

Minutes of the retreat of the Board of Trustees of the University of Kentucky, Sunday, November 14, 2010.

The Board of Trustees of the University of Kentucky began its retreat at 9:00 a.m. (Lexington time) on Sunday, November 14, 2010 at Spindletop Hall, 3414 Iron Works Pike, Lexington, Kentucky.

A. Members Present

Dr. Brockman welcomed the Board members and thanked them for attending the retreat. He also thanked Spindletop Hall for the use of their fine facility and encouraged members of the Board to use the facility. He asked Secretary of the Board Pamela T. May to call the roll.

The following members of the Board of Trustees were present: E. Britt Brockman, (Chair), Sheila Brothers, Jo Hern Curriss, William S. Farish, Jr., Oliver Keith Gannon, Pamela T. May, Everett McCorvey, Billy Joe Miles, Terry Mobley, Sandy Bugie Patterson, Joe Peek, Charles R. Sachatello, and Ryan Smith. Penelope Brown arrived at 9:10 a.m. after the vote on CR 1. Dermontti Dawson, Carol Martin "Bill" Gatton, Erwin Roberts, Frank Shoop, James W. Stuckert, and Barbara Young were absent from the meeting. Ms. May said that a quorum was present.

The University administration was represented by General Counsel Barbara Jones, Vice President for University Relations Tom Harris, and Executive Director for Public Relations and Marketing Jay Blanton. Presidential Search Committee member Hollie Swanson, representatives from Greenwood/Asher & Associates, Inc. Drs. Jan Greenwood and Betty Turner Asher, and members of the media were also present.

B. Chairman's Opening Remarks

Dr. Brockman reminded the Board that he announced at the October 12, 2010 Board meeting that he planned to attend the Presidential Search Committee meetings and that he would serve as an ex officio member of the Committee. In the interest of transparency, he thought it would be best to present CR 1 to the Board for approval.

CR 1 is the recommendation that the Board approve the appointment of the Chair of the Board of Trustees to serve as a nonvoting ex officio member of the Presidential Search Committee. Mr. Mobley moved approval of CR 1. Ms. Brothers seconded the motion, and it carried without dissent. (See CR 1 at the end of the Minutes.)

C. Presidential Search Firm Introduction

Dr. Brockman informed the Board that the Presidential Search Committee met on Friday, November 12, 2010 and approved Greenwood/Asher & Associates, Inc. to be the search consultants to work with the search committee in seeking the best candidate for the President of the University of Kentucky. He introduced Drs. Jan Greenwood and Betty Turner Asher. He reviewed their biographical information and noted that their firm recently assisted in searches

for the President of Kentucky's Council on Postsecondary Education and the Commissioner of the Kentucky School System.

Dr. Greenwood, president and partner, explained their role in the presidential search process. She distributed a folder which contained informational materials that would be helpful to the Board in understanding the process. She summarized searches from the late 1950s to the mid 1970s, noting that there is good news and bad news. She said that there is a huge talent pool looking for positions, and there are also others looking for opportunities.

She discussed confidentiality and the Code of Ethics adopted by the Association of Governing Boards of Universities and Colleges and the American Code of Ethics. She told the Board that candidates risk losing their jobs if information leaks out and gave examples of candidates who had lost their positions because of leaks. She said that the process will drive the pool, and publicity will affect the number of candidates. She noted that if the search requirement is for more than one to be public, fewer women and people of color are reluctant to be in the mix. If there is more than one candidate in the final pool, many will not participate. She said that it is important to seek nominations. She asked the Board to send them names so they can follow up with the individuals. The common goal of the Board and the consultant is for the University of Kentucky to get the very best president. She then explained some of the things that they would do, which included advertisement, recruiting, evaluation, interviewing, criminal and civil checks, selection, and assistance with contract. It was noted that video interviews are not satisfactory.

Dr. Asher, vice president and partner, said that the Board had already done a lot of work, and they wanted to continue meeting with deans, stakeholders, etc. They would like to have places to visit to have conversations with individuals around the state. They will meet with Kentucky legislators or anyone the Board and Search Committee wishes.

She told the Board that they would be mindful of the work that Dr. Shelton has been doing with them. They will announce to the world that the opportunity is open, and they will have conversations with individuals at every land-grant university. They will talk to people they know in their network to match what the University of Kentucky is looking for in a candidate. They will try to do 360 degree reference checks on the candidates and will be working with the search committee along the way.

Dr. Greenwood said the least reliable indicator for success is the interview, and the most important is matching the candidate with the needs of the university. Many universities are hesitant to hire someone who has not been a university president. The Board must decide their appetite for risk. This is the way the market is working right now. Prominence with a public research university is moving throughout higher education and becoming more intense now.

Dr. Greenwood mentioned compensation and said that the University's compensation is out of line with other large, public research institutions. She suggested that the Board contact Ray Cotton, a compensation expert, and ask him to do a market salary study for the Board.

Dr. Greenwood reiterated that they would help the university's attorney with the terms and conditions of the contract. It is critically important for them to find the best candidate in the world at this time for the University. She talked about the importance of the transition period and interaction with faculty, staff, and students and said that on-boarding cannot be underestimated.

There was a discussion regarding the final number of candidates to be brought to campus. Dr. Greenwood said that in some instances, it is necessary to keep the candidate pool confidential until one finalist is announced. The traditional model, however, has been to publicly announce three to five finalists and bring them to campus for daylong visits with campus constituencies. There is a possibility that some candidates may drop out if three to five finalists are selected. The process chosen will impact the candidate pool, and this could lead to a younger, less experienced pool of candidates.

Dr. Greenwood told the Board that their firm never goes away. They stay in touch over the years. She said she looked forward to working with the Board.

Dr. Brockman thanked Drs. Greenwood and Asher for meeting with the Board and giving their overview of the search process.

D. Presidential Transition Workshop

Dr. Brockman expressed pleasure in having Dr. Bill Shelton continue the Presidential Transition Workshop. He informed the Board that Dr. Shelton is completing the workshop pro bono and out of goodwill. The Board should reach decisions about the following items at the end of the workshop:

- Key challenges for the next president
- What skills the next president needs
- What kind of personality will succeed at UK

Dr. Shelton reviewed the tasks that the Board had already completed: appointed a search committee, presented the charge to the committee, and had confidentiality statements signed by the members of the Board. He reminded the Board that they basically finished the three search phases, which are search, screen, and select, in the previous session. The purpose of this work session is for the Board to focus on the differentials and what unique skills are needed for the University of Kentucky. He had the Board work in groups to complete an exercise that consisted of five questions:

1. Are you personally satisfied with the current position of the University within the context of its mission and available resources?
2. Of the benchmark institutions identified in your Top 20 Business Plan, what do they have (either perception or reality) that would move the University forward?
3. Dr. Lee Todd has been a very successful leader of the University. His credentials were clearly aligned with UK's needs during his tenure. Now the University enters a new phase – what leadership skills will best match current needs and aspirations?

4. What are the differentials that you believe that do (or should) distinguish the University from other universities?
5. If you named the top 5 most influential leaders in Kentucky, would the president be included? If not, where should he/she rank?

Dr. Shelton then had the Board participate in small groups in another exercise to name the most important attributes of the next president. The results of this exercise are as follows:

- Politically Astute
- Proven Fund-Raiser
- Strategic Visionary
- Student Focused
- Proven Management Skills
- Strong Communicator
- Public Higher Education Experience
- Creative/Innovative Leader
- Arts

The Board discussed the results that came out of the groups, offering opinions, ideas, and suggestions throughout the discussions.

Dr. Shelton led a discussion regarding differentials and the following items were listed:

- Entrepreneurial/visionary (economy).
- Athletics
- Medical complex and various colleges
- Ability to lead complex institution
- Top 20 Mandate
- Extension Offices

The Board had a lengthy discussion about the differentials. Dr. Shelton said that the Top 20 mandate must be explained to the candidates. The candidates also need to know the long-term goal at the Coldstream Research Campus. Athletics will be a big issue, and the medical side is also a huge factor.

The Board continued with another exercise and identified attributes that were most important to them. Below are the results of that exercise:

- Politically Astute
- Strong Communicator
- Proven Management Skills
- Strategic Visionary
- Creative/Innovative Leader

Dr. Shelton said that the exercises will help the consulting firm know what is special about the University and also know what the firm needs to incorporate in the search. The

exercises will also help the firm distinguish what sets the University apart from others in terms of issues. A goal should be to identify the differences in candidates.

Dr. Shelton concluded the workshop by asking the Board members to reply to five questions. Below are the questions and answers from the Board:

1. Does the Board want to go outside the University?
Answer: The Board wants to consider candidates inside and outside the University.
2. Does the Board want the candidate to have a terminal degree?
Answer: A terminal degree is preferred but not required.
3. Does the Board want a sitting president of a university?
Answer: The search should not be limited to sitting presidents.
4. Does the candidate have to have national prominence?
Answer: The candidate does not have to have name recognition.
5. Does the candidate have to have a Kentucky connection?
Answer: A Kentucky connection is irrelevant but knowledge about Kentucky is important.

Dr. Brockman expressed appreciation and thanks to Dr. Shelton for his excellent work. Dr. Shelton was given a round of applause.

E. General Counsel Remarks

Ms. Jones talked about different phases of closed sessions and stated that all interviews are closed. She reiterated her remarks that Dr. Brockman read at the October 24 workshop and emphasize that their notes should be professional. If there should be litigation, everything is subject to discovery. Board members must not disclose what happens in closed meetings. Confidentiality is most important throughout the entire process.

F. Other Business

Dr. Brockman called attention to a Communication Plan that had been prepared by Mr. Harris and Mr. Blanton.

Dr. Shelton advised the Board that only the chair of the Board and the chair of the Presidential Search Committee should make comments from now until the end of the process. The Public Relations staff should provide updates on the website and keep everyone informed about the process. The Board must take the position of letting the Presidential Search Committee do its work. It is critical to coordinate and keep the Public Relations staff informed.

Some concerns were expressed about the plan, and Dr. Brockman asked Mr. Harris to work on the document. Ms. May asked that the website be current and keep the information flowing.

Ms. May noted that the expectations regarding the number of candidates brought to campus needed to be managed. Dr. Brockman said that the charge to the Presidential Search Committee is to bring three to five candidates unranked to the Board for their consideration.

G. Closing Remarks

Dr. Brockman thanked everyone for attending the retreat, and the retreat ended at 12:35 p.m.

Respectfully submitted,

Pamela T. May
Secretary, Board of Trustees

(CR 1 which follows is an official part of the Minutes of the Board retreat.)

CR 1

Office of the President
November 14, 2010

Members, Board of Trustees:

PRESIDENTIAL SEARCH COMMITTEE - GOVERNING REGULATION VIII-1

Recommendation: that the Board of Trustees approve the appointment of the Chair of the Board of Trustees to serve as a nonvoting ex officio member of the Presidential Search Committee.

Background: Governing Regulation (GR) VIII-1 states that the Presidential Search Committee shall consists of 13 members appointed by the Chair of the Board of Trustees, representing the Board of Trustees, faculty, staff, students, and alumni. While GR VIII-1 does not specify an ex officio member of the Committee, it is the advice of the General Counsel of the University that the Chair of the Board of Trustees may serve on all committees of the University as an ex-officio member. By virtue of the office, it is the obligation of the Chair to attend meetings, be informed, and understand all activities of the University and Board.

Action taken: Approved Disapproved Other _____