

**Official Minutes
Board of Regents
Meeting of the Full Board
January 18, 2019
Anchorage, Alaska**

1. Individuals Present

Regents Present:

John Davies, Chair
Sheri Buretta, Vice Chair
Dale Anderson, Secretary
Lisa Parker, Treasurer
Deena Bishop
Mary K. Hughes
Gloria O'Neill
Karen Perdue
Stephen 'Joey' Sweet
Andy Teuber

Regents Absent:

Jyotsna Heckman

James R. Johnsen, Chief Executive Officer and President, University of Alaska

Others Present:

Darroll R. Hargraves, Regent-elect
Tammy Randolph, Regent-elect
Rick Caulfield, Chancellor, University of Alaska Southeast
Cathy Sandeen, Chancellor, University of Alaska Anchorage
Daniel M. White, Chancellor, University of Alaska Fairbanks
Michael Hostina, General Counsel
Myron Dosch, Chief Financial Officer
Paul Layer, Vice President for Academics, Students and Research
Michelle Rizk, Vice President for University Relations and Chief Strategy, Planning and Budget Officer
Roberta Graham, Associate Vice President of Public Affairs
Keli Hite McGee, Chief Human Resources Officer
Brandi Berg, Executive Officer, Board of Regents
Beth Leschper, Assistant, Board of Regents
Chris Fallen, Faculty Alliance Chair
Josh Watts, Staff Alliance Chair
Nick Bursell, Coalition of Student Leaders Chair

2. Opening Items

A. Call to Order

Chair Davies called the meeting to order at 9:09 a.m. on Friday, January 18, 2019.

B. Adoption of Agenda

PASSED AS AMENDED (amendment noted by *)

"The Board of Regents adopts the agenda as amended. This motion is effective January 18, 2019."

Motion by Mary K Hughes, second by Dale G Anderson.

Final Resolution: Motion Carries

Voting in favor: Dale G Anderson, Deena Bishop, Sheri Buretta, John Davies, Mary K Hughes, Lisa M Parker, Karen Perdue, Stephen 'Joey' Sweet, Andy Teuber

Not Present at Vote: Gloria R O'Neill

3. Reports

A. President's Report

President Johnsen thanked Regents Bishop and Heckman for their service; welcomed Regent-elects Hargraves and Randolph; noted John Wanamaker will join UA as the chief innovation officer to support commercialization of UA intellectual property; said Mark Kondrak will join UA on January 22, 2019, as the chief information technology officer (CITO); thanked Martha Mason for serving as interim CITO, UAA's Adam Paulick, chief information officer, and UAS' Michael Ciri, vice chancellor and director of IT services for assisting during the transition; shared Dustin Bryant joined UA as director of federal relations based in Washington, D.C.; commended Chancellor Sandeen and her team for its handling of the tremendous recovery effort during the November 2018 earthquake; stated the revoked accreditation at the UAA School of Education was based on the self-study and site visit from eight months ago noting many changes including leadership has taken place at UAA; said UA is responsible for the unacceptable breach of trust and apologized for the accreditation issue; stated Chancellor Sandeen and Executive Dean Atwater are working with students, UAF and UAS Schools of Education and the State of Alaska Department of Education and Early Development to accommodate UAA's education students; reviewed the current FY20 operating and capital budget situation noting UA administration has met with Governor Dunleavy, his Office of Management and Budget director and legislators in Juneau to discuss UA's budget; said advocacy efforts continue to focus on strong relationships with the new administration noting many new legislators are UA alumni; mentioned the students in the Ted Stevens Internship program are ambassadors representing UA in Juneau; said the federal government shutdown and the closure of federal facilities has affected faculty's work at the Alaska Coastal Rainforest Center in Juneau, students in UAA's Community and Technical College aviation program due to FAA's flight training center closure and without access to federal grant administrators has delayed UAF's research proposals noting federal student loans and grant programs are not affected; provided an overview regarding the rebranding effort for the UA College Savings plan; shared the progress on the implementation of the UA gateway/portal; said ongoing effort continues with the philanthropy campaign; stated compliance continues with the Office of Civil Rights Voluntary Resolution Agreement (VRA); thanked Chief Title IX Officer Gower and the Title IX teams at UA for the herculean amount of work completed under the VRA; shared UA leadership held a culture of respect workshop on January 17, 2019, to continue improving UA's best practices, behaviors, communication and collaboration regarding key issues and values; provided an update on the UA 2040 plan and presented the UA 2040 video.

Note for the record: an in-depth discussion amongst the board, the president and Chancellor Sandeen ensued regarding UAA's School of Education revoked accreditation.

B. Chancellors' Reports

Chancellor White said while college applications at UA are down, the population in Alaska is down and Alaska school district student numbers are down, enrollment at UAF is up because of the proactive enrollment team which is heavily recruiting in the Pacific Northwest highlighting UAF's world-class research opportunities; shared that *U.S. News & World Report* ranked UAF's online programs for a bachelor's, master of business administration, graduate criminal justice and graduate education among the best noting UAF's eCampus offers students a variety of educational choices; said strategic planning for the Troth Yeddha' Indigenous Studies Center and Park is underway; stated effort to obtain the tier one research university rating continues noting a key component is the One Health Initiative; said utilizing P3 partnerships is being considered in the campus master plan process; stated UAF's Title IX Office has three investigators that are attorneys and welcomed Regent-elects Hargraves and Randolph.

Chancellor Sandeen reviewed UAA's facts and figures regarding the November 2018 earthquake damage noting everything was back online within five days, three business days, and students only missed one day of attendance; stated as the newcomer to UA leadership there is a real spirit of cooperative and collaborative work taking place across the system; said with the removal of accreditation from the Council for the Accreditation of Educator Preparation, communication with affected students continues, work with the State of Alaska Department of Education and Early Development is underway, and a partnership with Stanford Teacher Education Program has been formed to develop a series of assessment tools for students in the education program.

Chancellor Caulfield welcomed Regent-elects Hargraves and Randolph; stated recruitment, retention, and completion continue to be priorities at UAS; said the Northwest Commission on Colleges and Universities site visit will take place April 24-26, 2019; said the Alaska College of Education is engaged with UAA and working collaboratively with colleagues and students regarding the UAA School of Education accreditation issue; commended Executive Dean Atwater for his work with the UAA issue noting work continues on a strategic plan to align education across the three universities; said UAS is preparing for its Council for the Accreditation of Educator Preparation in November 2019 working diligently on the self-study; noted a renewed partnership with Sealaska Heritage Institute; shared the progress taking place at the Auke Bay facility; said the Ted Stevens Internship is underway with 13 interns from across the three universities and thanked the Ted Stevens Foundation for its support of the program.

C. Governance Reports

Chris Fallen, Faculty Alliance chair, noted the alliance met twice since the board's November 2018 meeting; said a retreat in January 2019 will include approving a charge and bylaws for the GER maintenance committee, working on the evaluation process for the Faculty Initiative Fund and responding to the newly released Federal Department of Education Title IX regulations; stated the UAA School of Education accreditation announcement was not a surprise to the faculty due to significant turnover at UAA including key faculty and executive leadership positions; thanked Executive Dean Atwater for his work during this difficult time; noted the UAF and UAS education faculty are ready to assist students and said options for course sharing in multiple disciplines are being reviewed to increase opportunities for students to pursue studies at any UA campus.

Josh Watts, Staff Alliance chair, noted the alliance met twice since the board's November 2018 meeting; stated UA executives continue to attend the alliance meetings and keep staff informed; thanked Chief Human Resources Officer McGee for her constant updates regarding compensation; encouraged executive leadership to continue its commitment to consistent, clear communication and its strong partnership with governance and stated while UA administration tackles the likely challenging budget process the alliance hopes that leadership will seek cost-saving opportunities that do not affect passionate and dedicated employees.

Nick Bursell, Coalition of Student Leaders chair, thanked the board for the opportunity to provide a report; stated the coalition held a meeting in December 2018 and approved a resolution opposing the newly released Federal Department of Education Title IX regulations; said the student advocacy legislative fly-in will take place in Juneau February 16-19, 2019 and stated with the recent UAA School of Education accreditation announcement that students are supported and set up for success going forward.

4. New Business and Committee Reports

A. Planning and Development Committee

Regent Hughes stated the Planning and Development Committee met on December 19, 2018 to review and recommend the Governance Committee Charter and the Board of Regents' Statement of Expectations for full board approval during this meeting.

Note for the record: the full board approved the committee charter officially changing the name of the Planning and Development Committee to the Governance Committee.

5. Consent Agenda

A. Approval of Consent Agenda

PASSED

"The Board of Regents approves the consent agenda items 5.B.1-2. This motion is effective January 18, 2019."

Motion by Deena Bishop, second by Mary K Hughes.

Final Resolution: Motion Carries

Voting in favor: Dale G Anderson, Deena Bishop, Sheri Buretta, John Davies, Mary K Hughes, Lisa M Parker, Karen Perdue, Stephen 'Joey' Sweet, Andy Teuber

Not Present at Vote: Gloria R O'Neill

B. Planning and Development Committee - Items from December 19, 2018

1. Approval of the Governance Committee Charter

PASSED

"The Board of Regents approves the Governance Committee Charter as presented. This motion is effective January 18, 2019."

Governance Committee Charter

The Governance Committee shall be responsible for ongoing review and recommendations to enhance the quality and future viability of the board. The work of the committee revolves around four major areas: Board Role and Responsibilities, Board Knowledge, Board Effectiveness and Board Leadership.

Board Role and Responsibilities

- Leads the board in regularly reviewing and updating the board's statement of its roles and areas of responsibility, and what is expected of individual board members.
- Assists the board in periodically updating and clarifying the primary areas of focus for the board, and shaping the board's agenda for the future - based on the strategic plan.
- Conducts the president's annual review.

Board Knowledge

- Designs and oversees a process of board orientation, including, but not limited to:
 - Information on the state of higher education in Alaska and the data leading to the selection of board priorities.
 - The different missions (role and scope) of the University of Alaska's institutions.
 - The annual calendar or cycle for board policy development (e.g., approval of the budget).
 - Board protocol for respecting the lines of authority and responsibility between the board and the president, and the president and the chancellors.
 - Board protocols for requesting information and adding items to the board's agendas.
- Designs and implements an ongoing program of board information and education.

Board Effectiveness

- Initiates periodic assessment of the board's performance. Proposes, as appropriate, changes in board structure and operations.
- Provides ongoing counsel to the board chair and other board leaders on steps they might take to enhance board effectiveness.
- Regularly reviews the board's practices regarding member participation, conflict of interest, etc., and suggests improvements as needed.
- Periodically reviews and updates the board's policy guidelines and practices.

Board Leadership

- Takes the lead in succession planning, taking steps to recruit and prepare future board leaders.
- Nominates board members for election as board officers.

Unless otherwise specifically directed by action of the Board of Regents, the Governance Committee will be advisory to the board. Decisions of the committee may be modified by action of the board.

2. Approval of the Board of Regents' Statement of Expectations

PASSED

"The Board of Regents approves its Statement of Expectations as presented. This motion is effective January 18, 2019."

6. Board of Regents' Strategic Goal Review: Cost-Effectiveness

A. Board of Regents' Strategic Goal Review: Cost-Effectiveness

President Johnsen provided an overview of the unrestricted general fund history, the operating budget revenue by source and expenditures, the process and outcomes of Strategic Pathways; reviewed roles and responsibilities and the what, why, and how of the cost-effectiveness goal and presented the UA's strategies regarding cost-effectiveness.

***6.1. Executive Session** (added)

PASSED

"The Board of Regents goes into executive session to discuss matters the immediate knowledge of which clearly would have an adverse effect on the finances of the university related to financial strategy, and matters that by law or Regents' Policy are required to be confidential related to legal advice on personnel matters and university finances. This motion is effective January 18, 2019."

The Board of Regents went into executive session at 1:06 p.m. and concluded an executive session at 2:46 p.m. Alaska Time in accordance with AS 44.62.310 to discuss matters the immediate knowledge of which clearly would have an adverse effect on the finances of the university related to financial strategy, and matters that by law or Regents' Policy are required to be confidential related to legal advice on personnel matters and university finances. The session included members of the Board of Regents, President Johnsen, General Counsel Hostina, and such other university staff members as the president designated and lasted approximately 1 hour and 40 minutes.

Motion by Mary K Hughes, second by Lisa M Parker.
Final Resolution: Motion Carries

Voting in favor: Dale G Anderson, Sheri Buretta, John Davies, Mary K Hughes, Gloria R O'Neill, Lisa M Parker, Karen Perdue, Andy Teuber

Not Present at Vote: Deena Bishop, Stephen 'Joey' Sweet

***6.2. Future Agenda Item** (added)

A. Future Agenda Item

PASSED

"The Board of Regents approves reintegrating public testimony during the full board meetings. This motion is effective January 18, 2019."

Motion by Andy Teuber, second by Lisa M Parker.

Final Resolution: Motion Carries

Voting in favor: Dale G Anderson, Sheri Buretta, John Davies, Lisa M Parker, Karen Perdue, Andy Teuber

Voting in opposition: Mary K Hughes

Not Present at Vote: Deena Bishop, Gloria R O'Neill, Stephen 'Joey' Sweet

***6.3. Regents' Comments** (added)

Regent Teuber stated support for President Johnsen and wished everyone Happy New Year.

Regent Hughes thanked Chair Davies for leading a good meeting.

Regent Buretta said since her tenure on the board the university has dealt with challenges and remains strong; stated UA has a bright future and said she is certain UA will prevail.

Regent Davies said discussions were difficult during the meeting; encouraged folks not to lose sight of all the good things happening at the university; said in spite of the challenges facing the university there is remarkable progress taking place and thanked the regents and UA administration for trusting him to lead the board.

7. Adjourn

A. Adjourn

Chair Davies adjourned the meeting at 2:57 p.m. on Friday, January 18, 2019.