

**Western Washington University
Board of Trustees Work Session
Majestic Inn Ballroom
August 21, 2015**

1. CALL TO ORDER

8:00 am

Karen Lee

**2. OPEN PUBLIC MEETINGS ACT AND PUBLIC RECORDS REVIEW AND THE ROLE OF PRESIDENTIAL
SEARCH ADVISORY COMMITTEES**

8:05 am

AAG Roger Leishman Kerena Higgins

3. RECOGNITION

9:05

- Resolution No. 2015 – 10 Recognizing the Service of Trustee Dick Thompson

BREAK

9:15 am

**4. EXECUTIVE SESSION MAY BE HELD TO DISCUSS PERSONNEL ISSUES AS AUTHORIZED IN RCW
42.30.110**

9:25 am

5. ADJOURNMENT

3:45 pm

1. CALL TO ORDER

**WESTERN WASHINGTON UNIVERSITY
ITEM SUBMITTED TO THE BOARD OF TRUSTEES**

TO: Members of the Board of Trustees

FROM: President Bruce Shepard by Assistant Attorney General Roger Leishman

DATE: August 21, 2015

SUBJECT: OPEN PUBLIC MEETINGS ACT AND PUBLIC RECORDS REVIEW AND THE ROLE OF PRESIDENTIAL SEARCH ADVISORY COMMITTEES

PURPOSE: Discussion Item

Assistant Attorney General Leishman will present materials regarding the Open Public Meetings Act (*Chapter 42.30 RCW*) and the Public Records Act (*Chapter 42.56 RCW*) as they relate to Presidential Search Advisory Committees.

Open Public Meetings Act, RCW Chapter 42.30

Roger Leishman, Assistant Attorney General

I. The Open Public Meetings Act applies to:

- A. Multi-member governing bodies of public agencies.
- B. Committees thereof (established by the Board) (comprising Board members and/or nonmembers) when they (1) act on behalf of the Board; (2) conduct hearings; (3) take testimony; or (4) take public comment. A committee “acts” for the Board when it exercises actual or de facto decision making authority for the Board.
- C. Governing boards of Subagencies (created by legislative action)
- D. Associated Student Government

II. The Open Public Meetings Act *does not* apply to:

- A. Tenure Review Committees (only makes recommendations)
- B. Student Conduct Boards (quasi-judicial)
- C. Program advisory committees
- D. President’s Cabinet (created by the President)
- E. Social gatherings: Permissible to travel, attend functions, etc., as long as a majority of the Board does not take “action.” (Sit at different tables, join different discussions, talk about the Mariners).

III. “Action”

A. **Transaction of official business**, including but not limited to receipt of public testimony, deliberations, discussions, considerations, reviews, and final actions.

B. **“Final Action”**: Collective position or vote by a majority of the Board (not of a quorum), either for or against a proposition. Reaching a consensus is “final action.”

IV. “Meetings”: Any physical or virtual gathering where a majority of the Board takes “action,” including discussions about University business, is subject to the Act:

- A. Study Sessions
- B. Retreats
- C. Phone trees and email conversations by a majority of the Board

V. Regular Meetings: (May take final action on any item, even if not in the original agenda)

- A. RCW 42.30.060: Date fixed by law. *See* WAC 495D-104; RCW 42.30.070: time and location fixed by motion. No “secret ballots.”
- B. RCW 42.30.075: Date, time, and location of regular meetings filed with the State Code Reviser prior to January for the ensuing year.
- C. Board can also schedule a regular board meeting by publishing the meeting in the Code Reviser’s register at least 20 days prior to the meeting (the register is published twice monthly).
- D. Regular Board meeting agendas need to be posted online 24 hours in advance of the meeting, but may be amended at the meeting.

VI. Special Board Meetings: (May only take final action on the business to be transacted in the agenda)

- A. Requires 24 hours’ notice to the trustees unless waived
- B. Requires 24 hours’ notice to media with standing requests to be notified
- C. Must be posted 24 hours in advance of the meeting on the website
- D. Notice must be prominently displayed at main entrance to the University 24 hours in advance
- E. Notice must also be posted 24 hours in advance at the site of the meeting if not at the main office.

VII. Emergency Board Meetings: (Limited to threatened or actual physical harm)

VIII. Adjournments and Continuances

- A. Any meeting may be adjourned by less than a quorum or by the Board secretary.
- B. Written notice of adjournment shall be provided in same manner as for special board meetings.
- C. Notice of adjournment shall be posted on the door with the time, date, and location of the meeting.
- D. Hearings at Board meetings may be continued to subsequent meetings in the same manner as adjournments.

IX. Interruptions prohibiting the orderly conduct of business

- A. May clear the room and adjourn or continue the meeting to another time or location and exclude those who disrupted the meeting.
- B. The media shall be allowed to attend the meeting, unless they were part of the group disrupting the meeting.

X. Executive Sessions: (Generally cannot reach a consensus or decision in executive session)

A. Reasons for Executive Sessions

1. Selection of real estate by lease or purchase when public knowledge would likely cause an increased price.
2. To consider the minimum price for selling or leasing real estate when public knowledge would likely cause a decreased price. Final action selling or leasing the property must be taken in a meeting open to the public.
3. To review negotiations on publicly bid contracts when public knowledge of such consideration would likely cause an increased cost.
4. To receive and evaluate complaints or charges brought against an employee or officer. Upon request of the employee or officer, a public hearing will be held on the charge or complaint.
5. To evaluate the qualifications of an applicant for public employment or to review the performance of a public employee. Salaries must be announced in open session. Discipline or discharge must be done in open session.
6. Discussions with the University's attorney about potential litigation or legal risks that might result from a proposed course of action.

B. Procedures for Calling an Executive Session

1. Before going into executive session must state the purpose of the session and the time.
2. Executive sessions may be extended by the presiding officer.

XI. Exemptions: The Open Public Meetings Act does not apply to:

- A. Portion of a meeting that consists of quasi-judicial matters between named parties
- B. Hearings governed by the Administrative Procedures Act, RCW 34.05
- C. Discussions related to the position to be taken on collective bargaining and negotiations.

XII. Penalties for violating the Open Public Meetings Act

- A. Voids action
- B. Requires payment of attorney's fees
- C. \$100 penalty per trustee for willful violation of the Act.
- D. Bad Press

April 3, 2008

TO: Western Washington University Board of Trustees

FROM: Wendy Bohlke, Senior Counsel

RE: Legal Advice - Presidential Search - Communication, Document and E-Mail Protocol

Trustees and staff are urged to adhere to the following recommended protocol in reviewing applications:

- Communicate with each other by e-mail and telephone regarding meeting times and dates
- Do not tell anyone the names of the candidates to anyone
- **Do not include any applicant names in telephone messages or e-mails** given that both forms of communication are electronic records, disclosable under the Public Records Act
- Rely upon the master list of applications received which is managed by Liz Sipes
- **Avoid creating any writing, including e-mail, with any applicant names**
- **Not use e-mail to discuss applicants**
- Do not make notes about applicants on paper
- Do not remove any paper, forms or applicant materials from the secure meeting room
- Do not create your own written lists of names of applicants
- Do not correspond in writing through U.S. mail with applicants regarding status of application review; staff has that responsibility
- Communicate with applicants regarding schedules by telephone
- Communicate with the press and others in the public realm through the Chair, who will work with the WWU Communications Director in providing reports regarding the status and progress of the search, without revealing any names of applicants unless and until such time as the Board of Trustees determines that names of final candidate(s) should be made public

**WESTERN WASHINGTON UNIVERSITY
ITEM SUBMITTED TO THE BOARD OF TRUSTEES**

TO: Members of the Board of Trustees
FROM: Karen Lee, Chair, Board of Trustees
DATE: August 21, 2015
SUBJECT: Recognition
PURPOSE: Information Item

Board Chair Karen Lee will recognize Trustee Dick Thompson for his outstanding achievements and service to the University.

RESOLUTION NO. 2015-10

**A RESOLUTION OF THE BOARD OF TRUSTEES OF
WESTERN WASHINGTON UNIVERSITY**

THANKING TRUSTEE

Richard “Dick” Thompson

WHEREAS, on November 9, 2010, Governor Christine Gregoire appointed **DICK THOMPSON** of Olympia, Washington to serve a term on the Western Washington University Board of Trustees through September 30, 2015; and

WHEREAS, DICK THOMPSON brought to his appointment as a trustee a long and distinguished career in public service which has included key executive positions at The University of Washington, Department of Community Development, Department of Social and Health Services, the cities of Snohomish, Everett and Puyallup, the United Way of King County, and the administrations of Governor Booth Gardner, Governor Gary Locke and Governor Chris Gregoire; and

WHEREAS, DICK THOMPSON brought to his appointment as a trustee an extensive background in community affairs from serving on numerous nonprofit boards, and presently serves on the board of the Washington State Committee on Maritime Heritage and chairs the Washington Committee for Ethical Judicial Campaigns; and

WHEREAS, DICK THOMPSON brought to his appointment as a trustee awards and honors for his outstanding community service which include the University of Washington School of Law Alumni Association’s Service Recognition Award and the Seattle-King County Municipal League’s Warren G. Magnuson Award; and

WHEREAS, DICK THOMPSON earned his bachelor’s degree in political science from Western Washington University and a juris doctorate degree from the University of Washington; and

WHEREAS, DICK THOMPSON as a resident of Olympia and having served for five years as trustee on the Board, and as Secretary of the Board of Trustees from 2014-2015, chair of the Board Audit Committee from 2012-2015, and contributed his time to the stewardship of the University above and beyond the usual expectations for board service; and

WHEREAS, DICK THOMPSON contributed to the increased stature and the future potential of Western Washington University and has exemplified what community services means as an engaged citizen, public servant and trustee with incredible kindness, straight talking wisdom, energy, commitment and concern for the best interests of all in the Western community;

NOW, THEREFORE BE IT RESOLVED, by the Board of Trustees of Western Washington University that **DICK THOMPSON** is hereby honored for outstanding service and dedication to the University and is extended the gratitude and best wishes of the entire University community.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its special meeting on August 21, 2015.

4. EXECUTIVE SESSION

Executive Session may be held to discuss personnel, real estate, and legal issues as authorized in RCW 42.30.110.

5. Adjournment