MINUTES

1. Call the Meeting to Order/Roll Call/Welcome................................................................. 1
2. Action Item.......................................................................................................................... 1
3. Adjournment....................................................................................................................... 2
(This page intentionally left blank.)

Chancellor’s staff present included: Chancellor George Pernsteiner, Bridget Burns, Ryan Hagemann, Jay Kenton, Melody Rose, Di Saunders, Charles Triplett, and Marcia Stuart.

*by phone

1. **Call the Meeting to Order/Roll Call/Welcome**

   President Donegan called the meeting to order at 10:06 a.m. and asked the Board Secretary to take the roll.

2. **Action Item**

   President Donegan provided an outline of the meeting and called upon Director Paul Kelly, chair of the Governance & Policy Committee, to review key points of Chancellor George Pernsteiner’s separation agreement as drafted by OUS legal counsel, Ryan Hagemann. Board leadership and Chancellor Pernsteiner negotiated the terms of the separation agreement with the goals of a smooth and positive transition with OUS leadership and recognition of Pernsteiner’s years of service to the System.

   Key provisions include Mr. Pernsteiner continuing in the role of chancellor until March 1, 2013; following that, he will work through the month of March on a shared services model for Board consideration. Director Kelly noted that Pernsteiner is uniquely qualified to create a shared services template.

   During discussion, President Donegan thanked Director Kelly, Mr. Hagemann, and Chancellor Pernsteiner for their cooperative actions and noted that the compensation is fair, recognizing the chancellor’s contribution to the state. To Chancellor Pernsteiner, he said “this is a very creative solution and we want to recognize your time and contribution.”

   **Action:** Director Paul Kelly made a motion to accept the resignation of Chancellor George Pernsteiner and approve the separation and resignation agreement as negotiated; Director Jill Eiland seconded. Those voting in approval included: President

President Donegan thanked Chancellor Pernsteiner for his service to OUS, noting that he has been with the System since 1989, working in the Chancellor’s Office, the University of Oregon, and Portland State University. Members echoed Donegan’s thanks and remarked on Chancellor Pernsteiner’s support for students across the state, regardless of their ethnicity; his willingness to collaborate with community colleges; his leadership during the presidential transition at the University of Oregon; and his leadership and advocacy for faculty and staff across the system.

Chancellor Pernsteiner thanked the Board for their comments and expressed his thankfulness to the Board, the staff of the Chancellor’s Office, to Governors Kitzhaber and Kulongoski, and to his wife, Cheryl, and their five children for their support.

3. **ADJOURNMENT**

President Donegan adjourned the meeting at 10:39 a.m.