

**Minutes of the Meeting  
of the  
Oakland University Board of Trustees  
February 2, 1995**

**Present:** Chairman David T. Fischer; Trustees David Handleman, Louis R. Ross, Rex E. Schlaybaugh, Jr., James A. Sharp, Jr., and Howard F. Sims

**Absent:** Trustee Ann S. Nicholson

Chairman David T. Fischer called the meeting to order at 3:06 p.m. in the Gold Rooms of the Oakland Center. He invited members of the audience who wish to address the Board to let Ms. Rhonda Saunders know of their intent to speak.

**Consent Agenda**

Interim President Gary D. Russi presented the following recommendations:

- a. Approval of the Minutes of the Meeting of December 1, 1994**
- b. Approval of the Minutes of the Special Meeting of January 10, 1995**
- c. Approval of the Minutes of the Closed Meeting of January 10, 1995**
- d. University Personnel Actions**

**Leave with no Pay**

Mittra, Sid, Professor of Finance, leave from January 3, 1995, through April 26, 1995 (with no pay)

**Resignation**

Schmidt, James C., Associate Professor of Education, effective January 1, 1995

Walter, Jane M., Associate Professor of Physical Therapy, effective January 15, 1995

**e. Agreement to Provide Legal Representation**

Ms. Susan Gerrits, Acting General Counsel, submitted the following resolution for Board approval:

RESOLVED, that the university's General Counsel or Acting General Counsel is authorized to retain outside counsel to represent Dr. Sandra Packard, in conjunction with G. Rasul Chaudhry v Oakland University and Dr. Sandra Packard, Federal District Court, Eastern District of Michigan, Civil Case No. 94-75117, subject to a reservation of rights should a conflict of interest develop at some time subsequent to this date. This recommendation is in accordance with the Board policy governing defense and indemnification of trustees, officers and employees, approved August 14, 1986.

**f. Recommendation to Accept Gifts and Grants to Oakland University and the Oakland University Foundation for the Periods of September 1 through September 30, 1994, October 1 through October 31, 1994, and November 1 through November 30, 1994**

**g. Meadow Brook Subdivision Financing Guarantee**

Mr. Paul E. Bissonnette, Vice President for Finance and Administration, reported that the university had guaranteed payment on a promissory note for a mortgage in the Meadow Brook Subdivision in the amount of \$110,000 for Andrei N. Slavin.

**h. Worker's Compensation Redemption**

Ms. Gerrits submitted the following resolution for Board approval:

RESOLVED, that the university's General Counsel or Acting General Counsel is authorized to settle the worker's compensation claim filed by Ms. Patricia Hill in accordance with the terms proposed in the confidential memorandum from the Acting General Counsel dated January 10, 1995, and distributed to the Board.

**i. Renewal of Genix Contract for Administrative Data Processing**

Interim President Russi submitted the following resolution for Board approval:

RESOLVED, that the university be authorized to execute a two-year renewal agreement commencing April 1, 1995, with the Genix Group, for administrative data processing service. The total university expenditure authorized for the two-year period, including base services and communications, is \$560,000 per year.

Trustee James A. Sharp, Jr., seconded by Trustee Louis R. Ross, moved approval of the consent agenda. The motion was unanimously carried.

**Interim President's Report**

Interim President Russi reported the following information to the Board:

- Dr. Justine Speer was introduced as the new Dean of the School of Nursing effective January 1, 1995. She previously served 13 years as the Dean of the School of Nursing at the University of Louisville.
- Mr. Geoffrey Sherman was introduced as the new Artistic Director of the Meadow Brook Theatre, commencing employment in July of 1995. In the interim, he will be consulting with the university to develop the 1995-96 Theatre program. Mr. Sherman has been the Producing Artistic Director at both the Hudson Guild Theatre, in New York City, and the Portland Repertory Theatre, in Oregon. He was born in London, England, has lived and worked in the United States for 17 years, and has directed many well-known regional theatres.
- Ms. Vanessa L. Bard and Mr. David C. Moroz were recognized as Employees of the Month for December and January, respectively.
- A process redesign project is under way, in compliance with Strategy 8 of the Strategic Plan, to institute the principles of quality improvement and teamwork, with a focus on streamlining and improving processes throughout the university. Fifty individuals have undergone team building and basic principles training. Twenty-one individuals have received intensive, week-long training as team leaders. Seventeen of the individuals who received team leader training received an additional four days of intensive training to be facilitators. Mr. Paul Franklin, Mr. Glenn McIntosh, Ms. Catherine Rush, and Ms. Deborah Wade were recognized as those who were trained as team leaders. Ms. Peggy Bensett, Ms. Jeanne Carter, Ms. Sheryl Clark, Ms. Diana DeLater, Ms. Jennifer Gilroy, Ms. Geri Graham, Ms. Josephine Hairston, Ms. Bridget Payne, Ms. Theresa Rowe, Ms. Rikki Schwartz, Ms. Maura Selahowski, Dr. George Stevens, Ms. Louann Stewart, Ms. Lauri Strong, Ms. Beth Talbert, Ms. Jocelyn Wooten, and Dr. Kenneth York were recognized as those who were trained as team leaders and facilitators. Mr. Bissonnette was recognized for sponsoring the program, and Mr. Willard C. Kendall, Assistant Vice President for Employee Relations, was recognized for managing the process.
- "The James A. Sharp, Jr. and Tessie Baltrip Sharp Emergency Loan Fund" was recently created to benefit Oakland University students in need of small loans during financial emergencies. The loans of \$250 or less will be made through application in the Office of Minority Equity and will be repaid by students by the end of the academic year.

Appreciation was expressed to Trustee and Mrs. Sharp for this tangible demonstration of their deep interest in the welfare of Oakland University students.

●Mr. Robert Carr, the News Editor of The Oakland Post, has won a \$1,000 Community Journalism Award from the Michigan Press Association Foundation. He is a junior majoring in journalism.

●The third-annual Keeper of the Dream Banquet will be held on February 17, 1995, at 6:30 p.m. The speaker will be Oakland County 6th Judicial Court Judge Denise Langford Morris. Two students, Natascha Nunn and Gregory Sharp, Jr., will be presented Keeper of the Dream awards. Reservations are required and those interested are encouraged to attend.

Chairman Fischer thanked Trustee Sharp for the endowment fund donation. He also acknowledged the process redesign leaders and facilitators for their participation in the process.

### **Resolution Honoring Andrea L. Fischer**

Interim President Russi presented the following resolution to the Board for approval:

WHEREAS, former Trustee Andrea L. Fischer was appointed to the Oakland University Board of Trustees on January 9, 1991, by Governor John Engler; and

WHEREAS, former Trustee Fischer resigned her office on December 31, 1994, in order to assume the office of Regent at the University of Michigan; and

WHEREAS, the Board of Trustees wishes to recognize former Trustee Fischer's service to Oakland University with dedication and distinction; and

WHEREAS, former Trustee Fischer has served as a member of the Finance and Personnel Advisory Committee, as Chair of the University Affairs Advisory Committee, and as a member of other committees of the Board, sharing her knowledge, wisdom and experience in behalf of the university; and

WHEREAS, former Trustee Fischer spent great effort on the university's behalf to obtain a \$39 million commitment from the State of Michigan for the Science and Technology Building; and

WHEREAS, former Trustee Fischer represented the university's interests in contacts with the Governor's office and the state's legislative community; and



WHEREAS, former Trustee Fischer served as an advocate of the university in the regional business community; and

WHEREAS, former Trustee Fischer has been unusually available to discuss issues and provide counsel to members of the university community; and

WHEREAS, the Trustees and the university community are grateful to former Trustee Fischer for her devoted service and wise counsel; now, therefore, be it

RESOLVED, that the Board of Trustees and the university community publicly express their appreciation and gratitude to Ms. Andrea Fischer for her service as a Trustee; and, be it further

RESOLVED, that Ms. Andrea Fischer be designated as Trustee Emerita with all the attendant rights and privileges of this position; and, be it further

RESOLVED, that the Trustees extend to Ms. Andrea Fischer their best wishes for continued happiness and the hope that she will continue her association with the university; and, be it further

RESOLVED, that a copy of this resolution be provided to former Trustee Fischer to convey the esteem in which she is held by the Board of Trustees and the university community.

Trustee Howard F. Sims, seconded by Trustee Sharp, moved approval of the recommendation. The motion was unanimously carried.

**Ratification of AFSCME Local 1418 Collective Bargaining Agreement, November 1, 1993 -- October 31, 1996**

Mr. Bissonnette presented the three-year agreement settlement with AFSCME Local 1418, 1993-96, which is within the Board's guidance and meets the equitability test between bargaining units. He noted that the settlement provides for the same retirement medical coverage limitations as negotiated with the other non-faculty groups, and that important changes in student employment opportunities were made.

Mr. Bissonnette submitted the following resolution for Board approval:

RESOLVED, that the Board of Trustees approves the Agreement Between Oakland University and Local No. 1418 of Council No. 25 of the American Federation of State, County and Municipal Employees Union, AFL-CIO, November 1, 1993 -- October 31, 1996, whose changes from the Agreement which expired on

October 31, 1993, are set forth in Appendix A, "Summary of Contract Changes," dated February 2, 1995, and Appendix B, "Contract Language Revisions." (Copies of Appendices A and B are attached to the file copy of these minutes in the Board of Trustees office.)

Trustee Sharp, seconded by Trustee Schlaybaugh, moved approval of the recommendation. The motion was unanimously carried.

### **Selection of Bond Underwriters for Student Recreation and Athletic Center**

Mr. Bissonnette stated that in 1993 the Board authorized the university to proceed with the selection of senior managing underwriters for the Student Recreation and Athletic Center bond issue. The committee, consisting of Mr. Ray T. Harris, Associate Vice President for Finance and Administration, Mr. Thomas C. Evans, Controller, Mr. Thomas P. LeMarbe, Academic Affairs Budget Manager, Trustee Rex E. Schlaybaugh, Jr. and Mr. Bissonnette, reviewed presentations from six firms and recommended the selection of Lehman Brothers and Prudential Securities to serve as Senior Co-Managers, with Lehman Brothers as the lead Senior Co-Manager. Mr. Bissonnette introduced Mr. John Augustine, Senior Vice President for Lehman Brothers.

Mr. Bissonnette noted that the quoted bond commission of \$4.80 was significantly less than last year's market price of \$10.00+. It is anticipated that Oakland will be marketing an insured bond with an underlying public rating of "A" or "A+." An insured bond offering will likely result in a reduced borrowing cost. Lehman Brothers will perform the break-even analysis of an insured issue compared to an uninsured issue. In the retail market, the university is working also with Lehman Brothers to involve Comerica and Grigsby Bradford in the sales. It is predicted that when the bonds are marketed they will be sold through the retail outlets in Michigan quite quickly, and there will be good institutional sales to support them.

Mr. Bissonnette submitted the following resolution to the Board for approval:

RESOLVED, that Lehman Brothers and Prudential Securities be named as Senior Co-Managing Underwriters for the issuance of tax exempt bonds to fund the Student Recreation and Athletic Center Project; and be it further

RESOLVED, that Lehman Brothers be named Lead Senior Co-Manager with responsibility for bookrunning; and be it further

RESOLVED, that the administration be authorized to pay Lehman Brothers a management fee of \$4,070 plus reimbursement of appropriate out-of-pocket expenses; and be it further

RESOLVED, that the administration be authorized to pay a not-to-exceed average takedown (selling commission) of \$4.80 per bond sold unless the President (or Interim President) and the Chair of the Board of Trustees agree to a change in the best interest of the university.

Trustee Schlaybaugh, seconded by Trustee Sharp, moved approval of the recommendation. The motion was unanimously carried.

**Approval of Science and Technology Building Financing and Conveyancing Arrangements**

Mr. Bissonnette stated that this resolution allows the university administration to execute agreements, such as conveyance of title to the new Science and Technology Building and its site, which are necessary for State Building Authority issuance of commercial paper and bonds to provide for funding. When the long-term bonds are retired, the Authority will deed the property and building back to the university.

Mr. Bissonnette submitted the following resolution to the Board for approval:

RESOLVED, that the administration recommends the approval by the Board of the resolution entitled Resolution of the Board of Trustees of Oakland University Approving a Construction Agreement, a Conveyance of Property, a Lease, and an Easement Agreement, if necessary, for the Oakland University Science and Technology Building.

The resolution is set forth below:

**RESOLUTION OF THE BOARD OF TRUSTEES  
OF OAKLAND UNIVERSITY APPROVING A  
CONSTRUCTION AGREEMENT, A CONVEYANCE  
OF PROPERTY, A LEASE AND AN EASEMENT  
AGREEMENT, IF NECESSARY, FOR THE  
OAKLAND UNIVERSITY SCIENCE AND  
TECHNOLOGY BUILDING**

**A RESOLUTION of the Board of Trustees of Oakland University**

(i) approving (a) a form of construction agreement (the "Construction Agreement"), by and among the State Building Authority (the "Authority"), the State of Michigan (the "State") and Oakland University, a Michigan constitutional body corporate (the "University"), providing for the rights, duties and obligations of the Authority and the University with respect to the University's Science and Technology Building and the site therefor (the "Facility") during the construction, renovation and/or equipping of

the Facility and prior to the conveyance of the Facility to the Authority, (b) the conveyance of the Facility to the Authority, (c) a form of lease (the "Lease"), by and among the Authority, the University and the State, for the purpose of leasing the Facility to the State and the University and (d) a form of easement and party wall agreement (the "Easement Agreement") between the Authority and the University and (ii) providing for other matters related thereto.

WHEREAS, the Authority has been incorporated under and in pursuance of the provisions of Act No. 183, Public Acts of Michigan, 1964, as amended ("Act 183"), for the purpose of acquiring, constructing, furnishing, equipping, owning, improving, enlarging, operating, mortgaging and maintaining buildings, necessary parking structures or lots and facilities, and sites therefor, for the use of the State, including institutions of higher education created pursuant to Section 5, 6 or 7 of Article 8 of the Michigan Constitution of 1963 (the "State Constitution"), or any of its agencies; and

WHEREAS, the University has been maintained and created pursuant to Sections 4 and 6, respectively, of Article 8 of the State Constitution; and

WHEREAS, the State and the University desire that the Authority finance the acquisition, construction, renovation and/or equipping of the Facility in consideration of (i) the University granting a license to the Authority to enter upon the site of the Facility (the "Site") in order to undertake such construction, renovation and/or equipping, (ii) the State undertaking on behalf of the Authority the oversight of such construction, renovation and/or equipping and (iii) the University conveying the Facility to the Authority is willing to provide such financing in consideration of the items described above; and

WHEREAS, in accordance with the Construction Agreement, the State and the University desire that the Authority acquire the Facility or prior to the date of its completion, and lease the same to the State and the University, and the Authority is willing to acquire the Facility and lease the same to the State and the University; and

WHEREAS, the Site is presently owned by the University and the Facility will be constructed by the State on behalf of the University and it is intended that the Site be conveyed to the Authority by the University and the Facility be conveyed by the University to the Authority as acquired; and

WHEREAS, the acquisition of the Facility by the Authority for use by and lease to the University and the State is necessary in order for the State and the University to carry out necessary governmental functions and to provide necessary services to the people of the State as mandated or permitted by constitution and law,

and the use of Act 183 to accomplish such acquisition represents the most practical means to that end at the lowest cost to the State and the University; and

WHEREAS, Section 7 of Act 183 provides that the Lease shall be approved by the Authority, by the State Administrative Board of the State and by concurrent resolution of the Legislature of the State concurred in by a majority of the members elected to and serving in each house and if the Lease is for an institution of higher education existing or created pursuant to Section 5, 6 or 7 of Article 8 of the State Constitution, then in addition, the Lease shall be authorized by the institution of higher education and signed by its authorized officers and, accordingly, it is necessary that the University authorize and approve the Lease; and

WHEREAS, because it has been determined that (i) the University will require for future use certain easements through the Facility, (ii) the Authority and the University will require an agreement to share common structural walls, and (iii) the University will require an easement to continue the use of that portion of Dodge Hall, which is currently existing, lies within the Site and will not be directly connected with or to the Facility, it will be necessary for an authorized officer of the University to approve an Easement Agreement to provide for such easements and the sharing of common structural walls;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY THAT:

1. The plans for the Facility, as filed with the University, are hereby approved.

2. The University hereby authorizes and approves the Construction Agreement in substantially the form attached as Exhibit A, and either the then seated President or Vice President for Finance and Administration of the University is hereby authorized and directed to execute and deliver, at the appropriate time, the Construction Agreement in substantially the form attached as Exhibit A for and on behalf of the University. Such officers are hereby authorized to approve such changes in and modifications to the Construction Agreement as do not materially adversely affect the University.

3. The conveyance of the Site and the Facility, as acquired, to the Authority in accordance with the Construction Agreement is hereby approved, and either the then seated President or Vice President for Finance and Administration of the University is hereby authorized and directed to execute a warranty deed in substantially the form attached as Exhibit B and bills of sale to accomplish such conveyance in such form as may be from time to time approved by such officers.

4. The University hereby authorizes and approves the Lease in substantially the form attached as Exhibit C, and either the then seated President or Vice President for Finance and Administration of the University is hereby authorized and directed to execute and deliver the Lease in accordance with the Construction Agreement and in substantially the form attached as Exhibit C for and on behalf of the University and such officers are hereby designated as authorized officers of the University for purposes of Section 7 of Act 183. Such officers are hereby authorized to approve such changes in and modifications to the Lease as do not materially alter the substance and intent thereof as expressed in the Lease and the request for action submitted to the Board of Trustees in connection therewith; provided such officers are not hereby authorized to approve a change in the Lease with respect to the range of rental, the description of the Facility or the material financial obligations of the University contained in the Lease approved herein. The University hereby determines that the maximum rental in the amount described below is reasonable and the authorized officers are hereby authorized to approve in the Lease, as executed, rental in annual amounts determined by the final appraisal of "True Rental," but not exceeding \$7,046,171 in any 12-month period and a lease term of not exceeding 40 years.

5. The University hereby authorizes and approves the Easement Agreement in substantially the form attached as Exhibit D, and either the then seated President or Vice President for Finance and Administration of the University is hereby authorized and directed to execute and deliver, at the appropriate time, the Easement Agreement in substantially the form attached as Exhibit D for and on behalf of the University. Such officers are hereby authorized to approve such changes in and modifications to the Easement Agreement as do not materially adversely affect the University.

6. The then seated President and Vice President for Finance and Administration of the University are hereby severally or jointly authorized and directed to take or cause to be taken all other actions, including, without limitation, making requests of and approving requests from the Authority and the State and signing certificates, documents or other instruments, each on behalf of the University, as they deem necessary or desirable under the circumstances to accomplish the purposes of the transactions authorized in this Resolution.

7. The University further confirms its obligation to perform the duties and obligations specified in the Construction Agreement (only upon its execution by an authorized officer of the University) and the Lease (only upon its execution by an authorized officer of the University) and acknowledges that such obligation does not depend upon passage of title to the Facility to the University without consideration upon termination of the Lease. The University hereby represents that it would



execute and deliver the Lease even if title to the Facility would not pass upon termination of the Lease.

8. The University recognizes that the Authority shall pay for costs of the Facility in an amount not in excess of \$38,621,800.

9. All ordinances, resolutions and orders or parts thereof in conflict with the provisions of this Resolution are, to the extent of such conflict, hereby repealed.

10. This Resolution shall be effective immediately upon its adoption.

(Copies of the exhibits to the resolution are attached to the file copy of these minutes in the Board of Trustees office.)

Trustee Sharp, seconded by Trustee Handleman, moved approval of the recommendation.

Trustee Schlaybaugh inquired if changes had been negotiated in the documents, and Mr. Robert H. Bunker, Acting Secretary to the Board and Assistant General Counsel, responded that favorable changes were negotiated in the two easement documents.

The motion was unanimously carried.

#### **Katke-Cousins Golf Course Budget -- 1995**

Mr. Bissonnette reported a productive 1994 season for the Katke-Cousins Golf Course. He noted the initiation of a five-year capital outlay business plan for short and long-term golf course maintenance projects, which includes an operating reserve of \$361,000. It is anticipated that \$270,000 will be funded in this account by the end of the 1995 operating year.

Mr. Bissonnette submitted the following resolution to the Board for approval:

RESOLVED, that the Board of Trustees accepts the Katke-Cousins Golf Course Budget for the year ending December 31, 1995, with a budgeted net income of \$27,749 and an expenditure level of \$1,187,185; and be it further

RESOLVED, that any expenditure level in excess of the approved amount that is not funded by the direct revenue increase must have the prior approval of the President or her designee and these amounts shall be reported on a periodic basis to the Board of Trustees.

(A copy of the budget is attached to the file copy of these minutes in the Board of Trustees office.)

Trustee Sharp, seconded by Trustee Sims, moved approval of the recommendation. The motion was unanimously carried.

### **Presidential Search Process and Statement of Qualities and Competencies Sought in the Next President**

Trustee Schlaybaugh reported that, in response to Chairman Fischer's request for him to chair the presidential search advisory committee, he asked Trustees Ann S. Nicholson and Sharp to join him on the committee. On January 25, 1995, Trustee Schlaybaugh convened a special meeting of the Finance and Personnel Advisory Committee to review the presidential search process of three years ago and to make recommendations to the Board on the process, the retention of a presidential search consultant, and the statement of qualities and competencies sought in the next president. As a result of the review, Trustees Schlaybaugh, Nicholson, and Sharp recommended that the previous statement of qualities and competencies should be used in the current search with appropriate modifications in areas such as enrollment, strategic plan, and capital expansion. The three trustees also acknowledged the need for broad-based community support and participation in the screening process, with the full Board making the ultimate appointment.

Trustee Schlaybaugh noted the importance of the need for a small search committee, while achieving the objectives of broad community participation. It was the committee's original intent that one representative from each group would be appropriate to serve on the search committee. However, after receiving communications from the university community, the committee determined that the recommendation should be amended increasing the faculty membership on the presidential search advisory committee to two and asking the University Senate, through the Steering Committee, to make six nominations to the advisory committee rather than two.

Trustee Sharp reported that, after interviewing four search firms and conducting reference checks on them, the committee is recommending a firm that would best serve the institution based on its history. Trustee Schlaybaugh added that the consultant was informed about the immediate need to commence the process in order to have a new president by the beginning of the new academic year. He stated that upon Board approval, the constituent organizations will be asked to promptly submit nominations for selection for membership on the search committee.

Trustee Schlaybaugh moved the following resolution:

WHEREAS the University President resigned effective January 10, 1995; and



WHEREAS the Board wishes to establish a statement of qualities and competencies desired in the next president of Oakland University; and

WHEREAS the Board desires involvement of the university community in advising and assisting it concerning the selection of the University's next president;

NOW THEREFORE BE IT RESOLVED THAT

1. The Board of Trustees authorizes the establishment of a Presidential Search Advisory Committee to be composed of Trustees Ann Nicholson, Rex E. Schlaybaugh, Jr., and James A. Sharp, Jr.; one faculty member; one administrative professional employee; one academic dean or academic administrator; one representative from those employees covered by non-AAUP collective bargaining agreements; one student; one alumnus/a; and one representative of the Oakland University Foundation. Trustee Schlaybaugh shall chair the committee and shall name the non-Trustee members after soliciting three nominations from the following entities (except that in the case of non-AAUP bargained-for employees, each union president shall be asked to make two nominations):

| <u>Group</u>                               | <u>Entity to be solicited</u>                      |
|--|--|
| Faculty                                    | University Senate through its Steering Committee   |
| Administrative Professional                | AP Assembly through its Executive Committee        |
| Academic Deans and Academic Administrators | Academic deans                                     |
| Non-AAUP bargained-for employees           | Union local presidents                             |
| Student                                    | University Congress through its Steering Committee |
| Alumni                                     | Alumni Association President                       |
| Oakland University Foundation              | Oakland University Foundation Chairman             |

Should nominations from an entity not be received by February 24, 1995, the Committee chairman may name a representative.

AND BE IT FURTHER RESOLVED THAT

2. The Presidential Search Advisory Committee shall be charged as follows:

The Committee shall:

- Place advertisements for the position, using the statement of leadership qualities as the basis for advertising;
- Organize and promote a vigorous search for outstanding candidates from all appropriate sources, including women and minorities;
- Ask each candidate to complete a form, to be provided by the Board office, concerning the degree to which a candidate wishes his/her candidacy to be treated confidentially;
- Deliberate concerning applications using the leadership qualities as the basis for the deliberations;
- Select and interview semi-finalist candidates (subject to the reservation expressed below that no candidate can be eliminated from consideration by the Committee);
- Check references of semi-finalists and finalists and provide information to the Board as directed by the Board Chairman; and
- Consider the nomination of finalist candidates;

The Committee Chair shall make interim progress reports to the Board of Trustees, and shall report to the Board the names of three to five individuals, unranked, each of whom the Chair believes the Committee considers to be well-qualified to lead Oakland University as its next president. In forming their opinions, Committee members shall use the leadership qualities and competencies established by the Board of Trustees as the benchmark by which to evaluate candidates, and the Committee shall comply with University policies on equal opportunity and affirmative action. The names of the finalists will be made public at the time the report is made, and each such finalist who thereafter elects to continue participation and visits the campus will be interviewed by the Board at an open meeting.

Although the Committee may from time to time cease to consider a candidate actively, the Committee shall not eliminate a candidate from possible further consideration until such time as a President has been named.

The Committee is specially charged to assure that confidentiality is strictly observed with respect to applicants and with respect to the Committee's internal deliberations, to the extent permitted by law. The Committee's chair is designated as the Committee's spokesperson. Only the chair, or his/her designee, should make public statements concerning the activities of the Committee. In case of a breach of confidentiality by a Committee member, the Committee chair may remove that member from the Committee, and may name a replacement.

**AND BE IT FURTHER RESOLVED THAT**

3. The Board adopts the following statement of leadership qualities and competencies to serve as a guide to identifying the University's next president:

**QUALITIES AND COMPETENCIES SOUGHT  
IN THE NEXT PRESIDENT OF OAKLAND UNIVERSITY**

Oakland University is a comprehensive state university that offers strong liberal arts and professional undergraduate programs and selected master's and doctoral degree programs. Since its inception, Oakland has emphasized intellectual rigor and responsiveness to the educational needs of its surrounding area. It has done so through selective admissions, high academic standards, a highly qualified and accomplished faculty, an excellent staff, and selective growth. Through such entities as its Meadow Brook Theatre and Meadow Brook Hall, Oakland serves as a cultural center for the broader community.

Founded in 1957, Oakland is located on a 1500 acre site in northern Oakland County, one of the nation's wealthiest counties. The university is about fifty minutes north of Detroit in one of the most rapidly growing areas of Michigan. Oakland University was a catalyst for the development of the Oakland Technology Park, a research park located adjacent to the campus that provides additional opportunities for university/business linkages in the industrial heart of Michigan.

The university is organized into the College of Arts and Sciences, Schools of Business Administration, Education and Human Services, Engineering and Computer Science, Health Sciences, and Nursing, as well as a program of Continuing Education and an Office of Graduate Study. Its highly regarded Eye Research Institute is the only major eye research center in the United States not affiliated with a medical school.

Of its current enrollment of approximately 13,000, a substantial number are commuter students. About 65 percent of students are female, and nearly half of Oakland students transfer from other institutions. Some 11 percent of students are members of minority groups.

As Oakland University enters its 38th year, it seeks outstanding candidates for its fifth president. The next president of Oakland University should be a person of highest integrity and personal energy, willing to devote the full effort necessary to provide leadership for the university at this pivotal point in its development. He or she should have an earned doctorate or its equivalent, should be acquainted with the life and operation of an institution of higher learning, should be willing and able to engage in the intellectual give-and-take that characterizes a vital university, and should be knowledgeable about the real tasks involved in teaching and research. Applicants whose careers include faculty service with good records of classroom teaching and scholarship will be considered especially attractive.

Above all, the new president must be an individual capable of academic leadership and realistic planning. As a young university, Oakland has grown with an exuberant entrepreneurial spirit. Under the leadership of the president and the direction of the Board of Trustees, the university must continually review Oakland's programs to ensure quality.

The Oakland community is responding to changing financial circumstances, while also maintaining a fierce dedication to high quality instruction and research, to sustaining a distinguished faculty, to upholding strong liberal arts standards appropriate to a selective institution, to public service, and to expanding access. Oakland is proud of its programs and recognizes a responsibility not only to its traditional undergraduate and graduate students, but also to returning adult students and to continuing education students. The next president should possess passionate dedication to the values that mark Oakland's history.

Oakland's existing mission emphasizes teaching, research, and public service. Its academic mission is supported by a strong student development effort. The president should embrace this existing mission and yet enable the university to refine it to produce greater cohesion and interaction among existing programs and any new ones that are developed. Under visionary leadership and through implementation of the university's strategic plan, Oakland must reaffirm its commitment to preparing students to succeed in a world increasingly interdependent and reliant on information technology. Under new leadership and through planning, the university aspires to a more unified community, sharing common goals and working together in the most efficacious manner toward their achievement.

The president must communicate effectively with such constituencies as faculty, staff, alumni, and current Oakland students; potential students and their parents from diverse social and educational backgrounds; business and community leaders; government officials; and the media. The president must respect these constituents and must actively seek opportunities for interaction with them. He or she must be involved, visible, direct, honest, courageous, and decisive. In his or her public role, the president symbolizes the university and should exemplify the university's best qualities.

The new president must demonstrate from previous experience that he or she is a skilled manager of complexity. The president must know how to build an excellent team, as well as how to delegate, make tough decisions when necessary, and act fairly and consistently. The university is well on its way to developing fiscal and budgetary systems that are comprehensive, efficient, and yet flexible. The president should understand the role of physical plant operations, with respect to maintenance and new construction; the university has a \$39 million science and technology building under construction, and is in active planning stages for a \$37 million sports and recreation facility.

The president is not expected to accomplish all these things alone, and so the ability to develop a strong leadership team is essential. Although the president must know how to consult and collaborate, he or she must maintain strong leadership in managing the university. He or she must devote particular attention to work with others to see that plans and initiatives are completed.

The president must play an increasingly important role in external affairs. One half of Oakland's resources come from the state of Michigan, so the president must be adept in dealing with the office of the governor and the legislature as the principal articulator of the vision of the university. The president should also seek new ways to draw upon the special resources of southeastern Michigan. Success in fund raising will depend on the president's ability to create a sense of cohesiveness and momentum for Oakland and to improve the university's visibility and image in the region. The president is thus a developer of resources, a salesperson for the university, and an enthusiastic advocate for its academic mission and programs. The university, the business community, and state and local government serve as resources to one another. The president must be dedicated to maintaining and expanding these relationships and to increasing extramural support of the university.

Oakland wants to expand its efforts to create an increasingly diverse faculty, staff, and student body. The president should by inclination and experience be dedicated to increasing diversity at Oakland and able to develop a university-wide approach that will attract support throughout the community.

Oakland has an effective system of shared governance co-existing with a faculty collective bargaining arrangement that continues to permit collegiality and shared decision making. The president should be comfortable in these circumstances and find them no barrier to consultation with faculty and staff in university decisions.

Oakland University seeks a president with a special blend of the above talents and experience. Although the university realizes that not all applicants will possess these characteristics in equal measure, it seeks candidates who will find in the challenges presented by Oakland University an opportunity worthy of their talent and aspirations.

Trustee Sharp seconded the motion.

Trustee Schlaybaugh moved an amendment to the resolution increasing the faculty membership on the presidential search advisory committee from one to two and asking the University Senate, through the Steering Committee, to make six nominations to the advisory committee rather than two. Trustee Sharp seconded the motion to amend. The amendment was unanimously carried.

Chairman Fischer invited comment from the audience.

Mr. Michael A. Simon, President of the University Student Congress, shared his views on the presidential search process and read a resolution adopted by the University Student Congress recommending that two students serve on the presidential search advisory committee.

Dr. Gottfried Brieger, Professor of Chemistry, expressed concern regarding the low faculty representation on the presidential search advisory committee and informed the Board of the faculty compositions on committees for presidential searches conducted at the University of Michigan, Michigan State University, and Wayne State University.

Dr. Michael V. Riley, Professor of Biomedical Science, inquired what the phrase "an earned doctorate or equivalent" meant in the statement of qualities and competencies. Interim President Russi explained that the language provides for consideration of applicants with a "juris doctor" degree. Trustee Schlaybaugh noted that the same language was in the statement adopted by the university community three years ago.

The motion was unanimously carried.

**Authorization to Engage a Presidential Search Consulting Firm**

Trustee Schlaybaugh moved the following resolution:

RESOLVED, that the Board of Trustees authorizes either the Interim President or the Vice President for Finance and Administration, upon completion of satisfactory reference checks, to execute a contract with the professional search firm of Spencer Stuart to assist with the presidential search, with such contract to be in the amount of \$40,000 plus expenses, and with contract language subject to the review of the Office of General Counsel.

Trustee Sharp seconded the motion. The motion was unanimously carried.

**Resolution Regarding Compensation Package for Interim President**

Trustee Schlaybaugh moved the following resolution:

WHEREAS, Dr. Gary D. Russi was appointed Interim President for the university on January 10, 1995, and has assumed the full responsibility of that office in addition to maintaining his responsibilities as Vice President for Academic Affairs; and

WHEREAS, the Chairman of the Board of Trustees has reviewed the matter of compensation for the position of Interim President with Dr. Russi and with the Chairman of the Finance and Personnel Advisory Committee; now, therefore, be it

RESOLVED, that Dr. Russi in addition to his salary as Vice President for Academic Affairs shall receive an additional \$1,500 per month during the period of his interim presidency and such additional amount shall be treated as regular salary for the purpose of salary-driven benefits. In addition, any increase in salary provided during the period of the interim presidency shall be calculated based on his existing base salary as Vice President for Academic Affairs, and at the expiration of the interim presidency, such increase will be included in his continuing base salary as Vice President.

Trustee Sharp seconded the motion.

Trustee Sims inquired whether consideration has been given to an expense account for the Interim President, and Chairman Fischer responded that it was determined that any expenses that the Interim President incurs during his fulfillment of the presidential duties will be covered, but that some of the other presidential allowances will not be offered.

The motion was unanimously carried.



**Appointment of General Counsel and Secretary to the Board of Trustees**

Interim President Russi stated that after an extensive search with 50 applicants for the position of General Counsel and Secretary to the Board, he was pleased to recommend the appointment of Ms. Susan Gerrits to that position.

Interim President Russi submitted the following resolution to the Board for approval:

RESOLVED, that the Board of Trustees authorizes Interim President Gary Russi to appoint Ms. Susan Gerrits as General Counsel and Secretary to the Board of Trustees at an initial annual salary of \$91,000, effective February 2, 1995, in accordance with the terms of the employment agreement.

Trustee Sharp, seconded by Trustee Sims, moved approval of the recommendation. The motion was unanimously carried.

**Recommendation for Approval of Degree Candidates List dated December 17, 1994**

Interim President Russi submitted the Degree Candidates List dated December 17, 1994, to the Board for approval.

Trustee Sharp, seconded by Trustee Handleman, moved approval of the recommendation. The motion was unanimously carried.

**Other Items that May Come Before the Board**

Mr. Matthew Werner, an Oakland student, addressed the Board on an individual problem regarding partial refunding for dropped classes. Trustee Sims, without objection, suggested that Interim President Russi be authorized to deal with this problem.

Ms. Linda Merchant, a former Oakland student, relayed a complaint to the Board relative to entry into the School of Nursing clinical program. Trustee Ross suggested that Interim President Russi should similarly deal with this issue.

Mr. Walter P. Tornopilsky, an Oakland non-traditional student, inquired about the accounting methods used for the \$15 student activities fee paid each semester. Mr. Bissonnette suggested that Mr. Tornopilsky meet with a business officer to receive information on this issue.

Dr. Abraham R. Liboff, Professor of Physics, expressed concerns regarding the Katke-Cousins Golf Course revenues being used for golf course improvements. He noted that at



one time certain revenues were designated for redistribution into the academic area, particularly for research. Chairman Fischer assured Dr. Liboff that the revenues designated for the maintenance reserve are strictly for the necessary maintenance and repair of golf course facilities.

Mr. Michael A. Simon spoke on the need to have concerted lobbying efforts by both the administration and the students; the need to quickly complete the current employee searches to create a more positive and stable environment; and the need to resolve the matter of inclusion of the sexual orientation language in the Equal Opportunity Policy.

Students Tiffany R. Bobek, Jackie O'Conner, and Delayne Elyse, of Gay and Lesbian Alliance (GALA) addressed the Board, expressing frustration that the Equal Opportunity Policy had not been amended to include sexual orientation.

Interim President Russi recognized Mr. Bungler for his dedicated service as the Acting Secretary to the Board of Trustees for the past year.

There being no further items for discussion, Trustee Sharp, seconded by Trustee Ross, moved adjournment of the meeting. The motion was unanimously carried.

The meeting was adjourned at 4:22 p.m.

Submitted,



Rhonda G. Saunders  
Administrative Assistant  
Board of Trustees

Approved,



David T. Fischer  
Chairman  
Board of Trustees