



## **Board of Regents – Special Called Meeting**

**Friday, February 12, 2016 ~ 1:30 p.m. (CT)**  
*Cornelius A. Martin Regents Room (MMTH)*

### ***AGENDA***

- Call to Order (*Mr. Frederick A. Higdon, Chair*)
- Roll Call
- Remarks from Board Chair (*Mr. Frederick A. Higdon*)

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1. Appointment of the Presidential Search Committee (*Chair Higdon*)

- Remarks from Search Committee Chair

2. Recommendation to solicit Request for Proposals from Executive Search Firms (*Chair Higdon*)

3. Other Business / Announcements (*Chair Higdon*)

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- Adjourn

**MINUTES  
OF THE BOARD OF REGENTS  
WESTERN KENTUCKY UNIVERSITY**

**February 12, 2016  
*Special Called Meeting***

• **CALL TO ORDER**

Required statutory notice having been given, a special called meeting of the Board of Regents of Western Kentucky University was held in the *Cornelius A. Martin Regents Room* at Mass Media and Technology Hall on WKU's main campus. The meeting was called to order by Chair, Mr. Frederick A. Higdon, at approximately 1:30 p.m. (CT).

• **ROLL CALL**

The following Regents were present, representing a quorum of the Board:

Mr. Frederick A. Higdon, Chair	Mr. J. David Porter
Dr. Melissa B. Dennison, Vice Chair	Mr. John W. Ridley
Dr. Phillip W. Bale	Mr. Jay Todd Richey, Student Regent
Dr. Barbara G. Burch, Faculty Regent	Dr. Tamela W. Smith, Staff Regent
Mr. Gillard B. Johnson III	

Regents absent from the meeting:

Ms. Cynthia Harris, Secretary  
Mr. Laurence J. Zielke

Others in attendance included the following:

Dr. Randy Capps, Parliamentarian  
Mr. Gordon Johnson, Chief Information Technology Officer  
Ms. Julia McDonald, Assistant to the President for Board & Executive Relations  
Ms. Robbin Taylor, Vice President for Public Affairs  
Ms. Deborah T. Wilkins, General Counsel

**In keeping with the policy of the Board, the agenda for the meeting and information and materials pertinent to items thereon had been mailed in advance of the meeting to members of the Board.**

- **REMARKS FROM BOARD CHAIR (Mr. Frederick A. Higdon)**

“Two weeks ago today we received shocking news when President Gary Ransdell announced his pending retirement effective June 30, 2017. His retirement news was bittersweet. We are obviously glad that Gary and Julie can embrace the ‘golden years’, but saddened at the future loss of our distinguished and transformational President and First Lady.

Gary Ransdell has set the bar high for his successor. The Board and WKU family can take comfort that as we move forward in the presidential search process over the next 17 months, the University is positioned and immeasurably attractive to elicit the ‘best of the best’ candidates.

Thank you, Gary Ransdell for your leadership, dedication and transformational vision for WKU that allows the University to be so deservedly distinguished. Thank you for timing your retirement to enhance the successful choice of a successor. Thank you, Julie Ransdell for your leadership and dedication to WKU. The Gary and Julie team has truly secured WKU’s place as a leading institution of higher education in Kentucky, in the nation and for that matter, in the world.

Today the Board takes the first formal action in the selection process with formation of the Search Committee. I have been informed that this is only the 7<sup>th</sup> for certain (or it could be just the 6<sup>th</sup>) presidential search in the 110 year history of the University. Over the past two weeks, I have reached out to each of you to discuss the process and to elicit your comments and suggestions. I recommend to the Board that it initially appoint a seven member Search Committee. As we proceed, the Board may decide to increase the membership of the Search Committee. Input received from the Search Firm and comments received from the adoption of a presidential profile might identify the need for a larger Search Committee make-up.

In closing, I believe it is important to make the following points regarding the search process, the selection, the timing, the confidentiality, and the independence:

**Search Process:** Formal action commencing the search process will occur today. The Board will appoint the initial Search Committee and its Chair. The Board will charge the committee to conduct an exhaustive search to identify three to five final candidates. The Board will select the President from the finalist group selected by the Search Committee. The Board will employ a Search Firm to assist them and the Search Committee with conducting the recruitment and search process.

**Selection:** The Board will make the presidential selection from the finalists identified by the Search Committee. The nuances of the process will be based upon best practices and recommendations from the Search Firm.

**Timing:** Officially, the process starts today with the appointment of the Search Committee. The Board will be asked to approve the process leading to selection of a Search Firm. Immediately thereafter, it is expected that the process will commence to adopt a presidential position profile. President Ransdell has generously given us a 17 month window to find his replacement. At first blush that seems more than sufficient time and it is. However, we need to be about the business and I charge the Search Committee to submit its finalist list to the full Board on or before December 31, 2016. I charge the full Board to select the new President on or before March 1, 2017, as this will allow necessary transition time for the new President to start July 1, 2017.

Confidentiality: This is probably one of the most important decisions that a Regent or Search Committee member will make. As previously mentioned, this is only the 7<sup>th</sup> (probably the 6<sup>th</sup>) presidential search in the history of the University. Confidentiality is a must, it is critical. Following best practices in presidential searches, we will distribute a confidentiality form for execution. I would recommend to the Board that anyone violating the confidentiality code will be removed from the process.

Independence: Be assured that the Board and Search Committee will function independently in the presidential search and selection. President Ransdell has expressed repeatedly that he will not be a part of or insert himself into the process, but stay entirely focused on the tasks of his office until June 30, 2017.”

**1. Appointment of the Presidential Search Committee (Chair Higdon) [p 1]**

Dr. Phillip W. Bale, Chair	Current BOR
Dr. Barbara G. Burch	Current BOR Faculty Regent
Mrs. Cynthia Harris	Current BOR Secretary
Mrs. Julie Hinson	President of WKU Alumni Association
Mr. James G. Meyer	Community / Past BOR Chair
Mr. Jay Todd Richey	Current BOR Student Regent
Dr. Tamela W. Smith	Current BOR Staff Regent
<i>Non-Voting / Committee Support</i>	
Mrs. Julia J. McDonald	

MOTION

Motion to approve the appointments to the Presidential Search Committee was made by Vice Chair Melissa Dennison and seconded by Regent Gil Johnson.

DISCUSSION

Regent Ridley stated that he shared concerns with Chair Higdon regarding the need to add additional community members to the Search Committee. Chair Higdon replied that Regent Ridley’s concerns were so noted and that discussion could commence further when a Search Firm has been engaged.

**VOTE / ACTION TAKEN**

Approved    Not Approved    Other \_\_\_\_\_

• **REMARKS FROM SEARCH COMMITTEE CHAIR (Dr. Phillip W. Bale)**

“For many reasons this is both an emotional and historic time in the long history of Western Kentucky University. Because of that, I decided not to trust myself with unedited remarks, but instead offer a prepared statement after some careful and thoughtful introspection. It is indeed my intention that the entire presidential search process will be one that involves much care and much thought.

I appreciate the trust and confidence that Chair Higdon and fellow Board members have placed in me, and I can only hope that I prove worthy of the charge.

Let me begin by offering our gratitude to President and Mrs. Ransdell. Thank you for not only the last 19 years but especially also for the next busy 17 months. Even while planning your exit strategy, you have gifted us enough valuable time to be both thorough and deliberate in our search. While there may be some temptation to celebrate the many successes of the last 19 years, I know that both Gary and Julie agree that this is a time for this Board and this Search Committee not to look backwards, nor tarry with yesterday, but a time to look forward and take heart in the future. There will most certainly be ample time and occasions for such celebrations in the future.

Let no one mistakenly think that I, or this Board, do not understand the full gravity of the task ahead. Other than very personal matters of family, the decision of selecting a new president for this great university may well be the most important decision of our individual lives.

We also understand that the present challenges facing higher education in our Commonwealth, and in our nation, are unprecedented in scope and magnitude. Current economic realities, rapidly evolving technology, brain research as it relates to learning, and even the mood of our country and fellow citizens all demand our full attention. Prevailing sentiment screams for more efficiency, more accountability, better outcomes, and more value thru-out all levels of our educational hierarchy. Solutions to these problems will most certainly require leadership that is creative and innovative, and a leader with uncommon abilities who possesses a bold vision for the future.

It would be both premature and foolish at this time for me, or any of us, to posit what exact characteristics our next president should exhibit. In fact, one of the most important and critical aspects of this search will include a "pre-search" process of identification of what skills and qualifications are most important for WKU in these changing and challenging times. With assistance and guidance from our yet to be determined search firm, I envision that this "pre-search" study will include input from numerous stakeholders. In the end, however, it will remain the solemn obligation and duty of this entire Board to be intimately involved and make the final determination of both those qualities that we seek and the candidate who best exemplifies those qualities and can lead this institution into a future which harbors many unknowns.

More than ever before, faculty-student interaction will promote and define the success of this university. We are fortunate to have in place a gifted faculty who engage and inspire students every day from not just Kentucky but from all over the globe. The accomplishments of our faculty and our students are nothing less than awe-inspiring, and WKU has an amazing staff whose tireless efforts support and enable their work. Learning is at the very heart of what they do so well, and our next president must encourage and maintain an academic milieu of excellence. Due in no small measure to the transformational changes over the last 19 years under the dynamic leadership of Dr. Ransdell, the stature of this university has risen to ever greater heights, especially and most importantly in the realm of academics. I anticipate and expect that the caliber of applicants for this presidency will be of the highest order, and I pledge that we will conduct our search with as much clarity as possible while not compromising the confidentiality that is so vital to the process.

Abraham Lincoln, at some important juncture during his presidency, was quoted as saying, "as our case is new, so we must think anew and act anew, we must disenthral ourselves, and then we shall save our country." And so it is now in higher education and at Western Kentucky University, a time to think anew, to act anew, and to begin our quest for the next leader of this great institution of learning. May we now commence this journey with the noblest of intention, integrity, and collegiality. The Western Kentucky University family expects and deserves nothing less."

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**2. Recommendation to issue a Request for Proposals from Executive Search Firms [p 2]**

Western Kentucky University has determined that university personnel are not available or that it is not feasible to utilize university employees for the recruitment and search of a University President. In accordance with Kentucky Revised Statutes, the university is required to solicit proposals from qualified providers of personal services as stated below:

This competitive solicitation will be conducted in accordance with the laws of the Commonwealth of Kentucky and specifically KRS 45A.085 Competitive Negotiations. Available at:  
<http://www.lrc.ky.gov/statutes/statute.aspx?id=22343>

**RECOMMENDATION**

That the WKU Board of Regents issue a Request for Proposals from Executive Search Firms to provide assistance in conducting its search for a University President. Such assistance to include developing a qualified, diverse pool of applicants; recruiting candidates for the position; conducting reference checks on candidates; and assisting in the screening of candidates.

**TIMELINE**

***Issuance of Request for Proposals:***

Immediately upon approval by the WKU Board of Regents on February 12, 2016.

***Deadline for Submission of Proposals:***

3:30 pm (CT) on March 2, 2016.

**MOTION**

Motion for approval to issue a Request for Proposals from Executive Search Firms to Recruit a University President was made by Vice Chair Melissa Dennison and seconded by Regent Gil Johnson.

**VOTE / ACTION TAKEN**

Approved   Not Approved   Other \_\_\_\_\_

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**ADJOURNMENT**

With no further business, Chair Higdon adjourned the meeting at approximately 2:30 p.m. (CT).

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## CERTIFICATION OF SECRETARY

I hereby certify that the minutes herein above set forth an accurate record of votes and actions taken by the Board of Regents of Western Kentucky University at the special called meeting held February 12, 2016, at the *Cornelius A. Martin Regents Room* in Mass Media and Technology Hall, and further certify that the meeting was held in compliance with KRS 61.810, 61.815, 61.820, and 61.825 (enacted as Sections 2, 3, 4 and 5 of House Bill 100, 1974 Regular Session, General Assembly).



Mr. Frederick A. Higdon, Chair  
WKU Board of Regents

Approved on April 22, 2016



Ms. Cynthia Harris, Secretary  
WKU Board of Regents

Approved on April 22, 2016