

Western Washington University
Board of Trustees
Special Meeting
September 17, 18, 2012

Chair Peggy Zoro called the Board of Trustees Special Meeting to order on September 17, 2012 at 12:19 p.m. in Room 5120 at Two Union Square, 601 Union Street, Seattle, WA 98101.

BOARD OF TRUSTEES

Peggy Zoro, Chair
Betti Fujikado
Karen Lee
Dennis Madsen
Joseph Meyer
Ralph Munro
Phil Sharpe
Dick Thompson

WESTERN WASHINGTON UNIVERSITY

Bruce Shepard, President
Liz Sipes, Secretary to the Board of Trustees

FACILITATOR

Dr. John Moore, Penson Associates, Inc.

Peggy Zoro, Chair welcomed Dr. John Moore, Penson Associates, as the meeting facilitator. Moore has been working with Western Washington University for 10 years. Introductions by each trustee were made.

1. THE PRESIDENT-BOARD RELATIONSHIP

Moore began the discussion by stating the importance of maintaining a respectful relationship between the President and the Board. This is a continuous relationship as the Board's responsibility is: to employ the President including recruitment, selection, appointment; to support the President in his professional development; to assess the President's performance; to retain the President; and finally to facilitate the President's transition out.

The President's position is multi-dimensional. This role is a collaborative effort with stakeholders (faculty, administrators, legislators, students, and fellow presidents) to make the university successful. He is also the intellectual leader of the campus, shaping the academic policy, as well as the manager of a \$256M operation. The President must have the skill to balance between educator, manager and political leader. For the President, it is an ongoing process to balance between the external role and the internal role. The more external the president becomes, it is important that there is an exceptional administrative team to fill the internal role.

The Board evaluates the President on the progress of the institution's improvement and the ability to maintain continuous support of the institution's stakeholders. The President must have the ability to take care of people (political leadership) and maintain the support of the stakeholders. The Board's role is to protect the true value of the institution.

Discussion followed on what are the driving forces impacting higher education around the nation and Western Washington University. The growing debt in the country, student loan debt and competition for good students were identified as some of the driving forces.

The group also discussed the characteristics of Academic Cultures, including the administrative/business side and the academic /teaching side. They noted that the role of shared governance has expanded and is evolving on Western's campus.

There was discussion of recent incidents at Penn State, UC, Davis, and UVa. The Board agreed that in-depth discussion of Ethical Decision Making will be a topic at a regular meeting of the Board of Trustees.

Chair Zoro announced a break at 2:37 p.m. The Board reconvened at 2:54 p.m.

A discussion followed regarding the considerable accomplishments of the past year and implications for Western's ongoing agenda.

2. EXECUTIVE SESSION

At 3:25 p.m. the Board convened in Executive Session to discuss the President's Performance Review. The Board reconvened in Open Session at 4:20 p.m.

3. BOARD ASSESSMENT AND DEVELOPMENT

The Board of Trustees discussed their effectiveness as a Board and what enhancements could be made. Generally, they felt that they are effective in carrying out their numerous accountability and oversight responsibilities. It was noted that the President's very competent leadership and communication skills helps facilitates the Board's performance.

There was brief discussion of the Thursday agenda items at the regular meetings of the Board. It was suggested to reduce the number of agenda items to allow more time for deliberations. There was also a desire to see more time provided for discussion of subjects considered in executive session. To enhance the performance of the Board it was suggested that the Board construct and pursue a long-term agenda related to critical strategic priorities and operation issues. Chair Zoro will follow-up on this recommendation. The Board will work together to facilitate that all members are heard and allowed time to comment at Board meetings. There was brief discussion of a Board "Rules of Engagement" which will be followed-up at tomorrow's meeting.

The meeting recessed at 5:15 p.m.

Chair Peggy Zoro called the Board of Trustees Special Meeting to order on September 18, 2012 at 8:00 a.m. in the conference room at Copacino+Fujikado, 1425 4th Ave., Suite 700, Seattle, WA 98101

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Chair Zoro reviewed yesterday's meeting. Moore noted that as a follow-up to the President's Review, that the point of vulnerability for a Board and President is when things are going well – we want to be careful to not fall into complacency, as was done at Penn State.

4. PROPOSED STATEMENT OF BOARD OF TRUSTEES EXPECTATIONS

The Trustees followed-up on yesterday's discussion of the Board Assessment. Trustees noted that socializing activities, i.e. the President and Board dinner, are important as they allow time to build relationships.

The Trustees discussed a draft Board of Trustees Statement of Expectations. They all agreed they would be useful and should be included in the new trustee orientation.

The following suggestions were made to enhance the Boards performance over the next year:

- Allow more time for strategic thinking
- Develop a Board Rules of Engagement
- Enhance knowledge about Higher Education at the national level
- Use time well – allow more time for deliberation
- Ensure quality deliberations of “big ticket” times
- Review format and schedule of meetings
- Provide support for the President, i.e. resources
- Have more visibility on campus and interaction with stakeholders
- Develop a Committee on Trustees
 - Strategic succession planning
 - Orientation of New Board members
 - Assessment of individual trustees
 - Development of Board over time

At 9:15 a.m. Chair Zoro announced a 15 minute break.

5. EMERGING ISSUES AND PRIORITIES

President Shepard initiated a discussion of emerging priorities and issues by sharing a draft of the themes he was thinking about emphasizing in his upcoming Convocation remarks to faculty and staff. These involved a half dozen priorities for the year immediately ahead and then a set of strategies for navigating what is likely to be a decade or more of major forces transforming higher education. The Board then discussed these subjects, including: continuing engagement in Olympia, hiring more diverse TT faculty, addressing campus climate findings, the ongoing commitment to the fund raising campaign, expanding educational outreach but integrated under the concept of “One Western,”, and addressing compensation challenges for all categories of employees.

At 10:43 Chair Zoro announced a 15 minute break. The Board reconvened at 10:58 a.m.

Discussion of priorities resumed with attention to:

- Olympia Priorities
- Diversity
- Campus Climate
- Campaign/Funding
- Marketing and Branding (Tell the “quality” story)
- Administrative/leadership team
- Long-term/bottom-up engagement

Meeting adjourned at 12:00 p.m.