



**BOARD OF TRUSTEES
EXECUTIVE COMMITTEE MEETING
DECEMBER 14, 2015
8:00 AM**

**MINNESOTA STATE COLLEGES AND UNIVERSITIES
30 7TH STREET EAST
CONFERENCE ROOM 3310, THIRD FLOOR
SAINT PAUL, MN**

In addition to committee members attending in person, additional committee or board members may participate by telephone. Members of the public may attend in person.

Executive Committee Agenda

Michael Vekich, Chair

- (1) Convene
- (2) **Minutes of November 12, 2015**
- (3) Continue discussion of the role of the Executive Committee in board governance
- (4) Continue discussion of conflict of interest policy
- (5) Adjournment

Executive Committee

Michael Vekich, Chair, Chair
Margaret Anderson Kelliher, Vice Chair
Jay Cowles, Treasurer
Thomas Renier, Immediate Past Chair
Alexander Cirillo
Dawn Erlandson
Robert Hoffman

BOLD denotes action item

**MINNESOTA STATE COLLEGES AND UNIVERSITIES
BOARD OF TRUSTEES
MEETING OF THE EXECUTIVE COMMITTEE
MINUTES
November 12, 2015**

Executive Committee Members Present: Michael Vekich, chair, Alex Cirillo, John Cowles, Dawn Erlandson, Robert Hoffman, and Thomas Renier

Executive Committee Members Absent: Margaret Anderson Kelliher

Others Present: Trustee Duane Benson and Chancellor Steven Rosenstone

Convene and Updates

Chair Vekich convened the meeting at 8:05 am and acknowledged Trustee Renier who was participating by telephone. Chair Vekich explained that the meeting is to organize the approach for reviewing the standing committees. If any changes are needed, a recommendation will be made to the full board in the spring.

Chair Vekich distributed a list of follow-up items from the October 20 and 21 meetings of the Academic and Student Affairs and the Finance and Facilities Committees. He added that follow-up items will be tracked after each monthly meeting. Chair Vekich also distributed correspondence that he sent to each committee chair requesting that they add Enterprise Risk Management to their respective committee meeting agendas. The expectation is that at each meeting there will be a report on relevant strategic risks.

Chancellor Rosenstone commented that the branding platform will be in place by June. There will be a board study session on ERM in January. Responding to a question, Chancellor Rosenstone explained that each president has targeted performance measurement goals in their work plans. Plans are underway to respond to fiscal challenges in FY2017. Laura King, vice chancellor – chief financial officer, has started the conversation with the Leadership Council and there will be a discussion at the Finance and Facilities Committee meeting in January. Also in January, the Academic and Student Affairs Committee will hear about pathways for increasing baccalaureate degrees in the metro. Graduate programs are growing. Metropolitan State University, St. Cloud State University, and Minnesota State University, Mankato are strongly marketing their graduate programs.

Trustee Cowles, chair, Finance and Facilities Committee, reported that at next week's meeting the board will have a study session on the principles for redesigning the allocation framework. The redesign will move the allocation framework to a process that allows for the identification of successful practices and finding ways to share them. Chair Vekich suggested that the redesign include an exception reporting system with milestones and early warnings.

Trustee Benson, chair, Diversity and Equity Committee, commented that he and the chancellor have discussed how diversity topics can be included in each committee. Chancellor Rosenstone added that his work plan for the year is still being finalized, but one of his goals will be to increase the diversity of faculty, frontline staff, and staff in other areas.

Responding to a question from Chair Vekich, Mark Carlson, vice chancellor of human resources, reported that the Minnesota State College Faculty has petitioned for mediation. A meeting has been scheduled on December 29, 2015.

Standing Committees and their Operating/Guiding Principles

Chair Vekich explained that there have been discussions about the committee charges. Each standing committee will be reviewed and if something is missing the Executive Committee will discuss whether it can be assigned to a standing committee, a new committee, or a task force. Instead of amending board policy, each committee will have a charter that will be distinctive from board policy.

During discussion, suggestions were made to add:

- trustee selection / recruitment process, succession planning, and evaluation of the board to the Executive Committee;
- sustainability to the Finance and Facilities Committee charter;
- strategies for the success of all students, including recruitment strategies, to the Academic and Student Affairs Committee charter;
- recruitment, development, and talent management to the Human Resources Committee charter; and;
- awareness of climate and culture in increasing diversity across all sectors during joint meetings of other committees with the Diversity and Equity Committee.

Trustee Hoffman, chair, Audit Committee, explained that the Audit Committee is looking at best practices and emerging trends in preparation for a national search in January for an executive director. Don Loberg, CliftonLarsonAllen, is helping with the assessment. The Audit Committee has direct reporting to the board and indirect to the chancellor. A suggestion was made to codify the Audit Committee' independence as it is not clearly understood.

Chair Vekich added that Charting the Future will be a topic for each committee and also in study sessions for the full board. Trustee Benson proposed creating a work group to resolve what to do with advancement, marketing, and legislative agenda. Chancellor Rosenstone explained that he seeks board counsel and oversight on legislative strategy.

Chair Vekich asked the committee chairs to review the descriptions of their respective committees in Board Policy 1A.2, Part 5 to see if there are any additions. Any additions can be drafted in a charter for each committee. Chancellor Rosenstone will assign someone to draft and format a charter. The Executive Committee will review the draft charters at the meeting on January 7, 2016.

Adjournment

Chair Vekich adjourned the meeting at 10:00 am.