick Phillips, provost and senior vice president, providing general remarks about the importance of cautious and deliberative planning and discussed the important role research universities can plan in Oregon and across the nation in this work. Phillips emphasized *recovery* as a filter for the work of the UO—both to facilitate the institution’s own recovery, but also understanding how the UO can help the broader recovery of the region and state. He emphasized that—as the UO plans for fall—a theme is “we don’t know” and, thus, the institution must remain adaptable given evolving knowledge and guidance. He emphasized the collaborative relationships with peer institutions in Oregon, throughout the west, and across the country.

Michael Griffel, assistant vice president and director of Housing and Dining Services, provided an overview of University Housing’s efforts to care for the students living on campus during spring 2020, and then focused his update on the planning underway to prepare for fall. He discussed with trustees a variety of related matters including cleaning protocols and facilities standards; isolation and quarantine spaces, including operational protocols to care for students in those spaces; overall housing stock, including work with private, off-campus housing providers (e.g., area apartment complexes); supplies and materials available to residents; community care and programming; food safety standards and dining option protocols; and signing options and education. He emphasized that the most important aspect of this is community care and awareness—individuals adhering to protocols and common sense to help mitigate the spread of the disease.

Janet Woodruff-Borden, executive vice provost for academic affairs, provided an overview of the UO’s planning for fall instruction. She noted that the fall instructional planning group is made up of many campus partners necessary to develop and implement plans and that such planning is scenario-based at this time. The current focus is to have in person instruction with some remote delivery for large or high-capacity classes. For in-person classes, she noted that the UO will rely on CDC guidance for distancing as well as any state or local regulations. Out of recognition that some students may need a fully remote schedule, the team is evaluating options to make that possible. The team is also evaluating block schedules, traffic flow, cleaning protocols, the use of face masks or shields, cohort models for large classes, how to manage lab spaces, social distancing in classrooms, and possible modifications to historically under-enrolled classes that are not required for graduation. Woodruff-Borden provided an overview of the space analysis underway, which is a complex and detailed process necessary to underpin the overall fall course schedule. The fall schedule was launched on June 1 with registration beginning June 2. Woodruff-Borden then discussed with trustees the training and information provided to faculty to help with topics such as remote instruction and communicating with students. She provided an update on the work being done institutionally to enhance formal online course development, accelerating the work of UO Online based on strategic analysis of high-need courses. She, along with Doneka Scott, vice provost for Undergraduate Education and Student Success, provided an overview of academic advising services during the remote instruction spring term.

David Conover, vice president for research and innovation, then discussed with the board key resumption issues about the UO’s research enterprise. He explained that individual principal investigators were asked to develop continuity plans and that nearly all research was moved off-campus or canceled by late March. He discussed aspects where continuity of operations *on campus* remained important, such as animal care; communications efforts to help researchers understand how to navigate guidance and regulations; and areas where the research enterprise was adding to the general COVID-19 response (e.g., face mask production and testing). He explained that research is working toward full resumption in a phased approach, currently with two researchers allowed in a lab at the same time. Conover reminded trustees that summer is an important part of the calendar year for research and that they are working diligently to resume operations in accordance with safety guidelines and regulations. Conover then provided some context relative to federal policy affecting research funding and work being done by national collaborations in regards to this. He pointed trustees’ attention to the information in the meeting packet articulating some of the COVID-specific research being conducted by faculty.

Roger Thompson, vice president for Student Services and Enrollment Management, provided a brief update on units within his division and the work they have been doing to navigate spring term, student care, and prepare for fall term. He then focused his remarks on fall 2020 admissions and orientation efforts, beginning with the pivot to virtual recruitment events throughout the spring. Thompson informed trustees that the UO had a record number of applications and admitted more students than in any previous year, but that it is incredibly difficult to forecast how many students will enroll come fall term given the great deal of uncertainty across the country. He explained that the deposit deadline for fall enrollment was moved from May 1 (historical) to September 1 to give students and families more time. Thompson emphasized that it will be difficult to estimate fall enrollment until the term starts (September 29) and that the UO is not alone in this. Thompson and trustees discussed the diversity of the student body and flagged recruitment and retention of underrepresented minority groups as a topic for a board meeting in the near future.

Rob Mullens, director of intercollegiate athletics, provided an overview of the regulations in place for student-athletes as students—particularly those in high-contact sports—begin to return to campus for training purposes. These regulations include but are not limited to: testing and symptom observation, physical evaluation for fitness and safety, physical distancing, equipment cleaning and sanitation, capacity, face coverings, the use of appointment-only systems for areas that were traditionally open or drop-in, and the ongoing use of virtual platforms for things like team or coaches meetings. Mullens and trustees also discussed efforts to communicate with and support student-athletes, particularly student-athletes of color, during recent national events, particularly given the high level of diversity in the athletics program and the need to increase diversity in the remaining student body.

Mark Schmelz, chief human resources officer, discussed with trustees some of the resumption planning related to having employees on campus. He first discussed safety issues relative to reopening, including efforts to understand which employees are in vulnerable populations to better assess who may need to continue working remotely, as well as efforts to provide due care to more senior members of the university community. Schmelz then highlighted efforts around employee engagement, particularly as it relates to working remotely and the impacts this can have on teamwork, connectedness, institutional recovery, onboarding new employees, and self-care. He then discussed some of the personnel actions that have been put in place or are planned to mitigate the fiscal impacts of COVID-19. He provided some examples, such as the proposed progressive pay reduction plan, leave without pay options in auxiliary units, and a voluntary workshare program for partial and temporary FTE reduction.

LeDuc and Cass Moseley, senior associate vice president for research and innovation, then discussed the Incident Management Team’s work to prepare for testing and contact tracing efforts on campus in the fall. LeDuc noted that this work, importantly, is in partnership with others in the community. Moseley explained three key strategies for testing and tracing: current high capacity testing in partnership with McKenzie Willamette; coordinated efforts with Lane County Public Health to develop trained, effective contact tracing—including using students and researchers from the UO; and developing high throughput testing capacity on campus, working in partnership with campus-based research units such as those who study genomics and the Prevention Science Institute. She noted that there remains much to figure out in this space as we move toward the resumption of operations in the fall, but that much progress has been made and many deserve credit for ingenuity and creativity in moving this work forward.

President Schill provided some closing remarks to the COVID-19 planning and response discussion, letting trustees know about the key long-term planning efforts underway through a long-range planning task force.

**Research Report.** Vice President for Research and Innovation, David Conover, provided a report on the UO’s research enterprise to trustees. Chair Lillis noted that this report would normally occur in September, but it was added to the June agenda due to Conover’s retirement in early July. Conover provided preliminary figures for the 2019-2020 academic year (AY20) (numbers will be final after the year closes June 30, 2020). Among these were sponsored project metrics including, but not limited to, proposals submitted and total dollar value (1,022 and $186.9 million, respectively), awards granted, authorized spending, and F&A dollars. He provided information about monthly expenditures and the ten-year trend for total research expenditures. Conover highlighted multi-year award commitments and major awards (greater than $5 million). Conover then provided trustees an overview of the last several years relative to the institution’s overall progress related to innovation, including licensing income, disclosures, patent filings, and the internal innovation fund; COVID-19 related research at the UO; workforce destination and earnings for graduate students; and national collaborations; and the outlook for federal research funding. Lillis, Schill, and Phillips all extended their gratitude for David’s work over the last four years. Phillips noted that Cass Moseley, the current chief of staff for the VPRI, will be the interim vice president beginning in July.

**Trustee Comments.** Trustee Andrew Colas asked the Board to reconsider prior actions regarding Deady Hall and, specifically, the decision to not rename Deady Hall at the time it voted to change the name of Dunn Hall. Due to Oregon’s public meetings laws, trustees were not able to engage in a conversation about this topic during the current meeting. Chair Lillis announced (after reconvening, below) that he would meet with President Schill immediately following this meeting to determine the best path forward given Colas’ request and thoughtful comments.

**Note.** Consideration of the FY21 expenditure authorization (agenda item #3) and the action to alter the timing of the presidential evaluation (agenda item #4) was postponed until the end of the day’s proceedings.

**Recess and Reconvening.** The meeting was recessed at 12:34 p.m. and reconvened at 1:01 p.m.

**Acknowledgment of Service.** Lillis recognized Trustee Connie Ballmer for her service on the Board, noting that this is Ballmer’s final meeting as her term ends on June 30, 2020. President Schill and other trustees offered words of gratitude and recognition as well. Ballmer thanked her colleagues and reflected on how far the university and the Board have come since the Board’s formation nearly 7 years ago.

**Demographics and Higher Education.** Dr. Nathan Grawe, professor of economics at Carleton College, joined the trustees for a discussion about demographics trends and the potential impacts on higher education. He discussed projections related to racial minorities over the coming decades and the potential impact of a decline in the birth rate since 2008. He provided background information on the Higher Education Demand Index, a tool he developed to help better understand *projected* numbers of college-going individuals and what those individuals may seek in a college experience. Grawe further broke down his information by region (west, south, northeast, and southwest) as well as race and ethnicity. He reported that his data finds that there is an increasing return to prestige for those seeking a college education and that public and private universities are generally in the same position, but that demographic issues are not ubiquitous among all regions and schools. Grawe then discussed some responses that higher education has begun to explore, including stronger price competition (often through discount rates) and urgency around access, international student recruitment, academic programming, and attention on retention. Grawe also noted that past assumptions about predicting who might attend college and when do not necessarily hold any longer given growing numbers of students who have parents who received a degree in non-traditional ways. Trustees engaged in discussion with Grawe about various topics including Oregon’s relative position geographically, changes in California demographics, whether this is a cautionary tale toward downsizing as opposed to continued growth, how much economic (cost and economic health of prospective students) factors into these predictions, international student trends, the impact of COVID-19 on higher education demand, what the UO is doing to recruit and retain Latinx students, and how to help improve the pipeline in Oregon through better K-12 output, particularly in Oregon.

**Student Conduct Code.** Erik Girvan, professor of law and co-chair of the student conduct committee, provided an overview for trustees about the proposed revisions to the Student Conduct Code before them for approval. Girvan noted the guiding principles adopted by the committee as it began its work (available in the meeting materials). A primary goal of the rewrite was to make the code more accessible to and easier to digest for all parties. Lillis asked whether there were dissenting opinions from the committee or disagreements with any of the content in the rewrite. Girvan clarified that while the committee as a whole supported the version put forward, he would not contend that there still is not disagreement with certain substantive elements, but that substantive changes to such elements were not part of the work on this draft. Girvan fielded questions about jurisdiction and key definitions.

*ACTION: A resolution approving certain changes to the student conduct code was moved by Ross Kari and seconded by Joe Gonyea. It was approved by voice vote without dissent.*

**Bioengineering Graduate Degree.** Jim Hutchison, senior associate vice president in the Knight Campus and professor of chemistry, provided an overview of the proposed graduate program in bioengineering. The program, which would offer a PhD jointly with Oregon State University, is designed to meet growing demand and expand educational and professional training opportunities for students in Oregon. Hutchison provided an overview of the program’s benefits and the market demand for this field of study. He also noted that this is an important moment in time for the University of Oregon given the launch of the Knight Campus. He discussed the rationale for a partnership with OSU, noting that such partnerships are a best practice in graduate bioengineering programs and that both institutions can better leverage resources and faculty expertise. Hutchison answered questions about the likely start date for the program (hopefully winter term of the upcoming academic year, but not later than fall term of the year following); the desired size of the program; and the use of active learning classrooms and laboratories for the program.

*ACTION: A resolution authorizing a graduate degree in bioengineering was moved by Laura Lee McIntyre and seconded by Elisa Hornecker. It was approved by voice vote without dissent.*

**Romania Ground Lease.** Lillis and Board Secretary Angela Wilhelms noted a change to the title of the resolution before the trustees; the change clarifies that the resolution does not approve a ground lease but instead approves key non-binding terms and authorizes the university to negotiate a ground lease. Associate Vice President and University Architect Michael Harwood then provided an overview of the proposed development project for the Romania Property, a piece of university-owned property east of the main campus, and the key terms negotiated thus far with a selected developer, Project^. He noted that the development would include a hotel, offices, residential apartments, retail spaces, dining, and parking to support those uses. He then articulated some of key non-binding terms including, but not limited to: lease duration (55 years with two 10 year renewals), income to the university (rent), timing (expected to begin in early 2022), prevailing wage, historic preservation in design, an option to lease office space, and referral arrangements. Trustees engaged in discussion regarding topics including, but not limited to, expenses outlaid by the university (which are minimal in comparison to projected rent revenue), the ability of the university to enforce actual development and performance to the agreement, comparable agreements at other universities, risks if the developer cannot complete the project or cannot fully fill the developed space as desired.

*ACTION: A resolution authorizing negotiation of a ground lease of the Romania property was moved by Ross Kari and seconded by Jimmy Murray. It was approved by voice vote without dissent.*

**Employee Recognition.** Jessie Minton, vice provost and chief information officer, took a moment to recognize Dianne Nelson, an information systems employee who will retire this year after 60 years of service. She noted that Nelson joined the UO as a telephone operator, and while Nelson’s job has changed dramatically since that time, she is still the voice people get when they choose to talk to a live operator. Minton noted that Nelson is a committed employee, and an avid member of the UO community—a true Duck. Minton thanked the Board for its consideration of a resolution to recognize Nelson’s service. Schill added some comments of gratitude and respect for Nelson’s years of service and passion for the community.

*ACTION: A resolution recognizing the service of Dianne Nelson was moved by Marcia Aaron and seconded by Elisa Hornecker. It was approved by voice vote without dissent.*

**FY21 Expenditure Authority.** Lillis introduced the topic of the Fiscal Year 2020-2021 (FY21) expenditure authorizations, noting that the extreme uncertainty about institutional resources due to COVID-19’s ongoing and unknown impacts led the administration to recommend an FY21 authorization for operating expenditures that is flat from FY20. Moffitt noted that this flat authorization considers a reduction in otherwise anticipated spending, given that costs are scheduled to increase (e.g., personnel, benefits, and others). She noted that the resolution requires quarterly review of the authorization to ensure that the board-authorized expenditure level aligns with ongoing developments relative to the institution’s finances as the fiscal year unfolds. The total expenditure authorization requested at this time is $1,132,345,000. Moffitt referred back to the discussion earlier in the day about COVID-19 impacts, discussing the possible reductions in available resources from original expectations. She also recalled the prior conversation about costs associated with testing, cleaning and other supplies necessary for safe resumption. Moffitt then walked trustees through the FY21 capital expenditure request of $160,400,000. She explained that this is a conservative estimate, including only previously authorized projects and necessary smaller-dollar projects. She noted that any further approvals would be brought forward on a case-by-case basis, giving trustees the ability to examine current information about projects and financial resources. Trustees engaged in questions and discussion with Moffitt on subjects including, but not limited to: ongoing housing demand, the use of previously-issued capital debt, costs of responding to COVID-19 health guidance, and the need for ongoing diligence concerning institutional expenditures based on available resources.

*ACTION: A resolution authorizing certain operating and capital expenditures for Fiscal Year 2020-2021 was moved by Allyn Ford and seconded by Peter Bragdon. It was approved by voice vote without dissent.*

**President’s Evaluation.** Lillis introduced the matter of the presidential evaluation schedule and the resolution required to delay the comprehensive five-year review that would otherwise have taken place at the end of the 2019-2020 academic year, noting that he and Vice Chair Ginevra Ralph did not think this was the appropriate time for that review due to all of the matters before the institution. He noted they would continue this year with a normal annual evaluation, which is still modeled after a 360-style review.

*ACTION: A resolution approving the delay of the comprehensive presidential evaluation by one year was moved by Ross Kari and seconded by Joe Gonyea. It was approved by voice vote without dissent.*

**Adjournment.** The meeting was adjourned at 3:20 p.m.