

**THE BOARD OF GOVERNORS OF THE COLORADO STATE UNIVERSITY SYSTEM**  
**AUDIT AND FINANCE COMMITTEE**  
**MEETING MINUTES**  
**Conducted Remotely**  
**November 28, 2022**

**ROLL**

**Governors present:** John Fischer (Chair); Russell DeSalvo, Treasurer; Armando Valdez

**Administrators present:** Tony Frank, Chancellor, CSU System; Jason Johnson, General Counsel, CSU System; Henry Sobanet, Senior Vice Chancellor and CFO, CSU System; Rick Miranda, Interim President, CSU; Brendon Hanlon, VPUO, CSU; Susy Serrano, Director of Internal Auditing, CSU System; Tim Mottet, President, CSU Pueblo; Juanita Pena, CSU Pueblo; Meg Brewer, CSU Pueblo; Bridget Mullen, CSU System; Pam Toney, President, CSU Global; Patti Arroyo, CFO, CSU Global; Suzanne Zimmerer, CSU System Treasury; Angie Neilson, CSU Fort Collins; Dave Ryan, Controller, CSU.

**CSU System Staff present:** Melanie Geary, Board Liaison

**CALL TO ORDER**

Chair Fischer called the Audit and Finance Committee meeting to order at 2:31 p.m. and asked Henry Sobanet to begin. Mr. Sobanet welcomed everyone and turned the presentation to Susy Serrano, Director of Audit, who reviewed the Audit materials that have been prepared for the upcoming Board of Governors meeting.

**Audit and Finance**

Ms. Serrano presented the Audit Dashboard noting they continue to make progress on the goals. Next, she discussed the status of the self-assessment exercise noting the independent external assessor portion was still in process, but the full report should be complete by June. Ms. Serrano then discussed the CSU Pueblo Athletics Camps audit noting there were no findings of misconduct. She shared some of the recommendations from that audit, such as segmentation of duties, and she mentioned several tools to tighten quality controls. Ms. Serrano also noted the recommendation for a minors on campus policy and athletics camps policy. Ms. Serrano then discussed the overdue recommendations, including the CSU IT vendor management system, controls around cloud-based software applications and purchases, and she noted those have not always been vetted as thoroughly enough for security risks in the past.

CFO Sobanet reviewed the Governor's Budget request noting it included meaningful new resources for Higher Education in the context of the high inflationary environment with 6.8% topline funding for the General Fund to Higher Education Institutions. It included allowance of up to a 4% tuition increase for in-state students and up to 5.5% for non-resident. Mr. Sobanet explained there would be careful attention paid to the market and what could be absorbed. He also explained that the budget request needed to make its way through the legislature and there would be a better grasp on its direction in late March. CFO Sobanet discussed the three-step formula for the allocation of funds noting the Board would discuss this in greater detail in February. However, as the proposed budget stood currently, the CSU System net funding was below average for the state due to the formula benefitting some institutions based on head count versus FTE. He then discussed the proposed Capital Construction funding noting that phase two of the Clark building was not included and neither was the continuing payments of the Certificates of Participation (COPs) for the Nutrien building, which in the current year were paid by the State at approximately \$1.2 M per year.

Mr. Sobanet then shared the quarterly financials before moving into the Campus Budget scenarios. Interim President Miranda highlighted the four budget scenarios representing a high and a low tuition increase (4%

and 3%) and a high and a low salary increase (3% and 5%). He noted the improved outlook from October's budget. CSU VPUO Brendan Hanlon then reviewed the scenarios in greater detail.

CSU Pueblo President Tim Mottet presented two budget scenarios for CSU Pueblo noting their conservative approach and efforts to protect compensation, which was a priority on the campus. He also explained the projections for enrollment being down 3% and the factors feeding into that projection. President Mottet then discussed the ongoing expense reductions to eliminate the structural deficit and aligning expenses with revenues.

CSU Global CFO Patti Aroyo presented the CSU Global budget noting that they had lower than expected tuition and fee revenue, which was flat compared to the projected 25% growth. She noted that they did expect to see growth in the next semester due to the new MBA program, Amazon partnership, and additional corporate strategic partnerships. Overall, CSU Global is anticipating a 10% increase in enrollment. Also, expenses were also lower than expected, so they anticipate hitting the 26% operating margin target.

CFO Sobanet then discussed the annual Reserves report and proposed Reserves draw noting it would be an action item at the Board meeting. He provided a 3-year history, the mid-point in the current year, and the 1-year outlook. The proposed withdrawal of \$49,853,826 from the E&G Board Reserves would be allocated as follows: CSU-Pueblo Sustainability (\$11,686,000); System Infrastructure (\$7,055,000); System Initiatives including the CSU Medical School (\$8,250,000); System IT Upgrades (\$1,674,435); Spur Campus Operations (\$17,465,000); Todos Santos support (\$520,000); and State Engagement Hubs support (\$453,391).

### **CSU System Treasury Update**

CFO Sobanet presented the Treasury noting the fund was up from the lows of the year but still showed some declines for the year due to market performance. But overall, since the beginning of the initiative it was still ahead of what was invested.

### **Action on Fifth Amendment to the Fifteenth Supplemental Resolution**

CFO Sobanet explained the resolution to re-authorize the amendment to the supplemental resolution, noting that this is an annual housekeeping item, and the resolution allows the Treasury to refinance long-term anything that is borrowed short-term in our commercial program, enabling the Treasury to act quickly to take advantage of favorable interest rates refund issuances of up to \$75 M.

### **Action on CSURF (CSU STRATA) Capital Lease Annual Line of Credit Renewal**

CFO Sobanet explained the line of credit leasing program and resolution to re-authorize the line of credit, noting that this is an annual housekeeping item which would be voted on at the Board meeting.

### **Employee Compensation**

CFO Sobanet presented the total CSUS compensation package in response to the Board's request in October. He noted that the highest inflation in 40 years including a decade of housing inflation was impacting the entire System and was creating some compression in some areas. CFO Sobanet also highlighted that over the last five years there had been increases of 13.1% for faculty and staff and 12% for classified employees, noting state and federal rules do often affect how people are compensated. He also discussed the other components of the entire compensation package and noted that when fringe benefits included the total compensation package was competitive. CFO Sobanet then shared considerations/approaches for revenue options to increase employee compensation in short, medium, and long term.

### **CSU System Treasury Update**

CFO Sobanet presented the upcoming CSU System Treasury update. He reviewed the history behind CSU's diversification of its investment portfolio, starting in 2018. He noted that this year has seen declines versus the

past three years of significant gains. CFO Sobanet explained the long-term approach. He also noted that there could be a possible bond resolution to bring forward to the Board.

Chair Fischer asked about a delta to aggregate cost of living increases over the last five years and asked if there had been any exploration or creative thinking around revenue generation through executive education offerings in some of the areas where CSU is nationally ranked like sustainability. President Miranda shared that the CSU College of Veterinary Medicine and Biomedical Sciences Translational Medicine Building was designed to accommodate that and those programs were in their beginning stages but growing. Chair Fischer also asked about Agriculture and generational development including Ag Industry Symposiums. President Miranda shared information around the CARL program noting it was more focused on engagement than revenue generation. Chair Fischer also asked about custom education for major corporations.

With no further agenda items or business the Audit and Finance Committee adjourned at 3:47 p.m.

**THE BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
Evaluation Committee  
Meeting Minutes  
Westin Denver International Airport  
8300 Pena Boulevard  
Denver, Colorado 80249  
November 30, 2022**

**ATTENDANCE**

**Evaluation Committee Members Present:** Armando Valdez, Chair; Kim Jordan, Board Chair; Nate Easley, Secretary; Russell DeSalvo, Treasurer; Polly Baca; John Fischer; Kenzo Kawanabe; Betsy Markey; Louis Martin

**Administrators, System Staff, and Search Firm Staff Present:** Tony Frank, Chancellor; Jason Johnson, General Counsel; Melanie Geary, Board Liaison; Porsha Williams, Parker Executive Search; and Laurie Wilder, Parker Executive Search

**CALL TO ORDER**

Chair Valdez welcomed everyone and called the meeting to order at 8:00 a.m.

Mr. Valdez Moved to go into Executive Session of the Evaluation Committee of the Board of Governors of the Colorado State University System for the reasons stated in the public notice, and that Motion was seconded by Kim Jordan. The Committee unanimously voted to go into executive session at 9:02 a.m. General Counsel Johnson read the Committee into Executive Session for the purposes of receiving, reviewing, and discussing confidential applicant information regarding the appointment of the position as the next President of Colorado State University and to receive legal advice on specific questions about the search and other employment law matters from the Evaluation Committee, which is confidential under C.R.S. § 24-6-402(3)(a)(II), (3)(a)(III), (3)(a)(VII), (3)(b)(I), (3)(d), and (3.5).

Following a Motion, Second, and unanimous vote, the Evaluation Committee came out of execution session at 4:11 p.m.

With no further business the meeting adjourned at 4:12 p.m.

**THE BOARD OF GOVERNORS  
OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
MEETING MINUTES  
December 1-2, 2022  
Terra Building, CSU Spur Campus  
4817 National Western Drive, Denver, Colorado 80216**

**ROLL**

**Governors present:** Kim Jordan, Chair; Armando Valdez, Vice Chair; Russell DeSalvo, Treasurer; Nate Easley, Secretary; Polly Baca; John Fischer; Kenzo Kawanabe; Betsy Markey; Louis Martin; Dr. Jennifer Davis, Faculty Representative, CSU Global; Dr. Andrew Norton, CSU Faculty Representative; Mikayla Lerch, CSU Pueblo Student Representative; Paige Martinez, CSU Global Student Representative; Dr. MD Islam, CSU Pueblo Faculty Representative; and Rob Long, CSU Student Representative.

**Administrators present:** Tony Frank, Chancellor, CSU System; Jason Johnson, General Counsel, CSU System; Rick Miranda, Interim President, CSU; Timothy Mottet, President, CSU Pueblo; Pamela Toney, President, CSU Global; Henry Sobanet, Senior Vice Chancellor and CFO, CSU System; Susy Serrano, Director of Internal Auditing, CSU System; and Roze Hentschell, Interim Chief Academic Officer, CSU System.

**CSU System Staff present:** Melanie Geary, Board Liaison; Adam Fedrid, IT Manager; Wayne Hall, IT Manager.

**Guests present:** Dr. Chad Kinney, Interim Provost, CSU Pueblo; Jannine Mohr, Deputy General Counsel, CSU; Johnna Doyle, Deputy General Counsel, CSU Pueblo; Juanita Pena, Director of Business Financial Services, CSU Pueblo; Dr. Jan Nerger, Interim Provost, CSU; Jocelyn Hittle, AVC, CSU System; Tiana Kennedy, AVC, CSU System; Cara Neth, Executive Communications, CSU System; Angie Nielsen, CSU Fort Collins; Dave Ryan, CSU Fort Collins; Dr. Blanche Hughes, VP for Student Affairs, CSU Fort Collins; Dr. Donna Souder Hodge, CSU Pueblo; Dr. Van Winkle, Presidential Fellow, CSU Pueblo; Anthony Lane, Senior Writer, CSU System; Dr. Albert Bimper, Interim Chief of Staff, CSU; Mike Hooker, Director of Community Affairs, CSU Fort Collins; Greg Harrison, CSU Marketing and Communications; Jeff Dodge, Director, Internal Communications, CSU Fort Collins; Dr. Pam Jackson, CSU Provost's Office; Brendan Hanlon, VP for Operations, CSU Fort Collins; Cherie O'Neill, CEO, CSU Foundation; Kathay Rennels, Interim VP for Engagement, CSU Fort Collins; Dr. Sandra Jones, CSU Global; Dr. Alan Rudolph, VP for Research, CSU Fort Collins; Gena Alfonso, Director Marketing, Communications, and Community Relations, CSU Pueblo; Jim Bradeen, AVP for Spur Strategy; Claudia Rodriguez, Education Lead Facilitator, CSU Spur; Corrine Hinton, Education Facilitator, CSU Spur; Nicholas Trujillo, Ops Manager – FIC, CSU Spur; Mike Gabel, Dir. Food Innovation Center, CSU Spur; Michelle Kelley, General Manager, CSU Spur; Kathryn Venzor, Director of Education, CSU Spur; Adrienne Sedlak, Education Manager, CSU Spur; Tami McDonald, Special Assistant, CSU Spur; Sarah Miley, Program Associate, CSU Spur; Lindsay Evens, Event Manager, CSU Spur; Stefanie Ebo, Event Manager, CSU Spur; Nancy Delter AVP of Marketing, CSU.

**CALL TO ORDER**

Chair Jordan called the Board meeting to order at 9:03 a.m. and welcomed everyone.

As the first agenda item, Chair Jordan asked to convene the meeting of the Evaluation Committee of the Board of Governors in Executive Session.

**Motion/Action:** Governor Baca made a motion to move into Executive Session of the Evaluation Committee for the reasons stated in the public notice. Governor Fischer seconded the Motion and the Motion carried unanimously. General Counsel Johnson read the Evaluation Committee into Executive Session for the reasons stated in the public notice at 9:05 a.m. Specifically, General Counsel Johnson noted the following reasons for going into Executive Session under the Colorado Open Meetings Law, as stated in the meeting notice:

As stated in the public notice, the Evaluation Committee of the Board of Governors has moved into Executive Session under C.R.S. § 24-6-402(3) (b) (I) for discussions regarding the Board's evaluation and performance reviews for the Chancellor, Presidents, and professional staff employees of the Board, and for the Evaluation Committee to receive, review, and discuss confidential applicant information for the position as the next President of Colorado State University, and to receive legal advice about the search process, which are confidential pursuant to C.R.S. § 24-6-402(3)(a)(II), 3(a)(III), 3(a)(VII), (3)(b)(I), (3)(d), and (3.5).

Following a Motion, second, and unanimous vote to leave Executive Session of the Evaluation Committee, the Board returned to open session at 9:50 a.m.

The Board reconvened in open session at 9:55 a.m.

## **PUBLIC COMMENT**

Chair Jordan then discussed the opportunity for Public Comment that occurs at every meeting. She noted that Public Comment is an important part of our Board meetings, and the Board considers the comments as they carry out their duties. Chair Jordan acknowledged the emails (13) received from faculty regarding fees assessed to graduate student workers (Graduate Assistants). She explained that Interim President Miranda and Interim Provost Nerger announced this week a plan to phase in coverage of mandatory fees for Graduate Assistants appointed as Graduate Teaching Assistants (GTAs), Graduate Support Assistants (GSAs), or Graduate Research Assistants (GRAs). Partial fee coverage will begin in Spring 2023 with increases in the next two academic years until these appointments receive 100% coverage of all mandatory graduate student fees. Chair Jordan thanked Interim President Miranda and Interim Provost Nerger for their attention to this issue.

Chair Jordan then invited those present for Public Comment to share their comments. Debra Nunes, teaching assistant at CSU and representing the graduate workers organizing cooperative, expressed her concerns about compensation and graduate student fees. Danielle DeMartaes, 3<sup>rd</sup> year Ph.D. student at CSU, also shared her concerns related to pay for graduate students.

## **CHANCELLOR'S REPORT**

Chancellor Frank asked Roze Hentschell to discuss the innovative, intentional new partnership between the CSU System and College Track to increase the number of first-generation college graduates from underserved communities.

The collaboration with College Track establishes a new model for supporting students and introducing them to a range of academic and career possibilities. The partnership is College Track's first system-wide collaboration. Key elements of the partnership include dedicated on-campus space and designated co-leadership, which indicate the importance of the partnership to both organizations. A CSU cabinet-level leader will work with College Track Chief of Education Officer, Rosanna Ferro, Ed.D., to ensure the success of scholars. The collaboration also features cohort-based admissions: CSU will guarantee admissions for at least 25 Colorado-based College Track scholars every year. These cohorts will benefit from peer-to-peer support and dedicated College Track and CSU staff. As part of the financial commitment

to student success and to underscore its belief in the urgent need for these scholars, CSU will offer financial support to the CSU-CT cohort. In recognition of the 10-year investment that College Track makes in its scholars, CSU also will offset College Track's administrative fees.

Chancellor Frank then transitioned the discussion to the follow-up from the Board retreat explaining that the Board would break into four working groups to discuss *Land Grant Priorities: Access, Affordability and Agriculture* for approximately one hour.

As part of the CSU Spur Update, Chancellor Frank provided an historical overview of the CSU Spur project dating back to discussions over 15 years prior with the City of Denver and the National Western Stock Show and explained how CSU became a partner in the redevelopment of the National Western Center, creating a presence for CSU in the Denver Metro area. AVC Jocelyn Hittle then provided an update on the status of the project to date, in particular the pedestrian bridge and riverfront, and invited Spur program/area leads (Kathryn Venzor, Education; Jeremy Davis, Events; Michelle Kelley, Campus Operations; Sarah Miley, Community Outreach; Adam Fedrid, IT; Tiana Kennedy, Communications) to share their progress to date and preview what to expect in the near future.

The Board paused for lunch at 12:04 p.m. After lunch, the Board members toured the National Western Center Central Utility Plant (CUP) at 1:00 p.m., and resumed the Board meeting at 1:38 p.m.

#### **AUDIT AND FINANCE COMMITTEE**

Chair Fischer called the Committee Meeting to order at 1:38 p.m. and asked Susy Serrano, Director of Audit, to review the Audit section.

Ms. Serrano presented the Dashboard noting Internal Audit continues to make progress on the goals. Next, she discussed the status of the self-assessment exercise noting they were still waiting to go through the external assessment, which was tentatively slated for the end of March 2023. She then noted that the CSU Global Student financial aid audit had started. Ms. Serrano then discussed the CSU Pueblo Athletics Camps audit noting there were no findings of misconduct. She shared some of the recommendations from that audit, which included segmentation of duties and tools to tighten quality controls. Ms. Serrano also noted the recommendation for a minors on campus policy and athletics camps policy. Ms. Serrano then shared with the Board that they are reviewing the format of Audit Reports and this will be shared with the Board before it is adopted. She also discussed the CSU IT vendor management system and its controls around cloud-based software applications and purchases, and noted they have not always been vetted as thoroughly enough for security risks in the past.

CFO Sobanet reviewed the Governor's Budget request noting it included meaningful new resources for Higher Education in the context of the high inflationary environment with 6.8% topline funding for the General Fund to Higher Education Institutions. It included allowance of up to a 4% tuition increase for in-state students and up to 5.5% for non-resident. Mr. Sobanet explained there would be careful attention paid to the market and what could be absorbed. He also explained that the budget request is in its early stages and needs to make its way through the legislature and there would be a better grasp on its direction in late March. He discussed the three-step formula for the allocation of funds noting the Board would discuss in greater detail in February, but as the proposed budget stood the CSU System net funding was below average for the state due to the formula benefitting some institutions based on head count versus FTE. He then discussed the proposed Capital Construction funding noting that phase two of the Clark building was not included and neither was the continuing payments of the Certificates of Participation (COPs) for the Nutrien building, which in the current year were paid by the State at approximately \$1.2 M per year.

Mr. Sobanet then shared the quarterly financials before moving into the Campus Budget scenarios. Interim President Miranda highlighted the four budget scenarios representing a high and a low tuition increase (4% and 3%) and a high and a low salary increase (3% and 5%). He noted the improved outlook from October's budget. CSU VPUO Brendan Hanlon then reviewed the scenarios in greater detail.

CSU Pueblo President Tim Mottet presented two budget scenarios for CSU Pueblo noting their conservative approach and efforts to protect compensation, which was a priority on the campus. He also explained the projections for enrollment being down 3% and the factors feeding into that projection. President Mottet then discussed the ongoing expense reductions to eliminate the structural deficit and aligning expenses with revenues.

CSU Global CFO Patti Aroyo presented the CSU Global budget noting that they had lower than expected tuition and fee revenue, which was flat compared to the projected 25% growth expected. She noted that CSU Global expects to see growth in the next semester due to the new MBA program, Amazon partnership, and additional corporate strategic partnerships. Overall, they are anticipating a 10% increase in enrollment. Expenses were also lower than expected so they anticipate hitting the 26% operating margin target.

#### **Action on the Annual Reserves Draw**

CFO Sobanet introduced the Annual Reserves Report and Reserves Withdrawal discussion noting the 3-year history, the mid-point in the current year, and the 1-year outlook. Chair Fischer asked for an action to approve the draw.

**Motion/Action:** Governor Valdez Moved to approve withdrawal of \$49,853,826 from the E&G Board Reserves available for Strategic Deployment ("Board Reserves") with such funds being used, as follows: CSU-Pueblo Sustainability (\$11,686,000); System Infrastructure (\$7,055,000); System Initiatives including the CSU Medical School (\$8,250,000), System IT Upgrades (\$1,674,435), Spur Campus Operations (\$17,465,000), Todos Santos support (\$520,000), and State Engagement Hubs support (\$453,391). The Motion was seconded and carried unanimously. This Action Item is included in the Board meeting materials.

#### **CSU System Treasury update**

CFO Sobanet presented the Treasury noting the fund was up from the lows of the year but still showed some declines for the year due to market performance. But overall, since the beginning of the initiative it was still ahead of what was invested.

#### **Action on Fifth Amendment to the Fifteenth Supplemental Resolution**

CFO Sobanet explained the resolution to re-authorize the amendment to the supplemental resolution, noting that this is an annual housekeeping item, and the resolution allows the Treasury to refinance long-term anything that is borrowed short-term in our commercial program, enabling the Treasury to act quickly to take advantage of favorable interest rates refund issuances of up to \$75 M.

**Motion/Action:** Governor Jordan made the Motion to approve the Fifth Amendment to the Fifteenth Supplemental Resolution Action Item. Governor Markey seconded; and the Motion carried unanimously. This Action Item is included in the Board materials.

#### **Action on CSURF (CSU STRATA) Capital Lease Annual Line of Credit Renewal**

CFO Sobanet explained the line of credit leasing program and resolution to re-authorize the line of credit, noting that this is an annual housekeeping item.

**Motion/Action:** Governor Valdez made the Motion to approve the (CSU STRATA) CSURF Capital Lease Annual Line of Credit Renewal Action Item. Governor Markey seconded; and the Motion carried unanimously. This Action Item is included in the Board materials.



## **Employee Compensation Discussion**

CFO Sobanet presented the total CSUS compensation package in response to the Board's request in October. He noted that the highest inflation in forty years, including a decade of housing inflation that was impacting the entire System and creating some compression in some areas. CFO Sobanet highlighted that over the last five years there had been increases of 13.1% for faculty and staff and 12% for classified employees, noting state and federal rules do often affect how people are compensated. He also discussed the other components of the entire compensation package and noted that when fringe benefits are included the total compensation package was competitive. CFO Sobanet then shared considerations/approaches for revenue options to increase employee compensation in the short, medium, and long term.

The Board paused for a break at 3:12 p.m. and resumed at 3:25 p.m.

## **CSU REPORTS**

### **Student Report – Presented by Rob Long**

Governor Long discussed recent student government activities, including bills recently passed by ASCSU Senate noting a \$7,000 investment in the apiary at CSU with infrastructure investments, planting local grasses and flowers, all of which should be completed by Summer 2023. He also discussed another \$7,000 investment to provide transportation to CSU students to DIA over winter break.

### **Faculty Report – Presented by Andrew Norton**

Governor Norton discussed the work of Faculty Council. He thanked President Miranda and Provost Miranda for their work on graduate student fees. He also thanked Interim Vice President of Human Resources, Brett Anderson, for his work to improve HR matters, including the hiring process. Governor Norton then discussed the Employee Climate survey that is conducted every three years.

### **President's Report – Presented by Rick Miranda**

Interim President Miranda shared that his report stood as submitted and highlighted the renewal of the Semester at Sea contract for another five years and the new articulation agreement with Front Range Community College. He also discussed the new faculty success program. Interim President noted the completion of numerous solar arrays across campus on building rooftops that accounts for about 10-15% of the 2030 renewable energy goals. He also discussed the phased three-year plan to cover mandatory fees for Graduate Assistants appointed as graduate teaching assistants (GTAs), graduate support assistants (GSAs), or graduate research assistants (GRAs). President Miranda explained the 50% fee coverage beginning in Spring 2023, which for some of the lowest paid will represent a 10% raise with increases in the next two academic years until these appointments receive 100% coverage of all mandatory graduate student fees. He then noted that Brett Anderson had been appointed as the Interim VP for Human Resources with plans to improve and speed up hiring processes. Finally, President Miranda then discussed compensation noting it is a priority on the campus and addressing equity concerns.

## **CSU GLOBAL REPORTS**

### **Student Report – Presented by Paige Martinez**

Governor Martinez discussed the recent student advisory council meeting where the focus was on a marketing vision. She also discussed the recent D, E, I, & B group she had joined to represent the student population during those important discussions. Governor Martinez then discussed the CSU Global days at athletics events in Fort Collins and Pueblo. She also provided a student spotlight on one of her fellow classmates, Rachel Kohlman, who is in the Military and Emergency Responder Psychology program.

### **Faculty Report – Presented by Jennifer Davis**

Governor Davis reported on faculty activities and recent faculty publications. She also shared concerns related to the current academic integrity policy that were raised about the Healthcare Management program and the recommendations from faculty to include more robust tracking mechanisms and follow-up. She then discussed the upcoming participation efforts for faculty including “Getting Fit” and “Giving Back.”

### **President’s Report – Presented by Pam Toney**

President Toney reported that Global is starting to see some positive trends in enrollment and are anticipating improved numbers in January when many of the initiatives takes hold. She applauded the enrollment team for their efforts around improving processes to help students enroll and the student success department for their focus on engagement. She shared that they are making progress on the Strategic Initiatives and noted there was progress being made around corporate strategic partnerships. Governor Easley commented on the importance of advertising on social media and asked if CSU Global was doing anything on the TikTok platform, which was particularly creative and effective.

The Board adjourned for the day at 4:03 p.m.

## **FRIDAY, DECEMBER 2, 2022**

Chair Jordan reconvened the Board meeting at 9:03 a.m.

### **CSU-PUEBLO REPORTS**

#### **Student Report – Presented by Mikayla Lerch**

Governor Lerch reported on student engagement activities, including “Give Day” where \$3,195 in funds were raised. She then talked about the veteran’s food distribution event that reached nearly 800 veterans in the Pueblo community. Governor Lerch also discussed the annual Winter Wonderland events that included a tree-lighting, toy drive, and photos with Santa and other holiday fun. She also discussed participation in the Foundation Board retreat where student success, donor relations, and outreach to alumni were areas of focus.

#### **Faculty Report – Presented by MD Islam**

Governor MD Islam reported on the recent activities on campus including the establishment of the Southern Colorado Institute of Transportation Technology and the faculty perspective on the Provost Search. He then highlighted some of the recent grants awarded to CSU Pueblo and several special events held on campus. He also not that faculty are fatigued, overloaded, and undercompensated and mentioned that President Mottet was working hard to address the issues and encouraged the Board to support President Mottet as much as it could.

#### **President’s report – Presented by Tim Mottet**

President Mottet reported on the success of the CSU Pueblo men’s soccer team and the success of three women competing in the cross-country national finals in the coming days. He also highlighted the success of the university’s Cyber team. President Mottet noted that the first Gubernatorial debate was held on campus with over 600 people in attendance who all behaved well. He also discussed the first three home visits he had attended as part of the grassroots recruitment efforts.

#### **Vision 2028 Update**

Vision 2028 was approved and funded in August 2019, and the annual impact report is presented annually in December to show where the Board’s investments are going and the impact for the campus. President Mottet noted that 2018-2023 was Phase I and shared some of the successes they had achieved and the

related impacts of those investments on the campus and impact on the culture of the campus. He then noted they are now preparing to move into Phase II with a refined mission. He discussed the three “wildly important goals” that are the focus of activity: enhance appeal of campus; increase student success; and developing our people. He reviewed the strategy, alignment, and investments for Phase II and its five critical pivot points and how his administration planned to implement, including the new distribution of responsibilities among his leadership team.

## **ACADEMIC AND STUDENT AFFAIRS COMMITTEE**

Governor Easley, Chair of the Academic and Student Affairs Committee, convened the committee at 10:00 a.m.

Chair Easley introduced Chief Academic Officer Roze Hentschell who presented the new degree programs for CSU Pueblo, which include: Associates of Arts (AA); Associate of General Studies (AGS); Undergraduate Certificates in: Construction Safety, Law and Management; Construction Project Manager; Construction Procurement; Surveying and Modeling; Nutritional Psychology; Colorado Studies; Geography; Basic Spanish for the Health Professions; and Advanced Spanish for the Health Professions.

CAO Hentschell then discussed the proposed changes to the CSU Faculty Manual, including Section E.2 – Types of Faculty Appointments, which clarifies the existing policies for contract, continuing, and adjunct faculty, as well as Section D.2.2 – University Policy Review Committee, which specifies the university officer responsible for convening the committee.

She then shared the Sabbatical request for CSU and CSU Pueblo and the process for the requests noting there were 80 requests from CSU and 13 from CSU Pueblo.

Also, CAO Hentschell presented the CSU Pueblo Academic Calendar for AY 23-24, 24-25, 25-26, which would be approved on the Consent Agenda and represented the new alignment with CSU Fort Collins’ academic calendar and the joint Banner project. She then asked the Provosts to present their enrollment reports for their respective campuses and Student success reports.

The Board paused for a break at 10:47 a.m.

## **ANNUAL RESEARCH REPORTS**

Chair Jordan introduced the annual research reports for CSU Fort Collins and CSU Pueblo.

CSU – VPR Alan Rudolph noted that CSU research expenditures reached record \$456.9 million last year, with \$1.18 B in total proposals, noting the unprecedented period of growth which was an increase of 46% in 10 years. He highlighted the sources of the awards noting that 76% were from diverse federal agencies with the remainder from non-profits, state government, industry, and other universities. He highlighted the extensive work and advances across campus and in the areas of infectious diseases, global food security, atmospheric science, systems engineering, One Health, health resiliency, and disease surveillance. VPR Rudolph highlighted a new interdisciplinary team programming effort, TUNE (Thematic Units of Excellence), which is a new institutional program that focuses attention on investment in themes that achieve recognition for scholarly and research excellence. He also highlighted enhanced core research facilities and high impact events coming in the future.

CSU Pueblo – Chad Kinney reported on new and notable research awards and programs, highlighting opportunities for experiential learning for students.

The Board paused for lunch at 11:55 a.m. and resumed at 12:27 p.m.

## **ANNUAL SAFETY/CLERY REPORTS**

General Counsel Johnson remarked on how campus safety is a priority for the Board, the CSUS, and the campuses. Annual safety reports are published by October 1<sup>st</sup> each year in accordance with federal requirements. He provided an historical overview of the Clery Act, and outlined the three primary requirements: policy disclosure to the campus, records retention and reporting, and campus alerts.

CSU Pueblo Deputy General Counsel Johnna Doyle provided an overview for the CSU Pueblo campus, noting they contract with the local sheriff's department as Pueblo does have its own campus police department. She noted the university's crime statistics were consistent with past years. She also noted they had engaged with Margolis Healy to review their processes and identify areas for improvement.

CSU Deputy General Counsel Jannine Mohr discussed campus safety at the Fort Collins campus. She then introduced new CSUPD Chief Jay Callaghan who shared his background and then discussed some of the changes and challenges in campus policing, as well as new protocols around particularly related to student mental health challenges. Chief Callaghan discussed new ways of policing, and improved training around community and campus policing. He also discussed the CSUPD's focus on being transparent and on preparation and preparedness.

General Counsel Johnson noted Margolis Healy would be visiting CSU, the CSU System offices and CSU Spur buildings to review processes and recommend areas for improvement. He also noted the Clery Act focuses on geography and physical campuses and, accordingly, there were no crime statistics or reports for CSU Global.

## **APPROVAL OF CONSENT AGENDA**

**Motion/Action to Approve Consent Agenda:** General Counsel Johnson presented the Consent Agenda to the Board of Governors for approval. Governor Easley moved for approval of the Consent agenda. Governor Baca seconded the Motion, and the Motion carried unanimously.

## **APPROVAL OF CONSENT AGENDA**

### Colorado State University System

Minutes of the September 26, 2022 Audit and Finance Committee

Minutes of the October 6-7, 2022 Board and Committee Meetings

CSU Presidential Search Advisory Committee meeting minutes

### Colorado State University

Faculty Manual Changes

Faculty Manual Section E.2 – Types of Faculty Appointments

Faculty Manual Section D.2.2 – University Policy Review Committee

### Colorado State University Pueblo

Associate Degrees:

Associates of Arts (AA)

Associate of General Studies (AGS)

CSU Pueblo Undergraduate Certificates:

Construction Safety, Law and Management

Construction Project Manager

Construction Procurement

Surveying and Modeling

Nutritional Psychology

Colorado Studies

Geography

## **EXECUTIVE SESSION**

**Motion/Action:** Governor Valdez moved for the Board to go into Executive Session of the Board of Governors for the reasons listed in the meeting notice. The Motion was seconded by Governor Martin and carried unanimously. General Counsel Johnson read the Board into Executive Session at 12:58 p.m. and noted the reasons for going into Executive Session under the Colorado Open Meetings Law, as stated in the meeting notice:

As stated in the public notice, the Board of Governors has moved to go into Executive Session under C.R.S. § 24-6-402 (3) (a) (II) and C.R.S. § 24-6-402 (3) (a) (VII) for matters concerning trade secrets, privileged information, and confidential commercial, financial data furnished by or obtained from any person, including confidential information pertaining to the CSU System Foundation, and to receive specific legal advice about the First Amendment and free speech, the Board's fiduciary duties with respect to retirement investment plans, as well as questions regarding the meeting topics referenced in this public notice and the meeting agenda, and to receive the Litigation Report from General Counsel related to pending and imminent litigation, as well as specific claims or grievances.

Following a Motion, second, and unanimous vote to leave Executive session, the Board reconvened in open session at 1:13 p.m.

The Board paused for a break at 1:13 p.m. and resumed at 1:22 p.m.

## **ACTION ITEMS FOLLOWING EXECUTIVE SESSION**

Chair Jordan reconvened in public session and introduced the remaining action items for the Board after Executive Session.

### **Appointment of Finalist for the Position as CSU President**

Chair Jordan asked Governor Valdez to introduce the motion to name the sole finalist for the position as President of Colorado State University in Fort Collins. Governor Valdez thanked the Search Advisory Committee and all the constituents for their input in the thorough process. He moved to name Amy Parsons as the finalist under consideration as the President of Colorado State University. The Motion was seconded by Governor Fischer and carried unanimously.

Chancellor Frank then noted that under Colorado law there is a fourteen (14) day waiting period before the Board can take formal action to appoint Ms. Parsons as the President. During the upcoming two weeks, there will be additional time for feedback and the communications team will be sharing additional information on the finalist. He explained there would be a special Board meeting in Fort Collins on December 16, 2022, where the Board will consider taking action to appoint Ms. Parsons as the President.

### **Approval of Retirement Plan Modification**

Chair Jordan asked for a motion to approve the modification to the CSU DCP, CSU's optional 403(b) Plan, and its SERP to establish a single record keeper, and delegating authority to make the single record keeper modification to those Plans.

**Motion/Action:** Governor Easley moved to approve those modifications. The Motion was seconded by Governor Kawanabe and carried unanimously. The Action Item is included in the Board materials.

With no further business the Board adjourned at 1:31 p.m.

**THE BOARD OF GOVERNORS  
OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
SPECIAL MEETING  
December 16, 2022  
Translational Medicine Institute  
Colorado State University  
2350 Gillette Dr, Fort Collins, CO 80523**

**FRIDAY, DECEMBER 16, 2022**

**ROLL**

**Governors present:** Kim Jordan, Chair; Armando Valdez, Vice Chair; Russell DeSalvo, Treasurer (by Zoom); Nate Easley, Secretary (by Zoom); Polly Baca; John Fischer; Kenzo Kawanabe (by Zoom); Betsy Markey; Louis Martin (by Zoom); Dr. Andrew Norton, CSU Faculty Representative; Rob Long, CSU Student Representative.

**Administrators present:** Tony Frank, Chancellor, CSU System; Jason Johnson, General Counsel, CSU System; Henry Sobanet, Senior Vice Chancellor and CFO, CSU System; Susy Serrano, Director of Internal Auditing, CSU System; Tim Mottet, President, CSU Pueblo (by Zoom); Pamela Toney, President, CSU Global (by Zoom); Becky Takeda Tinker, CEIO, CSU System (by Zoom)

**CSU System Staff present:** Melanie Geary, Board Liaison (Zoom); Adam Fedrid, IT Manager; Wayne Hall, IT Manager; Allen Sneesby, Audio Visual Manager.

**Guests present:** Tiana Kennedy, AVC, CSU System; Cara Neth, Exec. Communications, CSU System; Kelly Lyell, The Coloradoan; Greg Harrison, AVP, MarComm; Jeff Dodge, MarComm; Nik Olsen, MarComm; Kimberly Stern, MarComm; Ashley Schroeder, MarComm; Stacy Grant, CSU System; Mike Hooker, MarComm; Tom Grandinato, TMI; Ben Ward, MarComm; Jannine Mohr, OGC; Nancy Deller, MarComm; Jan Nerger, Interim Provost; Kate Siegel Shimko; Hart Van Denburg, Colorado Public Radio; Rico Munn, Aurora Public Schools

**CALL TO ORDER**

Chair Jordan called the Board meeting to order at 1:30 p.m. and welcomed everyone. She explained that the Board has one primary agenda item for the day, which is to consider the hiring of Amy Parsons as the 16<sup>th</sup> President of Colorado State University. Chair Jordan noted that this meeting is the culmination of a detailed and thorough search process, and that it was fair to say, based on what was heard from the campus community over the past two weeks, that there are some misunderstandings around the process that was followed, and this has led to concerns. She asked Armando Valdez as chair of the Search Advisory Committee to review the process for everyone.

**PRESIDENTIAL SEARCH ADVISORY COMMITTEE REPORT** - Armando Valdez,  
Search Chair and Chair of the Evaluation Committee

Mr. Valdez explained how the process began when the Board passed a resolution in June 2022 authorizing the selection of a search firm and the seating of a Presidential Search Advisory Committee. A group reviewed six responses to an RFP that was issued for a search firm. They interviewed three firms and ultimately selected Parker Executive Search.

Parker advised that if the Board wanted to attract sitting university presidents into our candidate pool – if we wanted the strongest possible candidate pool – we should follow a common procedure for presidential searches, which is referred to as a confidential search.

Mr. Valdez paused to underscore that developing the deepest and strongest candidate pool is what drove the Board's choices for this process. He emphasized that the Board recognizes that this Presidential search is different from how other searches are typically conducted on the campus, where a department might bring in three or four candidates and hold open forums. Presidential searches are different, the publicity surrounding these searches is different, and universities have gone to a confidential search model because it is absolutely the best way to guarantee a strong pool. CSU is not in any way an outlier on this – it is a standard and common way to conduct a presidential search in the higher education marketplace.

He noted that the downside of a confidential search, of course, is that we rely on constituent representatives rather than a public interview of candidates. This creates the need for a very inclusive search committee, as well as listening sessions on the front end of the process to assure that the search committee is informed on what various constituencies are looking for in the next president.

Recommendations were made to Mr. Valdez and Board Chair Jordan by the Chancellor. They, under the authority of the Board's resolution, asked the Chancellor to issue invitations and form the search committee. Additional suggestions were made following the announcement of the initial committee, and we responded to those, thus expanding the search committee to a final size of 31 members. There were seven faculty members on the committee representing the colleges of natural sciences, natural resources, agricultural sciences, engineering, veterinary medicine, liberal arts, and the libraries. This included two university distinguished professors and a university distinguished teaching scholar, and a non-tenure track faculty member. There were five students, including both graduate and undergraduate students and the student body president. There were five appointed members of the Board of Governors, who represent the people of Colorado. There were three administrative professional representatives and two representatives of the classified staff. Two members were appointed to represent the senior administration, from the college of health and human sciences and the engagement division. Two members were chosen to represent the university's donor community, along with two members to represent alumni, two representing agriculture, and one to represent the Fort Collins community.

Mr. Valdez noted that people obviously fit into multiple categories of representation. In total, the search advisory committee included eight alumni, five donors, two Fort Collins residents not employed by CSU, five members with connections to agriculture, and three members with connections to athletics. The committee was essentially half male and half female, and eleven members were from communities of color. There was representation spanning religions,



ethnicities, gender identity, and the disability community. Every CSU college was represented in some manner, as was administration, faculty (all types), staff (all types), students (all types), alumni, and the state of Colorado more broadly. Mr. Valdez noted the search advisory committee represented the State, community, and university.

Mr. Valdez explained that all search committee members were asked to sign a statement of confidentiality, which is routine in confidential presidential searches and is part of the process of assuring that sitting presidents feel comfortable participating in a search knowing that their participation will remain confidential. He noted that the agreement says that committee members will not reveal the names of applicants and will follow Colorado law protecting confidentiality.

Mr. Valdez noted there was a survey soliciting input on what was desired in the next president. The survey was developed and sent out to all faculty, staff, students, as well as alumni, donors, and elected officials. We received 5,225 responses to the survey, and that information was provided to the search advisory committee.

Mr. Valdez talked about the many listening session of the search advisory committee and noted that some people were not attending the listening sessions, so additional listening sessions were added in person at a location convenient to those constituency groups, as well as virtual listening sessions. The listening and gathering phase of the search ended prior to September, and a thematic analysis of the survey results and listening sessions was prepared and shared with the Committee and community. The search advisory committee took the information from the listening sessions and discussed and developed the position description and how best to gather additional feedback.

By the end of October, 54 completed applications had been received, and from this group the committee, and Mr. Valdez, stressed, the committee alone - without additional input from the Chancellor or the rest of the Board - recommended twelve candidates to be interviewed by the search advisory committee itself. This diverse group included three current or former university presidents, two college Deans, three university Vice Presidents, one university Provost, and three non-traditional candidates

The questions for those interviews were developed from the stakeholder feedback. When the twelve candidates were discussed after the interviews every committee member had a chance to state their candidate preference. The committee then agreed upon and recommended candidates to send forward for the Board's consideration, which did not weigh the input of any committee member over any other. The search advisory committee arrived at a consensus around three very qualified candidates, each of whom the committee believed could excel as President. There was a natural separation between the top three and the remaining nine, and even between the top three and the alternate, which was identified if one of the three elected not to be interviewed by Evaluation Committee of the Board of Governors. The Search Advisory Committee recommended those qualified candidates to be interviewed by the Evaluation Committee of the Board and fulfilled its duties.

These three candidates were interviewed by the Evaluation Committee of the Board. Also, much additional due diligence, including background checks and reference checks, were conducted by Parker Executive Search. They were all extremely accomplished and talented candidates.

Following these interviews and considering all background materials in light of the position description established by the search advisory committee, at the regular December Board of Governor's meeting, the Board voted and named Amy Parsons as the sole finalist as provided for in State statute. The intention of naming a single finalist, as opposed to a group of finalists, was anticipated from the very beginning of this process, and was described widely last summer. Mr. Valdez noted again that the purpose of this approach was to establish confidentiality that assures the strongest candidate pool.

He noted the applicable statute also requires a 14-day waiting period after the naming a finalist, and the Board is now at the conclusion of that statutory waiting period.

Mr. Valdez thanked Parker Executive Search noting that they were an excellent professional group to work with and assist with the search process.

#### **BOARD CHAIR'S AGENDA – Kim Jordan**

Chair Jordan recognized and thanked Governor Valdez for his search chair leadership on top of his full-time jobs and other Board duties. She noted that during the 14-day waiting period, the Board received additional input, both via direct input to the Board and via a survey conducted by the CSU's Faculty Council. She thanked the Faculty Council for their efforts in soliciting additional input for the Board to consider. Chair Jordan also thanked Dr. Andrew Norton and the Faculty Council for soliciting this additional input and synthesizing the input thematically for the Board. She then entertained a motion to go into executive session of the Evaluation Committee to obtain additional confidential input and to receive advice from our General Counsel.

**MOTION/ACTION:** Chair Jordan asked for a Motion to convene in Executive Session of the Evaluation Committee. Governor Baca made a Motion to move into Executive session of the Evaluation Committee. The Motion was seconded by Governor Long, and was unanimously approved. General Counsel Johnson read the Evaluation Committee of the Board of Governors into Executive Session at 1:53 p.m. noting the reasons for going into Executive Session under Colorado law:

As stated in the public notice, the Evaluation Committee of the Board of Governors of the Colorado State University System has moved to go into Executive Session to receive, review, and discuss confidential information regarding the appointment of the position as the next President of Colorado State University, to discuss the Board's evaluation of professional staff, and to receive legal advice about the search process and related employment matters, which are confidential pursuant to C.R.S. § 24-6-402(3)(a)(II), 3(a)(III), (3)(b)(I), (3)(d), and (3.5).

Following a Motion, second, and unanimous vote to leave Executive Session of the Evaluation Committee, the Board reconvened in open session at 2:42 p.m.

### **ACTION TO CONSIDER CSU PRESIDENT APPOINTMENT**

Chair Jordan reconvened the meeting back in open session at 2:44 p.m. The Board had gone into Executive Session of the Evaluation Committee for the reasons stated in the public notice and she noted the Board had met with representatives of several constituency groups, including Andrew Norton, CSU faculty, Rob Long CSU student body President, Kristi Bohlender, Alumni director, and Kathay Rennels, statewide Extension and Engagement, as well as Interim President Miranda on behalf of CSU Classified and Administrative Professionals, and the named finalist in Executive Session.

Chair Jordan discussed the tremendous volume of input throughout the entire process, beginning with a survey of every student and employee along with members of the community outside CSU. Since the announcement of the sole finalist two weeks ago, input had continued to the Board, both directly and via the survey from Faculty Council that solicited input from the entire CSU campus. Chair Jordan noted how the Board paid close attention to and considered this input. She noted it was factual to describe that the input received includes both support for and concerns about the sole finalist. Support seems rather strong outside the campus, and within the campus support is weakest within the faculty. She explained that this is of great concern to the Board as they understand that foundational role the faculty plays at a research university. Beyond the notions of shared governance, it is not too strong to say that the university exists to put students and faculty members together in environments that foster discovery, creativity, learning, and the unlocking of human potential. The fact the faculty is deeply concerned causes the Board to be deeply concerned and the Board is digesting the concerns, and Chair Jordan went on to discuss them.

Many of the concerns focus on misunderstandings around, or legitimate disagreements with, the search process that was followed. The search process that was used yielded a solid pool of amazingly qualified candidates and the search advisory committee recommended three to be interviewed by the Board. The Board interviewed and carefully reviewed those candidates. At every step of the process, there was broad and strong consensus to move Ms. Parsons forward.

There were also clearly articulated concerns related to the fact that Ms. Parsons had not been a faculty member, and thus had not engaged in regular teaching and was not experienced in the conduct of scholarly research. The Board considered this aspect of Ms. Parsons' candidacy carefully as well, and they discussed the viability of "non-traditional" candidates at the launch of the search and received feedback on this from the entire community at the beginning of the search process. She noted the Board felt that Ms. Parsons understands the central nature of teaching and research at a university; that she clearly demonstrates the understanding that the interactions of students and faculty are why the university exists; and that the tripartite mission of teaching, research, and service must be at the forefront of all university decisions. Ms. Parsons' self-awareness of this limitation drives what the Board sees as a strong commitment to building an executive leadership team with the highest quality Provost.

Concerns about Ms. Parsons' commitment to diversity, equity, inclusion, and justice were raised by some through the Faculty Council survey. The search advisory committee and the Board explored the commitment of each candidate in this important area. She explained that the Board heard and believes they understand the basis of such concerns at this moment in time, and they have no doubt that Ms. Parsons understands these issues and that she is committed to continuing progress in this area and will work tirelessly to make Colorado State a place where everyone is seen, heard, and belongs.

Finally, another series of concerns that have been expressed relate to the perception that Ms. Parsons was hand-picked by the Chancellor based on their previous work together. Chair Jordan clarified for the record that Ms. Parsons was nominated by numerous individuals. Chancellor Frank did not ask her to apply. Chancellor Frank had no role in the deliberations of the search advisory committee, and he did not participate in the Evaluation Committee's interview of the three candidates forwarded by the search advisory committee. Chancellor Frank advised the Board on what he saw as the strengths and weaknesses of the candidates and on the qualities he believes are to look for in the next president. He neither voted nor advised any member of the Evaluation Committee on how to vote.

Chair Jordan noted the Board is charged with the statutory responsibility of selecting the president. The Board takes this responsibility extremely seriously and we understand that our responsibility as stewards of an institution founded in 1870 is to leave the university strong and healthy for future generations of Coloradans. The selection of a president is a critical piece of assuring that future. The Board utilized professional assistance and followed national best practices and were forwarded an extremely talented slate of qualified candidates from a diverse and representative search advisory committee. The Board then carefully evaluated those candidates and the voting members of the Board named Ms. Parsons as our clear choice for sole finalist. We have received and carefully considered and reflected upon feedback to the Board regarding the sole finalist.

Chair Jordan then opened the floor for Board discussion and asked each member of the Evaluation Committee to share their thoughts on the process, sole finalist, and any input received.

*Governor Valdez.* Governor Valdez noted that he had the privilege of being part of the entire search process from the very beginning. He noted the search process was thorough – through the survey results, listening sessions, the assembly of the search committee, reviewing all the candidates, and sending forth a qualified set of candidates to the Evaluation Committee – and commented that he also received feedback from the advisory committee members on how equitable and respectful the search process was and on the quality of the candidates. It's tough to find a perfect person who can meet all the aspects the community views as important. Governor Valdez stated he is passionate about the alumni constituency group and rural agricultural constituency. In looking for a dynamic person who can serve all those groups, mentioned that Amy Parsons is a dynamic leader who is going to be able to provide the visionary leadership we need at our flagship university.

*Governor Baca.* Governor Baca stated that she, too, is extremely proud of being able to serve on the search advisory committee and that she is absolutely delighted with the process. She is also a proud alumna of Colorado State University; this university that was so important in my life. Governor Baca described how she is very interested in whomever we might select as president. From the beginning, she wanted someone who understood the culture of CSU and the Southwestern United States. Governor Baca said she was incredibly impressed with Ms. Parsons. She was impressed with her background and love for this university, but also with her ability to listen and accept and integrate differing opinions. Governor Baca acknowledged that whomever the Board selects would have those who are happy and excited and those who are not excited about the candidate. Governor Baca believes Ms. Parsons is the kind of person who can accept and embrace that and move forward. She is excited about the possibilities.

*Governor Martin.* As an Ag representative on the Board, Governor Martin has participated and worked in the Land Grant system for over twenty years and in agriculture for more than 40 years. He has reached out to his colleagues and is very excited about Amy Parsons as the next President.

*Governor Kawanabe.* As a 4<sup>th</sup> generation Coloradan, Governor Kawanabe offered special thanks to the search advisory committee and to everyone involved in the process. He stated Ms. Parsons is a leader and has the humility to know she can always do better. We have a world-class campus and university in a world-class state. Governor Kawanabe believes in the search process and in our finalist and would vote with a “yes.”

*Governor DeSalvo.* Governor DeSalvo thanked Governor Valdez for leading the search effort. He has extreme confidence in his leadership. Governor DeSalvo stated that he knows Amy and believes she will do an extremely good job and he support her 100%.

*Governor Easley.* As an alum of CSU, husband of a CSU graduate, brother of two CSU graduates, and father of two CSU graduates, Governor Easley has a long tradition at CSU – and he grew up in Denver and can say something about DEI. He is very confident about Amy Parsons’ ability to lead and her commitment to diversity, equity, inclusion. Governor Easley was on the Board of Denver Public Schools when there was a non-traditional superintendent selected, Tom Boasburg. In the 10 years he was superintendent of DPS, grad rates went up to 71% and it was the fastest growing district in the state, and the largest, and parents got a lot more choice. He shared that story because DPS is a better district because of his leadership. He understands the concern about not having a teaching background, but DPS was a much better district because of his leadership, and Governor Easley sees Amy having that kind of leadership as well. He thinks she’ll be an outstanding President and expects her to be around for a very long time.

*Governor Markey.* Governor Markey was also honored to be part of the 31-member search advisory committee and saw firsthand how students, alumni, and staff all came together to consider and rate the merits of many outstanding candidates. She thinks the process went very well, we came to a consensus around three excellent candidates, and came out feeling very good about all of them. Governor Markey wholeheartedly supports Amy Parsons for CSU President. Governor Markey also mentioned that women in the public eye face greater scrutiny and what stood out for her were Amy’s innovative ideas, and most importantly, Amy’s clear passion and

love for the institution. Governor Markey is confident Amy is the right leader to fulfill our mission as a land-grant institution while addressing increasing challenges facing the University.

*Governor Fischer.* Governor Fischer noted there is unequivocal support for Ms. Parsons, and she will be an excellent leader. He also commented that right up to the date the Board made the selection of a finalist, it was a very fluid field and that would not have been the case if it had been a *fait accompli*, as some have suggested. Governor Fischer wanted to put an explanation point on the legitimacy of the process and extend gratitude to Governor Valdez.

*Chancellor Frank.* Chancellor Frank explained he recently had the opportunity to speak to the Aspen Institute's new presidential cohort about longevity in the presidency, and he shared that it is fair to say that longevity does not occur without success. Thus, he stated there are eight qualities that are particularly important to successful presidents, and without any of them, the risk of an unsuccessful presidency – and hence a difficult period for the university – rises. In no particular order, Chancellor Frank shared these eight qualities are: (1) a passion for the university and its role and mission; (2) exceptional communication skills; (3) the ability to build and lead a diverse executive team; (4) the ability to make decisions in the face of complexity and controversy after listening to all the available information; (5) a high Emotional Quotient and an unshakeable commitment to making the university a welcoming home for everyone; (6) the ability to self-critique and learn from mistakes (because every president will make them); (7) stamina and energy; and (8) resilience.

Chancellor Frank commented that the search firm and search advisory committee did a wonderful job. From what he saw, the twelve candidates the search advisory committee interviewed showed evidence of these qualities, and the three candidates who were forwarded from the search advisory committee to the Board and were interviewed by the Evaluation Committee all displayed these – albeit in different ways and with different strengths.

He said no human being, by definition, is perfect. And any person, no matter how skilled, will be challenged by aspects of these roles. Each candidate brings strengths and weaknesses to the table, and Chancellor Frank advised on those as he saw them in the candidates, but the successful candidate will utilize those strengths, recognize their weaknesses, and surround themselves with people who will help shoulder that load.

He shared his opinion that Amy Parsons has these eight qualities. Chancellor Frank has worked closely with her and said she will gather input, she can make difficult decisions, she will communicate the 'why' behind those decisions, she is extremely hard-working and always striving to improve, and she has overcome barriers in the past. Noting that most importantly, Ms. Parsons cares deeply about CSU and its role and mission, she is self-aware of her strengths and weaknesses, and she will build an exceptional team to help guide CSU. He shared his belief that she will serve Colorado State University very well as its 16<sup>th</sup> president.

*Chair Jordan.* Chair Jordan expressed she is an enthusiastic supporter of Amy Parsons. The first time she met her they spoke about lifelong learning – important for a university president to encourage and model that for others. When asked about the public and faculty comments from the past weeks, what struck Chair Jordan was Amy's grace that people made a lot of really good

points, that there were things to consider in what was said, and her openness to criticism was remarkable. Chair Jordan was also impressed with Ms. Parsons' commitment to DEI, making everyone at CSU feel like they're seen and belong, helping people understand there are things that need to be worked on, and that Amy is there to do that work. Chair Jordan advised she is fully behind the idea of Amy Parsons being the 16<sup>th</sup> president of CSU.

### **APPOINTMENT OF THE 16<sup>th</sup> PRESIDENT OF CSU**

**Motion/Action:** General Counsel Johnson read the following Motion concerning the appointment of the next President of Colorado State University:

Under C.R.S. § 23-30-116 and in accordance with Board Policy 105, it is hereby MOVED that the Board of Governors of the Colorado State University System approve the appointment of Amy Parsons, J.D. to the position of President of Colorado State University, effective February 1, 2023.

The Board FURTHER MOVES and directs the Chancellor to negotiate the terms and conditions of Amy Parsons' employment as President of Colorado State University, in consultation with the Board Chair and General Counsel, and the Chancellor is hereby authorized to execute an Employment Agreement with Ms. Parsons pursuant to C.R.S. § 24-19-104, with an effective date of February 1, 2023.

Governor Valdez Moved to approve that Motion. Governor Baca seconded the Motion, Chair Jordan called for any discussion and called for an individual vote of each Board member. The Motion carried unanimously.

### **ACCEPTANCE OF THE POSITION AS 16<sup>th</sup> PRESIDENT OF CSU**

Following the Motion, Chair Jordan asked Ms. Parsons to share comments about her appointment as the next CSU President. Ms. Parsons explained she was humbled and honored to accept the responsibility of becoming the 16<sup>th</sup> president of Colorado State University. She thanked Chair Jordan, Governor Valdez, and all the members of the Board of Governors for the enormous trust they are investing in her.

Ms. Parsons also thanked the faculty, staff, and students who engaged in this process, including all those who participated in the Faculty Council survey. She understands and respects all of the concerns expressed, and she takes them seriously. This is, in many ways, the best part of the University – the freedom to disagree, to criticize, to debate how best to fulfill the mission of the university and to advance the academic enterprise. Ms. Parsons share that she is, after all, a student and will always be a student. She is far from perfect, and she has made mistakes over the course of her career. Ms. Parsons is grateful to the CSU community, where she has spent the majority of her working life in various roles, for the opportunities she has had to learn, to grow, at times to fail, and at times to succeed. It is this type of environment, with learning at its foundation, that Ms. Parsons hopes to build and sustain for all members of our campus community, in partnership with all of you. Ms. Parsons explained this is part of her commitment to all of you today. She does not enter this role with the idea that she deserves your trust and confidence, but she wanted to explain that she intends to earn them.

Ms. Parsons described the enormous opportunities ahead as an institution, and that she will be working with the leadership team across campus to:

- Continue to make CSU the university of choice in Colorado and a national leader in delivering on the mission and purpose of the research university;
- Make progress in ensuring our student population reflects the community we serve and eliminate gaps and barriers in student success – with an emphasis on a campus that is welcoming, inclusive, and accessible;
- Make strides in faculty support, recruitment, and retention with a focus on competitive compensation and the quality of working life;
- Become one of the best places to work for all employees, again with a focus on competitive compensation and the quality of working life;
- Set the standard as the modern Land Grant University in the country with our deep commitment to access, excellence in academics and research, and innovative programming at places such as CSU SPUR and Todos Santos;
- In the longer term, she believes it is time for a renaissance of the land grant mission in the United States – the notion of access to excellence both for students coming to the university and for CSU’s knowledge and expertise to flow out to the communities who can benefit from it the most, and with deep engagement with diverse communities around the state.

Ms. Parsons shared she will be doing a lot of listening in her first months on the job and she will be working with the campus community to move forward the excellent work that is already in progress around the strategic plan, academic master plan, and more. She mentioned there are also some positions to fill. Ms. Parsons looks forward to doing this important work together and, together, leading CSU into a new era of achievement and excellence. This university deserves our very best, and she promised to give her very best.

With no further business the meeting adjourned at 3:22 p.m.