



**Board of Trustees  
Governance Committee Conference Call  
Meeting Minutes  
Thursday, April 16, 2020**

Chair Thomas Dortch called the meeting to order. The following Committee members were present and established a quorum: Trustees Dortch, Moore, Perry and Washington. Trustee Moricette joined the call after roll call was completed. Additionally, Trustees Cavazas, Harper and Woody participated in the call.

The first item on the agenda was approval of the minutes. Trustee Moore offered a motion for approval. The motion was seconded by Trustee Washington and the motion carried.

Next, Trustee Dortch recognized Dr. Melainie Wicinski, Director of University Assessment, for a presentation regarding the updated president evaluation form. He noted that Dr. Wicinski had met with each trustee individually to garner feedback regarding the revised evaluation tool.

Dr. Wicinski reviewed the cross-walk, which highlighted changes recommended by individual trustees, action taken regarding the recommendations and added/deleted questions. (*Note: The Cross-walk is incorporated by reference herein.*)

She shared that the evaluation draft included the following ratings: superior, above average, average, below average, and poor. The questions focused on seven factors, with 37 rated questions and two open-ended questions. Dr. Wicinski explained that following each factor/sub-factor, a box is provided for detailed feedback from the individual completing the evaluation.

Factors:

1. Annuals Priorities and Goals (9)
2. Strategic and Academic Leadership (6)
3. Organizational Management (3)
4. Financial Management
  - a. Fiscal Administration (2)
  - b. Fundraising (3)
5. Communications (3)
6. Relations
  - a. Internal and External (5)
  - b. Board and Governance (2)
7. Personal Values (4)

Dr. Wicinski then reviewed each goal, as displayed on the evaluation tool. For clarity, Trustee Harper offered a technical change to the verbiage in Goal 5(a): "create training for the development of services, creating service excellence standards."

Trustee Moore raised a question regarding Goal 4 - Increase annual giving by 5% and continue plans to launch a capital campaign. She wanted a clear explanation and guidance on how the Board would evaluate that goal. Trustee Moore asked if the evaluation would look at dollars brought in, as well as commitments that had been made. Trustee Dortch responded that they should look at what had been achieved over the past 12 months. They should also look at whether there had been positive change in the right direction. Chair Lawson indicated that the Board would look at whether the annual giving was five-percent above the combination of cash and pledges from the previous year. He stated that how the Board looks at the total number is consistent with the SUS.

Trustee Cavazos inquired about Goal 4. She wanted to know whether the Board should only look at pledges that had materialized. Trustee Dortch explained that the pledges are verified now and are monitored for legitimacy.

Trustee Moore addressed Goal 5(a) – “Implement the University’s comprehensive service excellence plan.” Her concerns were regarding how the plan was implemented and measured, since this was the third year the goal was being evaluated. She asked if it was a full implementation across the enterprise. She suggested that the lens needed to shift to completion and execution across the full enterprise. Trustee Moore pointed out that in previous years the Board had reviewed and accepted that the plan was in certain areas and divisions and not the full institution. Trustee Moore said that she wanted the expectation for the goal to be clear, that this year, the Board would be evaluating execution of the goal across the full enterprise.

Trustee Washington agreed that Goal 5(a) had been in the implementation phase for three years. She stated that President Robinson’s report on this metric should detail the extent that it has been implemented and not that the University was still in the development and devising stage.

Trustee Moore moved approval for the modification of the description and language around Goal 5(a) to include the expectation that there would be full implementation across the entire enterprise and that it should be noted as such in the President’s remarks that come back to the Board by way of his evaluation response. Trustee Washington provided the second and the motion was approved by a unanimous vote. Trustee Moore also asked Dr. Wincinski to provide the actual numbers in question 5(b), as only percentages were currently provided.

Trustee Moore moved approval of the evaluation tool, with the changes discussed. The motion was seconded by Trustee Washington and it passed unanimously.

Next, Trustee Dortch recognized General Counsel Denise Wallace to address the revised evaluation submission date. Dr. Wallace shared that, Section 5.2 of President Robinson’s contract requires him to submit his evaluation by June 1<sup>st</sup> of each year, although some necessary data is not available until June 30<sup>th</sup>. Because of that, it was recommended that the President submit his annual evaluation to the Board on July 15<sup>th</sup> of each year, with the Board initiating its evaluation on July 16<sup>th</sup>. Section 5.2 of the President’s contract would need to be amended to reflect the new dates.

VP Barrington indicated that the following goals require information that is not available until June 30<sup>th</sup>:

Goal 4: Increase annual giving by five percent

Goal 7: Increasing total R&D expenditures

Goal 8: Completion of CASS and residence hall on time and within budget

Goal 9: Better estimate of University's financial health

Trustee Dortch then reviewed the timelines for the President's goal setting and evaluation. Trustee Moore moved for approval and implementation of the timeline, contingent upon the execution of an amendment to the existing contract with Dr. Robinson. Trustee Washington seconded the motion and the motion passed unanimously.

Trustee Dortch shared that the Board's self-evaluation form will be ready for consideration at the June 2020 meeting.

With there being no further business, the meeting adjourned.