

BOARD OF TRUSTEES OF UNIVERSITY OF MASSACHUSETTS
MINUTES OF THE MEETING OF THE PRESIDENTIAL SEARCH
COMMITTEE

February 27, 2015
Amherst Room, UMass Club,
33rd floor, 225 Franklin St., Boston MA

Committee Members present:

Chair Manning; Professors Brauhn, Jimoh, O’Rielly, Sundaram ; Trustees Campbell, Collins Jr., Fubini, Johnston, Lowe, Peters; Messrs. Crandall, Moreau (representing Secretary Peyser); Dean Fuller; Dr. Keroack

Committee Members Attending Remotely:

Trustee Freudson (by phone)
Mr. Karam (by phone)
Vice Provost Luzuriaga (by phone)
Trustee Miller (by phone)
Trustee Osterhaus-Houle (by phone)

Staff:

General Counsel Heatwole; Executive Vice President Julian; Senior Vice President Williams; Vice President Connolly; Ms. Scales

Guests:

Attorney Carl Valvo; Messrs. Kring, Mead Fox, Sullivan, Korn Ferry

Documents Used:

- Observations/Comments from Feb. 6 Special BOT Retreat
- Summary of the Massachusetts Public Records Law and Open Meeting
- Korn Ferry Executive Profile
- Presidential description and profile
- Open Meeting Law PowerPoint presentation

Chair Manning convened the meeting at 10:06 a.m. and acknowledged the Trustees Freudson, Miller, and Osterhuas-Houle; Vice Provost Luzuriaga and Mr. Karam, will be participating by telephone pursuant to 940 CMR 29.10(5)(e), since they are at such a distance from today’s meeting that it would be unreasonably difficult for each of them to attend in person. The Chair asked each member on the phone to say hello to assure they could hear and be heard and each member did so.

The Chair asked the committee members to introduce themselves and thanked them for their willingness to participate on the search committee. Chair Manning then briefly went over the agenda and noted the quorum rules and open meeting laws. He then introduced Victor Woolridge, Chair of the Board of Trustees, to give the committee the Charge from the Board.

Chair Woolridge greeted the members and read the Charge from the Board of Trustees. Chair Woolridge emphasized the importance of conducting a national search that is inclusive and transparent and that focuses on identifying top tier candidates who possess the skills and attributes necessary to lead the University of Massachusetts and advance its mission of service to the Commonwealth, the nation and the world. He thanked all members participating in the search and expressed his confidence in the committee's ability to present the Board with a list of finalists that will carry the banner for the University of Massachusetts for years to come.

Chair Manning then introduced General Counsel Heatwole to provide a brief legal overview for UMass Presidential Search committee. Ms. Heatwole stressed the importance of adhering to the requirements of the Open Meeting Law to assure that this committee and its meetings are compliant. Ms. Heatwole then introduced attorney Carl Valvo to discuss in greater detail the Open Meeting law as it pertains to the Presidential Search committee. Mr. Valvo presented a power point presentation and reviewed in detail the requirements of advance notice, public access to meetings, minutes, and executive session protocol and took questions from the committee. Members asked questions to clarify and gain a better understanding of best practices when conducting the search.

Chair Manning then introduced Robert Connolly, University Vice President for Communications.

Mr. Connolly discussed public and media relations with regard to the Presidential search. He mentioned that the goal of the communications team is to ensure that the public has access to information He provided information about the Presidential search website.

Subcommittee to select search firm

Trustee Peters reported on the work of search firm subcommittee at its meeting on Feb 24, 2015. Trustee Peters described the process public bid and pre-qualification process conducted by University procurement. He discussed the subcommittee's interview process for each firm and the key questions each firm was asked during their individual interview. He noted the subcommittee agreed that all of the presentations were good but Korn Ferry was best and it was the unanimous decision of the subcommittee to recommend this firm to the full board.

Chair Manning then asked for a motion to **approve the selection of search firm.** It was moved and seconded to appoint the firm of Korn Ferry to assist the committee in the search for a new president. The Chair indicated that the committee had a chance to review the background material that was provided and asked for any questions or discussion. Mr. Crandall inquired about the paragraph in the Korn Ferry proposal that implied a fee other than the flat fee. General Counsel Heatwole noted that Procurement Director Healey was working with Korn Ferry about the final contract and that the vote was contingent on the changes in the final contact for a definite fixed fee.

The Chair then asked Assistant Secretary Kelley to call the roll with each committee member asked to vote yes or no. Chair Manning voted for the motion as did Professors Braunhut, Jimoh, O'Rielly, Sundaram; Trustees Campbell, Collins, Fubini, Johnston, Lowe, Peters, Osterhaus-

Houle; and Messrs. Crandall, Moreau, and Karam; Dr. Keroack, Dean Fuller, and Senior Vice President Williams. The motion was carried. Trustees Freudson, Miller; and Vice Provost Luzuriaga were absent for the vote.

VOTED: To recommend that the Board take the following action:

To approve the selection of Korn Ferry as the search firm to conduct the search for a president for the University of Massachusetts (Doc. T15-012)

Subcommittee on Position Description and Profile.

Senior Vice President Marcellette Williams reported on the work for the Profile and Description subcommittee. Senior Vice President Williams briefly discussed the history of search committee profiles used to help create the new profile and she summarized the trajectory of the current state of the University and noted how the new documentation should be reflective of that. Vice President Williams stated that the subcommittee came to a unanimous decision to send the recommended revisions of these documents to the full board for approval.

Chair Manning asked for a motion to **approve the Position Profile and Description.** He indicated that the committee had a chance to review the background material that was provided and asked for questions or discussion.

The motion was moved and seconded. The Chair then asked for discussion on the motion.

Dr. Keroack recommended inclusion of a goal for a more integrated university structure. Several committee members concurred with this suggestion. Dr. Keroack then asked for an amendment to the previous motion for the position description to be wider in scope and to include language about how the 5 campuses make up the system.

Chair Manning then asked for a motion to amend the position description as suggested by Dr. Keroack. It was moved and seconded to so amend the motion and Chair Manning asked for the Assistant Secretary to call the roll with each committee member asked to vote yes or no. Chair Manning voted for the motion as did Professors Braunhut, Jimoh, O’Rielly, Sundaram; Trustees Campbell, Collins, Fubini, Johnston, Lowe, Peters, Osterhaus-Houle; and Messrs. Crandall, Moreau, and. Karam; Dr. Keroack, Dean Fuller and Senior Vice President Williams.

The Chair called for a brief break for lunch. Trustees Freudson, Miller; Messrs. Crandall, Karam; Dr. Keroack, and Vice Provost Luzuriaga were absent for the vote.

The meeting reconvened. Chair Manning asked for a motion on the amended action item. It was moved and seconded. The Assistant Secretary then called the roll with each committee member asked to vote yes or no. Chair Manning voted for the motion as did Professors Braunhut, Jimoh, O’Rielly, Sundaram; Trustees Campbell, Collins, Fubini, Johnston, Lowe, Peters, Osterhaus-Houle; and Mr. Moreau; Dean Fuller and Senior Vice President Williams. The motion was carried.

VOTED: To approve the attached text of a position posting and description for the president of the University of Massachusetts. (Doc. T15-013, as amended)

And further,

To include documentation for the inclusion of a goal for a more integrated university structure to be wider in scope, and to include the 5 campuses and how they make up the system.

Chair Manning then invited Ken Kring, David Mead-Fox and Bob Sullivan of Korn Ferry to join the meeting. Ken Kring introduced himself and his colleagues and mentioned that he would lead the search. The team gave a brief overview of their credentials and the company's profile. They also discussed their vision for the search with regard to the feedback they received from the subcommittee at the Feb 24th meeting. They asked the committee for questions and provided the committee with alternative means for contacting them should they have any candidates to suggest.

There being no further business, the meeting adjourned 12:07 p.m.

Christina Kelley
Assistant Secretary to the Board of Trustees