



MEMO

To: Dr. Elmira Mangum, University President

From: Trustee Torey Alston, Chairman, Special Committee on Governance

Date: June 18, 2015

Subject: Follow-up to June 9-10, 2015 BOT Meeting

During the Board of Trustees meeting on June 9-10, 2015, you and the Board mutually agreed to hit the "reset button" and move forward with improved communication, collaboration and mutual respect. As a part of the agreement, you are to provide to the Board within 30-days, your plan of action to address the points listed below. Also, please share any pertinent updates that you might have related to university governance. These were the mutually agreed upon items:

1. You agreed that your Leadership Team would attend all Board and committee meetings (workshops, regular meetings, called meetings, special meetings, etc.) along with you attending as the Board's Corporate Secretary.
2. You agreed that Vice-Presidents and members of the University Leadership Team would communicate directly with committee chairs and committee members.
3. You and the Board mutually agreed that as University President and Corporate Secretary, you would be the main point of contact for Board members and begin on-going regularly scheduled calls to update Board members on critical matters impacting the university.
4. You and the Board mutually agreed to copy the General Counsel's Office on all items prior to transmission to the Board.
5. You agreed to provide several options to the Board, as it relates to retained counsel, on an as needed basis.

Please note there was general consent to move forward on the following items:

- a. Development of Board priorities.
- b. Review of announcement of vacant positions regulation.
- c. Development of New Trustee Orientation (Human Resources/General Counsel).
- d. Review of Operating Procedures (i.e. Process for Board elections, appoint of successors, etc.)

I look forward to your feedback as we consider implementing best practices on Board governance. Feel free to contact me directly if you have any questions or concerns.