

DRAFT – FOR DISCUSSION PURPOSES ONLY – 5-22-2015**REGENT POLICY DOCUMENT REVIEW PROCESS:
RPD 6-4, SEARCH AND SCREEN PROCEDURES FOR CHANCELLORS,
SENIOR VICE PRESIDENTS OR VICE PRESIDENTS****BACKGROUND**

The UW System Board of Regents' policies are codified in Regent Policy Documents (RPDs) that have been adopted over time, some dating back to the creation of the UW System. The Board has adopted these policies under the authority granted in Chapter 36, Wis. Stats. The RPDs address a wide array of subjects, including academic policies and programs, contracts, student activities, and trust and investment policies.

In February 2011, the President of the Board of Regents formally announced the beginning of a process to review and update the RPDs. The review process has resulted in updating and revising current policies, eliminating obsolete ones, or identifying areas in which new policies are needed. Each policy is analyzed in light of its original purpose, whether that purpose still exists, and the likely effects of any revisions.

The Office of the Board of Regents has developed a set of guiding principles to direct the analysis of the Regent Policy Documents. These principles include: consideration of the extent to which a policy establishes a fundamental principle, serves as an enduring statement, and provides broad and strategic statements that memorialize and communicate the Board's expectations for the UW System and/or UW institutions.

At its June 2015 meeting, the Business and Finance Committee will consider amending RPD 6-4, "Search and Screen Procedures for Chancellors, Senior Vice Presidents or Vice Presidents," a policy originally implemented in 1972 and last updated in 2010.

REQUESTED ACTION

Adoption of Resolution ____, amending RPD 6-4, "Search and Screen Procedures for Chancellors, Senior Vice Presidents or Vice Presidents."

DISCUSSION

RPD 6-4 describes the procedures for selecting Chancellors, Senior Vice Presidents and Vice Presidents and is largely based on one of the first policies approved by the UW System Board of Regents in 1972. The current procedures for selecting chancellors require the appointment of two committees: a Search and Screen Committee, appointed by the System President and comprised of staff, students, administrators, community representatives, and faculty members, who must comprise a majority of the committee and from whom a chair is

selected, and a Special Regent Committee, appointed by the Regent President and comprised of Regents. The policy also prescribes the specific composition of the Search and Screen Committee.

According to the Association of Governing Boards of Universities and Colleges (AGB), responsibility for recruiting, appointing, supporting and evaluating institutional leadership is among the list of basic responsibilities for governing boards, along with participating in strategic planning processes led by the chief executive, ensuring the fiscal integrity of the organization, and other core responsibilities.

Consistent with this perspective, members of the UW System Board of Regents have often stated that they consider the hiring of chancellors to be among their most important responsibilities. They have expressed pride in the choices that have been made through the current process; but at the same time, Regents have expressed concern that their involvement in the hiring process has been unnecessarily constrained. For example, the current process does not call for Regent-members of the Regent Selection Committee to visit an institution prior to hiring a chancellor for that institution; Regent Selection Committee members are updated on the Search and Screen Committee's progress, but are detached from that committee's process; and Regents meet and interview the final candidates late in the process.

In addition, the current policy often leads to large Search and Screen Committees, which for recent chancellor searches have ranged in size from 21 to 27 members. Current procedures also require that faculty members comprise a majority of the committee, which contributes to the size of the committees and potentially limits the membership opportunities of other constituencies.

In recent years, Regents have expressed interest in increasing Regent participation at earlier points of the search process and increasing the communication and interaction of the Search and Screen Committee and the Special Regent Committee. The changes Regents have sought align with practices in other university systems.

The Office of the Board of Regents reviewed the leadership selection policies and processes of nine university systems: California State University, City University of New York, Minnesota State Colleges and Universities, State University of New York, University of California, University of North Carolina, University System of Georgia, University System of Maryland, and University of Texas System. This review indicated that search and screen committees at eight of nine university systems:

- are smaller in size, averaging fourteen members;
- have members from a variety of constituencies, including faculty, staff, students, alumni, deans, institutional leaders, board members, foundation representatives, and community members, with no constituency holding a majority on the committee; and
- are often chaired by institutional or system leaders or board members.

Also, five of these nine systems have policies that allow for the identification of additional finalists for interviews.

The proposed changes to RPD 6-4 are designed to address concerns raised regarding the current policy. The revisions:

- allow for smaller Search and Screen Committees and more opportunities to include members from external constituencies, as committee composition is less prescribed;
- increase the connection between the Search and Screen and Special Regent committees by having a member of the Special Regent Committee chair the Search and Screen Committee; and
- increase Regent involvement throughout the search process by: suggesting Regents visit the relevant institution when considering chancellor qualifications; providing for Regent attendance at semi-finalist interviews; and permitting the Special Regent Committee and the System President to identify additional finalists.

In addition, the proposed amendments clarify the System President's responsibilities in the hiring process for senior leadership positions within UW System Administration, prohibit consideration of an interim appointee as a candidate for the permanent position without written permission of the System President; and reflect the previously-adopted delegation to the System President of salary-setting authority for UW System Administration senior leadership positions.

RELEVANT REGENT POLICIES

Regent Policy Document 6-4, Search and Screen Procedures for Chancellors, Senior Vice Presidents or Vice Presidents

Regent Policy Document 6-5, Executive Salary Structure

**DRAFT 5-22-2015 For Discussion Purposes Only
RPD 6-4 -- EXECUTIVE SEARCH PROCESS**

Regent Policy Document 6-4

Selection Process for System President, Chancellors, and UW System Senior Leadership Positions

DRAFT POLICY	COMPARISON WITH EXISTING POLICY
<p><u>Scope</u></p> <p>This policy sets forth the protocol the Board of Regents has determined shall be followed for the selection of University of Wisconsin System senior leadership positions: chancellors of UW institutions, UW System Senior Vice Presidents, Vice Presidents, the General Counsel, and the Chief Audit Executive, as well as interim appointees to these positions and the UW System President position.</p>	<p>Scope statement added. Broadens coverage of policy to include System President, General Counsel and Chief Audit Executive.</p>
<p><u>Purpose</u></p> <p>The purpose of this policy is to implement s. 36.09(1)(e), Wis. Stats., authorizing the Board of Regents to appoint a president of the UW System, a chancellor for each UW institution, and other UW System leadership positions. This policy defines the roles and responsibilities of the Board of Regents and the System President, and the committees they appoint, when filling leadership positions in UW System Administration and at UW institutions.</p>	<p>Purpose statement added.</p>
<p><u>Policy Statement</u></p> <p>The University of Wisconsin System Board of Regents considers the selection of the System President and UW institutional Chancellors to be among its most important duties and maintains a strong commitment to the principles of inclusivity and consultation with institutional and community representatives. To ensure effective leadership of the University of Wisconsin System, the following protocols are to be used:</p>	<p>Introductory paragraph added.</p>
<p>UW System President:</p> <p>When a vacancy occurs or is imminent, the Regent President shall consult with the Regent Vice President and other members of the Executive Committee of the Board of Regents to determine the process the Board will use in selecting a new System President.</p>	<p>New: System President selection process was not previously covered in the policy.</p>

**DRAFT 5-22-2015 For Discussion Purposes Only
RPD 6-4 -- EXECUTIVE SEARCH PROCESS**

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<p>Chancellors:</p> <ol style="list-style-type: none"> 1. <u>Special Regent Committee Composition</u>: When a vacancy occurs or is imminent, the Regent President shall designate a Special Regent Committee consisting of not less than three nor more than five Regents to be involved in the selection process for a replacement. The Regent President shall designate a chairperson of the Special Regent Committee. 2. <u>Chancellor Qualifications</u>: The Special Regent Committee shall confer with the UW System President and advise the System President of any special qualifications for the position that it believes should be considered. Members of the Special Regent Committee are encouraged to visit the UW institution and meet with students, faculty, staff, and other members of the campus community to familiarize themselves with the unique characteristics and needs of the institution. The Special Regent Committee shall work with the System President to produce a brief job description, taking into account the special characteristics of the institution at which the Chancellor would serve. 3. <u>Search and Screen Committee Composition</u>: The System President, after consulting with members of the institution's governance groups and other members of the university community, shall appoint a Search and Screen Committee comprised of individuals knowledgeable of the duties and responsibilities of the position and broadly representative of the interests of the students, faculty, staff, administrators, community and friends of the institution and the interests of the UW System. The System President shall consider diversity, particularly as it relates to gender, race, and ethnicity, when making committee appointments. <p>The Regent President shall designate one member of the Special Regent Committee or a Regent Emeritus to serve as chairperson of the Search and Screen Committee. In the event that a Regent Emeritus is designated chairperson of the Search and Screen Committee, he or she shall serve as a non-voting member of the Special Regent Committee.</p> <p>The System President, in consultation with the Regent President and the chair of the Search and Screen Committee, shall designate</p>	<p>Change: Specifies more prominent role for Regents earlier in process. Allows for smaller committee size.</p> <p>New: Regent chair of Search and Screen Committee. Chair also serves on Special Regent Committee; if chair is Regent Emeritus, he/she serves as ex officio non-voting member of Special Regent Committee.</p>

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<p>6. <u>Finalist Interviews</u>: The Special Regent Committee, in conjunction with the System President, shall review all of the finalists, conduct interviews, and identify a candidate to recommend to the full Board of Regents.</p> <p>7. <u>Board of Regents Approval</u>: The full Board shall approve the appointment, including salary.</p>	
<p>UW System Administration Senior Leadership Positions:</p> <p>1. <u>Appointment of Search and Screen Committee</u>: When a vacancy occurs or is imminent, the System President shall appoint a Search and Screen Committee. For positions determined by the System President to involve a high degree of campus contact, the Search and Screen Committee may include faculty, staff, and/or student representatives.</p> <p>2. <u>Search and Screen Committee Role</u>: The Search and Screen Committee shall be provided with a job description prepared by the System President in consultation with the chair(s) of the appropriate standing committee(s) of the Board of Regents, depending on the duties and responsibilities of the vacant position. The Search and Screen Committee shall screen candidates and conduct such interviews as it deems appropriate.</p> <p>3. <u>Identification of Finalists</u>: The Search and Screen Committee shall subsequently provide a list recommending qualified individuals, in unranked order, along with an alphabetical list of all persons considered. If any of the names on the initial list presented by the Search and Screen Committee are not accepted by the System President, or if any of the recommended candidates withdraws from the search, then before the Search and Screen Committee is discharged, it may be asked to provide additional candidates from the list of persons considered. In addition, the System President may identify as finalists up to two additional names from the list of persons considered by the Search and Screen Committee.</p> <p>4. <u>Finalist Interviews</u>: The System President shall review all of the final candidates and conduct interviews. The System President shall fill the vacancy from among the candidates interviewed, and shall advise the appropriate Board standing committee of the person selected.</p>	<p>Change: Committee name changed to “Search and Screen” for consistency.</p> <p>Change: Current policy has sometimes been interpreted to mean Regents are required to serve on interview panels. New policy clarifies consultative role of standing-committee chairs.</p> <p>New: System President may identify up to two additional candidates from the list for consideration.</p>

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<p>5. <u>Salary Approval</u>: Board approval of the salary for senior leadership positions is not required unless the salary exceeds the Board-approved salary range.</p> <p>6. <u>Appointment</u>: In the case of the Chief Audit Executive, the appointment is made jointly by the System President and the Chair of the Board of Regents Audit Committee.</p>	<p>New: Refers specifically to CAE reporting structure.</p>
<p>Interim Appointments:</p> <p>The procedure for selecting an interim System President is as follows:</p> <ol style="list-style-type: none"> 1. <u>Regent President's Authority</u>: When a vacancy occurs or is imminent, the Regent President may appoint an interim System President to serve until a permanent appointment is made. 2. <u>Committees Not Required</u>: Appointment of a Special Regent Committee or Search and Screen Committee is not required or expected for an interim appointment. 3. <u>Regent President Consultation</u>: Prior to appointing an interim System President, the Regent President shall consult with the Vice President and other members of the Executive Committee of the Board of Regents. Such consultation shall include the length and salary of the interim appointment. 4. <u>Limit on Length of Appointment</u>: In determining the length of an interim appointment, the Regent President shall consider the circumstances of the vacancy and the best interests of the UW System. The length of an interim appointment for a System President may not exceed three years. 5. <u>Eligibility for Permanent Appointment</u>: An interim appointee shall not be considered a candidate in the search process for the permanent position without advance written authorization from the Regent President permitting the interim appointee to participate as a candidate for the permanent position. <p>The procedure for selecting interim Chancellors and UW System Administration senior leadership positions is as follows:</p> <ol style="list-style-type: none"> 1. <u>System President's Authority</u>: When a vacancy occurs or is 	<p>New: Current policy does not address interim System President.</p> <p>New: Documents consultation process.</p> <p>New: Requires an interim appointee to obtain approval to be considered a candidate for the permanent position.</p>

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<p><u>Related Regent Policies and Applicable Laws:</u></p> <p>Regent Policy Document 6-5, “Executive Salary Structure”</p> <p><u>History:</u></p> <p>Res. 4034 adopted 4/8/1988; replaces 72-18; amended by Res. 5176 adopted 3/10/1989 (also called 89-3 until incorporated herein) and Res. 6636 adopted 4/8/1994; amended by Res. 6932 adopted 5/5/1995 and Res. 8157 adopted 6/8/2000; amended by Res. 9811 adopted 8/20/2010.</p>	

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