

**University of Central Missouri**  
**Board of Governors Retreat**  
**September 5, 2017**  
**Meeting Summary**

The University of Central Missouri (UCM) Board of Governors held a Retreat (Open) on Tuesday, September 5, 2017, at 8:45 a.m. at the offices of Husch Blackwell, 4801 Main (10<sup>th</sup> Floor), Kansas City, Missouri. Present were Board President Gus Wetzel and Governors John Collier, Mary Dandurand, Marvin E. Wright, Mary Long, Walter Hicklin, and Mathew Martinez. Governor Weldon Brady was unable to participate and was excused. Others in attendance were University President Charles Ambrose; General Counsel Hayley Hanson, and; Assistant Secretary to the Board Monica Huffman.

**Call to Order**

Dr. Wetzel called the meeting to order and determined a quorum was present. Ms. Hanson reviewed the agenda and asked if Board members had any new items to add. None were added.

**Strategic Alignment of University Goals/Priorities** – Agenda Item No. 1

The Strategic Governance for Student Success and Strategic Resource Allocation Models were reviewed. The morning's discussion included UCM's mission; the role of MDHE/CBHE in determining UCM's program offerings; a request from the Governor for institutional data and information due September 8; collaborative efforts with Metropolitan Community College for UCM to offer degree completion on the Longview campus; UCM's focus on being enrollment driven, with increased focus on enrollment growth of underrepresented students; and decreased reliance on state funding.

In addition to the above items, the Board and President Ambrose discussed the need to align student resources (MAPPs, McNair Program, EAB, Maxient, Advising, etc.) to enhance and increase opportunities for student success. Mr. Wright said a 60% national college completion rate was established several years ago; however, rather than focusing in on a completion number, UCM's priority should be to make sure students graduate and are able gain employment. President Ambrose said he would like to see UCM achieve an 80% retention rate of first generation, underrepresented students over the next five years, but in order to do so, student resources must align. Student Governor Martinez expressed concern that many student resources are underfunded. President Ambrose responded UCM has committed a great number of resources to ensure student success, and aligning these resources should result in greater efficiencies.

With regard to state funding and UCM's budget, President Ambrose shared one UCM priority is to establish a FY 2019 budget that provides an accurate accounting of expenses that does not blend one-time moneys with operating dollars. A second UCM priority is to be strategic in response to state budget cuts, rather than reactive. President Ambrose

hopes to present a three-year budget schedule to the Board this fall that reflects less reliance on state dollars.

The Board discussed University reserves and the level that should be maintained. This discussion also included developing a process that outlines approval and utilization of reserve dollars. The Board will continue this discussion at a future meeting.

With regard to the Governor's request for information due September 8, Mr. Wright asked that the Board be provided a summary of UCM's response and implications of the request. President Ambrose suggested an update at the September 28 Academic Affairs and Finance and Administration Committee meetings, followed by a more detailed compilation of the request in October. He anticipates the information UCM and other higher education institutions submit to the Governor's Office will be compiled, and used to determine funding for higher education in Fiscal Year 2019.

In concluding this segment of the retreat, President Ambrose asked the Board to support the following three priorities:

1. College Completion Initiative for Warrensburg
2. UCM – Lee's Summit – Expanding and Diversifying Educational Opportunities
3. New Structure of University Advancement/Foundation

### **Board Governance** - Agenda Item No. 2

The Board discussed a number of topics related to Board governance including:

*Policies* - Ms. Hanson noted there are several Board policies that require revision or update to align with changes made since implementation or the last revision. Examples of this were given.

*Communication and Information* – There was discussion surrounding information that would be useful for Board members to receive in advance of, or in preparation for, meetings. Specific requests included:

- Policies – The Board would like to review existing policies before proposed revisions are shared with the campus for vetting, and appointed Mr. Wright to do so on the Board's behalf. Additionally, Ms. Hanson will provide a high-level policy update to the Board at each meeting. Advance notice of any employee affected by Board policy was requested.
- Programmatic Requests – The Board asked that programmatic requests be presented and discussed well in advance of meetings where the Board is asked to approve them. This allows sufficient time to address concerns and gather any

additional information needed for the Board to make informed decisions. President Ambrose recommended Committee Chairs and senior administrators staffing committees collaborate on expanded committee meeting agendas so discussions are strategic. Additionally, he recommended a joint meeting of Committee Chairs with these senior administrators to discuss expectations. Ms. Huffman will arrange a meeting prior to September 28 when expanded committee meetings are scheduled.

- Committee Minutes – The Board would like Committee minutes to include more substance surrounding discussion of agenda items. Ms. Huffman and Ms. Hanson will work with individuals preparing committee minutes.
- Briefing Papers – General Counsel’s Office should review draft briefing papers..
- General Counsel Updates - The Board asked for updates to include enough facts to serve as a refresher of cases. The Board would like General Counsel to recommend preventive measures to avoid repeated cases. Ms. Hanson suggested General Counsel conduct after-action reviews with all involved parties at case conclusions. The Board would also like a twice-a-year accounting of settlement payments made by the University, as well as by the insurance company, and an accounting of legal fees paid for each case.

Education and Training - Board input for future training was requested. The Board expressed interest in training related to national issues; annual Title IX training; and other topics identified in consultation with the Board President. Ms. Hanson said it would be timely to provide the Board information about immigration law, and will plan to do so at the October meeting.

Delegation of Authority – The Board discussed Delegation of Authority to the President and appropriate approval authorities. It determined the President should retain authority to approve contracts up to \$200,000; however, multi-year contracts of any amount require Board approval as outlined in Board policy. The Board also determined the following delegation of authority for contracts -- \$200,001 and above and multi-year contracts of any dollar amount are to be approved by the Board of Governors.

Related to Delegation of Authority, Ms. Hanson shared the Coordinating Board for Higher Education approved a policy in June that permits governing boards to delegate authority to their university president to approve minors if they so desire.

2018 Meeting Structure and Schedule - Ms. Hanson and Ms. Huffman reviewed the proposed meeting structure and schedule for 2018. The Board will be asked to approve its 2018 meeting schedule at the October Board meeting.

**Other** – Agenda Item No. 3

*Conflict of Interest* – In addition to the Board’s annual review of its Conflict of Interest Policy, Ms. Hansen recommended Board members reaffirm their commitment to one another and their expectations for Board conduct. This would involve signing an additional form -- *Reaffirmation of Commitment*.

*Board Orientation* – Ms. Hanson recommended the Board Orientation be updated.

*Assessments* – Ms. Hanson is summarizing the Board’s evaluation of the President and will provide it to Board members for review and comment. There was discussion about Board Assessment, and Ms. Hanson will prepare a template for the Board to consider. Last, Ms. Hanson proposed the Board conduct an annual evaluation of the General Counsel. The Board agreed and will do this annually at the time the Presidential Evaluation is conducted.

*Strategic Planning* – The Higher Learning Commission requires Boards to be actively involved in their institution’s strategic planning. It also requires Board policies and governance to be a part of the strategic plan.

Mr. Collier said the Board is open to new ideas related to Board governance, and asked Ms. Hanson if through her work with other universities, she had any suggestions for things the Board might consider doing differently. Ms. Hanson said some of her clients are using board portals, which would create a number of efficiencies related to board meetings and documents. The Board was open to the possibility and Ms. Huffman said she would research board portals.

**Adjournment**

There being no further business to conduct, the meeting concluded at 2:00 p.m.