



The Executive and Audit Committee (EAC) of the Board of Trustees of the University of Oregon met on March 4, 2015 in the Ford Alumni Center on the UO campus. An audio recording of the full meeting is available.

Committee Attendance

Chuck Lillis, Chair	Present
Peter Bragdon	Present
Allyn Ford	Present
Ross Kari	Present
Ginevra Ralph	Present
Mary Wilcox	Present

Convening. The meeting was called to order at 1:02 pm by Committee Chair Chuck Lillis. Roll was taken; all members were present and a quorum verified. Minutes from the December 2014 and February 2015 EAC meetings were approved by a voice vote.

Quarterly Audit Report. Chief Auditor Brenda Muirhead introduced two new members of her staff that started in the last few months. She then proceeded to a review of the internal audit report for the 2nd quarter of the current fiscal year. The report included an update on the annual university-wide risk assessment, which involved more than 110 interviews with management and leadership, and a review of risk management. A summary of findings for both will be provided at the June EAC meeting. The office completed the required NCAA football bowl attendance certification with no findings to report. In addition, the office is working on an efficiency audit of printing and mailing services, reviewing proposals for IT audit services, a review of university-wide purchasing practices, and a review of university-wide lab safety practices. Muirhead will report on these activities at the June meeting. In addition, Muirhead introduced Scott Simpson, the local partner in charge for Moss Adams LLP, the firm recently approved by the Board as the new external financial auditor, and discussed the timeline for development of the FY15-16 annual audit plan for approval at the June meeting.

Resolution Regarding the Board's Role in Potential Strike Situations. Chair Lillis introduced a proposed resolution relating to the role of the Board in potential strike situations on campus. While introducing the resolution, Chair Lillis discussed some of the delegation and communication items relating to the GTF strike. Trustee Kurt Willcox, who proposed the resolution, explained the intentions and thoughts behind the proposal. He noted that it stems in part from the GTF strike, the 2013 near-strike situation with SEIU, and the current bargaining timeline for faculty and classified staff. He noted that his intent was to find a balance between the delegation of authority to the president and the role of the board to remain informed and engaged in critical situations (noting that strikes, or potential strikes, are such critical situations). He indicated that the resolution attempts to do two things: (1) establish a board procedure for addressing strike situations, and (2) ensure the board is engaged with the president during these situations. He provided remarks in support of the resolution and explained the requirements in the resolution. Chair Lillis noted that the Board already has the authority to do everything proposed in the resolution. Trustee Ross Kari noted that the resolution seems like an attempt to document obligations that are already under the authority of the Board. Trustee Mary Wilcox, reiterated that the current delegation of authority already allows for these actions and that she does not want to create a situation of redundancy. She further noted

that she felt as though she had received updates and information as necessary. Trustee Peter Bragdon thanked Willcox for his outreach on this issue, echoed the sentiments already expressed, noted that this is a topic that should be addressed with a new president, and that the ultimate sticking point is the requirement that the board puts itself in a position with a mandatory emergency board meeting. He also noted that an unintended consequence might be to create a situation where there is more than one perceived designated authority for bargaining. Trustee Ginevra Ralph noted that she shared many of the sentiments stated already and expressed concern that having an emergency meeting creates a visual that the Board is leveraged against the president in bargaining. Chair Lillis discussed the issue of a Board's role in oversight of versus running the UO. Trustee Helena Schlegel shared with the committee that the GTFF is supportive of this resolution. Trustee Allyn Ford expressed concern about the board weighing in on certain matters that are under the purview of the president. Willcox clarified for the committee that any request to have the board engaged through this resolution would not include the faculty or nonfaculty staff positions, and that the proposal was asking for similar activity seen in other education districts.

Action: The referral was moved by Allyn Ford and seconded by Ross Kari. The referral failed by a vote of 6-0.

Approval of Significant Program Changes. Chair Lillis introduced a proposal allowing the academic committee of the Board to approve, on the Board's behalf, significant changes in academic programs before submission of such programs to the Higher Education Coordinating Commission (HECC). Trustee Wilcox explained that this amendment allows the Board to maintain oversight over strategic alignment of academic programs while allowing more nimble and flexible approval so as not to unnecessarily delay processes.

Action: The referral was moved by Mary Wilcox and seconded by Ross Kari. The referral passed by voice vote without dissent.

Consent Calendar. Chair Lillis introduced the resolution proposing a consent calendar for non-controversial items that do not require additional debate or conversation, allowing the disposal of such issues in a more efficient manner. Chair Lillis explained that this language is modeled after a practice in the Oregon House of Representatives. Ford asked for clarification on the information trustees would receive in a full Board meeting. Several trustees indicated support and experience with consent calendars.

Action: The referral was moved by Allyn Ford and seconded by Mary Wilcox. The referral passed by voice vote without dissent.

Adjournment. 1:55 pm