

Wilson University
Board of Trustees
Governance Committee Meeting
November 14, 2016

1. **Welcome and Prayer:** Chair Curtis Young called the meeting to order at 10:05am. He welcomed everyone and began with prayer. Committee members present included Larry Booker, Johnny King, Nathaniel Urshan, Barry Sutton, and Curtis Young. Staff included Paul Baumeister, Jennifer Butts, and Nathaniel Wilson.

2. **Discussion and Action Items:**
 - a. **Role orientation**
 - i. Committee functions and responsibilities: Curtis Young reviewed portions of the Board of Trustees Handbook that delineate the functions and responsibilities of the Governance Committee. Nathaniel Wilson spoke about the crucial role that the committee has.
 - ii. Desired reports from staff: The group brainstormed routine reports they would like to receive. These included: trustee attendance report (quarterly), trustee term status report (annually), board diversity in comparison with the student body diversity (annually), board self-evaluation (annually), and the president's performance appraisal (annually).
 - iii. Calendar items: The committee selected two future meeting dates for the spring semester: March 7 at 10:00am PST and June 6 @ 10:00am PST. The committee also agreed that the annual president's appraisal and the annual board self-evaluation will occur each August.
 - b. Board membership
 - i. Bylaws: The committee members carefully reviewed Article V sections 2-5. They also reviewed Article VII. There was a question about the wording in section 2, and it was discussed and agreed that members will be selected for a 3-year term. Curtis Young will propose an amendment to the bylaws at the quarterly meeting of the board to provide clarity.
 - ii. Current composition and diversity: The committee members reviewed the roster to be aware of the composition of the board. They also compared the ethnic and gender diversity of the board in comparison with the student body,

and recognized the need for the board to diversify in these areas as part of the school's commitment to break traditional barriers.

- iii. Attendance report: The board members reviewed an attendance report for the past two years and discussed the level of participation of particular members. One member who has had very low attendance is preparing to resign in December due to a scheduling conflict.
- iv. Process for filling vacancies: Committee members read page 17 of the handbook and discussed the process for filling vacancies.
- v. Next steps: For the one vacancy occurring in December, there will be an expedited process. For the remainder of the vacancies, the process will include:
 - 1. Nov/Dec – Determine who will be serving another term next year & number of vacancies. Barry Sutton, as chair of the board, will personally call each board member.
 - 2. January – Chair Young give report at January board meeting and solicit nominations
 - 3. March – Governance Committee will review nominees at March meeting; nominees who meet the qualifications will be contacted regarding commitment and willingness to serve; Gov. Comm. will submit names to the Executive Committee for confirmation
 - 4. March – Executive Committee will review and confirm nominees
 - 5. April – Full board will vote on nominees at quarterly meeting
 - 6. May – New trustees will receive an orientation and be sent letter of welcome, handbook, access to agendas and minutes, and a calendar of upcoming meetings and events; new trustees will be assigned to a board committee and will be assigned a mentor
 - 7. July – New trustees participate in first quarterly BOT meeting

c. Evaluations

- i. Board self-evaluation: The committee members reviewed the report and discussed both strengths and areas for improvement.
 - 1. Self-rating: The strongest rating was for loyalty; also strong was personal financial or service contribution. An area for improvement is for board members to represent the university in other contexts.
 - 2. Structure: The main area for improvement relates to the committees, which will become active this year and thereby address this issue.
 - 3. Role: The strongest rating was for connection with the mission. Areas for improvement are clarity of responsibilities and function of committees, both of which should improve this year as the committees become active.

4. Policy & Process: Overall scores were very good, but staff will continue to work on improving the adequacy and timeliness of information provided to the board.
- ii. President's performance appraisal: The committee members reviewed the report and discussed the following points.
1. Professional qualities: There were very high marks in all areas.
 2. Leadership: There were very high marks in all areas.
 3. Organization & management: This area also had very high marks. The one referring to professional development of staff is already being worked on.
 4. Business & finance: The auxiliary enterprise isn't applicable to WU yet. All other areas were high marks. An area for improvement is attracting funds to the university.
 5. Academic affairs: The lowest ratings were for responsive curricular development, program review, and research. Jennifer Butts shared that all three of these areas are presented being worked on.
 6. Student affairs: The university launched an Associated Student Body in the spring, and community service will be getting tracked and will be encouraged more.
 7. Relationship to board: All of the scores were strong, but the staff will continue working on keeping the board informed.
 8. External affairs: The Alumni Association need improvement; it has a new president so more action should be taken this year. Presently there is little collaboration with other institutions because the school is working on accreditation, but collaborations will be pursued. Also, since the survey was conducted, state approval has been attained and the university is making progress toward accreditation.

3. **Adjourn**: The meeting was adjourned at 12:00pm.