



Board Statement on Presidential Vacancies

1.0 Policy

The Western Oregon University Board of Trustees (“Board”) wishes to ensure an orderly, transparent process to identify and appoint a university president at such time a vacancy occurs in the position.

2.0 Purpose

The purpose of this Board Statement on Presidential Vacancies is to provide clear steps necessary for the Board to discharge its fiduciary duty in searching for and appointing a president to serve as the University’s chief executive and governing officer, as well as the statutory president of the University’s faculty.

3.0 Guiding Principles and Process: Regular Successor

3.1 Authority. Consistent with Oregon Revised Statutes (ORS) 352.096, the Board retains the sole responsibility and authority for the selection and appointment of the university president and delegates to the Board Chair the authority to organize and conduct the search and identification of a slate of finalists, consistent with this Board Statement, on its behalf.

3.2 Guidelines. At such time as the Board needs to search for a regular successor to the university president, the Board Chair will recommend search guidelines, consistent with this Board Statement, to the Board for approval. The guidelines may include, but are not limited to, elements such as whether or not to use a search firm to assist in the search process, the appointment of a representative search committee to assist the Board Chair by identifying finalists for the position, and the proposed timelines for the completion of the process.

3.3 Communication. The guidelines described at Section 3.2 will include various communication strategies, including but not limited to a website dedicated to the search process, to ensure faculty, staff, and students, as well as the broader community, are informed of the search and its process.

3.4 Search Firm. The guidelines described at Section 3.2 will include a recommendation the university contract for the services of a search firm to assist the Board, the Board Chair, and the search committee in the discharge their respective

duties in the search for a regular successor to the university president. A search firm, among other duties, will assist the Board, Board Chair, university, and search committee in the development of a leadership profile or other document to assist in the recruitment of candidates. The Board Chair may direct the search firm to gather input from a variety of stakeholders when preparing the leadership profile, including but not limited to Faculty Senate, Staff Senate, ASWOU, WOUFT, SEIU, the WOU Foundation, and the WOU Alumni Association. Any leadership profile or charge document developed by the search firm and/or search committee for the search must be approved by the full Board prior to its use in the search.

3.5 Search Committee. (1) Consistent with ORS 352.096(3), a single search committee will be organized to assist the Board Chair in the search process by identifying, recruiting, interviewing, and evaluating candidates for the Board Chair's consideration and transmittal to the Board for consideration. The search committee must be representative of the university community and include at least one sitting president of a public university in Oregon.

(2) The guidelines described at Section 3.2 will include the composition of the representative search committee for the search.

(3) The Board Chair will appoint all search committee members after consultation with the university community and receiving recommendations for individuals from the Faculty Senate, Staff Senate, and Associated Students of Western Oregon University (ASWOU), the university's shared governance groups. The Board Chair will consider recommendations from the shared governance groups for membership on the search committee. The Board Chair's decision on the search committee membership is final.

(4) The search committee will contain at least three Board trustees, one from each of the Board's standing committees as described in the Board Statement on Committees. The Board Chair will appoint one of the trustees to serve as the search committee chair.

(5) The Secretary to the Board will serve as a non-voting, ex-officio member of the search committee and as the search coordinator.

(6) The essential duty of the search committee is to recommend finalists for university president to the Board Chair. The search committee does not appoint or otherwise employ the university president. The search committee may meet with the Board Chair to describe its deliberations and to transmit its finalists to the Board Chair for consideration. The search committee may describe the strengths and weaknesses of each finalist to the Board Chair. The search committee will not rank or order the finalists.

(7) Before transmitting the search committee's slate of finalists to the full Board, the Board Chair will meet in executive session with the Board's Executive, Governance and Trusteeship Committee (EGTC) to determine whether to make any changes to the slate of finalists for the Board's consideration.

(8) Upon the identification of the slate of finalists after the Board's EGTC convenes, the Board Chair will transmit the slate to the full Board. Prior to the next steps in the search process, the full Board may also meet in executive session to determine whether to make any changes to the slate of finalists.

3.6 Board Deliberations. (1) Upon receipt of the slate of finalists for university president from the Board Chair, the Board, consistent with the guidelines described at Section 3.2, will:

- (a) Interview each finalist in executive session;
- (b) Convene in executive session after all finalists are interviewed to deliberate on the finalists; and
- (c) Prior to any action in an open session of the Board to appoint a university president, express preferences to the Board Chair as to the finalist with whom the Board would like the Board Chair to negotiate the possibility of appointment. If the negotiation is unsuccessful, the Board Chair will seek further input from the Board before negotiating with any other finalist.

3.7 Consultation with the Office of the Governor. Consistent with ORS 352.096(1), prior to the appointment of a university president, and at appropriate times throughout the process, the Board Chair will apprise the Oregon Governor of the progress of the search and appointment process for university president.

3.8 Board Action. Upon successful negotiation of the terms and conditions of employment between the Board Chair and the finalist, the Board will vote on the appointment of a successor university president at an open session of the Board.

4.0 Guiding Principles and Process: Interim Successor

4.1 Authority. Consistent with Oregon Revised Statutes (ORS) 352.096, the Board retains the sole responsibility and authority for the selection and appointment of the university president and delegates to the Board Chair the authority to organize and conduct the search for an interim successor, consistent with this Board Statement on Presidential Vacancies, on its behalf.

4.2 Guidelines. At such time as the Board needs to identify and appoint an interim successor for university president prior to the initiation of a search for a regular successor, the Board Chair will recommend search guidelines, consistent with this Board Statement, to the Board for approval.

4.3 Advisory Committee. The guidelines described at Section 4.2 will include whether or not the Board Chair requires an advisory committee to assist in stakeholder consultations, the identification of potential candidates, or the interview of potential candidates for an interim president. If required, the Board Chair will consult with the university community and receive recommendations from the Faculty Senate, Staff Senate, and ASWOU, the university's shared governance groups. The Board Chair's decision on the advisory committee membership is final.

4.4 Consultation. Prior to recommending a finalist or finalists for an interim successor, the Board Chair, consistent with the guidelines described at Section 4.2, will consult faculty, staff, and students, as well as the broader community (e.g., the WOU Foundation), regarding the scope of the process, the identification of potential candidates, and any other topic relevant to the appointment of an interim successor.

4.5 Recommendations. (1) Consistent with the guidelines described at Section 4.2 and after the consultation described at Section 4.4, the Board Chair will identify a finalist or a slate of finalists for an interim successor to the Board for consideration.

(2) Before transmitting a finalist or slate of finalists to the full Board, the Board Chair will meet in executive session with the EGTC to determine whether to make any changes to the finalist or slate of finalists for the Board's consideration.

4.6 Board Deliberations. (1) Upon receipt of the recommended finalist or the slate of finalists for an interim successor from the Board Chair, the Board, consistent with the guidelines described at Section 4.2, will:

- (a) Interview the finalist or finalists in executive session;
- (b) After all of the interviews, convene in executive session after all of the interviews to deliberate; and
- (c) Prior to any action in an open session of the Board to appoint an interim successor, express preferences to the Board Chair as to the finalist with whom the Board would like the Board Chair to negotiate the possibility of an interim appointment.

4.7 Board Action. Upon successful negotiation of the terms and conditions of employment between the Board Chair and the finalist, the Board will vote on the appointment of an interim president at an open session of the Board.

5.0 Confidentiality

The Board requires that all search committee members, advisory committee members, search firm employees, and university employees involved with or privy to any information about any search or process to appoint a regular or interim successor respect the confidentiality requirements included in any relevant guidelines described at Section 3.2 or 4.2, as appropriate.

6.0 Conflicts of Interest

The Board requires that all search committee members, advisory committee members, search firm employees, and university employees involved with any search or process to appoint a regular or interim successor uphold the highest ethical standards, including but not limited to declaring any actual or potential conflict of interest that would impede or inhibit the person's ability to participate in the process.

6.0 Document History

- (1) EGTC Recommendation, January 14, 2021
- (2) Board Approval, February 17, 2021