

Minutes of the Special Meeting of the
Board of Trustees
June 28, 1986

The meeting was called to order at 10:10 a.m. by Chairman Wallace Riley in the Carriage House at Meadow Brook Hall.

Present: Trustees Donald Bemis, Phyllis Law Googasian, David Handleman, Patricia Hartmann, Alex Mair, Ken Morris and Wallace Riley.

Absent: Trustee Howard Sims

Chairman Riley noted that the Special Meeting of the Board of Trustees had been posted and he requested that the record indicate that seven of the eight Board members are present which constitutes a quorum.

Chairman Riley stated that for the record he wished to set forth the purpose of the meeting. He noted that from time to time the Board of Trustees has discussed the possibility of establishing a Board evaluation process which would include a procedure for the establishment of institutional goals consistent with the University's mission. The Board has a responsibility to assist the institution in the achievement of these goals. Included in this process would be the establishment of a process for the evaluation of the performance of the president. The Board of Trustees obtained as much information as possible on this subject and contacted the Association of Governing Boards for assistance. The Board also determined in its research and in its reading of the literature in this field that there are many ways to establish goals and evaluate the president.

During the presidential evaluation process last year, the Board determined that it might be appropriate to review the procedures at other colleges and universities. It was determined that the Board could be assisted in this process by consulting an expert in this area. The University contacted the Association of Governing Boards and ascertained that there were several consultants who were expert in the areas of board and presidential evaluation and goal setting. The Association of Governing Boards presented the credentials of several individuals and Chairman Riley contacted Professor Joseph Kauffman from the University of Wisconsin who is present today. Mr. Riley stated that Professor Kauffman is knowledgeable and experienced in this area and he is present this morning to review the procedure and process for the evaluation of the Board and the president. He asked that Professor Kauffman present a brief description of his background, and that the Trustees should hold questions until after Professor Kauffman's presentation.

Professor Kauffman stated that he was delighted to visit Oakland University and to stay overnight at Meadow Brook Hall. He complimented the Trustees on the campus and its facilities.

Professor Kauffman stated that he was a college president for five years and Executive Vice President of the University of Wisconsin which consists of thirteen universities and thirteen two-year centers. His research and writing for the past fifteen years has been primarily about the college and university presidency. He started his research and writing on the selection of a president and wrote a guidebook on the subject. He then became interested in the "relation" between boards and presidents, presidential performance reviews and evaluations and wrote a book entitled, "At the Pleasure of the Board." He also served as a member of the Clark-Kerr Commission on "strengthening presidential leadership." That study addressed the issue of "strengthening the presidency" since there were "too many constraints" on the chief executive office and, consequently, presidents' terms were too short to be effective.

In terms of presidential performance review or evaluation, he prefers the term "performance review" since it is difficult to conduct "evaluations." He has personally conducted performance reviews for institutions and designed policies and procedures for some colleges and universities. He conducted the last evaluation performed in the State University of New York system. He stated that this was the last review in the system, since it was very formal and a very public process. He recommended to Chancellor Cliftor Wharton, Jr., that the system be amended. The basis for this decision was that the formal review was conducted every five years and the president was subjected to a decision as to whether to be reappointed or not be reappointed. This was not a good approach since it placed the president on trial. He listed several other states in which he conducted presidential performance reviews, including the systems for the states of Pennsylvania and Maryland.

He stated that in all modesty there were no real experts, since colleges and universities were so diverse. He felt that he did have sufficient expertise in the area and great familiarity with the procedures engaged in throughout the country. In general, most colleges and universities throughout the nation conduct an informal process rather than a formal process.

He stated that he would like to make some introductory remarks and then interact with the Trustees on their concerns. The process for the evaluation of the president is a very delicate subject and very controversial with presidents who are somewhat "gun-shy" about the process. Most presidents are very

"wary" about what is designated as a formal process. This is especially true of presidents at public universities. This process is very public, somewhat political and symbolic in nature, and is "not done very well" where it is employed.

An informal evaluation is "a quiet affair and you are not always aware that the institution is engaging in the process." The evaluation is done by the governing board, "in camera" conducted by the board chair or a committee, or at times the full board. "It should be clear that the president serves at the pleasure of the board. The president is the agent of the board and the institution's chief executive officer." This means that the board should have confidence in the president. "No one has a right to be the president and an appointment should be clear that the president serves at the pleasure of the board." If there is a contract, the terms of the agreement cannot be abrogated. Generally these terms provide that the president would receive certain payments, but not serve if the board wishes to terminate that service. This is an important aspect to understand in the relationship between the board and the president. Some boards are under the impression that they cannot relieve a president unless they make charges which are proven. Some boards believe that you conduct an evaluation to find grounds for relieving the president. Professor Kauffman subscribes to the thought that when you reach that point, you have made a determination that the president should be relieved. An evaluation is not necessary at that point since the board has already made up its mind. The presidency is different from other positions at the institution, and Professor Kauffman reiterated that "no one has a right to serve in this policy position." He stated that a president may have a "back-up position such as a tenured faculty appointment" but there is no entitlement to the position as president. The board does not have to prove that a president is ineffective. As long as it believes or has that opinion, that is adequate.

The real challenge is how to assess the president. The assessment of the president is actually conducted every day. The president is subject to judgment on performance by a variety of constituents and the board constantly. In Professor Kauffman's opinion it is "better not to do an evaluation if you conduct it improperly, since an inappropriate process is very destructive, not only to the individual but to the institution." The board is critical to the success of the university and the president is critical to the board. The board is the president's employer. Frequently, boards do not provide a sense of direction or feedback to presidents, and some chief executives question whether their boards care about the president's activities. There are procedures and actions to improve this relationship.

On the role of the president, Professor Kauffman noted that there were growing restraints on this position from a variety of entities including the state and other funding sources. The president is the executive officer of the board and its link to the public and the various constituencies of the university. While the position of a university president has been compared to the position of a mayor, a university chief executive has far less authority. A university presidency is a complex role since universities are complex with multiple goals. There is great ambiguity about the job of a president and the objectives for measuring success. "It is difficult to find a bottom line criterion for success," since every entity at a university has a different expectation. There are expectations of the president from the public, from students, from the state, from the faculty as a whole and from individual faculty. Often these expectations are conflicting. There is no single standard that one can use to measure a president.

Often, what an effective president does is not generally known to others. The more effective a president is, the less that is known. A great many presidential activities are "devoted to preventing mishaps and problems." The president gives credit to others and these efforts are not seen as the work of the president. While it is difficult to evaluate a president, Professor Kauffman stressed the need for this process since it is important for the president. The president requires a sense of what is expected by the board since the board is the employer of the president and no one else can provide that feedback on performance. Most institutions do not conduct what is typically referred to as a formal evaluation. Most do have a periodic review and typically it is not public, but informal and between the board and the president.

Public or formal evaluations started in the public systems of higher education. Most systems have "backed away" from the original process. The formal process started in the State University of New York system where it was the policy to provide tenure as a professor for the system's presidents somewhere in that "vast system." In return, the president served for five years. If the president wished to be reappointed, he then stood for public evaluation. If the president did not wish to stand for reappointment, a position would be found somewhere in the system at a salary of eighty percent of the presidential salary.

Florida was the second system to establish the procedure, but it made a mistake in that it did not provide tenure. There is also a very strict Sunshine Act in Florida which requires all business to be conducted in public. In Professor Kauffman's opinion the process "went very badly." The first

three presidents received reappointment but resigned within six months. They indicated that the openness of the process was so degrading that they could not continue because they were so upset about what had occurred during the review. The Florida system has since been modified because it was ineffective.

As stated, the formal evaluation process started with large multiple systems where there was little contact and interchange between the board and the president. The formal process was developed in order to bridge this lack of contact. The formal evaluation process did not spread to independent or individual public or private institutions. Some private institutions conduct formal reviews but this is not the case with the majority of the institutions. As a consultant to the Illinois, Montana and Pennsylvania systems, he noted that they do have a formal review process, but it is less public than in the past and as originally started in the New York system. He added that it is possible to so institutionalize a formal system as to stifle creative action. This occurs because the president is very concerned about the evaluation process and does not wish to engage in controversy. The president sometimes "caters to the process rather than serving the university."

In its most rational form the evaluation process should be considered a legitimate function and not be symbolic. It should improve performance and productivity. There should be elements of feedback and the process should be of mutual benefit to the board and the president. Each entity should be able to perform its role in an improved fashion, and the president should have "job satisfaction" as a result of the process. The criteria for the process should include some of the following elements:

- Does the assessment process help attract and retain a president of high quality?
- Does it help job performance?
- Does it help in weeding out those who do not meet the needs of the university?
- Does it appear legitimate to the president?

If these goals are not present, then the process should be reviewed. The process must be carried out in an atmosphere of "mutual trust, candidness and benefit to both the board and the president." Professor Kauffman stated that in his opinion, you cannot separate the president's conduct from that of the board.

If there is a formal evaluation, then in his opinion there should also be a board self-evaluation at the same time. One should ask, "how did the board help or hinder the president?" In addition, the governance process at the institution must be taken into consideration. Are there constraints involved in certain acts which would inhibit the president? The collective bargaining process may also provide certain inhibiting factors since the president must represent the institution and not the various constituencies at the university.

Any rational approach requires "bench marks or objectives, otherwise you are unable to make comparisons on performance." There should be objectives mutually agreed to by the board and the president. These objectives should also be agreed to by the parties for a certain period of time, such as for the upcoming year or for the next year. The board should not fault the president for certain actions or matters which the board did not advise the president to perform.

If there is a formal evaluation, the question of who participates is critical. To what extent do you ask subordinates? To what extent are they aware of the actions of the president? Should you include the vice presidents and deans, faculty and students, and donors? To what extent are you going to listen to anonymous information? With respect to this last issue, it is perhaps more appropriate to receive confidential, signed information rather than anonymous statements that are not attributed to any specific person. What about opinion polls? Are the questions fair? How valid are the questions and the poll? In considering all of the above problems, some presidents have observed that the evaluation process is tantamount to "a circus."

In Professor Kauffman's opinion a board should not hold public hearings and conduct "kangaroo courts." You need to weigh statements and have someone filter the comments of various individuals to ascertain whether they are objective. In his opinion he does not believe that faculty, students, staff and the community have enough knowledge to evaluate a president since they are not familiar with all of the responsibilities and actions of the president. These various constituencies may have attitudes or perceptions which may be valuable, but they are not a substitute for the evaluation by the board. These attitudes or perceptions are not "synonymous with a job evaluation."

Finally, a performance review is conducted for performance improvement. It is a valuable assessment process. It states that "this is what the board expects, these are the priorities of time and effort, and it identifies specific accomplishments." The performance review should end with an "agenda of what needs to be done by the president."

In addition to the board evaluation of the president, there should be a presidential self-assessment. The board should review this document in order to discuss it with the president and to ascertain whether or not the president is spending the appropriate amount of time on board priority items.

Professor Kauffman stated that with this brief introduction he would like to receive questions and comments from the Trustees, since in order to be of assistance, he needed their input.

Chairman Riley asked each of the Board members for their reactions and questions.

Trustee Mair stated that he was impressed with the presentation and observed that Professor Kauffman "summarized" his personal opinion regarding the complexity of the problems for an institution like Oakland University and the need for an informal presidential review process. He expressed appreciation that Professor Kauffman desired input from the Board before presenting any specific recommendation. It is important to have an understanding of the institution and the Board's concerns before developing a process which could, in the absence of such information, be critical and not objective, and destructive to the operation of the institution.

Professor Kauffman responded that he appreciated the comments and that Mr. Mair was correct in his conclusion that the process is complex, and that one cannot take overly simplistic positions. For example, even in the K-12 educational system, you have teachers who try to be comprehensive in their approach. However, when a legislature or some other authority requires, for example, a reading test for the fourth grade level as the basis on which to review the accomplishments of the teacher, then you find the emphasis in education being placed solely on this test rather than on all of the other educational needs of the student. If you hire professionals, you hire them at least in part on the basis that they have good judgment. You do not try to narrow the scope of their actions to the extent that they cannot accomplish the necessary objectives of the institution.

Mr. Handleman noted that there are four serving Board members, including himself, who were involved five years ago in the selection of President Joseph E. Champagne. He noted that he was more convinced than ever that the Trustees had made the right appointment based upon the statements of Professor Kauffman regarding the kinds of judgments that must be made in the selection and evaluation of a president.

Mrs. Hartmann commented that she was impressed with the similarity in the process suggested by Professor Kauffman and the evaluation process conducted in the private sector. She added that it was important that the process of communication should be a "two-way street between the board and the president and the president to the board." There needs to be the setting of goals, the assessment of performance, and long range planning for the future in an atmosphere of mutual trust and discussion. The board and the president must concentrate on the future direction of the institution.

Professor Kauffman noted that the close relationship between the President and the Board is critical. He has observed relations at some institutions as being "stiff" where both entities have a difficult time in discussing critical comments. The presidents at some institutions are also reluctant to discuss the shortcomings of the board. He noted that for the good of the institution, an informal process of discussion or evaluation on an annual basis with the clear purpose of reviewing mutual concerns is critical to the well-being of the board, the president and the institution. A dialogue must be established between the president and the board of trustees. This is a critical process since the chief executive carries out the policy of the board and if this relationship is poor, then the problems can be immense.

Mr. Handleman observed that it was important for the president to relate to the university community but also to the community at large. In his opinion the current President has related to the community at large during the past five years and has enriched the institution. He felt that this is an important factor in the evaluation process.

Mr. Morris stated that he wished to disagree in part that we have reached out to the entire community, but he felt that this issue was not pertinent to the discussion at this specific time and should be discussed later.

Mr. Morris complimented Professor Kauffman and stated that he concurred in many of his conclusions. He did believe that the evaluation process should include questions as to the institution's objectives, what currently exists and what must be accomplished in the future, and what can or must we do to "endear ourselves to the community." He based this conclusion upon the fact that each individual has a different perception and comes from a different community. While some of us feel that accomplishments have been made, there are some areas that have not been reached. He noted that he has expressed to President

Champagne his opinion that the institution has not expanded its activities to certain communities to the degree that he felt was necessary.

While Mr. Morris advocated an open evaluation he agreed that there had to be certain constraints on this process. In this connection he complimented Professor Kauffman for his concerns that individuals should be responsible for their comments and opinions, and that there should not be unsolicited or anonymous opinions on the performance of the president. He believed that individuals should "place their name" after these comments. He then inquired of Professor Kauffman as to how a process can be developed where there could be broad objective input without the possibility of intimidation or retaliation since, in his opinion, he was interested in the views of students, faculty, staff and administration. He inquired as to how you could structure a process to permit all elements of the institution to participate in an unintimidated fashion and yet protect the president from unjustified and unsupported accusations. He did not wish to engage in a process where irresponsible individuals could make damaging comments which could be publicized and do further personal damage. He would oppose such a process. His prime concern is to provide input in order to have a better understanding of the impact of the actions of the institution and its president.

Professor Kauffman appreciated Mr. Morris' comments and stated that he did not expect full agreement with his suggestions. The question of how to enable faculty, students, administrators and others to participate is a critical concern. The important element in such a process is related to the question of "how is the purpose of the evaluation perceived?" If the process is perceived as one where the "governing board has no confidence in the president and does not know whether to continue with the president and is asking the community what it thinks," then you have undermined the president and the process will be destructive. Even the New York system has been amended so that it does not ask the question, "Should we or should we not reappoint?" Professor Kauffman added that he has conducted performance reviews and has received letters and comments from the various constituencies of the institution. These comments, however, were related to the issue of "what do you think should be done in the next few years at the institution?" The comments were related to "performance improvement to assist in establishing the future direction of the institution."

Mr. Riley noted that there was a distinction between the question of "Is the President doing the job in accordance with the goals, direction, and policy of the Board, as opposed to the question of isn't what the university is doing at the direction

of the Board not acceptable?" This question relates to the need to also have an evaluation of the Board, since the President should be carrying out the direction of the Board.

Professor Kauffman stated that Mr. Riley's comment clearly states the issue, and it is important to separate institutional goals and objectives from the President's goals and objectives. In addition, it is also necessary to separate the issue of the evaluation of the President as a person or an evaluation of his "persona" - that is, his appearance, speeches, style, personal attributes, etc.

Professor Kauffman stated that another issue is the evaluation of the president as a manager. He added that he could use Oakland University as an example. Some individuals may have the opinion that there should be less emphasis with relationships with the community or relationships with industry and fault the President for these actions. That position could be a criticism of the Board, if it has requested that the President engage in these activities. One cannot expect the "man on the street to make a distinction on which entity is responsible for carrying out certain objectives and roles" when they are unfamiliar with whether these are actions of the Board or the President.

Mr. Morris noted that he was concerned that some process for "constructive criticism be built into the system" since it is beneficial in the improvement of the institution. Professor Kauffman stated that he could not argue with that conclusion.

Mr. Bemis observed that the primary function of the President is to execute the goals of the Board and the institution. In part, the difficulty with this issue relates to the need for a Board self-evaluation process. The Board should establish the "tone and climate" in which the institution is to operate and this should be executed by the President. The issue is complex, however, with an institution such as Oakland, since it is engaged in a variety of academic, research and public service functions such as the development of the Oakland Technology Park, the Meadow Brook Music Festival, the Meadow Brook Theater and other cultural endeavors and the academic and research programs. Therefore, he observed that there is a need for "leadership from the President" to assist the Board in the establishment of the goals and objectives for such a complex institution. He noted that there are four relatively new members to the Board of Trustees who were not present when President Champagne was appointed. He stated that he still remains uncertain as to the clear charge presented to the President when he was appointed. The nature of the appointment does become "clearer" to him over

time, but he still felt the need for greater clarity and specificity. Therefore, he felt that the principle task for the Board of Trustees is the establishment of specific goals and objectives which will be "articulated" to the community by the President.

Mr. Bemis also noted that it was important to "listen to the perceptions" from students, staff, faculty and the community. He noted, however, that each of these constituencies may have a very limited or narrow focus on the mission of the institution, depending upon their own personal interests or perspectives and relationships to the institution. Therefore, the Trustees should be cautious about the amount of "weight" given to what he reiterated were "perceptions." In this connection he stated that if any individual wished to make a statement or present a position, they should be accountable for their comments and identify themselves. He felt that anonymous comments were not acceptable to the process.

Mr. Bemis repeated that he was concerned about the establishment of an evaluation process that was conducted on an annual basis in order to maintain a good relationship between the Chief Executive Officer of the University and the Board of Trustees. He felt that this close relationship was critical, and if the Board was unsatisfied, then it should initiate corrective action or make a change in the presidency. In this connection the Board should move judiciously and cautiously since the present body "has a great deal to learn about the institution and its mission and goals." Therefore, the Board should meet on a regular basis and communicate to the President its objectives and observations on the direction of the institution.

Mr. Riley observed that one of the principal responsibilities that the President has to perform for the Board is to educate it on the important matters facing the institution. There are a host of activities, programs, and problems occurring at the institution. Currently, the Board agenda is set by the administration and not the Board. This agenda is oriented to problems requiring the attention of the Board. The Trustees do not at the present time engage in a process of education regarding the various functions at the institution. He noted that the Trustees have been very productive in "solving many problems for the institution," but he was not certain that the Trustees were knowledgeable about other issues that could have a critical effect on the university and which would impact on the Board's self-evaluation.

Mr. Bemis observed that Mr. Riley's conclusion was more related to a Board problem than that of the administration, since the administration would take as much time as the Board would provide for a review of the functions at the institution.

Mr. Handleman inquired as to "how deeply the Trustees should become involved in administrative activities." He noted that the Board as a lay body could not assume responsibility for administrative details. The President should seek the wisdom, support and approval of the Board on policy issues and problems. Mr. Handleman noted that an evaluation of the Board was perhaps more important than an evaluation of the President.

Professor Kauffman stated that he wished to make two observations. First, the Association of Governing Boards has developed an instrument or questionnaire for board self-evaluation. Second, as "guardian" of the institution the board appoints the president to run the university in accordance with board policy. A "strong board needs a strong president. The board should not become involved in administrative detail unless it is engaging in some form of oversight role." If the board becomes involved in administrative issues, then it cannot hold the president accountable since it is providing the direction. A strong board and a strong president implies that the policies recommended by the president will be subjected to "hard questions raised by the Board of Trustees." Every matter submitted to the board should have a presidential recommendation. In addition, a president should not make a recommendation on a policy which has not been reviewed or considered by the appropriate constituencies.

Mr. Morris noted that the establishment of policy is the responsibility of the Board and it would be derelict if it did not follow through on the implementation of the policy. Mr. Handleman concurred but stated that this did not imply the involvement of the Board in the details of implementation. He also noted that while we should "listen to various segments of the institution, the Trustees must also determine if the statements are valid."

Mr. Mair noted that there may be a difference in the way the Board acts on certain matters, depending upon the individual occupying the presidency at any particular time. If the individual is not a creative president, then he, as a Trustee, would have a different approach with respect to his involvement in the activities of the institution.

Mr. Riley observed that the Board should be questioning whether the institution is carrying out its functions correctly, and the Board should be "testing the issues brought before it."

Mrs. Phyllis Law Googasian stated that the President has served for five years. The previous president was reviewed. The present Board aspires to have the "finest university possible." She felt that one could always "do things better" and, therefore,

we need to have some knowledge as to the activities engaged in at the University. She felt that any individual Board member's perspective was too narrow to make such a judgment without the input of other constituencies. She added that if the University community was involved in the selection of the President, their input is still needed in the evaluation process.

Mr. Morris observed that there was only one review process for former President Donald O'Dowd during his entire ten year tenure in office.

Professor Kauffman sought the guidance of the Board and inquired if it was ready to begin the procedure with an informal process within the Board. Mr. Bemis suggested that Dr. Kauffman should present an outline of action for the Board.

At this juncture Mr. Riley noted that before beginning the process suggested by Mr. Bemis, there should be an opportunity for members of the audience to comment. He noted that Mr. Daniel Fullmer, President of the AAUP and a member of the faculty, along with Mr. Richard Pettengill, a faculty member of the Kresge Library and Treasurer of the AAUP, were the only individuals present.

Mr. Fullmer stated that he was delighted that the Board was investigating this important process. He expressed the opinion that there should be a system and a process for the evaluation of the president and that faculty should have some input. He stated that he wished to make it "clear that he was not suggesting that the AAUP participate in the process, but that the faculty have some involvement." He noted that this was also the position of the AAUP that the faculty should have some involvement in the process. He stated that several years ago a process was developed for the appointment and reappointment of faculty. The creation of a process resolved many problems. He concurred in the opinions expressed that the review should be constructive and not public to the extent that it becomes a method whereby some people will say "let's get this guy." He reiterated the need for a process and for "some faculty input."

Mr. Riley noted that the goal of the Trustees in this whole process is to make Oakland University a better institution. Mr. Riley also observed that if faculty input is provided on goals, these comments are not really related to the President's performance but more to whether the President is carrying out the Board's policy. The question then may be "is the policy wrong" and this would then be an issue for Board consideration.

Mrs. Googasian noted that in the evaluation process one crucial factor was the phrasing of questions to be addressed. Professor Kauffman concurred in this observation since "much mischief can be done" if there is an improper perception of the process in the community.

Mr. Riley then called on Mr. Pettengill for his comments. Mr. Pettengill stated that he supported the concept of establishing an evaluation procedure for the President and the Board, and that there should be some mechanism for participation by various entities on campus in order to bring information to the Board of Trustees.

Mr. Handleman observed that he was concerned that such "criticisms should be made to improve the University." He added that these criticisms are also a reflection on the Board.

Mrs. Hartmann complimented President Joseph E. Champagne for the fact that he asked for this process. She thought that this spoke well of Dr. Champagne and his relationship with the Board.

Mr. Mair then observed that in his corporate experience he found that the most structured evaluation procedures had poorer results than those where the evaluation was "more comprehensive and free formed."

President Joseph E. Champagne asked to make a few comments at this time. He noted that some Trustees inquired "where was the University going?" He was inquiring "am I the administrator you expect?" This Board is changing. Not only is there a change in Trustees, but times change and circumstances alter with respect to society and the University. It was his opinion that the Trustees and the President should confer and determine mutually the future objectives of the institution. The manner or process for evaluation is of concern to a president. The president's career and future are at stake. The Board and the President should act in concert, and he felt that this process was evidence that this institution was working together. He noted that it was helpful to have the expert assistance of Professor Joseph Kauffman. He also noted that the issue of his evaluation has been one of long standing. He therefore stated that while Professor Kauffman was present, the Board may wish to consider not only the process for the evaluation of the President but also his own personal review. This review could commence today and he, therefore, requested this action at a closed meeting.

President Champagne then called upon Mr. John De Carlo, Secretary to the Board of Trustees and General Counsel, for his

opinion on the law relating to this matter. Mr. De Carlo stated that under the Open Meetings Act, the Board could conduct a closed session for the personal evaluation of the President, if the President requests a closed session. The Board could not in closed session discuss the establishment of the process or procedure, but would be limited to a discussion of the evaluation of the President.

Professor Kauffman suggested that this would be the beginning or commencement of the President's evaluation rather than the total evaluation.

Mr. De Carlo added that the affirmative vote of six members of the Board is required to approve a closed session for the personal evaluation of the President.

Mr. Morris inquired about the specific nature of the discussion during the closed session. He stated that he had no objection to beginning the process for the evaluation of the President, but he did not wish to conclude this review without the possibility of providing for additional input from members of the University community.

Mr. Bemis noted that the Board has a request from the President to conduct a closed session for his personal evaluation as provided by the Open Meetings Act. It was his opinion that the Board should honor this request and he so moved.

Mrs. Hartmann asked for clarification from the President that he wishes to have this action commenced today. President Champagne stated that Mr. Bemis was correct. He was requesting a closed meeting for his evaluation. He did not expect that the process would be completed today, but he felt that it was important that the review be initiated.

Chairman Riley terminated the discussion at this time to advise the Board that the President had just informed him that, prior to adjournment or recess, the University wished to present two "walk-in" items for the Board's consideration. The administration wished to present for Board consideration the proposed contract agreements with the Fraternal Order of Police representing four Public Safety sergeants, and the employment agreement between the University and the UAW/CT Local 1925. The agreements resulted from the collective bargaining process.

President Champagne stated that the proposed agreements were within the guidelines established by the Finance and Personnel Committee. He then distributed detailed information on the proposed Collective Bargaining Agreements to the Trustees for

their review. Mr. Bemis moved that the Board enter into a closed session, as provided under the Open Meetings Act, for a strategy and negotiation session connected with a collective bargaining agreement. The motion was seconded by Mrs. Googasian and unanimously approved by the seven Trustees. The Secretary to the Board of Trustees informed the Board that they could adjourn to Meadow Brook Hall, or if the two members of the public present had no objection to departing temporarily, the closed meeting could be held in the Carriage House. Mr. Fullmer and Mr. Pettengill graciously stated that they had no objection and left the meeting. The Board entered into closed session at 12:23 p.m.

The Board reconvened in open session at 12:40 p.m. The following Board members were present: Trustees Bemis, Googasian, Handleman, Hartmann, Mair, Morris and Riley. Trustee Sims was absent. Messrs. Fullmer and Pettengill were also present.

Mr. Morris, as Chairman of the Finance and Personnel Committee, made the following recommendations:

The Board of Trustees approves:

1. The 1984-1987 agreement between Oakland University and the Fraternal Order of Police, representing four Public Safety sergeants, as set forth in the summary dated June 26, 1986, from the Employee Relations Department, and
2. Approves the 1984-87 agreement between the Oakland University and the UAW/CT Local 1925 as set forth in the summary dated June 26, 1986, from the Employee Relations Department.

(The above documents are on file in the office of the Board of Trustees.)

Mrs. Hartmann seconded the motion which was passed unanimously.

The Board then returned to the discussion of a closed meeting for the purpose of conducting a personal performance review of the President.

Mrs. Googasian inquired of Professor Kauffman as to the procedure he employs for a formal review. He stated that it differs depending upon the requirements of the institution or the State. If a formal review is required, he scheduled interviews with individuals on campus and in some instances, such as in Minnesota, he interviewed members of the legislature and business

leaders. He reported his findings only to the Board of Trustees with a copy to the President. He included praise as well as recommendations for corrective action.

If a Board intends to conduct a review on the attitudes of the external community or engage in a broad review process, he has recommended that someone outside the institution act as an intermediary or "a go between" in order to protect the interests of the institution, the President and the Board of Trustees. He stated that the Board of Trustees had several options. It could continue in the present fashion where the full Board conducts the review, obtaining information from other individuals, such as that occurring today. The Board could consider a less formal process, where only the Board and the President are involved with mutually agreeable "bench marks" to be used for the evaluation process. He reiterated that the Board must set forth some goals in order to conduct an evaluation, since you cannot criticize any conduct, or rate conduct, if there is no basis for measurement. A third process is the broad formal review, which has already been discussed. He stated that the review process options fall into a continuum and may range from a review by a Board Chairman, a Board Committee or the full Board to the "full blown" formal public process.

Professor Kauffman observed that a President can propose a self assessment outline, but the Board must discuss the assessment and react to the President's recommendations. Of critical importance is the need for the Board to become more united and to have an informal self analysis of its own activities. There should be no formal, public evaluation without a prior agreement between the Board and the President as to what elements are being rated.

Mrs. Googasian expressed some concern that she, and perhaps some other Board members, may have too limited a view to conduct such an evaluation. Professor Kauffman stated that a problem does exist about reviewing the past activities of a President, particularly where some of the Trustees responsible for either the conduct of the President or for certain actions are no longer present. He added that the Board had to start at some point. The establishment of goals and objectives are also critical when you conduct a search process.

Mr. Morris observed that the Board never discussed this issue in this detail and has only acted on those matters proposed by the President. Professor Kauffmann responded that the President has to have some perception of his job as determined by the Board of Trustees. The President should also set forth his perception, eliminate those items that he feels are unimportant, and establish priorities for critical matters. This process provides

some basis for discussion with the Board. Mr. Morris stated that he concurred with these comments.

Professor Kauffman added that "to go out and say to the public what do you think is wrong" would not be a correct approach. In order to retain, or attract, a strong President, you need some form of discussion to establish mutual goals and objectives. The "Board must get its act together." In the present instance, past actions of the President only serve as a "back drop," since some of the Trustees who set past goals are not in office. Therefore, the current Board must agree as to what it expects in the future.

At this point in time, Mr. Bemis stated that the President has made a request for a closed meeting for his personal evaluation, as provided by the Open Meetings Act. He, therefore, felt an obligation to vote on that request, and moved for a closed session.

Mr. Morris inquired into the nature of the motion, and asked if the evaluation would terminate today. Mr. Riley stated that the matter would not be resolved today but that this would be the beginning of the process. Mr. Morris stated that under that condition he would support Mr. Bemis' motion. Mr. Riley called upon the Secretary to poll the Board. The following is a record of the roll call vote:

Trustee Bemis - yes
Trustee Googasian - yes
Trustee Handleman - yes
Trustee Hartmann - yes
Trustee Mair - yes
Trustee Morris - yes
Trustee Riley - yes

Seven Board members approved the motion to conduct a closed session for the personal evaluation of the President.

At this time Mr. DeCarlo inquired whether the Board would be adjourning or recessing the meeting. He stated that if the meeting was recessed and the Board intended to return, the public should be advised of this action so that they could determine whether they wished to attend the recessed session. Mr. Bemis moved that the meeting be recessed. The motion was seconded by Mrs. Hartmann and the Board unanimously agreed to recess at 1:00 p.m. The Board then adjourned to Meadow Brook Hall for a closed session meeting for the evaluation of the President.

The Oakland University Board of Trustees reconvened at 3:35 p.m. on June 28, 1986, in the Carriage House. The following Trustees were present: Trustees Bemis, Googasian, Handleman, Hartmann, Mair, Morris, and Riley. Trustee Howard Sims was absent.

Chairman Riley stated that the Board was reconvening from the closed session called to conduct the personal evaluation of the President. As a result of the discussions at the closed meeting, the Board wishes to take certain actions. Mr. Riley stated that the Board unanimously expresses confidence in the President, and he then called upon Mr. Bemis who made the following recommendation:

1. The Board approves an increase of six percent in the annual salary of President Joseph E. Champagne to be effective July 1, 1986.
2. The Finance and Personnel Committee is charged with the responsibility of reviewing the President's salary to determine if there are any inequities in this action relative to other presidential salaries, and the Committee shall make a report to the Board on its findings.

Mrs. Hartmann seconded the motion which was voted on and passed unanimously.

Chairman Riley stated that with respect to the ongoing evaluation of the President, he wished to call on Mrs. Hartmann for a report.

Mrs. Hartmann stated that in connection with the evaluation of the President, the following action is recommended:

- A. That the Board of Trustees commence a review process immediately with a request that the President develop a statement of the "expectations" on the objectives for the President. In addition, the President should submit to the Board of Trustees a confidential self-assessment of his accomplishments. This self-assessment will set forth specifically how well he believes he has carried out the expectations of the position with a recommendation for future action. The self-assessment report will be in writing and will be confidential, and will be reviewed by the Board in closed session in accordance with the provisions of the Open Meetings

Act. The report will be submitted by the President to the Board of Trustees no later than October, 1986.

- B. This report shall be used as the basis for a confidential personal evaluation of the President in closed session of the Board of Trustees.
- C. The outcome of these discussions should result in mutual understanding of the expectations of the presidency for the next two to three years.
- D. The Board will simultaneously conduct a self-evaluation process in accordance with the guidelines established by the Association of Governing Boards.
- E. The review of the presidency and the Board self-evaluation will be utilized to begin a process for the development of procedures for the periodic review of the presidency.

Mr. Morris seconded the motion which was voted upon and approved unanimously.

Chairman Riley stated that on the advice of the President, there were no other urgent items that required approval at the July 9, 1986, meeting of the Board of Trustees. Therefore, the Committee meetings and the July 9, 1986, meeting of the Board of Trustees are cancelled.

Chairman Riley and all the Trustees expressed their deep appreciation and thanks to Professor Joseph Kauffman for his "patience and counsel." Chairman Riley stated that Professor Kauffman's assistance was "most helpful to the Board, and that each of the Trustees felt an immediate friendship with Dr. Kauffman, which facilitated the discussion conducted this day." He added that the meeting was very productive and helpful in the development of a presidential review process.

Mr. Morris moved adjournment at 3:40 p.m. which was seconded by Mr. Handleman and approved by all of the Board members present.

Approved,

John De Carlo, Secretary
Board of Trustees

Wallace D. Riley, Chairman
Board of Trustees

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Date