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**Board of Trustees Meeting**  
**MINUTES**

**Trustees Present:**

Acting Chair Vince Jones	Kanth Gopalpur	Nagi Naganathan ( <i>ex officio</i> )
Stefan Bird	Kathleen Hill	Celia Núñez
Jeremy Brown	Jill Mason	Mike Starr
John Davis	Kelley Minty	Michelle Vitali
		Fred Ziari

**University Staff and Faculty Present in person:**

Abdy Afjeh, Vice Provost-Research & Academic Affairs  
Diana Angeli, Executive Assistant – President’s Office  
Dawn Bailey, Associate Professor – Humanities & Social Science  
Karen Blevins, Director of Payroll Services – Payroll Operations, Office of Human Resources  
Jacen Bridges, Annual Giving Manager – Development  
Rebecca Burkeen, Alumni Relations Manager - Development  
RaShell Carvalho, Leadership Gift Officer – Development  
Katie Cavendish, Program Manager - Development  
Cindy Childers, Technical Advisor – Business Affairs  
David Culler, Professor – Manufacturing & Mechanical Engineering Technology  
Carleen Drago, Director – Educational Partnerships & Outreach  
Ken Fincher, Vice President University Advancement  
Erin Foley, Vice President & Dean of Students  
Anna Fowler, Employer & Career Advisor – Career Services  
Lori Garrard, Executive Assistant – Development  
Iris Godwin, Technical Services Librarian - Library  
David Groff, General Counsel & Interim Board Secretary  
Pam Grove, Assistant to University General Counsel & Interim Board Secretary  
Sandi Hanan, Vice President – Human Resources  
John Harman, Vice President Finance & Administration  
Josie Hudspeth, Student Affairs Systems Manager – Student Affairs  
Brandy Hunter, Assistant Director – Integrated Student Health Center  
Wendy Ivie, Registrar – Registrar’s Office  
Jennifer James, Coordinator Peer Consulting/Supplemental Instruction - CARES  
Lacey Jarrell, Executive Director – Marketing, Communications & Public Relations - Development  
Billy Kimmel, Student  
Janelle Knaggs, Systems Administrator – Information Technology Services  
Karen Kunz, Information Systems Librarian - Library

Julie Levine, Leadership Gift Officer - Development  
Gaylyn Maurer, Director – Integrated Student Health Center  
Michelle Meyer, Director of Audit & Compliance – Business Affairs  
Joanna Mott, Provost & VP of Academic Affairs  
Josephine Ness, Director - Admissions  
Phong Nguyen, Incoming Trustee/Associate Professor – Computer Systems Engineering Technology  
MaryLou Nicholson, Accountant 2 - Development  
Adria Paschal, Senior Executive Assistant to the President  
Ashlie Pence, Assistant Registrar – Registrar’s Office  
Sasha Rabich, President – Klamath Falls ASOIT  
Andrew Ramirez, Guest  
Dana L. Richardson, Guest  
Charles Riley, Professor – Civil Engineering  
Lisa Shoults, Program Representative 1 – Registrar’s Office  
Cindy Stripling, Office Coordinator - Admissions  
Kelly Sullivan, Coordinator of Academic Advising & Retention – Retention Services  
Dawn Taylor, Associate Professor – Division of Health Sciences-MLS  
Paul Titus, Executive Assistant – Office of the Provost  
Ashley VanEssen, Public Information Representative 2 – Marketing & Communications  
Bryan Wada, Information Technology Consultant 2  
Mason Wichmann, Incoming Trustee/Student  
Erin Williams, Athletic Program Operations Coordinator – Athletics  
Rachel Winters, Executive Assistant – Student Affairs  
Mira Wonderwheel, Annual Giving Manager – Development  
Sarah Henderson-Wong, Benefits Leave & Wellness Manager – Office of Human Resources  
Mitchell Wright, Guest

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

Acting Chair Jones called the meeting to order at 1:02pm. The Board Secretary called roll and a quorum was declared.

**2. Selection of Board Chair and Vice Chair**

**Acting Chair Jones** explained that Article III, Section 5a of the Oregon Tech By Laws concerning Board Officers, states in part that the Board shall elect one of its members as Chair and another as Vice Chair who shall be the Board Officers. The first order of business is to elect a Chair and Vice Chair for the Board.

**2.1 Nominations for Board Chair**

**Acting Chair Jones** called for nominations for Board Chair. **Trustee Ziari** nominated **Trustee John Davis** for the position of Board Chair. Trustee Davis accepted the nomination and provided a synopsis of his qualifications and background. Acting Chair Jones asked if there were any objections to the nomination of Trustee Davis, and no objections were raised. Acting Chair Jones proposed that Trustee Davis be selected as the Board Chair, effective at the adjournment of this special meeting, and asked if there were any objections to his term as Board Chair becoming effective upon adjournment of the meeting, and no objections were raised.

## 2.2 Nominations for Vice Chair

**Acting Chair Jones** asked for nominations for the position of Board Vice Chair. **Trustee Davis** requested that Trustee Jones continue as Board Vice Chair, at least as interim for at least the first of year to give the incoming Trustees an opportunity to adjust. Acting Chair Jones voiced no opposition to the terms of the nomination and accepted. Acting Chair Jones asked for objections to the nomination he remain as Vice Chair. No objections were raised, and he stated that at the adjournment of this meeting, Trustee Davis will step in as Chair and Trustee Jones will continue as Vice Chair.

## 3 Committee Assignments

**Acting Chair Jones** stated that his responsibilities as Acting Chair is to put together committee assignments based on discussions held at the July Board Retreat, and that there are some positions that need to be filled right away. He advised that he made committee assignments for the three existing committees in the most logical way possible as follows:

### 3.1 Academic Quality and Student Success Committee

Jeremy Brown, Chair  
Kathleen Hill  
Jill Mason  
Kelley Minty  
Phong Nguyen – upon confirmation  
Celia Núñez

### 3.2 Finance and Facilities/Audit Committee

Vincent Jones, Chair  
Stefan Bird  
Kanth Gopalpur  
Michelle Vitali  
Mason Whichmann – upon confirmation

### 3.3 Executive Committee

John Davis, Chair  
Vincent Jones, Vice Chair  
Jeremy Brown  
Kelley Minty  
Celia Núñez  
Fred Ziari

## 4 Action Item

### Approve process for early notice for academic programs

**President Naganathan** introduced this topic, which involves developing a process in which the university does not lose the opportunity to share its intentions on new programs.

**Provost and Vice President for Academic Affairs and Strategic Enrollment Joanna Mott** (Dr. Mott) provided some background on this action item. She explained that at the inception of developing a program, it begins at the department level and proceeds through a series of steps to obtain approval to go forward. The idea then proceeds to Dr. Mott's office for approval. Once

approval to proceed is received by Dr. Mott's office, it then goes through a series of steps to develop the full program and it then proceeds through another set of steps internally. From there, the proposal is submitted to the Academic Quality and Student Success Committee (AQSS Committee) at the Board of Trustees. If the AQSS Committee supports the proposal, it then moves to the Full Board of Trustees for approval. Once the Full Board has approved the proposal, it then goes to the Statewide Provosts Council which is a group that consists of all State of Oregon public universities' Provosts who approves new programs. From there, the recommendation goes to the Oregon Council of Presidents (OCOP) and then to the Higher Education Coordinating Commission (HECC). In some instances, the proposal goes to the Northwest Accreditation Commission (NWAC). In 2019, the NWAC, OCOP had discussion about making new program approvals a more collaborative process to encourage universities to develop programs. A document was put together ensuring appropriate collaboration on significant program changes. Within that document an informational step was added, which consisted of a university providing early notice to other Provosts as they began to develop a new program.

Occasionally, there is follow-up if one of the universities sees a potential to collaborate or there is concern about overlap. The intent of the new process is to formalize the avenue for the Provost to inform the AQSS early, about programs that are being contemplated prior to informing the Statewide Provosts Council. The purpose of having these matters come to the AQSS, is to allow for feedback and to raise any initial concerns regarding a potential program, such as it not fitting the mission, or location.

**The recommendation is to approve a process for early notice dissemination to the Statewide Provosts Council. The process will be the Provost, in consultation with the President, will inform the AQSS Committee Chair of the early notice dissemination to the Statewide Provost Council. The Provost will also inform the full AQSS Committee of new program planning and early notice at the next AQSS Committee meeting. The Provost will continue the current process to bring the full proposal for review by the AQSS Committee and to the full Board for approval.**

**Motion: Trustee John Davis**

**Seconded: Trustee Jeremy Brown**

**With all trustees present and voting aye, the motion passed unanimously.**

## **5 Reports**

### **5.1 Ad Hoc Workgroup on AGB Report**

**Trustee John Davis** shared that the Higher Education Coordinating Commission (HECC) commissioned the Oregon State Senate Education Committee to conduct a review of the governance structure and bylaws of Oregon's seven public universities. The particular emphasis for the review was on the alignment with best practices, transparency and public access of the universities' governance policies and practices. The Oregon Tech Board of Trustees (Board) hired AGB to consult and advise on the Board's practices, bylaws, and policies. Many of the policies, procedures, and recommendations set forth in the AGB Report were previously adopted by the Board and have been implemented since the Board's inception. Additionally, the Board recognizes that Oregon Tech is a multi-campus university, and that Trustees live and are located throughout Oregon and in other states. Accordingly, Board practices and procedures need to recognize the statewide importance of Oregon Tech and the Board. Trustee Davis advised that this Ad Hoc Workgroup was created to review the AGB Report and held three remote/videoconference meetings which were open to the public on August 9, 11 and 22, 2022. The Ad Hoc Workgroup reviewed the AGB Report in detail and discussed the strengths of existing Board policies and opportunities for improvement and refinement. The Ad Hoc Workgroup recommends the Board consider implementing the following ideas and practices in addition to its ongoing practices:

- 1) Increase the length of regular Board meetings to two (2) days to allow for (a) formal learning sessions with faculty, staff, and students, (b) additional informal interactions with faculty, staff, and students (such as athletic and extracurricular events), and (c) additional time for Trustees presence on the university campuses.
- 2) Encourage Trustee attendance at athletic events, IdeaFest, and other student and faculty events.
- 3) Consider selecting a “theme” for each regular board meeting for each regular board meeting.
- 4) Public Comment Response. After regular Board meetings, a university staff member would be assigned to formally follow-up with and respond after each Board meeting, to all public comments.
- 5) Spring Board meeting coordination with IdeaFest and Foundation Board meeting.
- 6) Provide additional board training and orientation sessions.
- 7) Conduct annual learning sessions for faculty, staff, and student groups about the role of the Board relative to administration and university, and the Board’s fiduciary duties, processes, and policies. Coordinate with the board information session on Shared Governance. For additional findings by this Ad Hoc Workgroup, please see items included with the agenda.

## **5.2 Ad Hoc Work Group on Shared Governance**

Trustee Brown advised that the Ad Hoc Workgroup was created to review Resolution 15-2-Board of Trustees of Oregon Tech on Shared Governance at Oregon Tech, and make recommended changes, and implementation thereof to the Board of Trustees (Board). The Ad Hoc Workgroup held three remote/videoconference meetings which were open to the public, on August 4, 11 and 18, 2022. The Ad Hoc Workgroup met to review the intention of shared governance, the current Board Resolution 15-2 on Shared Governance, resolutions at other institutions, the genesis of the Board’s current resolution, implementation of the shared governance expectations, and a past review of shared governance at Oregon Tech in detail and discussed the strengths of existing Board policies and opportunities for improvement and refinement. The Ad Hoc Workgroup recommends the Board consider implementing the following recommendations, in addition to its ongoing practices:

- The President to report to the Board at the November 2022 a meeting summary of how the resolution on shared governance is currently being met and what changes are contemplated to improve the process of implementation
- The Board sponsor an information session for the campus community where it will reaffirm its commitment to shared governance, define its expectations for shared governance, listen to individuals’ input on how shared governance is or is not well implemented and its intention to review the resolution and implementation on a regular basis. This information session should be held shortly after the start of the fall ’22 term.
- The Board direct campus leadership and the constituent groups to meet twice per year to discuss shared governance implementation and to report directly to the Board on their deliberations. This group, upon common internal agreement, may elect not to meet after the first year.

**Trustee Brown** asked the Board whether there was any traction for adoption of the recommendations as stated in the report, as well as its ongoing practices. No changes were voiced to the proposed recommendations and ongoing practices.

**Recommendation to approve the revisions to Resolution No. 15-2 Board of Trustees of Oregon Institute of Technology a Resolution on Shared Governance at Oregon Institute of Technology as follows:**

**Section 3**  
**Roles, Responsibilities and Representation**

**Presidents, Officers, and Administrators**

Fourth paragraph added to section b.:

In presenting recommendations to the Board *for Board action*, the President is encouraged to present at balanced discussion that reflects feedback from the aforementioned constituent groups where there is a clear and consistent voice that may differ from the President's conclusion. While the Board recognizes that the President may need *to make recommendations to the Board that may not hold the support of a significant number of constituents of the university community*, the Board should hear both sides of the discussion before a final decision can be made.

**Section 4**  
**Communication**

Section c. revised:

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

**Motion: Trustee Stefan Bird**

**Seconded: Trustee Fred Ziari**

**With all trustees present voting aye, the motion passed unanimously. Trustee Kelley Minty was not present for this vote.**

**6 Discussion Items**

**6.1 Campus Climate Assessment Report**

**Acting Chair Jones** asked the Board to think about three questions during discussion:

1) Where are we today? 2) How did we get here? 3) Where do we go from here?

Where are we today? The Board received this Campus Climate Assessment report last month and has been tasked with reviewing the report, considering the issues, and making recommendations and decisions on how to move forward. He recognized some of the accomplishments the Board has been able to achieve, such as Oregon Tech's first doctoral program, the Doctorate of Physical Therapy program, a new degree for cyber security, securing funding for the new CEET building which has been built and is successfully being used, renovation of Cornett Hall, renovation of Boivin Hall, continuing efforts to nurture the Oregon Manufacturing and Innovation Center (OMIC), continuation of crafting new strategies to assure the university moves in the right direction. Oregon Tech has improved on other facilities such as the new track and field stadium, the softball stadium, the soccer stadium, the

gymnasium, and the student recreation center. On the academic side, Oregon Tech assembled a think tank, and continued work toward securing funding for more projects in the future. Along with that. Over the past three years or so, Oregon faculty decided to unionize, which is within their rights to do so. Contract negotiations were protracted to say the least, which brought about a strained relationship. In addition, there was a lot of changes at Oregon Tech, a new president, decisions that the university made which advanced the trajectory of the university being identified as Oregon's Polytechnic University, and eventual recognition by the legislature. With all of that comes growing pains, and the Board recognized that the climate on campus was strained and needed to look at the campus climate. Meaning, are the relationships among all stakeholders healthy? Does the President have a healthy relationship with faculty? Does the faculty have a healthy relationship with administration? How do the students feel about what's going on? There have been some serious issues the Board had to address. The Board in earnest intentions, decided to do a climate assessment, look at what the issues are within the campus community, and how to address them and fix them. The Board hired Modern Think to conduct a Campus Climate Assessment and come up with some recommendations.

**Acting Board Chair Jones** asked for an open discussion and a that Trustees share their thoughts gleaned from reviewing the report.

**Trustee Davis** shared that everything discussed thus far during the meetings, has led to genuine open communication and engagement by the Board with the university community, through shared governance, through the adoption of new programs, and through the way we operate as a Board. The Board has new Trustees, and we have more opportunities to engage with, and reengage with the university community and to show we are all on board and on the same team. The other important piece is that it can be easy to dwell on a problem indefinitely and continue to look inward. We need to have shared goals, vision and direction as a group, faculty, students, staff, and Trustees to move forward. Oregon Tech has spent a significant amount of time, money, and effort within a shared governance framework on developing a Strategic Plan. The Strategic Planning Committee did a fantastic job at making it a workable useable document and has the support of the university community. As opposed to only looking inward at what we could be doing better, I would submit as a Trustees and the administration that we look at that Strategic Plan, look at our goals and vision as a rubric, and a framework for moving forward.

**Trustee Starr** shared that the Board suggest or direct what to work on, and not to think too big. Pick one thing to implement we think is important, follow-up feedback and then go on to the next issue. He suggested starting with shared governance.

**Acting Chair Jones** reiterated that the purpose of the climate assessment was to assess relationships between all stakeholders, and to identify actionable items that could be implemented to improve relationships. He emphasized that it is very important for all to understand that the Board's position is that the campus climate condition was not the blame of one specific person. It was born out of many circumstances as raised earlier. Acting Chair Jones stated he asked President Naganathan to brainstorm with university Senior Leadership, and identify possible action steps to mobilize university resources, to help inform and implement solutions.

**President Naganathan** advised that Senior Leadership addressed the issues in the Campus Climate Assessment report, and came up with an eleven-point action plan.

Create campus wide discussions on shared governance and clarify roles of various campus groups within the model consistent with Board policy, such as appropriate follow-up with Public Comments made at Board meetings. Campus wide discussions on the Board's roles, function, and appropriate forums. What is important is not to explain away the recommendations made in the Campus Climate Assessment report, but to own them. There needs to be better understanding of Senior Leadership roles and responsibilities. There are 42 standing committees that are part of the universities' shared governance model. President Naganathan addressed bringing conversations back to the Strategic Plan and clarify why certain things are being done the way they are. This is an inclusive process with larger community involvement, and the Strategic Plan document must be our guiding instrument. The landscape of higher education has changed rapidly in the last two years, so our conversations must be focused on the future. During convocation, the President has the opportunity to give a convocation address to the entire university community, acknowledge the challenges, and share ideas and plans for regular engagement. It is necessary that we step up in terms of engagement through communication and move forward as one Oregon Tech. Considering what is happening in the landscape of higher education, as well as what was agreed to in the Strategic Plan, many new opportunities have arisen, even throughout the pandemic. There is new federal funding to support faculty research. Less than two weeks ago, Oregon Tech was approved for a regional innovation hub planning grant and Oregon Tech is going to lead. These are new opportunities for the Oregon Tech community to come together. During convocation, we are going to schedule a specific session on the Strategic Plan. Our Provost is facilitating the implementation of the Strategic Plan, and we are going to bring the co-leaders of the various pillars to present on how this is moving forward at the university. There will also be a separate session on the Academic Master Plan. Senior Leadership meetings will be held once a term with campus representatives for constructive dialogue on Oregon Tech initiatives. Not, to talk about one or two problems, but what is happening in higher education and how Oregon Tech is going to respond. There will be periodic campus wide budget forums, at least twice a year. Everyone will have the opportunity to listen to what is happening with Oregon Tech's budget. We discussed establishing a Wellbeing Committee consisting of faculty, staff and members of the administration to help promote a healthier work environment. We also discussed holding periodic campus briefings or training workshops for skills and business literacy development at Oregon Tech, so people understand why certain decisions are made in certain ways. This will help to cultivate new leaders on campus. Provost Mott will have the Deans hold regular college meetings, have them build student advisory councils, and have scheduled meetings within the college to encourage discussions within their domain about what is important to them.

**Acting Chair Jones** shared that during the retreat, Trustees asked President Naganathan to consider these recommendations when the Campus Climate Assessment was released and look at the report by Jill Goldsmith. We asked President Naganathan to come back to the Board in November to further elaborate on his plan to work with his team on how to implement the recommendations, continue to work on the climate conditions and relationships on campus. This is a starting point that we will build on as we move forward.



7 The meeting was adjourned at 4:54pm

Respectfully submitted,

A handwritten signature in black ink, appearing to read "D. P. Groff", with a horizontal line underneath.

**David P. Groff**

*University General Counsel & Interim Board Secretary*