North Dakota State Board of Higher Education
Minutes of the December 9, 2014, Meeting
At Bismarck State College

Board Chair Diederich called the meeting to order at 11:15 a.m. CT.

Members present:

- Dr. Kirsten Diederich, Board Chair
- Mr. Grant Shaft
- Ms. Kari Reichert
- Dr. Eric Murphy, Faculty Adviser
- Dr. Kevin Melicher
- Dr. Terry Hjelmstad, Vice Chair
- Mr. Chris McEwen
- Ms. Janice Hoffarth, Staff Adviser
- Ms. Kathleen Neset
- Mr. Don Morton

Interim Chancellor present: Dr. Larry C. Skogen

Institution Presidents present:

- Dr. Ken Grosz, Dean, DCB
- Dr. Doug Darling, President, LRSC
- Dr. Gary Hagen, President, MaSU
- Dr. Dean Bresciani, President, NDSU
- Dr. Robert Kelley, President, UND
- Mr. Dave Clark, Interim President, BSC
- Dr. Steve Shirley, President, MiSU

NDUS senior staff present:

- Dr. Sonia Cowen, Interim Vice Chancellor for Academic and Student Affairs
- Mr. Murray Sagsveen, Chief of Staff and Director of Legal Services
- Ms. Linda Donlin, Director of Communications and Media Relations
- Ms. Cynthia Goulet, General Counsel
- Mr. Rick Tonder, Director of Facilities Planning
- Ms. Kristie Hetzler, Executive Assistant to the State Board of Higher Education
- Ms. Terry Meyer, Administrative Support Manager

Board Chair Diederich explained that N.D.C.C. section 44-04-20(6) provides that the Board, in a special meeting, may only consider the agenda items stated in the notice of the special meeting.

Approval of Agenda
Shaft moved, Nest seconded, to approve the SBHE meeting agenda.

McEwen, Reichert, Melicher, Morton, Shaft, Hjelmstad, Neset and Diederich voted yes. The motion carried.
SBHE Budget and Finance Committee

SBHE Budget and Finance Committee Chair, Mr. Morton, recommended approval for the following:

1. Authorize NDSU Dickinson Research Center (DREC) to enter into an exclusive option to purchase land agreement with the estate of Duane J. Boehm for 1,680 acres, with the purchase contingent upon the sale of 240 acres of existing DREC land. Proceeds of the sale to be used for purchasing the Boehm property, complete any required improvements, and fund any future increase in operating costs. Further, request authorization to seek legislative authority for the purchase, sale, and any required improvements through legislation introduced and sponsored by Senator Wardner, Dickinson.


3. Authorize WSC to borrow up to $300,000 from the WSC Foundation (at 2% annual interest for a five-year term) to partially fund the replacement of the new boiler plant serving Steven's Hall and the Fieldhouse.

4. Allocate $34,143 from 2013-2015 capital projects contingency pool to DCB for the campus generator.

5. Approve change in authorization for MiSU football stadium press box from $4.0 million to $5.0 million, funded $4 million from City of Minot and up to $1 million in MiSU local funds. Further, seek appropriate legislative authorization for the change.

Melicher requested separate consideration of item 3. Shaft moved, Melicher seconded, to approve one, two, four, and five of the SBHE Budget and Finance Committee recommendations.

Melicher, Morton, Shaft, Hjelmstad, McEwen, Reichert, Neset and Diederich voted yes. The motion carried.

Williston State College Boiler

Williston State College requested approval to borrow up to $300,000 from the WSC Foundation (at 2% annual interest for a five-year term) to partially fund the replacement of the new boiler plant serving Steven's Hall and the Fieldhouse.

Melicher suggested that “provided WSC Foundation does not use permanently restricted funds for the loan” be added to the motion. Shaft moved, Neset seconded, to approve the following motion:

Authorize WSC to borrow up to $300,000 from the WSC Foundation (at 2% annual interest for a five-year term) to partially fund the replacement of the new boiler plant serving Steven's Hall and the Fieldhouse, provided WSC Foundation does not use permanently restricted funds for the loan.

Hjelmstad, McEwen, Reichert, Melicher, Shaft, Morton, Neset and Diederich voted yes. The motion carried.

Board Consent:

1. Approve the Joint Powers Agreement between the State Board of Higher Education, on behalf of Valley City State University, and the Valley City Parks and Recreation District for the construction, management, and operation of the Valley City Health, Wellness & Physical Education Center on the VCSU campus.

2. Authorize NDSU to proceed with the Administration Building (Old Main) – Tuckpointing and Rewindow Projects at an estimated cost of $600,000 funded from June 30, 2014, reported capital project designated reserves per SBHE policy 810.1.
3. Authorize NDSU to proceed with the Ehly Hall Renovation Project at an estimated cost of $2,450,000 funded from June 30, 2014, reported capital project designated reserves per SBHE policy 810.1.

Shaft moved, Hjelmstad seconded, to approve the three board consent items.

Melicher, Shaft, Hjelmstad, McEwen, Morton, Reichert, Neset and Diederich voted yes. The motion carried

Chancellor Search

Interim Chancellor Skogen introduced the Chancellor Search Advisory Team and thanked them for their participation. The advisory members present were:

Dr. Russ McDonald, President, United Tribes Technical College
Msgr. James Shea, President, University of Mary
Dr. Kirsten Baelser, Superintendent, Department of Public Instruction
Mr. Jon Backes, Attorney, McGee, Hankia & Backes, PC
Mr. Terry Olson, Executive Director, Williston State College Foundation
Mr. Bruce Dolezal, Regional President, American Bank Center
Mr. Perry Miller, Owner, Miller, Perry & Denise-Lochmor Apartments
Mr. Andy Peterson, President & CEO, ND Chamber of Commerce

Ms. Cynthia Wagner Goulet explained that both the North Dakota Constitution and state law provide that all meetings of governmental bodies and of organizations or agencies supported in whole or in part by public funds, or expending public funds, are open to the public, unless otherwise specifically provided by law. Accordingly, meetings held by the Board, including meetings involving the appointment of a chancellor, are subject to the open meetings laws. This meeting, held in connection with the chancellor search process, is a "special" meetings as that term defined by state laws. Ms. Goulet stated that if any subcommittees are assigned, including the current advisory team for the chancellor search, the open meetings laws would apply to them as well. Discussions do not have to be face-to-face to trigger open meetings requirements. Discussions occurring by telephone, videoconference, or by email communications are considered meetings, and must comply with open meetings requirements, if they involve a quorum of the Board or a committee and concern public business. Serial meetings are subject to open meetings laws. Open meetings requirements cannot be circumvented by "serial meetings." Serial meetings are multiple meetings (in person, by phone or by email) among small numbers of Board (or committee) members regarding the same topic. If the total number of members involved in the discussions constitutes a quorum, the serial meetings must comply with open meetings requirements.

Charge to State Board of Higher Education

Chair Diederich explained the search for the next Chancellor of the North Dakota University System has begun and is expected to conclude mid-May. She asked that each commit to the following timeline and search expectations:

- Attend search meetings – it is anticipated that the Board and Advisory Team will meet four times in addition to the May 14, 2015, SBHE meeting, where the SBHE will select the next Chancellor.
- Participate in listening meetings and discussions that identify priorities and personal and professional attributes sought in the next Chancellor and incorporated into the search profile.
- Review all candidate applications and identify a short list of candidates for additional screening and consideration.
- Participate in interviews of top candidates, then identify semifinalists.
• Assist with interview visits – as needed; identify list of finalists.
• Interview finalists and select next Chancellor.

Break (11:45 a.m. – 12:15 p.m. CT)

Board Chair Diederich called the meeting to back to order at 12:20 p.m. CT.

**Chancellor Search Listening Sessions**
The Board members reported they received good input from stakeholders across the state at the chancellor search listening sessions they conducted at the various institutions. They indicated there will be more listening sessions in the upcoming days. If the public can’t make it to one of the sessions, they may send comments to Chancellor.search@ndus.edu.

**Roles and Responsibilities**
Interim Chancellor Skogen reviewed a draft roles and responsibilities report. He stated the report is only a draft; however, he would like input from the Board on the reporting structure for the presidents before the Roles and Responsibilities Task Force meets again. Board members were in agreement to keep the current reporting structure. The presidents report to the Chancellor, however, the Board has the authority to hire and fire Presidents.

**Association of Governing Boards (AGB)**
Dr. McCormick and Ms. Fitzgerald, Association of Governing Boards (AGB), explained that the first step in the search process is to publish a detailed ad indicating what the needs and expectations of the next Chancellor are. Dr. McCormick stated, in order to stay on the timeline, the advertisement should go out by January 15, 2015, including posting it to the Chronicle of Higher Education. The consultants will consider the broad input on desired characteristics for the next Chancellor from the Board members, listening sessions held at the institutions, presidents, advisory group, and feedback and comments received by email. After consultation with the various groups the consultants will deliver a draft advertisement and profile to chair for final approval. The consultants will create a website for applications, actively recruit candidates, and receive inquiries/applications/nominations. The application deadline is March 17, 2015.

Melicher moved, Hjelmstad seconded, to delegate authority to Chair Diederich, Chancellor Skogen, and a representative of the Chancellors Cabinet to work with consultants to finalize the chancellor search profile.

Melicher, Hjelmstad, McEwen, Morton, and Diederich voted yes. Reichert, Neset, and Shaft voted no. The motion carried.

**Timeline**
Ms. Terry Meyer has worked with the AGB consultants and the Board Chair to develop the following timeline:

<table>
<thead>
<tr>
<th>Date</th>
<th>Event</th>
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<tbody>
<tr>
<td>11/6/14</td>
<td>SBHE approved RFP to seek consultant for search, and assumed all responsibility for search related functions (in lieu of creating a committee therefore).</td>
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<tr>
<td>11/7/14</td>
<td>Published RFP for search consultant</td>
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<tr>
<td>11/21/14</td>
<td>Due date for consultants to submit a proposal</td>
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<tr>
<td>11/24-26/14</td>
<td>Chancellor evaluated consultants and selected one</td>
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<tr>
<td>12/9/14</td>
<td><strong>First Meeting</strong></td>
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<tr>
<td>Date Range</td>
<td>Event Details</td>
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<td>------------</td>
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<tr>
<td>No later than 1/8/15</td>
<td>Consultants deliver draft advertisement and profile to Chair for final approval of SBHE members on open forums. SBHE provides input for position profile. Review and approve timeline and process, including establish future meeting dates. Consultants provide recommended communication plan. Consultant discusses advertisement and recruitment options. Media inquiries.</td>
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<tr>
<td>12/9/14-1/15/15</td>
<td>NDUS Office develops website presence for search.</td>
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<tr>
<td>3/17/15</td>
<td>Application deadline for best consideration.</td>
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<tr>
<td>3/20/15</td>
<td>Applications released to SBHE for review.</td>
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<tr>
<td>3/26/15</td>
<td><strong>Second Meeting</strong> Consultants in-person with SBHE. SBHE meets to identify top candidates for IVN interviews. Consultants provide draft interview questions for consideration, as requested.</td>
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<td>Following 3/26/15 meeting</td>
<td>Consultants contact top candidates, re: interview process for IVN interviews, April 14; dates given for on-campus meetings/interview with SBHE in the event they are selected for semifinalist/finalist interviews. Consultants conduct reference checks on top candidates.</td>
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<tr>
<td>4/14/15</td>
<td><strong>Third Meeting</strong> Consultants available by telephone. SBHE interviews top candidates via IVN. Consultants deliver report on reference checks. SBHE narrows list to semifinalists.</td>
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<tr>
<td>Following 4/14/15 meeting</td>
<td>Consultants contact semifinalists and candidates not selected. Consultants conduct off-list reference checks. Consultants provide draft interview questions, as requested.</td>
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<tr>
<td>4/28-30/15</td>
<td><strong>Fourth Meeting</strong> Consultants in-person with SBHE. semifinalists meet with broad-based internal and external.</td>
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Melicher moved, Shaft seconded, to approve the timeline and process, which includes establishing future meeting dates.

Melicher, Morton, Shaft, Hjelmstad, McEwen, Reichert, Neset and Diederich voted yes. The motion carried.

**Communications Plan**
Ms. Fitzgerald explained that various national advertising strategies, using print and online media, will be utilized. They will be reaching out to a broad network for nominations and applications and a press release will be sent to necessary outlets.

Melicher moved to adjourn.

Meeting adjourned at 3:10 p.m. CT.

Approved on January 29, 2015, by the State Board of Higher Education.