

Lincoln, Nebraska
August 13, 2014

The Presidential Search Screening and Selection Committee of the University of Nebraska met on August 13, 2014, at 12:08 p.m. in the board room of the University of Nebraska Foundation office located at 2285 South 67th St., Suite 200, in Omaha, Nebraska, in a publicly convened session, the same being open to the public and having been preceded by advance publicized notice, a copy of which is attached to the minutes of this meeting as Attachment 1.

In compliance with the provisions of *Neb. Rev. Stat.* § 84-1411, printed notice of this meeting was sent to each member of the Search Committee and was posted in the first floor lobby of Varner Hall, the University of Nebraska system's administrative office located at 3835 Holdrege Street in Lincoln, Nebraska. In addition, copies of such notice were sent to the Lincoln Journal Star, Omaha World Herald, the Daily Nebraskan, the Gateway, the Antelope, the Kearney Hub, and the Lincoln office of the Associated Press on August 6, 2014.

Committee members present:

Susie Buffett
Jeffrey Gold
Brian Hastings
Howard Hawks, Chair
Jordan Koch
Marjorie Kostelnik
Steve Nelson
Krupa Savalia
Rob Schafer
Kent Schroeder
Thomas Warren
Bob Whitehouse

Members not present: (if applicable)

Julie Shaffer

Isaacson, Miller participating:

David Bellshaw
Bernie Jones
Lindsay Gold

Staff present:

Dara Troutman, Chief of Staff and Secretary to the Presidential Search Screening and Selection Committee
Joel Pedersen, Vice President and General Counsel

I. CALL TO ORDER

II. ROLL CALL

The Presidential Search Screening and Selection Committee convened at 12:08 p.m. in the board room of the University of Nebraska Foundation office located at 2285 South 67th St., Suite 200, in Omaha, Nebraska, on August 13, 2014. Attendance is indicated above.

Chairman Hawks announced the location of the Open Meetings Act in the board room.

III. APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS

Motion: Moved by Schroeder and seconded by Warren to approve the minutes of the Presidential Search Screening and Selection Committee meeting on April 25, 2014.

Action: Voting Aye: Buffett, Gold, Hastings, Hawks, Koch, Kostelnik, Nelson, Savalia, Schafer, Schroeder, Warren, Whitehouse. Motion carried.

IV. PUBLIC COMMENT

None

V. **RESOLUTIONS**

Chairman Hawks asked Regent Whitehouse to read a resolution on the Presidential Search Screening and Selection Committee Operating Principles, Process, and Quorum Rule, as follows:

WHEREAS, the search for a new President of the University of Nebraska is a serious responsibility requiring the highest professional and ethical standards;

WHEREAS, the selection of the new President will have profound effects, both financial and otherwise, on the University and the entire state of Nebraska;

WHEREAS, the University has received the uncompensated time and talent of committee members representing a significant in-kind contribution for the benefit of the University;

WHEREAS, the University has engaged a search consultant and will incur reasonable and related expenses to attract and retain the most competitive prospects, nominees and applicants (Applicants) for a new President and to safeguard the resources, financial and otherwise, values and reputation of the University;

WHEREAS, the search firm has affirmatively represented to Applicants that they are entitled to confidentiality in the search process unless they are among one of the four or more finalists for the position;

WHEREAS, it is necessary and in the University's best interest to protect the confidentiality of Applicants other than finalists in order to optimize participation, attract the most qualified Applicants and to avoid unintended consequences such as jeopardizing current positions or inducing speculative publicity;

WHEREAS, the search process involves give-and-take negotiations with Applicants throughout the process including but not limited to recruiting qualified Applicants and terms and conditions of employment for the next President.

NOW THEREFORE, the Committee adopts the following operating principles:

Duties:

- **Primary Duty:** The primary duty of the Committee is to lawfully assist the Board of Regents in selecting the next President of the University of Nebraska from four or more optimal finalists following open and public community forums allowing for faculty, student and public input and questions from those groups and the press to each finalist in turn.
- **Protecting Applicant Confidentiality:** Committee members understand the duties and requirements of Nebraska law and the exception to public disclosure that protects against disclosing certain information that would tend to reveal the identity of Applicants for the position of University President, other than finalists for the position (the finalist rule).
- **Findings:** Although the duty to protect Applicant confidentiality should be self evident from the finalist rule, the Committee specifically finds that it will often and necessarily operate in a confidential manner in order obtain the full benefit of the finalist rule on behalf of Applicants. In addition, the Committee hereby specifically finds that it is necessary for the protection of the public interest to do so in order to protect Applicant Confidentiality, optimize candor and participation, attract the best Applicants, avoid unintended consequences (such as jeopardizing current employment or inducing speculative publicity), make informed evaluations and recommendations, negotiate with Applicants as needed and properly fulfill its duties. Further, the Committee finds that operating in a confidential manner is necessary for the prevention of needless injury to the reputation of Applicants. To support these findings, the Committee has relied upon the knowledge, expertise and experience of its members including specifically learning from past presidents of the University, potential Applicants and other reliable sources, including historical input from academic search firms regarding the importance of confidentiality to the development of the Applicant pool. In addition, the Committee has considered the advice and expertise of the selected search firm/legal counsel as well as other credible reports and information.

- Other Duties: In fulfilling its primary duty, the Committee's duties also include but are not limited to: prudently incurring expenditures, avoiding the direct costs and other economic impacts of needlessly delaying the search or not selecting a new president, attracting and retaining the most competitive Applicants, and safeguarding the resources, financial and otherwise, values and reputation of all involved including the Applicants, University and the Committees.

Process:

- The search process will comply with all applicable rules and regulations of the University of Nebraska and applicable state and federal laws.
- The chair of the Committee shall speak for the Committee.
- Robert's Rules of Order, Newly Revised, shall be used as procedural authority for the conduct of meetings in the absence of a controlling Operating Principle, Regental Standing Rule, Bylaw or Policy.

Quorum Required:

- A quorum shall be required for each meeting of the Committee and for the transaction of any business. A majority plus two of all members of the Committee (9 members) shall constitute a quorum.

Motion: Moved by Schroeder and seconded by Gold to approve the resolution on the Presidential Search Screening and Selection Committee Operating Principles, Process, and Quorum Rule.

Action Voting Aye: Buffett, Gold, Hastings, Hawks, Koch, Kostelnik, Nelson, Savalia, Schafer, Schroeder, Warren, Whitehouse. Motion carried.

VI. ADDITIONAL BUSINESS

Closed Session

Motion Moved by Schroeder and seconded by Whitehouse that the Committee go into closed session as authorized by Neb. Rev. Stat. § 84-1410 for the protection of the public interest, and to prevent needless injury to the reputation of persons who have not requested a public hearing, for the purpose of holding a discussion limited to the following subject:

- Confidential personnel matters involving the search and selection of the President of the University of Nebraska.

Action Voting Aye: Buffett, Gold, Hastings, Hawks, Koch, Kostelnik, Nelson, Savalia, Schafer, Schroeder, Warren, Whitehouse. Motion carried.

Chairman Hawks declared that the closed session would be strictly limited to a discussion of:

- Confidential personnel matters involving the search and selection of the President of the University of Nebraska.

The Committee went into closed session at 12:18 p.m.

The Committee reconvened the open meeting at 2:24 p.m.

VII. ADJOURNMENT

There being no further business, the meeting was adjourned by Chairman Hawks at 2:25 p.m.

Respectfully submitted,

Dara L. Troutman
Secretary, Presidential Search
Screening and Selection Committee

Howard L. Hawks
Chairman, Presidential Search Screening
and Selection Committee