

**7:15am** Informal Continental Breakfast Reception with Faculty, Staff and Students  
*Union Peak Lounge, First Floor in the College Union*

## **Board of Trustees Agenda**

Docket Page

1. **Call to Order/Roll/Declaration of a Quorum** (8:00am) *Chair Graham*
2. **Opening Comments and Reports** (8:05am)
  - 2.1 **Guests** *City of Klamath Falls Mayor, Todd Kellstrom and KCC President, Dr. Roberto Gutierrez*
  - 2.2 **Oregon Tech Foundation Introduction and Overview** *Tracy Ricketts, AVP Development and Alumni Relations*
  - 2.3 **President's Report and Discussion** *President Maples*
  - 2.4 **Legislative Session Update** *AVP Lita Colligan* 1
  - 2.5 **Faculty Senate Report** *Faculty Senate President, Robyn Cole*
  - 2.6 **ASOIT Report** *ASOIT President, Kristen Marsters*
  - 2.7 **Academic Quality and Student Success Committee Report** *Trustee Brown*
  - 2.8 **Finance and Facilities Committee Report** *Vice Chair Sliva*
  - 2.9 **Executive Committee Report** *Chair Graham*
- Break** (10:00-10:15am)
3. **Consent Agenda** (10:15am)
  - 3.1 **Approve Minutes** (January 21 and 22, 2015) *Chair Graham* 7
4. **Action Items** (10:20am)
  - 4.1 **Approve and Sign Values Statement** *Chair Graham* 19
  - 4.2 **Adopt Board Policy on Delegation of Authority** *Chair Graham* 21
  - 4.3 **Adopt Board Policy on Ethics and Conflict of Interest** *Chair Graham* 28
  - 4.4 **Adopt Board Policy on Categories of Authority** *Chair Graham* 36
  - 4.5 **Approve Resolution on Shared Governance** *Chair Graham* 41
  - 4.6 **Approve Resolution Authorizing the President to Repeal Administrative Rules and Adopt Certain Administrative Rules as University Policies** *Chair Graham* 47
  - 4.7 **Approve Resolution Authorizing Board Chair to Approve President's Oregon University System Employment Agreement** *Chair Graham* 56
  - 4.8 **Endorse Recommended 2015-16 Student Tuition and Fees** *VP Zemke* 59

**Recess for Lunch** (12:30pm-1:15pm)

**Tour of Cornett Building and Site for Proposed Center for Excellence in Engineering and Technology** (1:15pm-2:45pm) *President Maples and Provost Burda*

**5. Discussion Items** (2:45pm)

**5.1 Strategic Review and Funding Model Overview** *President Maples and Provost Burda*

**5.2 [2015 and 2016 Meeting Dates](#)** *Chair Graham*

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**5.3 Future Agenda Topics** *Chair Graham*

**6. Public Comment** (5:10pm)

**7. Adjournment** (5:30pm)

# REPORT

## Agenda Item No. 2.4

### Legislative Session Update

#### Background

The legislative session opened on February 2, 2015. Almost 2,000 bills have been introduced, with approximately 500 that could impact higher education institutions.

#### **Key Issues:**

- Education Policy – roles of institutions to offer various types of degrees; accelerated credit and how it is compensated; transferability of credits; free community college
- Strategic investments – establishing a Talent Council to infuse funds into high-demand programs at colleges and universities; focus on Career and Technical Education and STEM
- Financial Aid – new models that will assist students with highest financial need; longer application periods; more support in first two years; STEM preferences; terms of financial services contracts for managing student financial aid
- Veterans – preferences in hiring, registration for classes, access to services
- Employment conditions – sick pay, minimum wage, flex schedules, role of HECC in classification and compensation systems, and ratios of managers to line workers
- Public Contracting – where, when and how prevailing wage applies

#### Testimony:

President Maples testified on February 4<sup>th</sup> to the House Higher Education Committee about the [Challenges and Opportunities of the Technical and Regional Universities](#). (TRU)

President Maples and TRU presidents testified to the Senate Education Committee on March 3<sup>rd</sup> on the [Unique Role of the Technical and Regional Universities](#).

#### Letters of Support or Concern to Legislative Committees:

- All seven public university presidents signed a letter to the HECC, recommending that the HECC include \$12.1M TRU shared services in its new funding formula. (copy attached)
- [All seven university provosts signed a letter of support for HB 2728](#), to establish the Oregon Talent Council.
- [All seven university presidents signed a letter of support and recommended amendments for SB 84](#), on accelerated college credit.

Bonding: Oregon Tech and EOU received approval from the legislature to “repurpose” \$2M each in General Obligation bonds to utilize the funds for IT and infrastructure projects rather than the previously-approved planning purposes. This approval will help Oregon Tech improve technical capabilities at both campuses to enhance teaching modalities and effective communications for staff, students and the board.

## **KEY DATES**

March 16 – April 9, 2015:	Budget Hearings for HECC and Higher Education
April 6 – 9:	Public testimony; possible board member involvement April 9
May 15, 2015:	Revenue Forecast Released in Salem
May 19, 2015:	Technical and Regional University Day in the Capitol – plan to be in Salem to lobby, if possible
May 15 – July 11:	Possible final budget bill passed
July 11, 2015:	Constitutional Sine Die for 2015 Legislative Session

## **TALKING POINTS FOR MAY 19<sup>TH</sup> TRU DAY IN CAPITOL**

### **Technical and Regional Universities:**

- Improve retention and degree outcomes to meet Oregon’s 40-40-20 goal and state workforce/economic goals.
- Serve over 20,000 students, with 82% Oregonians.
- Most students served require need-based aid and come from rural or distressed communities; 68% of Oregon Tech students are Pell-eligible.
- Awarded 3,079 bachelor’s degrees last year and 535 master’s degrees and most graduates build their post-graduate lives in Oregon.
- Have 50-60% of their student bodies as first-generation students.

### **To support students at the Technical and Regional Universities, the first steps are:**

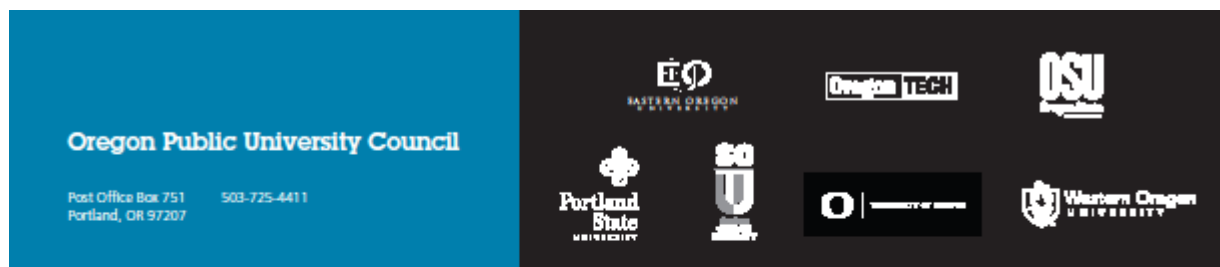
- **Public University Support Fund** – Provide \$755 million in the 2015-2017 biennium which includes a Student Affordability Package of approximately \$62 million (to carry-forward the tuition buy-down in 2013-15). For the TRUs, the increased funding will support improved long-term access, retention, and graduation of rural, first-generation and under-represented students; and add capacity in high-demand programs to fulfill our Achievement Compacts and strategic goals related to workforce and economic strength. The proposed \$670 million in the Co-chairs’ budget will cover the cost of existing services for students, but will not provide additional resources to improve outcomes for low income, minority or first generation student access or graduation rates.
- **Operational Costs** –\$12.1M of higher education funding has been included in the HECC funding formula for the TRU universities to cover the operational costs previously funded by the Chancellor’s Office and PEBB increases that resulted from unbundling of the university system. We appreciate this approach and the support of all seven campuses to ensure the economic stability of the TRU campuses.
- **Oregon Opportunity Grant** – Support a \$60 million increase in 2015-2017 funding for the Oregon Opportunity Grant. Ensure that the proposed model includes funding

for students of all ages, in all four years of their education to ensure long-term access to graduation.

- **Sports Lottery** -- Retain the full 1% of the lottery fund for collegiate sports, as legislated in 2005 in HB 3466, to support non-revenue sports, women's athletics, scholarships, and Title IX compliance. One percent is estimated to amount to \$11.4M in the 2015-2017 biennium. Less than 1% results in reduced diversity and access for underrepresented students, and opportunities for scholar athletes. Reducing sports programs has a negative impact on rural economic development.
- **Oregon Tech's Capital Project** - Consolidate two investments in the GRB into one project: Center for Excellence in Engineering and Technology, Phase 1 of the Cornett Hall Renovation Project. The Governor's Office and HECC are supportive of repurposing the \$10.92M in the GRB for Oregon Tech's highest priority project that will serve the most students.

### **Attachments**

- Public University Presidents' letter to the HECC related to shared services



February 23, 2015

Chair Tim Nesbitt  
Commission Members  
Executive Director Ben Cannon  
Higher Education Coordinating Commission

Dear Chair Nesbitt, Commissioners, and Executive Director Cannon,

The seven presidents of Oregon's public universities appreciate the opportunity to provide a recommendation to the Commission about the importance of covering the costs for the Technical and Regional Universities (TRUs) associated with the unbundling of the Oregon University System (OUS).

Each of us is now actively engaged with our institutional governing boards. We are grateful for the opportunity to work with such dedicated education leaders who are committed to guiding our institutions and exercising their fiscal stewardship. Our Vice Presidents of Finance and Administration (VPFAs) have been working diligently with the Higher Education Coordinating Commission staff to transition from the Oregon University System Resource Allocation Model to the Student Success and Completion Model that will promote alignment of university outcomes with the goals of the Governor, the Commission, and the universities. One outstanding issue is the ability of the TRUs to absorb the shared services and operational costs associated with the dissolution of the system, regardless of the outcomes-based funding model.

In 2014, the Legislature reduced the Public University Support Fund by the amount of the remaining funding for Chancellor's Office operations. The 2015-17 Public University Support Fund contains no funding for Chancellor's Office operations as it ceases to exist on 7/1/15. Chancellor's Office operations previously covered a number of activities that now must be borne by the individual universities. The VPFAs have worked together to identify the costs that the TRUs will bear without a dedicated resource for covering these expenses.

For these reasons, we are united in our recommendation to the HECC that ongoing and dedicated funding for the costs in the attached worksheet be added to HECC's Regional Support base allocation for the TRUs in the amount of \$12,097,683 beginning with the 2015-17 biennium. The table itemizes the specific services and operating costs and the associated assumptions. Please note that a key assumption pertains to the \$1.9M per year currently funded in the FY15 allocation to the TRUs. If this funding for the "5th site" does not continue, the request increases from \$12.1M to \$15.9M per biennium.

Eastern Oregon University  
President Jay Kanton  
Oregon Institute of Technology  
President Chris Maples

Oregon State University  
President Ed Ray  
Portland State University  
President Wim Wiewel

Southern Oregon University  
President Roy H. Salgo  
University of Oregon  
President Scott Coltrane

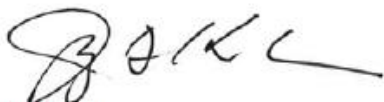
Western Oregon University  
President Mark Weiss

Higher Education Coordination Committee  
February 23, 2015  
Page 2

We would be happy to meet with you to discuss the details of the recommendation, and look forward to hearing from you about how this critical funding may be incorporated into the HECC's allocation formula.

Sincerely,

University Presidents



Jay Kenton  
Eastern Oregon University



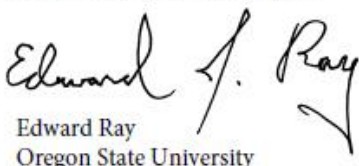
Roy Saigo  
Southern Oregon University



Chris Maples  
Oregon Institute of Technology



Scott Coltrane  
University of Oregon



Edward Ray  
Oregon State University



Mark Weiss  
Western Oregon University



Wim Wiewel  
Portland State University

Cc: Senator Richard Devlin, Co-Chair, Joint Committee on Ways & Means  
Representative Peter Buckley, Co-Chair, Joint Committee on Ways & Means



A	B	C	D	E	F	G	H	I	J
TECHNICAL & REGIONAL (TRU)									
1									
2	SHARED SERVICES & UNBUNDLED OPERATIONAL COSTS REQUEST								
3			EOU	OIT	SOU	WOU	ANNUAL TOTAL	BIENNIAL AMOUNT <sup>1</sup>	
4	USSE Services <sup>2</sup>	Financial Reporting Services	\$92,400	\$92,400	\$92,400	\$92,400	\$369,600	\$751,027.20	
5		Information Technology Services (5th Site)	717,471	709,560	780,750	728,711	2,936,492	5,966,952	
6		Payroll & Related Tax Processing Services	62,770	44,020	44,020	43,270	194,080	394,371	
7		Collective Bargaining Services	47,250	47,250	47,250	47,250	189,000	384,048	
8		Optional Retirement Plan (ORP) Services	14,508	18,507	17,879	23,001	73,895	150,155	
9		Shared Legacy Debt Services	4,320	7,430	7,020	9,450	28,220	57,343	
10		Bank Reconciliation Services	16,290	16,290	16,290	16,290	65,160	132,405	
11		Endowment Services	2,380	450	3,310	120	6,260	12,720	
12		Public University Fund Administration (Treasury Debt Service Charges)	37,335	39,765	43,147	47,849	168,096	341,571	
19		Financial Analyst/IR - 1 FTE per TRU	123,000	123,000	123,000	123,000	492,000	999,744	
20		Cooperative Contracting	9,200	9,200	9,200	9,200	36,800	74,778	
21		Statewide Student Services	37,500	37,500	37,500	37,500	150,000	304,800	
22	Other Operating <sup>3</sup>	Legal Services	250,000	250,000	250,000	250,000	1,000,000	2,032,000	
23		Internal Audit	175,000	175,000	175,000	175,000	700,000	1,422,400	
24		External Audit	125,000	125,000	125,000	125,000	500,000	1,016,000	
25		Capital Construction Services/Analysis	80,000	80,000	80,000	80,000	320,000	650,240	
26		PEBB Composite Rate Increase	222,527	295,759	399,478	113,565	1,031,329	2,095,661	
27		Insurance Premium Increase	22,596	16,458	34,351	26,913	100,318	203,846	
28		Direct Board of Trustee Costs	75,000	85,000	85,000	75,000	320,000	650,240	
29		Total Before Offsets	\$2,114,547	\$2,172,589	\$2,370,595	\$2,023,519	\$8,681,250	\$17,640,300	
30		Less Offset for Cost Reductions & Other Resources							
31	Offsets	Chancellor Office Prior Assessments <sup>4</sup>	47,005	72,947	110,583	185,051	415,586	844,471	
32		IT Fifth Site Funding in Outcome Based Funding Model <sup>5</sup>	478,020	478,020	478,020	478,020	1,912,080	3,885,347	
33		IT Fifth Site Costs Contributed by University	100,000	100,000	100,000	100,000	400,000	812,800	
34		Total Offsets	\$625,025	\$650,967	\$688,603	\$763,071	\$2,727,666	\$5,542,617	
35		Total Net of Offsets	\$1,489,522	\$1,521,622	\$1,681,992	\$1,260,448	\$5,953,584	\$12,097,683	
36									
37	Footnotes	<sup>1</sup> Includes 3.2% inflation (DAS) increase for second year of biennium 2016-2017							
38		<sup>2</sup> Does not imply specific service provider							
39		<sup>3</sup> Costs associated with unbundling of operating costs previously provided and paid by Chancellor's Office (not funded in university budgets)							
40		<sup>4</sup> Includes Indirect Cost Recovery & Auxiliary Assessments charged to each institution by Chancellor's Office							
41		<sup>5</sup> Included in the Mission Support section of the draft HECC Outcome Based Funding Model							

version 11 Jan 29, 2015





**Special Meeting of the  
Oregon Tech Board of Trustees  
Room 402, Oregon Tech Wilsonville Campus  
Viewable by video: Mt. Thielsen Room, Klamath Falls Campus  
January 21, 2015  
8:00am – 5:00pm**

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**8:00 Informal Coffee Reception with Faculty, Staff and Student Officers**  
*Wilsonville Commons*

## **Draft Minutes**

### **Trustees Present:**

Jeremy Brown	Dana Henry	Kelley Minty Morris	Paul Stewart
Melissa Ceron	Kathy Hill	Celia Núñez	Fred Ziari
Jessica Gomez	Gary Johnston	Dan Peterson	
Lisa Graham	Chris Maples	Steve Sliwa	

### **University Staff and Faculty Present:**

Mateo Aboy, Assoc. Provost, VP for Research  
Brad Burda, Provost, VP for Academic Affairs  
Robyn Cole, Faculty Senate President, Medical Imaging Technology Faculty  
Lita Colligan, Assoc. VP for Strategic Partnerships and Government Relations  
Erin Foley, VP for Student Affairs and Dean of Students  
Sandra Fox, Board Secretary  
Di Saunders, Associate VP for Communications and Public Affairs  
Terri Torres, Faculty Senate Vice President, Mathematics Faculty

### **Other Attendees:**

Jenee Hilliard, Legal Counsel, Miller-Nash

## **1. Call to Order/Roll/Declaration of a Quorum**

**President Chris Maples** called the meeting to order at 9:05 a.m., asked the Trustees to introduce themselves and explain why they are interested in the University. All Trustees were present.

## **2. Opening Comments and Reports**

### **2.1 President's Report**

**President Maples** expressed his gratitude for the presence of the Trustees and asked staff to introduce themselves. He stated that higher education has challenges to face in the future, Oregon Tech has a non-traditional student base of adult learners and transfer students, and changing demographics will affect how the university reaches out to all people and lets them know they can achieve a higher education. He stated the University offers value-added

education by being able to connect with the students and meet their needs; he strongly believes in the quality of the education Oregon Tech offers. Staff will continue to track the authority lines between the HECC and Oregon Tech's Board of Trustees as the reform coalesces.

## 2.2 Faculty Senate Report

Faculty Senate President, **Robyn Cole**, explained the role of the faculty and the Faculty Senate at Oregon Tech, the representation of the Faculty Senate (1/15 faculty with approximately 175 faculty) and the issues they address, including bringing together faculty from all campus locations, and redrafting the constitution and bylaws. There was discussion of the different tenure review paths. She stated the Faculty Senate President will give a report at full board meetings and Trustee Peterson will act as a liaison from the Board of Trustees to the Faculty Senate. She also explained proposed policies and amendments for the Faculty Senate go to Oregon Tech's President's Council for approval.

## 3. Consent Agenda

No items

## 4. Action Items

### 4.1 Elect Board Chair and Vice Chair

**President Maples** presented his proposal for Trustee Graham to serve as Chair and Trustee Sliwa to serve as Vice Chair of the Oregon Tech Board of Trustees.

**Trustee Minty Morris moved to elect Trustee Graham as Chair and Trustee Sliwa as Vice Chair. Trustee Stewart seconded the motion. With all Trustees present voting aye, the motion passed unanimously.**

**President Maples** explained that this University will not have legal counsel on staff but will contract out with firms specializing in various areas to cover the diverse needs of the university.

**Chair Graham** officially appointed members to the Board committees based on their area of interest and willingness to serve (handout on record).

#### Academic Strategies Committee

Jeremy Brown, Chair

Melissa Ceron

Kathleen Hill

Kelley Minty Morris

Celia Núñez

Dan Peterson

Brad Burda, staff

Erin Foley, staff

Mateo Aboy, staff

#### Finance and Facilities Committee

Steve Sliwa, Chair

Melissa Ceron

Jessica Gomez  
Dana Henry  
Gary Johnston  
Paul Stewart  
Mary Ann Zemke, staff

Executive Committee

Lisa Graham, Chair  
Jeremy Brown  
Dan Peterson  
Steve Sliwa  
Paul Stewart (added on January 22, 2015)  
Fred Ziari  
Chris Maples, staff  
Brad Burda, staff  
Mary Ann Zemke, staff

**5. Discussion Items**

**5.1 Ethics, Public Records, Public Meetings, Fiduciary Responsibilities**

**Randy Geller**, J.D., Harrang, Long, Gary, Rudnick, walked through his power point presentation (handout on record) regarding legal matters. He stated that very few other university governing boards have this type of broad governing authority.

There was discussion regarding the name of the student-oriented committee.

**Randy Geller** addressed the role of the Oregon Education Investment Board, scheduled to sunset in 2016: it is the strategic group determining where to invest money in the entire PK-20 education spectrum.

**Randy Geller** clarified the term “significant program changes” in relation to the university needing approval from HECC. The definition was meant to reflect the Northwest Association’s and Accreditation’s definition; for example new locations and new degrees constitute a significant program change. There is no official HECC definition. **Brad Burda** explained the current process used by the OUS system; mission alignment work has been done to identify university niches. The Provosts’ council looks at duplication of efforts, combination of resources, etc. and makes a recommendation to HECC. The Board of Trustees does not have the ability to override HECC if HECC does not approve a proposed change. However, anyone can object to a public program change which would be considered by the HECC.

**Randy Geller** stated that private universities can set up shop anywhere and compete with public universities but the public universities cannot compete with private universities. There are no geographic territories for the Universities similar to those for the community colleges.

**Randy Geller** reminded the board that everything a Trustee writes or produces in any medium is subject to a request through the public records law.

## Working Lunch

### Presentation by the Inventors Club

**Richard Ellis**, Advisor and **Gary Cox**, Student Member, stated the club has 22 active members and more “cross-clubbers” – members of different clubs who are interested in the specific topic of discussion at a meeting. The club holds workshops on various topics such as welding, soldering, safety, fiber resin application, and mathematics, and that they usually focus on topics specific to senior projects. The Associated Students of Oregon Institute of Technology (ASOIT) gives the club a basic \$1500 budget for annual operation. They receive equipment and parts through donations, also. The club is working toward cross collaboration amongst the two Oregon Tech campuses. They are also looking at Industry Sponsored Partnerships, including asking companies to make donations and appointing a mentor for the Oregon Tech students for their senior projects.

## 5.2 Review Draft Board Bylaws and Policy Documents

Randy Geller, J.D., Harrang, Long, Gary, Rudnick led discussion

- **Bylaws of Oregon Institute of Technology**

**Randy Geller** walked the Board through the bylaws. Regarding Article IV Meetings of the Board, Sections 2 and 3, he explained that per Robert’s Rules of Order a majority of the body needs to be present for a quorum and a majority of the quorum has to vote in favor for the motion to carry. There was discussion regarding the options to determine a quorum and voting requirements.

**Randy Geller** stated one of the policy statements the board will consider in the near future will deal with retention of authority and what authorities should the board retain for itself; e.g., dollar value, risk, subject matter.

Discussion occurred regarding the roles of the committees, ex-officio and voting status of members, and the number of members on the committees.

**Consensus of the Board is to have six voting members on the Executive Committee, remove the President as a member of a Committee (treat the position as staff), and note that staff is not ex-officio.**

**Consensus of the Board is that eight (a majority of the trustees) is a quorum and the majority of those present at a meeting may pass a motion unless the Chair determines more than a majority is required.**

**Trustee Johnston recommended amending Section V Public Meeting Procedures, Subsection 4 regarding Place of Meetings, deleting everything after Oregon. The Board agreed.**

**Randy Geller** explained that the succession of the President can be: outlined in a memo from the President, or in the bylaws, or in a policy.

**Consensus of the Board is to remove position descriptions, except for the President and Secretary, in Article V, Subsection 5 and have the succession be outlined in a memo from the President.**

Discussion regarding the term limit in Article III Board of Trustees, Section 5 Board Officer, Subsection a, for the Chair and Vice-Chair. Discussion about subsection c and whether Trustees may speak to the media or if authorization needs to be in writing or verbal. **Randy Geller** stated that the subsection does not stop a board member from speaking to the media, but the member should not discuss the specifics of votes, controversial topics yet to be discussed, etc.

Article IX Indemnity, **Randy Geller** stated that Trustees are not indemnified if the Trustee caused the malfeasance when acting on behalf of the Board or in the capacity of a Trustee.

**Consensus of the Board is for staff to create a taxonomy for documents. The term 'Policies' is preferred to the term 'Statements'.**

- **Board Statement on the Conduct of Public Meetings**  
**Consensus of the Board is to amend Section 1.1 Content of the Agenda so that an item can be added to the Agenda by a Committee Chair.**
- **Board Statement on the Performance of Official Business**  
No changes proposed.
- **Motion Delegating Authority to the President** (handout on record)  
General discussion regarding the difference between the draft Motion and the Board Statement on Delegation of Authority. The draft Motion authorizes the President to continue conducting business as usual until July 1, 2015. The Board Statement outlines specifically the responsibilities of the Board.
- **Board Statement on Delegation of Authority**  
Discussion regarding HECC's veto power for Boards. **Brad Burda** stated that the Provosts' and Presidents' councils are looking into this and hope to identify the processes the universities will have to follow.
- **Board Statement on Board Committees**  
Discussion regarding which committee should be responsible for the audit function.

**Consensus of the Board is to amend Section 2.1 to make it consistent with Bylaws; identify that there shall be 6 members of the Executive Committee.**

**Consensus of the Board is to amend Section 2.4 moving the audit tasks to the Finance and Facilities Committee.**

**Consensus of the Board to amend Section 3.0 renaming the Academic Strategies Committee to Academic Quality and Student Success.**

### **5.3 Building Core Values of the Board – Draft the Pledge**

**Carol Cartwright**, AGB, addressed the Resolution on the Responsibilities of Individual Trustees and the need to establish core values. **Jenee Hilliard** recommended removing the

specifics associated with Section 1, subsections 2, a, b, and c. Trustees divided into three groups and were asked to brainstorm on values.

The groups reported back with the following values:

- Be mindful of the institution and be student-centric.
- Be worthy of trust, trusting each other and leadership of senior staff.
- Servant leadership, humility.
- Respect
- The organization will only be successful as the Board can make the President – so trust needs to be built.
- Partnerships with the president, faculty, and staff are important.
- Acting for the good of the whole system.
- Teamwork, collaboration, and inclusion of stakeholders.
- Ensure the relationship with the president so that the environment is built to enable all stakeholders to be successful
- Contributions of staff and faculty are appreciated
- Empowerment of president to empower the university's stakeholders
- Need flexibility but with some stability
- Communication – set the goals and agenda
- Consistency
- Integrity
- Engaged and involved

**Carol Cartwright** suggested that this could be the beginning of the roles and responsibilities statement or a standalone document.

**Consensus of the Board is that the agreement would be a draft of a standalone document similar to a value statement.**

#### 6. Public Comment

No public present.

#### 7. Adjournment

With no further business proposed, the meeting was adjourned at 5 p.m.

Respectfully submitted,



Sandra Fox  
Board Secretary



**Special Meeting of the  
Oregon Tech Board of Trustees  
Room 402, Oregon Tech Wilsonville Campus  
Viewable by video: Mt. Thielsen Room, Klamath Falls Campus  
January 22, 2015  
8:00am – 1:00pm**

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## **Draft Minutes**

### **Trustees Present:**

Jeremy Brown  
Melissa Ceron  
Jessica Gomez  
Lisa Graham

Dana Henry  
Gary Johnston  
Chris Maples  
Kelley Minty Morris  
Celia Núñez

Dan Peterson  
Steve Sliwa  
Paul Stewart  
Fred Ziari

### **Trustees Absent:**

Kathleen Hill

### **University Staff Present:**

Brad Burda, Provost, VP for Academic Affairs  
Lita Colligan, Assoc. VP for Strategic Partnerships and Government Relations  
Erin Foley, VP for Student Affairs and Dean of Students  
Sandra Fox, Board Secretary  
Tracy Ricketts, Assoc. VP of Development and Alumni Relations  
Di Saunders, Associate VP for Communications and Public Affairs  
Mary Ann Zemke, VP of Finance and Administration

### **Other Attendees:**

Jenee Hilliard, Legal Counsel, Miller-Nash

#### **1. Call to Order/Roll/Declaration of a Quorum**

**Chair Graham** called the meeting to order at 8:17 a.m., asked the Secretary to call Roll, and with 12 of the 13 confirmed Trustees present, declared a quorum.

#### **2. Opening Comments and Reports**

No items

#### **3. Consent Agenda**

No items

#### **4. Action Items**

##### **4.1 Adopt Bylaws**



The Board Secretary handed out (on record) revised Bylaws for review, based on the Board's consensus for amendments at the January 21, 2015 meeting. **Chair Graham** walked the Trustees through the proposed amendments.

Discussion regarding a procedure for establishing legal authority outside of President Maples. **Chair Graham** recommended Article VI Officers of the University, Section 1 Officers, be amended to include a sentence stating the list of Officers will be presented to the board annually.

Discussion regarding cleaning up the language in the first sentence of Article III Board of Trustees, Section 6 Compensation; Reimbursement of Expenses, to read (additions in *italics*, deletions are ~~crossed through~~): A trustee performing his or her official duties is not acting as an employee of the university and shall not *be compensated when acting as a Trustee* ~~receive a salary~~.

**Jenee Hilliard** brought up the possibility of a student employee being a Trustee and if Article VIII Conflicts of Interest, Section 2, Labor Negotiations, clearly addresses the student employee. After discussion, **Chair Graham** proposed the following amendments (additions in *italics*, deletions are ~~crossed through~~): *With the exception of the officers identified in Article VI, faculty and all other University staff including student employees serving as Trustees* ~~The student, faculty and non-faculty staff members of the governing board~~ may not participate in any discussions or action by the board or attend any executive session of the board involving collective bargaining issues that affect faculty or non-faculty staff at the university.

**Trustee Minty Morris** motioned to adopt the Bylaws as amended. **Trustee Stewart** seconded the motion. With all Trustees present voting aye, the Motion carried unanimously.

**Chair Graham** stated that the Action Items would not be addressed in the order listed in the agenda, but all Items would be addressed. The Board was in agreement to take Items out of order.

#### 4.5 Adopt Board Policy on the Performance of Official Business

**Chair Graham** walked the Trustees through the only proposed amendment on the document: the title was amended from Statement to Policy. No handouts were provided because of this minor amendment.

**Trustee Stewart** motioned to adopt the Policy on the Performance of Official Business. **Trustee Minty Morris** seconded the motion. With all Trustees present voting aye, the motion carried unanimously.

#### 4.4 Adopt Board Policy on Board Committees

The Board Secretary handed out (on record) a revised copy of the Board Policy on Board Committees for review, based on the Board's consensus for amendments at the January 21, 2015 meeting. **Chair Graham** walked the Trustees through the proposed amendments. Discussion regarding an amendment to Section 2.1 to ensure a minimum of six voting members on the Executive Committee.

Discussion regarding an amendment to the last sentence of Section 2.1 to allow, in the absence or incapacity of the Chair and Vice Chair, the Chair to appoint a Chair from the remaining Trustees rather than the Finance Committee Chair assuming the role.

A proposed amendment from the Board meeting on January 21 regarding ratification of actions made by the Executive Committee was recommended for removal by **Jenee Hilliard**. Section 2.2 should simply state that the Executive Committee will report its actions back to the Board.

Discussion regarding the name of the proposed Academic Quality and Student Success Committee.

**Trustee Stewart motioned to adopt the Board Policy on Board Committees as modified. The motion died for lack of a second.**

It was pointed out that the student employee issue in Section 6 needs to be consistent with the Bylaws.

**Chair Graham** suggested, unless required by law, Section 2.4.4 be reduced to read (deletions are ~~crossed through~~): Assessing the performance of the Board and member trustees, ~~and reporting its performance to the Higher Education Coordinating Commission (HECC).~~

**Trustee Stewart motioned to adopt the Board Policy on Board Committees as modified and discussed. Trustee Henry seconded the motion. With all Trustees present voting aye, the motion passed unanimously.**

#### **4.3 Adopt Board Policy on Delegation of Authority**

The Board Secretary handed out (on record) a revised copy of the Board Policy on Delegation of Authority for review, based on the Board's consensus for amendments at the January 21, 2015 meeting. **Chair Graham** walked the Trustees through the proposed amendments. She explained the two options for the Board to consider and the differences between the Policy, which is very clear on the responsibilities of the Board and the delegation of authority to the President, and the Motion, which allows the President to continue functioning under the current processes. She explained a modification to Section 1.7.2 was proposed to acknowledge the authority of faculty by specifically calling out the Faculty Constitution and the Charter of the Faculty. **Trustee Peterson** stated it was a good idea to include this and appreciated the Board acknowledging the relationship between the faculty and the Board. It can also establish a sense of trust.

Discussion led to a proposed modification of Section 1.6.1 regarding Business and Administrative Affairs to include the renaming, not just the naming, of buildings or outdoor areas and other assets.

**Chair Graham** stated the Board of Trustees are responsible for reviewing the Policy Document prior to the April meeting, so action may be taken at the April meeting. The intent of the Board is to allow the President to continue to do his job but to keep the Board apprised of his actions until the official transition date of July 1, 2015.

**Trustee Núñez motioned to continue the proposed adoption of the Board Policy on Delegation of Authority to the Board's April meeting and that proposed amendments from the Trustees be sent to the Board Secretary a minimum of three weeks prior to the meeting. Trustee Minty Morris seconded the motion. Motion passed unanimously.**

Further discussion on the power the President holds currently and whether it would be affected by adopting the proposed Motion. **Jenee Hilliard** stated that this is a stop gap measure and that the transition between the State and the Board is a grey area. This document is meant to clarify the lines of authority if anything should happen between now and July 1, 2015.

**Trustee Stewart motioned to approve the Motion Delegating Authority to the President. Trustee Minty Morris seconded the motion. With all Trustees present voting aye, the motion passed unanimously.**

#### **4.2 Adopt Board Policy on the Conduct of Public Meetings**

The Board Secretary handed out (on record) a revised copy of the Board Policy on Conduct of Public Hearings for review, based on the Board's consensus for amendments at the January 21, 2015 meeting. **Chair Graham** walked the Trustees through the proposed amendments.

After discussion it was proposed to alter section 1.2 Notice to Trustees to delete the second reference to not less than seven days before any regularly scheduled meeting. Section 1.3 Notice to Others was proposed to be modified to be consistent with Section 1.2 and six calendar days was changed to seven.

Discussion about Section 6.3 Inclusion of News Media and what it meant to be Institutional versus credentialed. **Jenee Hilliard** recommended using credentialed and offered to have her legal staff look into it further if desired. It was proposed for modification to remove the word Institutional and refer to Oregon public meeting law. Section 6.4 Exclusion of News Media was proposed for modification by removing the word Institutional.

It was clarified that if an item is pulled from the consent agenda it is moved to an action item. Discussion regarding who can request an item be pulled from the Consent Agenda. Section 1.5 Order of Regular Meetings was proposed for amendment to read that any member of the Board could remove an item from the consent agenda, not just the Chair, President, or majority of a quorum of the Board.

Discussion regarding notification dates in Sections 2.3 and 2.4. The second reference to not less than five days before any regularly scheduled meeting was proposed for deletion in Section 2.3 Notice to Trustees. Section 2.4 Notice to Others was proposed to be modified to be consistent with Section 2.3, changing four calendar days to five. It was requested that documents be sent out with adequate time for the Board to review all information.

**Trustee Henry motioned to adopt the Board Policy on the Conduct of Public Meetings as modified. Trustee Stewart seconded the motion. With all Trustees present voting aye, the motion passed unanimously.**

#### **4.6 Approve Resolution on the Responsibilities of Individual Trustees**

The Board Secretary handed out (on record) a revised copy of the Board Policy on Conduct of Public Hearings for review, based on the Board's consensus for amendments at the January 21, 2015 meeting. **Chair Graham** walked the Trustees through the proposed amendments. The intent is for each member to commit to behavior reflected in the outlined responsibilities. A draft values statement was also handed out (on record) based on the work Carol Cartwright and the board members worked on yesterday. This statement will be a separate document from the proposed Resolution. The word develops in the first Whereas was proposed to be modified to 'approves.'

**Vice Chair Sliwa moved to approve the Resolution on the Responsibilities of Individual Trustees as modified. Trustee Gomez seconded. With all Trustees present voting aye, the motion passed unanimously.**

Trustee Brown left the meeting at 10:35am.

### **5. Discussion Items**

#### **5.1 High-level Overview: Student Affairs; Student Services; Campus Life; Enrollment Management; Diversity**

**Erin Foley** gave a power point presentation (handout on record). She listed some of the reasons students do not continue their education. Further discussion was requested at a later date on how to manage the yield rate (financial aid and yield) and regarding Title IX, safety, and risk. A breakdown on diversity of students was also requested so the University can determine marketing tactics. **President Maples** stated that diversity has increased in faculty, staff and students over the past 6-7 years. The 2013 Fact Book, available on the OUS website, has historic numbers for diversity. **Lita Colligan** mentioned the pipe line system and partnerships to try and get high school students to take courses in the STEM program.

#### **5.2 Preparation for Legislative Session**

**Lita Colligan** gave a power point presentation (handout on record) and handed out (on record) a preliminary funding level comparison, a letter from the four Technical and Regional Universities (TRUs) regarding funding and possible investments on campuses, and a fact sheet on the Center for Excellence in Engineering and Technology. Information was requested on what shared services the University is taking over from OUS.

**Trustees Ziari and Johnston** left the meeting at 11:55a.m.

#### **5.3 Engaging with the Media and External Constituencies**

**Di Saunders** gave a power point presentation (handout on record).

#### **5.4 Discussion with Legal Counsel regarding the Trustees' relationship with the University**

**Jenee Hilliard** addressed public ethics, and specifically the differences between the ethical requirements of holding a public office and owning a private business. Ethical compliance is each person's responsibilities. She can provide general advice regarding ethics but she and her firm represent the University, not each Trustee. Trustees were guided to contact the Board Secretary if they have a question and she can assist with providing information or

giving direction. The Ethics Commission published the Guide for Public Officials which is on the Ethics Commission website, as is the ethics law in its entirety.

**President Maples** requested Trustees to go through the Board Secretary for contact with staff (other than Executive Staff). If Trustees contact Executive Staff, simply let the Secretary Board know.

**6. Working Lunch Discussion**

**6.1 Review proposed agenda for next board meetings**

**Chair Graham** walked through the potential agenda items for April including additional policies and presentations.

**6.2 Board priorities for committees and next meetings**

Discussion regarding when committees would meet. **Chair Graham** suggested the staff from each committee contact the chair of the committee within the next two weeks to help shape the agendas for the committees.

**6.3 Areas of interest for the board if online education sessions are scheduled**

**Chair Graham** asked that Trustees send information to the Board Secretary if they have specific requests.

**7. Public Comment**

No public present.

**8. Adjournment**

**With no further business proposed, Trustee Minty Morris motioned to adjourn the meeting. Trustee Gomez seconded the motion, and the meeting was adjourned at 1:08 p.m.**

Respectfully submitted,



Sandra Fox  
Board Secretary

## **ACTION ITEM**

### **Agenda Item No. 4.1**

### **Approve and Sign Values Statement**

#### **Summary**

It is important to identify values, beliefs and priorities at all levels of an organization because values are the framework that determines performance. Beliefs create decisions; decisions create actions; and actions create results. Trustees worked together to identify common values. From those values a pledge was created for all Trustees to sign.

#### **Background**

During the January 2015 Orientation, Dr. Carol Cartwright, a consultant with the Association of Governing Boards, explained the importance of shared values for a governing body. Values form the base of an organization's culture; shared values foster strong feelings of personal effectiveness, promote high levels of loyalty, facilitate consensus about key goals, encourage ethical behavior, and reduce levels of stress and tension. An effective Values System provides clarity about what the organization stands for, and intensity, or a strong feeling about the worthiness of the values.

Trustees worked together to identify common values that would support the roles and responsibilities of the Board as a whole. From the list of values a pledge was created for all Trustees to sign.

#### **Staff Recommendation**

- Move to approve Values Statement as proposed
- Sign Values Statement

#### **Attachments**

- Proposed Value Statement

## Proposed Board Values

As a board, we pledge to work together to develop a culture characterized by:

Above all else, an unwavering **commitment to students** and their success;

**Ethical, humble stewardship**, always mindful of fiduciary responsibilities and the public trust;

**Transparency in all communications**, guided by integrity, equity and fairness;

**Mutual trust** in one other and in the decisions of the Board as a Whole;

**Empowerment of and trust in the president** to accomplish the institution's shared goals through delegated authorities and clear, strategic direction;

**Valuing the contributions of faculty** and their role in shared governance, student success, and the academic enterprise;

An **inclusive, collaborative and safe environment** which respects and values the diverse perspectives of all stakeholders;

An expectation that every Trustee be a **prepared, engaged, and contributing member**, committed to robust, constructive debate and a shared agenda; and willing to meet challenges head-on and make difficult decisions;

A **deliberative, consistent and mindful decision-making process** that enlists confidence and has credibility with stakeholders;

An **entrepreneurial approach** to problem solving that is agile and open to change in a continuous effort to improve the overall enterprise; and

A **commitment to making a difference** for individuals and for the State of Oregon by adding value for our students, faculty, staff and campus community through diligent governance, oversight, and strategic direction.

Approved this 7<sup>th</sup> day of April, 2015.



## **ACTION ITEM**

### **Agenda Item No. 4.2**

### **Adopt Board Policy on Delegation of Authority**

#### **Summary**

On July 1, 2015 the Board of Trustees becomes the official governing body for Oregon Tech. The Policy on Delegation of Authority outlines how business will be conducted after the transition and the responsibilities of both the Board and the President.

#### **Background**

The Legislative Assembly has found that the State of Oregon will benefit from having public universities with governing boards that provide transparency, public accountability and support for the university and act in the best interests of the university and state (ORS 352.025). At the January 22, 2015 Special Meeting of the Board, a Motion was approved authorizing the University President to continue conducting business as usual until July 1, 2015, the date the Board becomes the official governing body of Oregon Tech.

To address how business is conducted as of July 1, 2015, the Trustees reviewed and amended the proposed Policy on Delegation of Authority at the January meeting. This policy addresses specific responsibilities and authorities of the Board and President. The Board manages the affairs of the university by exercising and carrying out all of the power, rights and duties that are expressly conferred upon the board by law, or that are implied by law or are incident to such powers, rights and duties (ORS 352.029). The Board may perform any other acts that in the judgment of the Board are required, necessary or appropriate to accomplish the rights and responsibilities granted to the board or university by law (ORS 352.107). The President is the executive and governing officer of the University and has authority to direct the affairs of the University, subject to the Board's supervision (ORS 352.107). Many operational activities are properly undertaken by the President without the need for Board involvement.

Items addressed in the Policy include: collective bargaining agreements, appointment of the University President, University budget, tuition and fees, business and administrative affairs, academic affairs, gifts, committees, University personnel, research grants and contracts, and general University affairs.

#### **Staff Recommendation**

- Move to adopt the Board Policy on Delegation of Authority as proposed

#### **Attachments**

- Proposed Board Policy on Delegation of Authority

**Proposed  
Board Policy on Delegation of Authority  
Board of Trustees of Oregon Institute of Technology**

**1.0 Authority of the Board of Trustees**

1.1 Board Authority. The Board of Trustees is the final University authority and has full control of the University and its property of various kinds. The Board may take any and all actions as it determines necessary or appropriate. Board actions have precedence over other actions of the University and its constituent parts. Any such actions shall be consistent with Board actions. The Board shall adopt a mission statement for the University in consultation with the faculty, students and staff members, and in alignment with the University's accrediting organizations.

1.2 Collective Bargaining Agreements. Nothing in this Policy affects any collective bargaining agreement entered into prior to the adoption of this Board Policy.

1.3 Appointment of the President of the University. As provided in ORS 352.096, in consultation with the Governor, or the Governor's designee, the Board shall appoint and employ a President of the University. Except in the case of an interim or acting president, the hiring committee for the president of the University shall include representatives of the university community and at least one other president of a public university based in Oregon. The President reports exclusively to the Board, and the Board supervises the President. The Board shall prescribe the President's compensation and terms and conditions of employment and is responsible for the reappointment or removal of the President. The President shall perform such duties as are assigned by the Board. Except as otherwise provided by law or Board action, the President is the executive and governing officer of the University and President of the faculty. The faculty and officers and employees of the University shall, through appropriate channels, be responsible to the President of the University and through the President to the Board of Trustees, except that the Vice President of Finance & Administration and Secretary are responsible to the Board in relation to the business of the Board. The President shall, from time to time, report to the Board all significant matters within the President's knowledge related to the affairs of the University.

1.4 University Budget. The Board shall adopt the budget of the University.

1.5 Tuition and Fees. The Board shall determine tuition and mandatory enrollment fees, including the incidental fee, in accordance with ORS 352.102, ORS 352.105, and other applicable law.

1.6 Business and Administrative Affairs. The Board retains sole authority for the business and administrative affairs of the University set forth in this section 1.0:

- 1.6.1 The approval of the naming and renaming of University buildings or outdoor areas, and other assets, in recognition of individuals or organizations.
- 1.6.2 The approval of the execution of instruments relating to real property where the anticipated cost or value to the University exceeds \$1,000,000.
- 1.6.3 The approval of the appointment of external auditors.
- 1.6.4 The approval of a capital project budget that is anticipated to exceed \$1,000,000, including for architects, construction managers, engineers and other professional consultants; and approval of any increase to a capital project budget that causes the total of all increases to the capital project budget to exceed \$1,000,000.
- 1.6.5 The approval of the execution of instruments relating to any borrowing or debt finance transactions which are or may be in excess of \$1,000,000, singularly or in the aggregate.
- 1.6.6 The approval of the execution of instruments relating to any shares, stock or other equity or interests in or obligations of any entity other than the University in excess of \$1,000,000, unless the shares, stock or other equity or interests in or obligations of the entity are publicly traded or provided through the State Treasurer, Oregon Tech Foundation or a brokerage firm, investment bank, depository or other licensed firm.
- 1.6.7 Consent to the encumbrance of University real property by the State of Oregon.
- 1.6.8 The approval of the execution of any other instruments, including but not limited to instruments related to the acquisition, disposal or provision of goods and services, where the anticipated cost or value to the University exceeds \$1,000,000; and approval of any increase or decrease in cost or value that causes the total of all increases or decreases in cost or value to exceed \$1,000,000. When the ultimate aggregate cost to the University is not known in advance for instruments relating to the acquisition, disposal or provision of goods or services on a continuing or intermittent basis (e.g. rental, service, or supply contracts), the amounts set forth in this paragraph shall be calculated on an annual basis.
- 1.6.9 The approval of the execution of any instrument that the President, Vice President for Finance & Administration, Chair of the Board of Trustees, or a majority of the Trustees deems appropriate for consideration by the Board or a Board committee, so long as the instrument has not been executed.

All other authority for business and administrative affairs is delegated to the President.

## 1.7 Academic Affairs.

1.7.1 The Board has the authority to establish, eliminate, control or substantially reorganize academic programs and units of operation. Any significant change in the University's academic programs must be approved by the Board. The Board confers academic degrees, certificates and other forms of recognition upon the recommendation of the faculty. Such academic degrees, certificates and other forms of recognition are granted in the name of the Board of Trustees of Oregon Institute of Technology and are executed by the Board Chair and the University President.

1.7.2 The Board delegates to the president and faculty, authority relating to the powers outlined in the Faculty Constitution and Charter of the Faculty Senate and: (a) academic standards relating to admission to study at the University; (b) curriculum, curricular materials, method of instruction, grading, credits, and academic standards of the University; and (c) standards of student competence in a discipline.

1.8 Gifts. The Board retains sole authority for gifts to the University set forth in this section 1.8:

- 1.8.1 Gifts that create obligations on the part of the University for which there is no established funding source.
- 1.8.2 Gifts with a value exceeding \$1,000,000 which involve: (1) Construction of facilities not previously approved; or (2) Non-traditional investment assets (such as real estate, debt instruments, closely held stock, partnership interests, permanent insurance policies, royalties, copyrights, licenses, and other illiquid assets); provided that gifts described in this subsection with a value between \$500,000 and \$1,000,000 will be reported to the Board of Trustees quarterly.
- 1.8.3 A gift requiring naming or renaming of a University building or outdoor area, or other assets.
- 1.8.4 Any other gift that the President, Vice President for Finance & Administration, or a majority of the Board of Trustees deems appropriate for Board consideration.
- 1.8.5 Current gifts of non-traditional investment assets, charitable lead trusts where the University is to act as trustee, bargain sale gifts of property, and partial interest gifts.
- 1.8.6 Deferred gifts, if the University is to act as trustee or custodian of the deferred gift.
- 1.8.7 Gifts of real estate, interests in real estate, or gifts of debt instruments secured by real estate from other than the Oregon Tech Foundation. The Chair of the Finance and Facilities Committee shall determine in each such case, including when the gift is from the Oregon Tech Foundation, whether a hazardous waste inquiry or other due diligence is required, and the scope and extent of such inquiry. The President and the Vice President for Finance & Administration, in consultation with the Associate Vice President for Development and Alumni Relations, shall establish further policies and procedures regarding evaluation of gifts of real estate, as may be necessary or desirable from time to time.

All other authority related to gifts is delegated to the President.

1.9 Gifts to the Oregon Tech Foundation. Gifts to the Oregon Tech Foundation shall be accepted by the Oregon Tech Foundation in accordance with then-current agreements between the University and the Foundation (as may be amended from time to time).

## **2.0 Authority of the President of the University**

2.1 Executive and Governing Officer; Delegation. The President of the University is the executive and governing officer of the University, except as otherwise provided by statute or Board actions. Subject to the supervision of the Board and Board action, the President shall direct the affairs of the University. The authorities and responsibilities of the President of the University include, but are not limited to, the authorities and responsibilities set forth in and modified by section 1.0 and this section 2.0, and the President may delegate any authorities and responsibilities, except as provided by Board actions. Any delegation must be consistent with Board actions. The President remains responsible for the proper functioning of the University, notwithstanding any delegation.

2.2 Presidential Actions. The President of the University shall take such actions regarding matters within the authority of the President when the Board or the President deems it necessary or appropriate. Any Presidential actions are subordinate to and must be consistent with Board actions. In carrying out these duties, the President shall consult with the faculty, other employees, and students as deemed appropriate by the President. Consultation shall not remove from the President the authority and the responsibility vested in the President by law and Board actions.

2.3 Emergency and Temporary Actions; Technical Corrections. The President of the University shall take emergency and temporary actions when the Board, its designee, or the President deems it necessary or appropriate. Such actions may have the scope and force of Board actions and must be reported to the Board expeditiously. Pursuant to expedited procedures, the President of the University may amend a Board action or Presidential action in order to correct typographical errors, make address or formatting changes, or clarify language without changing the effect of such actions. Such amendments must be reported to the Board quarterly. The President may make expedited repeals of Board actions upon notice to the Board and Presidential actions, provided that expedited repeals of Board actions must be ratified at the next meeting of the Board or its designee.

2.4 Committees, Councils and Advisory Groups. The President of the University shall establish and define the charge of any and all University committees, councils, and advisory groups, except as provided in Board action. The establishment and charge of any and all University committees, councils and advisory groups shall be consistent with law and Board action. The recommendations and reports of all committees, councils and advisory groups shall be made to the President. The President shall inform the Executive Committee of the Board regarding significant recommendations and reports related to the affairs of the University. Upon request by the Chair of the Board or a majority of the Trustees, the President shall provide the Board with a recommendation or report of a University committee, council or advisory group.

2.5 Students. Subject to Board action, the President is responsible for development and administration of policies governing the role of students and their conduct. In carrying out this responsibility, the President shall take into account the views of students, faculty, and others. The guidelines for student conduct which set forth prohibited conduct and provide for

appropriate disciplinary hearings and sanctions for violations of law or institutional policies must be consistent with standards of procedural fairness. The Board recognizes and affirms the importance of active student involvement in the deliberative and decision-making processes.

2.6. University Personnel. The President of the University shall act for the Board of Trustees regarding all personnel and employment matters, including labor relations and approval of collective bargaining agreements. Subject to Board action, the President has the exclusive authority to and shall establish necessary or appropriate written policies covering all employees not represented by a collective bargaining organization and necessary or appropriate written policies covering employees represented by a collective bargaining organization, subject to any legal obligation to negotiate the terms and conditions of such policies with the exclusive representative of the relevant bargaining unit. Upon request by the Chair of the Board or a majority of the Board, the President shall provide the Board with requested information regarding personnel and employment matters, including labor relations and collective bargaining. The President may appoint volunteers as necessary or appropriate and establish the terms and conditions of the activities of such appointed volunteers.

2.7 Research Grants and Contracts. The President of the University shall act for the Board of Trustees regarding grants and contracts for research, development, service, and training. However, a quarterly report to the Board is required for each initial contract or grant award that exceeds \$500,000, and when any increase or decrease to a contract or grant award causes the total of all increases or decreases to the contract or grant award to exceed \$500,000.

2.8 Execution and Administration of University Affairs. Except as provided by Board action, the President of the University shall act for the Board regarding the execution and administration of instruments and the affairs of the University. Notwithstanding the dollar limits specified in section 1.0 above, the President shall act for the Board of Trustees regarding the execution and administration of all instruments, business affairs, and operations relating to:

- 2.8.1 Acquisition of electricity, natural gas, sewer, water, and all other utility services;
- 2.8.2 The acquisition of goods and services made by participating in contracts entered into by group purchasing organizations or pursuant to collaborative purchasing initiatives with public or non-profit entities.
- 2.8.3 The acquisition of fixtures, equipment and furnishings that are included in capital project budgets that have been authorized by the Board of Trustees.
- 2.8.4 The acquisition of goods and services for sponsored research programs when the source of the goods or services is directed by the sponsor, or the sponsor retains title to the goods acquired.
- 2.8.5 The settlement of claims or lawsuits brought against the University.
- 2.8.6 The acquisition of insurance or self-insurance.
- 2.8.7 Leases and licenses of real property and modifications thereto of up to 10 years.
- 2.8.8 Deferred gift assets.
- 2.8.9 Real property acquired through gift or devise from the Oregon Institute of Technology Foundation;

- 2.8.10 The protection of the University's interests, property and operations in an emergency.
- 2.8.11 Actions and execution of documents necessary to establish legal entities, controlled by the University, through which the University may conduct business;
- 2.8.12 The selection of depositories and investments.
- 2.8.13 The execution of instruments or the conduct of business affairs where approval by the Board or a Board committee is impractical due to time or other constraints. The President shall submit a report of any actions taken pursuant to this delegation to the Board of Trustees or its Executive Committee on or before the next regularly scheduled meeting.

2.9 Legal Action. The President of the University shall act for the Board of Trustees regarding all legal action necessary or appropriate to protect the interests of the University. However, no litigation shall be instituted against a public entity or official or in exercise of the power of eminent domain without approval by the Board of Trustees.

2.10 Gifts. The President of the University shall act for the Board of Trustees regarding all current and deferred gifts to the University, including gifts to establish quasi-endowed or permanently endowed funds. Notwithstanding any delegation by the President, a gift with unusual terms or conditions affecting an academic program shall be accepted only with the concurrence of the President to the proposed terms or conditions. The proceeds of any gift, devise, bequest, or contribution received by the University shall be administered in accordance with the intention of the donor and any directions of the Board of Trustees in accepting the gift. Wherever possible, the Oregon Tech Foundation shall manage gifts. The President of the University is authorized to act for the Board of Trustees regarding the disposition of gifts.

2.11 Fees, Fines and Charges. The President of the University shall establish fees, fines, and charges after providing notice to the Board. In arriving at a determination of fees, fines and charges, the President shall consult with employees and students as the President deems appropriate. The President shall enforce the collection of tuition, mandatory enrollment fees, other fees, fines, charges, and all other amounts due to the University.

### **3.0 Enforcement**

Board actions shall have the force of law to the extent set forth therein. Emergency and temporary Presidential actions may have the force of law to the extent set forth therein. Any Board action or Presidential action that is intended to have the force of law must include an opportunity for appeal. Any Board action or Presidential action may be enforced by the University through internal procedures and in any court of competent jurisdiction. All Board actions and Presidential actions are binding on University employees, students, volunteers, contractors and members of the public, except as set forth therein.

### **4.0 Miscellaneous**

All authority not addressed in this Policy is delegated to the President.



## **ACTION ITEM**

### **Agenda Item No. 4.3**

### **Adopt Board Policy on Ethics and Conflict of Interest**

#### **Summary**

Each Trustee is personally responsible for complying with the law applicable to ethical conduct and conflict of interest. The proposed policy is intended to generally outline the ethical duties of a Trustee, provide a brief overview of the Oregon Government Ethics Law, and explain conflicts of interest.

#### **Background**

Members of the Oregon Tech Board of Trustees are public officials of the State of Oregon. Under Oregon law, service as a University trustee is a public trust. As one safeguard of that trust, public officials are required to comply with the ethical standards set forth in the Oregon Government Ethics Law, Oregon Revised Statute Chapter 244.

All trustees, upon confirmation of appointment, and periodically thereafter, are to be made aware of the requirements of the Oregon Government Ethics Law or subsequent version thereof. The proposed policy is intended to generally inform the reader about the ethical duties of a Trustee, and the Oregon Government Ethics Law and other laws that address conflicts of interest. The Policy should be viewed and utilized as elaboration and guidance; the statutory requirements set forth in Oregon law are the ultimate binding authority to which trustees must adhere.

#### **Staff Recommendation**

- Review and discuss proposed policy
- Move to adopt Board Policy on Ethics and Conflict of Interest as presented (or amended)

#### **Attachments**

- Proposed Board Policy on Ethics and Conflict of Interest

**Proposed  
Board Policy on Ethics and Conflict of Interest  
Board of Trustees of Oregon Institute of Technology**

**1.0 Purposes of Board Policy**

The Oregon Institute of Technology (“Oregon Tech”) Board of Trustees is committed to the ethical exercise of its authority and discharge of its fiduciary duties, both for the Oregon Tech community and the State of Oregon. While this Board Policy does not contain an exhaustive discussion of Trustee ethics and conflict of interests, the purposes of this Policy are to: (a) generally inform the Board of Trustees about the ethical duties of a Trustee; and (b) generally inform the Board of Trustees about the Oregon Government Ethics Law and other laws that address conflicts of interest. Each individual Trustee is personally responsible for complying with the law applicable to ethical conduct and conflict of interest.

The University shall inform the Trustees on an annual basis (more often if the law changes) about applicable state and federal law regarding ethics and conflicts of interest so as to maximize the ability of the Trustees generally and each Trustee specifically to avoid ethical breaches and unwise or impermissible conflicts of interest.

**2.0 General Ethical Duties of a Trustee**

2.1 Trustees are volunteers and serve without salary. Service as a Trustee is a public trust. A Trustee is expected to perform his or her duties faithfully and efficiently.

2.2 A Trustee is a fiduciary. A Trustee has duties to the institution and its beneficiaries that few if any employees, students, and volunteers have. Trustees bring to their task varied backgrounds and expertise, but they are expected to put aside parochial interests, keeping the welfare of the entire institution, not just a particular constituency, at all times paramount. Trustees must also recognize that parochial interests and the welfare of a particular constituency could be irreconcilable with the welfare of the entire institution generally. Acting upon parochial interests or for the welfare of a particular constituent or constituency could impede the Trustee’s ability to discharge his or her fiduciary duty to the entire institution.

2.3 The fiduciary duties of a Trustee include the duties of care, loyalty and obedience.

2.3.1 Duty of Care. A Trustee must act in good faith, using a degree of diligence, care, and skill that prudent persons would use under similar circumstances and must act in a manner that he or she reasonably believes to be in the institution's best interests. In discharging his or her duties, a Trustee is entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by or under the direction of: (a) One or more officers of the institution whom the Trustee reasonably believes to be reliable and competent in the matters presented; (b) Legal counsel, public accountants or other persons retained by the institution to speak to matters that the Trustee

reasonably believes are within the person's professional or expert competence; (c) A committee of the Board of which the Trustee is not a member, as to matters within its jurisdiction, if the Trustee reasonably believes the committee merits confidence. A Trustee fails to act in good faith if the Trustee has personal knowledge concerning the matter in question that makes reliance unwarranted, even if such reliance would otherwise be permitted by this subsection.

**2.3.2 Duty of Loyalty.** A Trustee must act in good faith and in a manner that is reasonably believed to be within the scope of the public purposes of the institution rather than in the Trustee's own interests or the interests of another organization or constituency. A Trustee must be loyal to the institution and not use his or her position of authority to obtain, whether directly or indirectly, a benefit for him or herself, his or her relatives or family, or for another organization in which the Trustee has an interest. The duty of loyalty considers both financial interests held by a Trustee and positions a Trustee has with other organizations. A Trustee must maintain independence from stakeholders external to the Board in the conduct of oversight and policy responsibilities.

**2.3.2 Duty of Obedience.** A Trustee must: (a) ensure that the institution operates in furtherance of its stated purpose; (b) ensure compliance; and (c) ensure effective internal controls.

### **3.0 Definitions**

**3.1** The following definitions apply to this Board Policy:

**3.1.1. Potential conflict of interest** means any action or any decision or recommendation by a person acting in a capacity as a public official, the effect of which could be to the private pecuniary benefit or detriment of the person or the person's relative, or a business with which the person or the person's relative is associated, *unless* the pecuniary benefit or detriment arises out of the following:

- a. An interest or membership in a particular business, industry, occupation or other class required by law as a prerequisite to the holding by the person of the office or position.
- b. Any action in the person's official capacity which would affect to the same degree a class consisting of all inhabitants of the state, or a smaller class consisting of an industry, occupation or other group including one of which or in which the person, or the person's relative or business with which the person or the person's relative is associated, is a member or is engaged.
- c. Membership in or membership on the board of directors of a nonprofit corporation that is tax-exempt under section 501(c) of the Internal Revenue Code

3.1.2. Actual conflict of interest means any action or any decision or recommendation by a person acting in a capacity as a public official, the effect of which would be to the private pecuniary benefit or detriment of the person or the person's relative or any business with which the person or a relative of the person is associated unless the pecuniary benefit or detriment arises out of circumstances described in the definition of potential conflict of interest.

3.1.3. Relative means:

- a. The spouse, parent, stepparent, child, sibling, stepsibling, son-in-law, or daughter-in-law of the Trustee.
- b. The parent, stepparent, child, sibling, stepsibling, son-in-law, or daughter-in-law of the spouse of the Trustee.
- c. Any individual for whom the Trustee has a legal support obligation; or
- d. Any individual for whom the Trustee provides benefits arising from the Trustee's public service or from whom the Trustee receives benefits arising from that individual's employment.

#### **4.0 Overview of the Oregon Government Ethics Law**

4.1 In General. Oregon Revised Statute (ORS) Chapter 244 sets forth the minimum standards for ethical conduct of Oregon public officials. Each member of the Board of Trustees is an Oregon public official. The Oregon Government Ethics Commission has issued administrative rules, publications, and advisory and staff opinions interpreting certain provisions of ORS Chapter 244.

4.2 Subjects Covered. ORS Chapter 244 addresses, among other things:

- 4.2.1 Gifts
- 4.2.2 Use or attempted use of an official position to obtain financial gain
- 4.2.3 Honoraria
- 4.2.4 Annual statement of economic interest
- 4.2.5 Lobbying
- 4.2.6 Conflicts of interest, whether actual or potential
- 4.2.7 Nepotism
- 4.2.8 Travel paid by third parties
- 4.2.9 Attendance at events
- 4.2.10 Entertainment
- 4.2.11 Food and beverages
- 4.2.12 Compensation packages
- 4.2.13 Reimbursement of expenses

#### 4.2.14 Use of certain confidential information for personal gain

4.3 Relatives. In addition to a Trustee, the Oregon Government Ethics Law may apply to some relatives or members of the household of the Trustee and to certain businesses with which the Trustee or a relative of the Trustee is associated.

#### 4.4 Gifts.

4.4.1 During a calendar year, a Trustee or a relative may not solicit or receive, directly or indirectly, any gift or gifts with an aggregate value in excess of \$50 from any single source that could reasonably be known to have a legislative or administrative interest. During a calendar year, a person who has a legislative or administrative interest may not offer to the Trustee or a relative or member of the household of the Trustee any gift or gifts with an aggregate value in excess of \$50.

4.4.2 "Legislative or administrative interest" means an economic interest, distinct from that of the general public, in any matter subject to the decision or vote of the Trustee acting in the Trustee's capacity as a Trustee.

4.4.3 There are numerous exceptions to the definition of "gift," the most germane of which are the following:

- a. Gifts from relatives or members of the household of the Trustee.
- b. An unsolicited token or award of appreciation in the form of a plaque, trophy, desk item, wall memento or similar item, with a resale value reasonably expected to be less than \$25.
- c. Informational or program material, publications or subscriptions related to the Trustee's performance of official duties.
- d. Admission provided to or the cost of food or beverage consumed by a Trustee, or a member of the household or staff of the Trustee when accompanying the Trustee, at a reception, meal or meeting held by an organization when the Trustee represents the university.
- e. Expenses provided by one public official to another public official for travel inside the state to or from an event that bears a relationship to the receiving public official's office and at which the official participates in an official capacity.
- f. Food or beverage consumed by a Trustee at a reception where the food or beverage is provided as an incidental part of the reception and no cost is placed on the food or beverage.
- g. Entertainment provided to a Trustee or a relative or member of the household of the Trustee that is incidental to the main purpose of another event.

- h. Entertainment provided to a Trustee or a relative or member of the household of the Trustee where the Trustee is acting in an official capacity while representing the university for a ceremonial purpose.
- i. Anything of economic value offered to or solicited or received by a Trustee, or a relative or member of the household of the Trustee:
  - (A) As part of the usual and customary practice of the person's private business, or the person's employment or position as a volunteer with a private business, corporation, partnership, proprietorship, firm, enterprise, franchise, association, organization, not-for-profit corporation or other legal entity operated for economic value; and
  - (B) That bears no relationship to the Trustee's holding of, or candidacy for, a position on the Board of Trustees or another public office.

4.5 Use of Position for Personal Gain. Trustees may not use or attempt to use their official position to obtain a financial benefit for themselves, relatives, or businesses they are associated with, through opportunities that would not otherwise be available but for the office held.

4.6 Annual Reporting of Economic Interests. On or before April 15 of each year, a Trustee must file with the Oregon Government Ethics Commission a verified statement of economic interest. The University is charged with ensuring that each Trustee receives the proper form from the Commission.

4.7 Use of Certain Confidential Information for Personal Gain. Trustees may have access to or manage information that is confidential and not available to members of the general public. The Oregon Government Ethics Law prohibits Trustees from attempting to use confidential information gained because of the position held or by carrying out assigned duties to further the Trustee's personal gain. The law also prohibits a former Trustee from attempting to use confidential information for personal gain if that confidential information was obtained while holding the position as a Trustee, from which access to the confidential information was obtained.

4.8 ORS 351.067 addresses the process by which the Board of Trustees may permit certain compensation or reimbursement of expenses that would otherwise be prohibited by ORS Chapter 244.

## **5.0 Conflicts of Interest.**

5.1 Generally. Not all conflicts of interest are wrong or unacceptable. Although some categories of conflicts may be prohibited by law, or the law may require that they be disclosed and managed in a particular way, in many cases management of conflicts of interest is not

primarily a question of law but of ethics. In some circumstances, conflicts may be inevitable, and the question for a Trustee may be how to manage the conflict. Some considerations can be identified that tend to signal that a conflict should be prohibited or carefully managed. Often this would be the case where, for example, an individual's outside activities or relationships or the institution's own interests entail the actuality or appearance that the quality or objectivity of a Trustee's judgment could be impaired; or that a Trustee is placing personal interest before the institutional interest; or that institutional resources or assets apparently are being used for private gain; or that an individual is receiving something of value from a business where the business would appear to benefit from the individual's decision on behalf of the institution; or that an individual is pursuing an economic opportunity identified in the course of institutional service, where the opportunity is not widely available.

## 5.2 State law.

5.2.1 The Oregon Government Ethics Law addresses the existence, disclosure, and disposition of certain potential and actual conflicts of interest. The standards set forth in the law attempt to balance the need to avoid conflicts of interest with the need for the services of knowledgeable, experienced public officials. Compliance with state law is required but may be insufficient. Some considerations can be identified that tend to signal that a conflict should be forbidden or carefully managed. Often this would be the case where, for example:

- a. A Trustee's outside activities or relationships or an institution's own interests entail the actuality or appearance that the quality or objectivity of judgment could be impaired
- b. A Trustee is placing personal interest before the institutional interest
- c. Institutional resources or assets apparently are being used for private gain
- d. A Trustee is receiving something of value from a business where the business would appear to benefit from the Trustee's intervention or decision
- e. A Trustee is pursuing an economic opportunity identified in the course of institutional service, where the opportunity is not widely available

5.2.2 ORS 352.076 addresses a conflict of interest inherent in the positions of the faculty trustee and the non-faculty staff trustee. The conflict may be financial or non-financial. The faculty and non-faculty staff trustees (a) may not participate in any discussions or action by the board involving collective bargaining issues that affect faculty or non-faculty staff at the university, and (b) may not attend any executive session of the board involving collective bargaining issues that affect faculty or non-faculty staff at the university. This prohibition may include collective bargaining issues that affect any collective bargaining organization, unit or agreement, not merely a collective bargaining organization or unit that represents the faculty



or non-faculty staff trustee or a collective bargaining agreement to which the organization or unit is a party.

5.2.3 Declaration of Potential and Actual Conflicts of Interest under Oregon Law. When met with a potential or an actual conflict of interest, a Trustee is strongly urged:

- a. Potential: Announce publicly the nature of the *potential* conflict prior to taking any action thereon in the capacity of a Trustee; or
- b. Actual: When met with an *actual* conflict of interest, announce publicly the nature of the actual conflict and refrain from participating in any discussion or debate on the issue out of which the actual conflict arises or from voting on the issue.

5.3 Federal law. Federal laws and regulations mandate conflict-of-interest-related requirements in certain areas applicable to universities—such as lobbying of certain federal officials and the receipt of federal funds for financial aid, construction, research and grants and contracts. Trustees should be aware that their activities and interests may be in conflict with the interests and activities of the institution under federally-funded programs and may implicate the government relations activities of the institution.

5.4 Non-financial Interests. The Board of Trustees does not confine its concerns about conflict of interest to financial conflicts but extends its concerns to all kinds of interests that (a) may lead a Trustee to pursue a policy or practice or take a position that is incompatible with the Trustee's fiduciary duties to the institution, or (b) may entail steps by the Trustee to achieve personal gain, or gain for family, friends or associates, by use of the Trustee's role at the institution.

5.5 Trustees should disclose promptly all actual or potential conflicts of interest related to the institution as the conflicts become known to them. To facilitate Trustees' identification of such conflicts, the University is directed to inform the Trustees on an annual basis of applicable state and federal law regarding conflicts of interest so as to maximize the potential for awareness of possible conflicts.

## 6.0 Compliance

6.1 When a Trustee gives notice of an actual or potential conflict of interest, the Secretary shall record the actual or potential conflict in the official records of the public body.

6.2 Federal law and state law supersede anything in this Statement that is inconsistent or in conflict with such law.

# **ACTION ITEM**

## **Agenda Item No. 4.4**

### **Adopt Board Policy on Categories of Authority**

#### **Summary**

As part of the transition in governance from the State Board of Higher Education and the Oregon University System, Oregon Tech's Board of Trustees is adopting governing documents including bylaws, committee charters, policies and resolutions. The proposed policy identifies and defines the various new and existing categories of authority, explains how they relate to each other, and the process to assist in the formulation, drafting, revision, recommendation and maintenance of the Board and University Policies.

#### **Background**

On July 1, 2015 the Oregon Tech Board of Trustees will be the new governing body for the University. As part of the transition in governance the Board adopted and continues to review governing documents which guide the operation of the University, outline roles and responsibilities, clarify expectations, and delegate authority. These documents are in addition to state and federal constitutional provisions and statutes and existing university policies, procedures, handbooks, and manuals previously adopted by the University President or created by departments.

This proposed policy provides a taxonomy of the document types (categories of authority) and outline the process to assist in the creation, revision, approval and maintenance of the Board and University Policies.

By establishing this hierarchy, the University seeks to enhance operational efficiencies, best practices, effective decision making and compliance with laws and rules across the University, while ensuring that University Policies are easily accessible and understandable, widely disseminated, consistent and reviewed and approved in an appropriate way.

#### **Staff Recommendation**

- Review and discuss the proposed board policy
- Move to adopt the Board Policy on Categories of Authority as proposed (or amended)

#### **Attachments**

- Proposed Policy on Categories of Authority

**Proposed  
Board Policy on Categories of Authority  
Board of Trustees of Oregon Institute of Technology**

**1.0 Preamble**

Consistent with the authority of the Board of Trustees ("Board") to manage the affairs of Oregon Institute of Technology ("University" or "Oregon Tech") and, in recognition of its fiduciary obligations, the Board identifies the following categories of authority and the principles and processes governing the development of statements of authority, including but not limited to bylaws, committee charters, board policies, board resolutions, university policies, university procedures, handbooks, and manuals.

**2.0 Categories of Authority**

2.1 Bylaws. Board Bylaws outline the essential elements necessary for the Board's constitution and operation, including, but not limited to Board officers, meeting agendas, and certain legal obligations.

2.2 Committee Charters. Committee charters identify the duties and scope of authority for the Board's committees, both standing and ad hoc and must be consistent with the Board's Bylaws, Board Policy on Committees, and other Board actions. These charters may only be promulgated, amended, or repealed by a majority vote of the Board. Board committees, from time to time, may suggest changes to the committee charters for Board action.

2.3 Board Policies and Resolutions. Board Policies are broad, strategic statements communicating the Board's expectations. As opposed to University Policies or Procedures, which could communicate delegated, operational or transactional authority or procedures, Board Policies communicate the fundamental strategic, fiduciary, and structural expectations of the Board. While the Board's committees, President, and Oregon Tech President's Council play a role in the development and recommendation of Board Policies, such Policies may only be promulgated, amended or repealed by a majority vote of the Board. Pursuant to Oregon Revised Statute (ORS) 352.107, the Board may authorize a Board Policy to have the force of law. Board Resolutions are also reserved for broad, strategic statements, but may be used in specific circumstances, including statements that need to be reaffirmed periodically by the Board or for actions authorizing the sale of bonds. Board Policies and Resolutions must be consistent with the Board's Bylaws and federal and state law.

2.4 University Policies. University Policies describe the exercise of authority delegated to the President by the Board. University Policies typically communicate the broad, strategic expectations of the President regarding the University's affairs; they are the official compilation of rules and regulations for the University. When Oregon Administrative Rules, and Oregon University System Policies and Internal Management Directives were repealed, many were modified and adopted as University Policies, often retaining the OAR numbering. University

Policies must be consistent with Board Policies and Resolutions and federal and state law. In any event where a University Policy is inconsistent with a Board Policy or Resolution, the Board Policy or Resolution shall prevail.

**2.5 University Procedures.** University Procedures, which generally work in concert with one or more University Policies, communicate the day-to-day steps or processes necessary for the effective and efficient accomplishment of University Policies. University Procedures must be consistent with Board Policies and Resolutions, University Policies, and other actions, as well as federal and state law. Where a University Procedure is inconsistent with a Board Policy, Resolution, University Policy or other Board action the Board Policy, Resolution, University Policy, or action prevails.

**2.6 Handbooks and Manuals.** Handbooks and Manuals exist throughout the University and typically communicate desktop procedures or expectations for a University department, unit, or functional area. Examples include, but are not limited to the “Oregon Tech Faculty Handbook,” the “Oregon Tech Student Handbook,” and the “Oregon Tech Fiscal Policy Manual.” Handbooks and Manuals must be consistent with Board Policies, Resolutions, and other actions, and University Policies and Procedures. Where a Handbook or Manual is inconsistent with a Board Policy, Resolution, or action, or University Policy or Procedure, the Board Policy, Resolution, action, University Policy, or Procedure will prevail.

### **3.0 Oregon Tech President’s Council**

**3.1** To assist in the formulation, drafting, revision, recommendation, and maintenance of the Board’s and University’s policies, the Board directs the President to establish and maintain a policy council. The Oregon Tech President’s Council ("Council") will be convened by the President or President’s designee. With the approval of the President, the Council will consist of the Provost, Vice Presidents, Associate Vice Presidents, Deans of the Colleges, Director of Human Resources, Presidents of Faculty Senate and Associated Students of Oregon Institute of Technology, and the Chair of the Administrative Council.

- Provost/VP of Academic Affairs,
- VP of Finance and Administration,
- VP of Student Affairs/Dean of Students,
- Associate Provost/VP of Research,
- Associate VP of Strategic Partnership,
- Associate VP for Communication and Public Affairs,
- Associate VP of Information Technology Services/CIO,
- Associate VP of Development and Alumni Relations,
- Dean of the College of Engineering, Technology, and Management
- Dean of the College of Health, Arts and Sciences
- Director of Human Resources
- President of Faculty Senate
- Chair of Administrative Council

- President of Associated Students of Oregon Institute of Technology (ASOIT)

The Policy Council is a consultative, multi-functional group designed to provide valuable input and advice on the categories of authority described in this Board Policy.

3.2 The responsibility for any statement of authority described at sections 2.4, 2.5, or 2.6 of this Board Policy resides with the cognizant officer or director (“Responsible Officer”), even if employees that report to the Responsible Officer participate in the Council. Responsible Officers include, but are not limited to: (1) Provost/VP of Academic Affairs, (2) VP of Finance and Administration, (3) VP of Student Affairs/Dean of Students, (4) Associate VP of Information Technology/CIO, and (5) President.

3.3 The Responsible Officer, or designee, is authorized to maintain Handbooks and Manuals described at Section 2.6 for any unit or department that reports to him or her. The Responsible Officer may seek the advice and guidance of the Council for Handbooks and Manuals, but is not required to do so. Notwithstanding this authority, a Handbook or Manual is not valid unless it contains statements that (i) it does not create a contractual obligation unless expressly stated, (ii) that the official copy may be found on the University’s website, and (iii) any inconsistency with a category of authority described at Section 2.3, 2.4, or 2.5 of this Board Policy will be resolved in favor of the applicable Board Policy, Resolution, or action, University Policy or Procedure, or, as applicable collective bargaining agreement.

3.4 The Responsible Officer, or designee, shall present University Procedures, whether new or existing, to the Council for advice. After discussion of the draft University Procedure, the Responsible Officer may seek the President’s approval. Although a vote is not required for the Responsible Officer to submit a University Procedure to the President for approval, the Responsible Officer shall communicate to the President any major issues or concerns, if any, identified by the Council. A University Procedure is only valid after an official copy is (i) approved by the President and (ii) included on the University’s website.

3.5 The Responsible Officer, or designee, shall present University Policies, whether new or existing, to the Council for advice. After discussion of the draft University Policy, the Responsible Officer may submit the draft University Policy to the President for authorization to seek comment from the University community. Although a vote is not required in order for the Responsible Officer to submit a University Policy to the President, the Responsible Officer shall communicate to the President any major issues or concerns, if any, identified by the Council. With the President’s authorization, a Responsible Officer may submit a draft University Policy to the University community for comment for at least seven calendar days. The draft shall also be posted on the University’s policy website during the comment period. After seven days, the Responsible Officer, with any comments, may return to the Council for advice or request approval from the President. A University Policy is only valid after an official copy is (i) approved by the President and (ii) included on the University’s policy website.

3.6 Board Policies or Resolutions may come to the Council for advice and consideration through a variety of channels, including the Board or its chair, its committees, whether standing

or ad hoc, the President, or a Responsible Officer. The relevant Responsible Officer, at the direction of the Board chair, Board committee chair, or the President, may present a Board Policy or Resolution, whether new or existing, to the Council for advice and consideration. After any advice and consideration by the Council, and with the Board chair's authorization, the President or Responsible Officer may submit a draft Board Policy or Resolution to the University community for comment for at least seven calendar days. The draft may also be posted on the University's website during the comment period. After seven days, the President or Responsible Officer may compile any comments and seek the advice of the Board chair on whether to return the draft to the Council for further refinement or include the draft Board Policy or Resolution in the Board's docket for action at a regular, special or emergency meeting. Notwithstanding the Council's existence as a consultative, advisory group assembled for the benefit of the University, nothing in this Section shall be construed to require the Board or its committees to submit its Board Policies or Resolutions to the Council.

#### **4.0 Format**

4.1 All categories of authority will be presented substantially in the same format. The official copy of the authority will be found on the University's website, with an official paper in the Board's or President's office.

4.2 The Council will devise an operational system to organize the categories of authority under discernible functional areas.

4.3 Responsible Officers will, from time to time, review categories of authority within their functional areas to determine if repeal or amendment is advisable.

4.4 Technical changes to the organizational system, titles of authorities, indexing of authorities, or any other administrative change necessary to maintain an accessible and efficient policy function that does not conflict with this Board Policy may be accomplished after notice to the Board Chair.

#### **5.0 Document History**

5.1 Action item at the April 7, 2015 Oregon Tech Board meeting.

# **ACTION ITEM**

## **Agenda Item No. 4.5**

### **Approve Resolution on Shared Governance**

#### **Summary**

On July 1, 2015 the Board of Trustees becomes the official governing body for Oregon Tech. The proposed Resolution on Shared Governance defines the roles of the various university constituencies in policy development, decision-making, and accountability.

#### **Background**

Shared governance refers to the structures and processes through which the Board of Trustees, University President, administration, faculty, students, and staff participate in the development of policies and in the decision-making that affect the University.

The proposed Resolution outlines the principles and values necessary to guide the governance and administration of the university; the roles and responsibilities of the Board, President, Officers, and Administrators, Faculty Senate, Administrative Council, and the Associated Students of Oregon Institute of Technology; and the importance of communication.

#### **Staff Recommendation**

- Review and discuss the proposed Resolution
- Move to approve the Resolution on Shared Governance as proposed (or amended)

#### **Attachments**

- Proposed Resolution on Shared Governance

**PROPOSED RESOLUTION NO. 15-\_\_**

**BOARD OF TRUSTEES OF OREGON INSTITUTE OF TECHNOLOGY**

**A RESOLUTION ON SHARED GOVERNANCE AT OREGON INSTITUTE OF TECHNOLOGY**

The Board of Trustees of the Oregon Institute of Technology adopted the following resolutions at a duly held meeting:

**Whereas**, the establishment of separate, institutional governing boards for each of Oregon’s public universities, including Oregon Institute of Technology (“University” or “Oregon Tech”) is a profound opportunity for the success of students; and

**Whereas**, the authority of the Oregon Institute of Technology Board of Trustees (“Board”) and President may be informed and improved by the purposeful engagement with the University’s stakeholders—including its faculty, staff, and students; and

**Whereas**, the concept of shared governance in an academic environment is expected and appreciated; and

**Whereas**, the Board is much closer to the affairs of the University than previous system-wide governing boards; and

**Whereas**, a statement affirming the principles of shared governance is a critical step in the success of the University, building trust among University stakeholders and demonstrating a commitment to open deliberation and decision-making;

**Now, therefore**, the Board resolves as follows:

**Section 1  
Principles and Values**

The Board is committed to shared governance in the academic environment and embraces the following principles and values to guide the effective and efficient governance and administration of the University:

- a. Frank communication.
- b. Open deliberation and decision-making.
- c. Consistent reflection upon the University’s mission statement and strategic plan.
- d. Recognition by all University stakeholders of roles and their responsibilities in the efficient governance and administration of the University.



- e. Mutual trust and respect among all University stakeholders.

## **Section 2**

### **Definition**

Shared governance is defined as appropriately shared responsibility and cooperative action among the Board, administrators, faculty, staff and students and, as applicable, their duly-constituted representative bodies, intended to foster constructive and collaborative thought and action within the institutional structure in service of the University's mission.

## **Section 3**

### **Roles, Responsibilities and Representation**

- a. Board

The Board is vested with the ultimate authority to manage the affairs of the University under Oregon law and applicable Board Policies and actions, including, the Board Policy on Delegation of Authority. The Board should receive and consider input and advice from University stakeholders, as articulated in this resolution, either through the President or directly to the Board through processes and channels established by the Board.

The Board, in its Bylaws and Board Policy on Committees, authorizes the creation of ad hoc committees to address specific topics from time to time. As appropriate, representatives of faculty, staff, student body may be asked to participate in these ad hoc committees to provide their expertise and perspective.

- b. President, Officers, and Administrators

The President, as the University's chief executive officer and president of the faculty, is responsible for directing the affairs of the University, provided the President's actions are consistent with law, and Policies and actions of the Board, including, the Board Policy on Delegation of Authority. The President, officers, and administrators have as a primary responsibility the duty to promote collaboration and to encourage faculty and staff in the performance of their duties related to teaching, learning, student and institutional support, professional development, scholarly work and research, and community service.

The President has primary responsibility for communicating with and making recommendations to the Board. The Board expects the President, as appropriate, to provide meaningful opportunity for duly-elected or appointed representatives of the Faculty Senate, Administrative Council, or ASOIT, to offer input and advice on the President's recommendations. This includes, but is not limited to the President's recommendations concerning the University's budget, tuition and fee schedule, strategic plan, and mission statement.

The President also has primary authority for the approval of University Policies that define the expectations or requirements for University units and functions, as outlined in the Board Policy on Policies. The Board expects duly-elected or appointed representatives of Faculty Senate, Administrative Council, or ASOIT; to participate in the President's Council to offer input and advice on University policies.

c. Faculty Senate

The Board reaffirms the faculty's central role in the development and stewardship of the University's academic mission, consistent with Oregon law and the Board Policy on Delegation of Authority, and as outlined in the Faculty Constitution and Charter of the Faculty Senate. The faculty, in conjunction with the President and the Provost, is responsible for (i) academic standards relating to admission to study at the University; (ii) curriculum, curricular materials, method of instruction, grading, credits, and academic standards of the University; and (iii) standards of student competence in a discipline. The Board also expects that the faculty will have substantial participation and input into the development of new academic degree programs and significant changes to academic degree programs before they reach the Board for consideration and approval and, as appropriate, transmission to the Higher Education Coordinating Commission for approval.

The Board recognizes the Faculty Senate as the internal representative body of the faculty. To set forth its internal processes for participating in shared governance, the Oregon Tech Faculty Senate is authorized, consistent with law and the Policies and actions of the Board, to formulate a statement of internal governance expressed as a constitution or in another appropriate format. The statement of internal governance must be consistent with applicable law and the Policies and actions of the Board and is subject to approval by the President in his or her role as president of the faculty. The President convenes and presides over the faculty and is authorized to veto any decision of the Faculty Senate. Notwithstanding the President's statutory role as the president of the faculty, the faculty's statement of internal governance may provide for a member of the faculty to serve as the Faculty Senate's president or chair. The statement of internal governance is subject to amendment by the Board after notice to and consultation with the President and the Faculty Senate. Subject to the approval of the President, the statement of internal governance may also be amended as provided for in the statement of internal governance statement, but no more often than annually.

d. Administrative Council

The Board recognizes the Administrative Council as the internal representative body of the Oregon Tech staff. In order to set forth its internal processes for participating in shared governance, the Administrative Council is authorized, consistent with law and the Policies and actions of the Board, to formulate a statement of internal governance expressed as a constitution or in another appropriate format. The statement of internal governance must be consistent with applicable law and the Policies and actions of the Board.

e. Associated Students of Oregon Institute of Technology

The Board recognizes the ASOIT as the recognized student government. To set forth its internal processes for participating in shared governance, the ASOIT is authorized, consistent with law and the Policies and actions of the Board, to formulate a statement of internal governance expressed as a constitution or in another appropriate format. The statement of internal governance must be consistent with applicable law and the Policies and actions of the Board.

#### **Section 4 Communication**

a. The Board will, consistent with its Board Policy on the Conduct of Public Meetings, reserve specific time for one duly-elected representative from each of the Faculty Senate, Administrative Council, or ASOIT to address the Board on any matter of concern facing the faculty, staff, or students respectively.

b. As appropriate, the Board may include representatives of the faculty, staff, or student body in relevant work retreats by the Board.

c. The Board expects the University's President to meet with the duly-elected chair or president of the Faculty Senate, Administrative Council, or ASOIT regularly, but preferably at least monthly, to ensure open communication and prompt discussion and consideration of matters of concern.

#### **Section 5 Performance Evaluation**

In evaluating the job performance of the President, the Board will consider the President's commitment to shared governance as described in this Board resolution.

#### **Section 6**

This Resolution shall take effect immediately upon approval by the Board.

Moved by \_\_\_\_\_

Seconded by \_\_\_\_\_

Trustee	Yes	No
Jeremy Brown		
Melissa Ceron		
Jessica Gomez		
Lisa Graham		
Dana Henry		
Kathleen Hill		
Gary Johnston		
Chris Maples		
Kelley Minty Morris		
Celia Núñez		
Dan Peterson		
Steven Sliwa		
Paul Stewart		
Fred Ziari		

Approved on the \_\_\_\_\_ day of \_\_\_\_\_, 2015.

\_\_\_\_\_  
Chair of the Board

ATTEST:

\_\_\_\_\_  
Secretary of the Board

I, \_\_\_\_\_, Secretary of the Board, do hereby certify that the foregoing is a true and correct copy of a Resolution duly approved by the Oregon Institute of Technology Board of Trustees at the meeting held on the \_\_\_\_\_ day of \_\_\_\_\_, 2015, and thereafter approved and signed by the Chair and attested by the Secretary of the Board.

\_\_\_\_\_  
Secretary of the Board

## **ACTION ITEM**

### **Agenda Item No. 4.6**

## **Approve Resolution Authorizing the President to Repeal Administrative Rules and Adopt Certain Administrative Rules as University Policies**

### **Summary**

After June 30, 2015 Oregon Tech will no longer have the authority to adopt, amend or repeal administrative rules. The proposed resolution grants authority to the President to repeal, amend, and adopt the OARs as University policies prior to July 1, 2015.

### **Background**

The proposed resolution provides for the delegation of the Board's authority to the President to repeal Oregon Tech's administrative rules (Oregon Administrative Rules 578-000 through 578-072) and adopt them as Oregon Tech University policies, with any amendments the President deems necessary, effective July 1, 2015. The repeal and adoption process is necessitated because as of July 1, 2015, Oregon Tech, Eastern Oregon University, Southern Oregon University, and Western Oregon University will no longer have the authority to adopt, amend or repeal administrative rules. Therefore, each of these universities must repeal their administrative rules effective by that date.

In place of the administrative rules, each university has the authority to establish policies for the organization, administration and development of the university which have the force of law. Thus, each university needs to "convert" their administrative rules to university policies. Each policy must include an opportunity for an appeal by the affected person. The same conversion was accomplished by Portland State University, Oregon State University, and the University of Oregon on July 1, 2014.

In addition, under Senate Bill 270, the administrative rules, internal management directives, policies, guidelines, and procedures of the State Board of Higher Education (SBHE) and Oregon University System (OUS) will continue to apply to Oregon Tech after July 1, 2015, until superseded or repealed by the President or Board of Trustees of Oregon Tech. The proposed motion would also grant the President authority to determine which of the SBHE or OUS rules, internal management directives, policies, guidelines, and procedures should be adopted, amended, or repealed as to Oregon Tech.

The President will establish a representative committee to review these rules, directives, policies, guidelines and procedures and will involve the Faculty Senate, employee groups, the Associated Students of Oregon Institute of Technology, and other groups and individuals as appropriate. The review process will help determine what Oregon Tech policies and OUS and SBHE administrative rules, internal management directives, policies, guidelines, and procedures to retain (with or without amendments) or repeal.

The estimated timeline is as follows:

April	Board approves Motion Board Secretary mails out all Notices
May	Notice is published in the Oregon Bulletin Rulemaking Hearing held in Klamath Falls with videoconference in Wilsonville Secretary State and Others notified of Repeal effective date
June/July	Repeal of Admin Rules and Adoption of Policies Effective

**Staff Recommendation**

- Discuss the proposed Resolution
- Move to approve the Resolution Authorizing the President to Repeal Administrative Rules and Adopt Certain Administrative Rules as University Policies.

**Attachments**

- Review of Oregon Administrative Rules – Chapter 578
- Proposed Resolution

## Review of Oregon Administrative Rules - Chapter 578

### Division 1, Procedural Rules

Rule Number	Rule Title	Proposed Disposition	Reason
578-001-0000	Notice of Proposed Rule	Repeal; Do not adopt as policy	No longer needed as rule is no longer relevant because no more administrative rules will be promulgated
578-001-0015	Contents of Notice of Rulemaking When Public Hearing Will be Held Only If Requested	Same	Same
578-001-0020	Postponing Intended Action	Same	Same
578-001-0060	Notice of Agency Action; Certification to Secretary of State; Submitting Copy to Legislative Counsel	Same	Same
578-001-0080	Temporary Rules	Same	Same
578-001-0090	Availability	Same	Same
578-001-0100	Authority to Deny	Same	Same

### Division 12, Grievance Procedures in Cases of Prohibited Discrimination

Rule	Rule Title	Proposed Disposition	Reason
578-012-0010	Institutional Policy	Repeal; Adopt as policy	Legally required

### Division 15, Allied Health Student Liability Insurance

Rule	Rule Title	Proposed Disposition	Reason
578-015-0010	Allied Health Student Liability Insurance	Repeal; Adopt as policy	Requires professional liability insurance for nursing and other allied health students
578-015-0020	Student Identification Cards	Same	Requires students to purchase student identification cards upon registration

**Division 33, Student Conduct Code**

<b>Rule Number</b>	<b>Rule Title</b>	<b>Proposed Disposition</b>	<b>Reason</b>
578-033-0210	Purpose	Repeal; Adopt as policy	Must have a student conduct code in place
578-033-0220	Responsibility of Individuals, Conduct Regulations	Same	Same
578-033-0230	Disciplinary Sanctions	Same	Same
578-033-0240	Contested Case	Same	Same
578-033-0241	Order If a Student Fails to Appear	Same	Same
578-033-0242	Subpoena, Deposition	Same	Same
578-033-0243	Hearing	Same	Same
578-033-0244	Evidentiary Rules	Same	Same
578-033-0245	Proposed Orders on Contested Cases; Filing of Exceptions and Arguments	Same	Same
578-033-0246	Final Orders on Contested Cases; Notification	Same	Same
578-033-0252	Appeals	Same	Same
578-033-0260	Utilization of Hearing Officers as a Contingency Measure	Same	Same

**Division 34, Educational Records Policy**

<b>Rule Number</b>	<b>Rule Title</b>	<b>Proposed Disposition</b>	<b>Reason</b>
578-034-0010	Institutional Responsibility	Repeal; Adopt as policy	Should have a student records policy in place
578-034-0020	Type and Content of Educational Records	Same	Same
578-034-0025	Location and Custody of Educational Records	Same	Same
578-034-0030	Student Rights to Access and Copies of Educational Records	Same	Same
578-034-0035	Student's Right to Challenge Information Contained in Educational Records	Same	Same
578-034-0040	Release of Personally Identifiable Records	Same	Same
578-034-0045	Release and Restriction of Directory Information	Same	Same
578-034-0050	Waivers	Same	Same
578-034-0055	Files or Records Containing Letters of Appraisal	Same	Same
578-034-0060	Transfer of Information by Third Parties	Same	Same
578-034-0065	Lists of Students	Same	Same



578-034-0070	Permanence, Duplication, and Disposal of Educational Records	Same	Same
578-034-0075	Location/Administration of Records Policy	Same	Same

**Division 41, Accounting Policies**

Rule Number	Rule Title	Proposed Disposition	Reason
578-041-0010	Collection of Accounts and Notes Receivable	Repeal; Adopt as policy	Should have a policy in place
578-041-0030	Special Institution Fees and Charges	Repeal	No longer needed. Fees, fines and charges will no longer be adopted as an administrative rule
578-041-0040	Revolving Charge Account Plan	Repeal; Adopt as policy	Should have a policy in place
578-041-0050	Cash Deposit Requirements	Repeal; Adopt as policy	Should have a policy in place

**Division 42, Grievance Procedures in Cases of Prohibited Discrimination (Includes Faculty Records Policy)**

Rule Number	Rule Title	Proposed Disposition	Reason
578-042-0050	Faculty Grievance Procedure	Repeal; Adopt as policy	Legally required
578-042-0710	Definitions	Same	Needed to implement statute
578-042-0720	Limitation on Records	Same	Useful to have in some form
578-042-0730	Location and Custody of Faculty Records	Same	Useful to have
578-042-0740	Open Faculty Records for Access and Additions	Same	Useful in order to implement statute
578-042-0750	Release of Faculty Record Information	Same	Useful to implement statute
578-042-0760	Permanence, Duplication, and Disposal of Faculty Records	Same	Useful to have in some form

**Division 45, Use of Campus for Commercial Purposes**

Rule Number	Rule Title	Proposed Disposition	Reason
578-045-0005	Definitions	Repeal; Adopt as policy	Useful to manage commercial activities on campus

578-045-0010	Commercial Solicitation, Commercial Transactions and Solicitation	Same	Same
578-045-0015	Permission to Engage in Solicitation	Same	Same
578-045-0020	Discipline for Violation of Solicitation	Same	Same
578-045-0025	Private Sales and Campus Activities	Same	Same

**Division 50, General (Includes Dog Control and Firearms)**

<b>Rule Number</b>	<b>Rule Title</b>	<b>Proposed Disposition</b>	<b>Reason</b>
578-050-0005	Dog Control	Repeal; Adopt as policy	Useful
578-050-0010	Possession and Use of Firearms and Explosives	Repeal; Adopt as policy	Useful
578-050-0020	Access to Student Housing	Repeal	Unlawful
578-050-0050	Firearm Storage Regulations and Fees	Repeal; Adopt as policy	Useful

**Division 72, Traffic Control**

<b>Rule Number</b>	<b>Rule Title</b>	<b>Proposed Disposition</b>	<b>Reason</b>
578-072-0010	Responsibility in Traffic Control	Repeal; Adopt as policy	Useful
578-072-0020	Vehicle Registration	Same	Same
578-072-0030	Parking Permit and Fees	Same	Same
578-072-0040	Driving on Campus	Same	Same
578-072-0050	Parking on Campus	Same	Same
578-072-0055	Roller Skates and Skateboards	Same	Same
578-072-0060	Application of Motor Vehicle Laws of the State of Oregon	Same	Same
578-072-0080	Enforcement of Penalties	Same	Same
578-072-0090	Authority of Traffic Commission	Same	Same
578-072-0091	Authority of Campus Police Officers	Same	Same

**PROPOSED RESOLUTION NO. 15- \_\_\_\_\_**

**BOARD OF TRUSTEES OF OREGON INSTITUTE OF TECHNOLOGY**

**A RESOLUTION AUTHORIZING THE PRESIDENT TO REPEAL ADMINISTRATIVE RULES AND  
ADOPT CERTAIN ADMINISTRATIVE RULES AS UNIVERSITY POLICIES**

The Board of Trustees of the Oregon Institute of Technology adopted the following resolutions at a duly held meeting:

**WHEREAS**, effective July 1, 2015, the Board of Trustees of the Oregon Institute of Technology (Board of Trustees) will assume full legal responsibility for Oregon Institute of Technology (University); and

**WHEREAS**, Section 172 of Senate Bill 270 (2013) and House Bill 4018 (2014) provide that the Board of Trustees may take any action on or before July 1, 2015, that is necessary for the Board of Trustees to exercise on and after the operative date all of the duties, functions and powers conferred on the Board of Trustees by Senate Bill 270; and

**WHEREAS**, Section 11(1)(m) of Senate Bill 270 (codified as ORS 352.107(1)(m)) provides that the Board of Trustees may establish policies for the organization, administration and development of the University which, to the extent set forth in those policies, shall have the force of law and may be enforced through university procedures that include an opportunity for appeal and in any court of competent jurisdiction; and

**WHEREAS**, Section 11(3) of Senate Bill 270 (codified as ORS 352.107(3)) provides that the Board of Trustees may perform any other acts, in the judgment of the Board of Trustees, that are required, necessary or appropriate to accomplish the rights and responsibilities granted to the Board and the University by law; and

**WHEREAS**, Section 11(1)(t) of Senate Bill 270 (codified as ORS 352.107(1)(t)) provides that the Board of Trustees may delegate and provide for the further delegation of any and all powers and duties, subject to the limitations expressly set forth in law;

**Now, therefore**, the Board of Trustees resolves as follows:

**Section 1**

1. The President of the University is authorized to repeal the administrative rules in OAR Chapter 578. The effective date of the repeal shall be 11:59:59 p.m. on June 30, 2015.

2. The President is authorized to adopt any of the administrative rules as University policies, with such amendments as the President deems necessary or appropriate. The University policies shall have an effective date of 12:00 a.m. on July 1, 2015. The President may delegate and provide for the further delegation of this authority.

3. The President is authorized to adopt, repeal, and amend any administrative rules, internal management directives, policies, guidelines, and procedures of the State Board of Higher Education and the Oregon University System as University policies. Such University policies shall have an effective date designated by the President. However, until action by the President under this paragraph 3, all such administrative rules, internal management directives, policies, guidelines, and procedures of the State Board of Higher Education and the Oregon University System shall continue to apply to the University on the terms and conditions set forth in Senate Bill 270 (2013), as amended, and House Bill 4018 (2014), as amended, until further action by the President.

4. Any University policies adopted by the President shall have the force of law and may be enforced through University procedures that include an opportunity for appeal and may be enforced in any court of competent jurisdiction.

## Section 2

This Resolution shall take effect immediately upon approval by the Board.

Moved by \_\_\_\_\_

Seconded by \_\_\_\_\_

Trustee	Yes	No
Jeremy Brown		
Melissa Ceron		
Jessica Gomez		
Lisa Graham		
Dana Henry		
Kathleen Hill		
Gary Johnston		
Chris Maples		
Kelley Minty Morris		
Celia Núñez		
Dan Peterson		
Steve Sliwa		
Paul Stewart		
Fred Ziari		

Approved and dated this 7<sup>th</sup> day of April, 2015.

\_\_\_\_\_  
Lisa Graham  
Board Chair

ATTEST:

\_\_\_\_\_  
Sandra Fox  
Board Secretary

I, \_\_\_\_\_, Secretary of the Board, do hereby certify that the foregoing is a true and correct copy of a Resolution duly adopted by the Oregon Institute of Technology Board of Trustees at the meeting held on the 07<sup>th</sup> day of April, 2015, and thereafter approved and signed by the Chair and attested by the Secretary of the Board.

\_\_\_\_\_  
Secretary of the Board

## **ACTION ITEM**

### **Agenda Item No. 4.7**

## **Approve Resolution Authorizing the Board Chair to Approve the President's Oregon University Systems Employment Agreement**

### **Summary**

The University President's employment agreement with the Oregon University System expires June 30, 2015. It is proposed that the Oregon Tech Board of Trustees authorize the Chair to participate in discussions and countersign an employment agreement between OUS and the President, extending the President's appointment until June 30, 2016.

### **Background**

The current University President, Dr. Christopher Maples, is employed by the State of Oregon through the Oregon University System (OUS). The president's employment contract with OUS expires June 30, 2015, the day before the governance of the University and all incurred rights and obligations, including employment contracts, are transferred from OUS to the Oregon Tech Board of Trustees.

The Board has the option to negotiate a new employment agreement with the President to take effect on July 1, 2015 or participate in discussions with OUS and Dr. Maples and countersign an employment agreement between the parties, prior to June 30, to extend Dr. Maples' employment agreement for an additional year, to June 30, 2016. The latter option allows the Board time to create and implement an evaluation process for the president position, and develop a new employment agreement for consideration in 2016, while still ensuring the terms of the contract to be transferred are deemed appropriate, in the Chair's reasonable discretion.

### **Staff Recommendation and Committee Recommendation**

- Staff recommends the Board move to approve the Resolution Authorizing the Board Chair to Approve the President's Oregon University System Employment Agreement.
- The Executive Committee will consider a recommendation at the April 6, 2015 Executive Committee Meeting.

### **Attachments**

- Proposed Resolution

**PROPOSED RESOLUTION NO. 15-\_\_**

**BOARD OF TRUSTEES OF THE OREGON INSTITUTE OF TECHNOLOGY**

**A RESOLUTION AUTHORIZING BOARD CHAIR TO APPROVE PRESIDENT'S OREGON UNIVERSITY SYSTEM  
EMPLOYMENT AGREEMENT**

The Board of Trustees of the Oregon Institute of Technology adopted the following resolutions at a duly held meeting:

**WHEREAS**, effective July 1, 2015, Oregon Institute of Technology will be established as an independent public body and will be governed by its Board of Trustees; and

**WHEREAS**, Oregon University System (OUS) entered into an Employment Agreement and Notice of Appointment with Dr. Christopher Maples, the current President of the University, and this agreement expires on June 30, 2015; and

**WHEREAS**, OUS will continue to have jurisdiction over the operations of the University through June 30, 2015, and OUS intends to enter into a new employment agreement between OUS and Dr. Maples, which among other things, will extend the employment term for Dr. Maples through June 30, 2016; and

**WHEREAS**, all lawfully incurred rights and obligations of OUS that pertain to the University, including any employment contract with Dr. Maples, will be transferred and vested in the Board of Trustees on July 1, 2015; and

**WHEREAS**, the Board of Trustees deems it to be in the best interest of the University for Dr. Maples's employment contract to continue through June 30, 2016;

**Now, therefore**, the Board of Trustees resolves as follows:

**Section 1**

The Oregon Tech Board of Trustees's Chair is authorized to participate in discussions with the Oregon University System and Dr. Christopher Maples regarding Dr. Maples's employment contract and to approve, on behalf of the Board of Trustees, a new employment contract between Dr. Maples and the Oregon University System, on terms the Board Chair deems appropriate, in her reasonable discretion.

**Section 2**

This Resolution shall take effect immediately upon adoption by the Board.

Moved by \_\_\_\_\_

Seconded by \_\_\_\_\_

Trustee	Yes	No
Jeremy Brown		
Melissa Ceron		
Jessica Gomez		
Lisa Graham		
Dana Henry		
Kathleen Hill		
Gary Johnston		
Chris Maples		
Kelley Minty Morris		
Celia Núñez		
Dan Peterson		
Steve Sliwa		
Paul Stewart		
Fred Ziari		

Approved and dated this 07<sup>th</sup> day of April, 2015.

\_\_\_\_\_  
 Lisa Graham  
 Board Chair

ATTEST:

\_\_\_\_\_  
 Sandra Fox  
 Board Secretary

I, \_\_\_\_\_, Secretary of the Board, do hereby certify that the foregoing is a true and correct copy of a Resolution duly adopted by the Oregon Institute of Technology Board of Trustees at the meeting held on the 07<sup>th</sup> day of April, 2015, and thereafter approved and signed by the Chair and attested by the Secretary of the Board.

\_\_\_\_\_  
 Secretary of the Board



# **ACTION ITEM**

## **Agenda Item 4.8**

### **Endorse Recommended 2015-16 Student Tuition & Fees**

#### **Summary**

The setting of student tuition and mandatory fee rates for the 2015-16 academic year and summer term 2016 will occur prior to June 30, 2015 as Oregon Tech, EOU, SOU and WOU are transitioning from governance by the Oregon State Board of Higher Education (OSBHE) to governance by institutional boards. The OSBHE established, at their January 2015 meeting, a framework for the OSBHE to consider tuition and fee recommendations. This discussion will be used to present the approved OSBHE framework and Oregon Tech recommended 2015-16 student tuition and fees which will be presented to the OSBHE in June 2015.

#### **Background**

The Oregon Legislature grants authority to the Oregon State Board of Higher Education to establish tuition and fees for enrollment at Oregon University System institutions. Based on recommendations from the institutions and the Chancellor, the OSBHE annually sets fees for enrollment at the institutions, including: • Tuition • Building Fees • Health Service Fees • Incidental Fees • Student Recreation Center Fees • Student Union Fees • Other Mandatory Enrollment Fees • Other Special Fees as determined by OSBHE.

With the passage of Senate Bill 270, all public universities were exempted from state rulemaking requirements for the tuition and fee setting process. As part of the implementation of Senate Bill 242, passed in June 2011, each institution is required to establish a process which integrates student participation in the tuition-setting process in accordance with OSBHE established guidelines. The OSBHE Finance and Administration Committee provided general guidance and expectations as to the process to be followed by the TRU institutions for the 2015-16 academic year. Oregon Tech has established a process and advisory committee that address student involvement (see Attachment – OAR 580-010-0089).

Per ORS 351.063 (4) (a) the OSBHE may not increase the total amount of enrollment fees by more than five percent annually unless the board first receives approval from: (A) The Higher Education Coordinating Commission; or (B) The Legislative Assembly.

For additional context, these are the elements of institutional presentation that have been requested by the OSBHE:

1. Describe your institution's tuition strategy. Describe how the strategy fits within the overall strategic plans of the institution and system.
2. Describe the process used to ensure student participation in the development of the proposed rates, include a summary of the feedback received from students on the proposed rates.
3. Provide benchmarks or peer group comparisons, if any were used to inform your process.

4. Describe how the proposed rates will impact access and affordability on your campus. Include a discussion of how you intend to meet the Board's policy of funding at least 12% of unmet need of resident undergraduate students.
5. Provide a summary of how this rate proposal will maintain campus financial sustainability over the fiscal year with projections of Education and General (E&G) fund balance at 6/30/16.
6. Provide the specific tuition and fee rates being proposed.

**Staff and Committee Recommendation**

The Finance and Facilities Committee will review the proposed tuition and fee rates at the April 6, 2015 meeting, and make a recommendation to the Board.

Staff recommends the Board move to endorse a 5% base tuition increase and a differential tuition of 15% in specified Engineering and Technology programs for the 2015-16 academic year and 2016 summer session.

**Attachments**

- Memo dated March 23, 2015 – Information regarding Tuition & Fees for academic year 2015-16 and Summer session 2016
- Oregon Administrative Rule 580-010-0089 Student Involvement in Development of Proposed Resident Undergraduate Tuition Rates



## Oregon Institute of Technology

Date: March 23, 2015

To: Oregon Tech Board of Trustees

From: Oregon Institute of Technology (Oregon Tech)

Subject: Information to Support Tuition & Fee Requests –  
Academic Year 2015-2016 and Summer Session 2016

### **Tuition Strategy:**

Prior to significant reductions in Oregon State support, Oregon Tech relied on State support to cover the costs of its higher-cost programs. Historically, higher-cost programs have never been fully supported by the tuition charged for them. In developing our 2015-2016 tuition strategy, Oregon Tech's objectives were 1) to address the disproportionate support provided by students in lower cost programs with lower career starting salaries for programs offered to students in the higher-cost programs with higher career starting salaries; and 2) to sustain and expand the current level of program offerings.

To meet the first objective a 15% differential tuition for engineering and technology programs was implemented for the 2013-2014 academic year and phased-in incrementally at 5% per year over the next two years. The next academic year 2015-2016 will be the final year of the incremental phase-in period; the engineering and technology differential is scheduled to increase from 10% to 15% over base tuition rates. This differential tuition will allow the University to continue to provide the hands-on learning experiences that have garnered a tie for the #8 ranking of best baccalaureate colleges in the Western Region in US News and World Reports survey of Best Colleges in 2015. Allied Health programs already carry a differential course fee for most courses in the programs. (Please refer to the following Addendum 1 regarding Proposed Differential Tuition Rates)

After analyzing many approaches it was determined that the most realistic approach to the second objective required a two prong strategy 1) to set basic tuition at a rate that kept student costs in line with the educational value, sustained the University operations and did not negatively impact the enrollment growth required to bring the per student education cost down; and 2) to manage enrollment growth with targeted recruitment that provided an optimum mix of 80% resident and 20% non-resident students. Based on 5-year models, a 5% increase in the basic tuition rate is proposed. Resident tuition increases will be balanced with a university-wide high-achievement scholarships and fee remissions to help keep programs as affordable as possible. Enrollment will be tracked so that Oregon Tech can monitor whether or not the acceptable price point is being approached.

Tuition and fee rate proposals are in line with Oregon Tech's strategic goal that Oregon Tech will deliver personalized and educational experiences that provide students with the technical, critical-thinking, and communication skills they need to succeed in their chosen field. Without future tuition increases, the quality of Oregon Tech programs will decrease. Likewise, a decrease in revenue will adversely affect Oregon Tech's ability to deliver programs throughout the state. 2015-16 proposals also address the

strategy that Oregon Tech will attract and retain first-rate faculty and staff that are actively engaged in globally competitive education and the application of industry research in classrooms and university operations. It takes time and resources to recruit and develop the best faculty and staff to support the mission of the university. In the meantime, tuition increases are needed to maintain the quality of the institution.

**Tuition Recommendation Committee Process:**

Throughout the tuition and fee rates-setting process, **Oregon Tech students** have **actively participated**. Students comprised 63% (five students and three administrators) of the Tuition Recommendation Committee. The committee reviewed and discussed, trends in staffing, state funding, and tuition, and projected institutional budgets for this biennium and the next. The committee also reviewed all increased costs associated with attendance next year, which included: differential tuition increase for engineering and technology, changes to mandatory fees, course fee changes, and effect on general fund balance. Differential tuition was also discussed by the Tuition Recommendation Committee with members of the student population that would be impacted by the proposed differential tuition. The students of the Tuition Recommendation Committee presented this information to the Associated Students of Oregon Institute of Technology (ASOIT – student government) to seek input from students at large. The differential tuition was also part of the discussions presented by the students during the forum to discuss the committee’s recommendations.

Students commented that the educational value provided by Oregon Tech is advantageous to their future career plans. Implementing a differential tuition on Engineering and Technology was considered fair by students based on comparisons with the OSU engineering and technology programs tuition rates. Other student discussions regarding the justification of differential tuition included differential tuition currently charged to other high-cost programs, such as Clinical Lab Science. Based on the higher cost of delivering engineering and technology programs, students concluded that the proposed differential tuition was equitable, considering that the Allied Health programs pay a differential course fee on most of the Allied Health courses.

**Comparative Analysis:**

The **comparative analysis** of Oregon Tech proposed resident tuition for a 12 credit academic year, next to a sampling of our peer universities and OSU Cascades, shows that Oregon Tech has kept tuition on par with its peers. Oregon Tech’s non-resident tuition rates are also competitive. With lower housing and board costs on the Klamath Falls campus and lower mandatory fees on the Wilsonville campus, Oregon Tech is positioned to draw additional non-resident students.

Academic Year Tuition 36 cr hrs	Oregon Tech Proposed	Cal Poly SLO 2014-15	Eastern Wash Univ 2014-15	OSU Cascades 2014-15
Resident	\$ 5,859	\$ 7,200	\$ 8,846	\$ 6,444
Non- resident	\$ 18,649	\$ 16,128	\$ 24,559	\$ 22,068

**Access and Affordability:**

The impact of the tuition increases on students will be addressed with additional institutional remissions, aggressive pursuit of outside financial aid dollars and expanded financial aid and academic advising programs.

**Oregon Tech Financial Sustainability:**

Based on five year projections that assumes modest salary increase for unclassified staff; health insurance and retirement anticipated increases and general inflation increase of 3.2%. Oregon Tech expects to be able maintain a 5% fund balance. Under the Oregon Tech University tuition rate proposals and increased enrollment plans, the institution will be able to maintain financial sustainability.

	Forecast 2015-16
Projected Change in Fund Balance (Revenue less Expenditures)	\$ (2,014)
Beginning Fund Balance (Prior Year Ending Balance)	<u>5,181</u>
Ending Fund Balance	\$ 3,167
Ending Fund Balance % to Revenue	6.1

**Proposed Tuition & Fee Rates:**

(as approved by the Tuition Recommendation Committee 2015-16)

Base tuition 5% increase

Differential tuition of 15% in specified Engineering & Technology programs

<b>BASE</b>							
<b>Credit Hours</b>	<b>Resident Tuition</b>	<b>Fees</b>					<b>Total Tuition &amp; Fees</b>
		Building	Incidental	Total	Health Service	Total Fees	
1	\$ 162.75	\$23.00	\$160.00	\$183.00	n/a	\$183.00	\$ 345.75
15	\$2,411.25	\$45.00	\$310.00	\$355.00	\$150.00	\$505.00	\$2,916.25

<b>BASE plus DIFFERENTIAL</b>							
<b>Credit Hours</b>	<b>Resident Tuition</b>	<b>Fees</b>					<b>Total Tuition &amp; Fees</b>
		Building	Incidental	Total	Health Service	Total Fees	
1	\$ 187.16	\$23.00	\$160.00	\$183.00	n/a	\$183.00	\$ 353.50
15	\$2,807.40	\$45.00	\$310.00	\$355.00	\$150.00	\$505.00	\$3,312.40

## Addendum 1

### **Oregon Institute of Technology – Background for Proposed Differential Tuition Rates**

#### **College of Engineering, Technology and Management**

Differential tuition is being charged for the following undergraduate programs offered within the College of Engineering, Technology and Management: Civil Engineering, Electrical Engineering, Renewable Energy Engineering, Manufacturing Engineering Technology, Mechanical Engineering, Mechanical Engineering Technology, Computer Engineering Technology, Software Engineering Technology, Embedded Systems Engineering Technology, Electronic Engineering Technology, Geomatics, and the graduate program Manufacturing Engineering Technology.

#### **Rationale for Differential Tuition**

Oregon Tech's mission, reputation and success is founded on providing students with an applied education that enables them upon graduation to become productive and sought after members of their chosen fields. The efficacy of our applied education approach is demonstrated by a 87% graduate success rate (employed or continuing education 6 months after graduation) and an average annual starting salary for graduates of \$56,000. In addition to these performance metrics Oregon Tech's garnered a tie for the #8 ranking of best baccalaureate colleges in the Western Region in US News and World Reports survey of Best Colleges in 2015.

Oregon Tech provides engineering and technology students with a hands-on learning environment that focuses on application of theory to practice. Smaller class sizes (faculty ratio 14:1), state of the art equipment, upgraded software and rigorous curriculums taught by dedicated faculty give students skills that make them workforce ready upon graduation. In addition to the classroom experience Oregon Tech faculty seek out those grant opportunities that allow students to work on applied research with professors which further increases their hands-on experience. Without differential tuition Oregon Tech is at risk of not being able to maintain the equipment required for these applied science degrees and of not being able to retain or recruit the student-committed faculty that these programs require. For the academic year 2015-16 Oregon Tech is proposing a 5% differential (final year of three-year phase-in period of 5% per year as approved by students) for these programs which results in an additional \$7.75 per credit hour charge for residents and \$49.34 for non-residents. For a standard 15 credit hour term a resident will incur an additional \$232.50 (\$697.50 for the academic year) and a non-resident \$740.10 (\$2,220.30 for the academic year.)

Ten percent of the differential tuition for undergraduates is set aside for need-based aid in the programs assessed differential tuition. In addition Oregon Tech does and will continue to pursue additional financial aid for its engineering/technology students through the many initiatives currently available both through federal and private grants and outside sponsorships that are aimed specifically at students enrolled in these programs. The current financial aid and academic advising will be expanded to insure that students are not deterred from enrolling in the programs due to differential tuition costs.

Because of the applied nature of Oregon Tech's engineering and technology programs the delivery costs both in terms of physical plant and equipment and faculty student ratio are higher than those costs for other programs. Currently without a differential tuition for these programs students enrolled in other programs, that do not always have the same opportunities upon graduation, are in effect carrying a part of these costs. When the state appropriations were higher Oregon Tech was able to mitigate the impact of this disparity but with current levels of state funding it is imperative that those receiving the benefit of these more costly programs pay the additional costs.

Based on a sampling of our peer universities as well as some larger universities within the Pacific Northwest (see table below) the differential tuition will not put Oregon Tech at a market disadvantage in recruiting qualified students to its programs.

Academic Year Tuition – 36 Credit Hours	Oregon Tech Proposed	OSU 2014-15	Cal Poly SLO 2014-15	Eastern Wash. Univ. 2014-15	Cascades 2014-15	Idaho State 2014-15
Resident	\$ 6,738	\$ 8,028	\$ 8,928	\$ 8,846	\$ 8,280	\$ 9,849
Non-resident	\$20,514	\$23,292	\$17,856	\$24,559	\$23,904	\$28,989

Differential tuition discussions were part of the agenda discussed by the Student Tuition Recommendation Committee. During a two week period the impact was discussed by the committee with members of the student population impacted by the proposed differential tuition. The differential tuition was also part of the discussions presented by the Student Tuition Recommendation Committee during the all campus tuition forum to discuss the committee's recommendations.

**OAR 580-010-0089**

**Student Involvement in Development of Proposed Resident Undergraduate Tuition Rates**

(1) The Board shall establish the tuition and fees to be assessed at each institution in accordance with applicable statutes and upon the recommendation of the institution president and the Chancellor. This section shall not impair the entities of student government or the Board under ORS 351.070(3)(d).

(2) Each institution will establish a process for student participation in the development of recommended rates for resident undergraduate tuition. The planned process will be communicated to the duly elected student government for discussion and input.

(3) Prior to the formal submission of proposed tuition rates to the Chancellor, or designee, the institution president, or designee, will provide an opportunity for the duly elected student government to consider and comment on the proposed rates. Efforts shall be made by both the appropriate student representatives and members of the university administration to accomplish this exchange in a timely manner that 1) provides for adequate student consideration and takes into account the academic calendar and 2) allows institutions to meet necessary deadlines for submission of proposals.

(4) As part of formally submitting rate proposals to the Chancellor, or designee, the institution president (or designee) will convey: 1) the process used by that institution to involve students in the development of recommended tuition rates and 2) the specific resident undergraduate tuition rates being proposed.

Stat. Auth.: ORS 351

Stats. Implemented:

Hist.: OUS 6-2012, f. & cert. ef. 6-18-12



## **DISCUSSION ITEM**

### **Agenda Item No. 5.2**

### **2015 and 2016 Meeting Dates**

#### **Summary**

Per Article V, Section 1 of the Board Bylaws, the Board is required to hold a regular public meeting at least once quarterly on the dates and at such times as specified by the Chair. Dates for the 2015 and 2016 calendar years need to be confirmed and established.

#### **Background**

The current meeting dates and locations for the remainder of the 2015 calendar year are:

- July 9 (Th) and 10 (F) Committee and Full Board Meetings Wilsonville
- September 10 (Th) and 11 (F) Full Board Retreat TBD
- October 8 (Th) and 9 (F) Committee and Full Board Meetings Klamath Falls

While there are conflicts with the full Higher Education Coordinating Commission meeting on September 10 and October 8, there do not appear to be any other dates which would accommodate the majority of the Trustees and Executive Staff.

Proposed dates and locations for the 2016 calendar year are:

- February 22 (M) and 23 (Tu) Committee and Full Board Meetings Wilsonville
- June 09 (Th) and 10 (F) Committee and Full Board Meetings Klamath Falls
- June 11 (Sat) Commencement (attendance optional)
- July 28 (Th) and 29 (F) Committee and Full Board Meetings Wilsonville
- September 6 (Tu) and 7 (W) Full Board Retreat TBD
- October 27 (Th) and 29 (F) Committee and Full Board Meetings Klamath Falls

Commencement at the Klamath Falls campus is proposed to occur on Saturday, June 11, 2016. The second quarter meeting could be held prior to commencement, if Trustees desire to attend the ceremony.

Most staff take vacation during the month of August so no meetings are proposed in that month.

Scheduling in September is a bit tricky. Labor Day is Monday, September 5, 2016; convocation likely will begin on the 12<sup>th</sup> and run through the 23<sup>rd</sup>; and classes start the 26<sup>th</sup>.

#### **Staff Recommendation**

- Maintain the existing meeting dates and locations for the 2015 calendar year
- Discuss proposed meeting dates for 2016 calendar year

#### **Attachments**

- none