

**Review and Planning Committee
Minutes for February 28, 2001**

Note: RPC posts materials relevant to current business at the following web location:
<http://usgrant.net160.stolaf.edu/rpc/>.

Present: Becker (Chair), Baker, Conway, Hamlin, Kahn, Larson, Miessler, Pence, Postlethwaite, Ross, Solid, Thomforde.

Minutes for 2/21 were approved as amended.

Chair's Report:

- Barb Lundberg has been contacted with results of RPC's discussion about the presentation: "Perceptions of St. Olaf: Before and After."
- The Chair has sent the letter summarizing RPC's concerns about the Bylaws and Charter revisions to the President for presentation to the Board of Regents. The letter is attached to these minutes.
- The Chair has contacted the appropriate people to appoint a replacement for a recent resignation on the committee.

Text Of President's Report On The Feb. 23-24, 2001 Meeting Of The Board Of Regents:

The St. Olaf College Board of Regents met on February 23, 2001 and February 24, 2001. Among other matters, the Board considered with care the letter written to me by Professor Tony Becker, which set forth the committee's questions and concerns regarding the proposed Articles of Incorporation and the Bylaws of the corporation.

The Board's discussion of the letter was carried out with respect for the issues presented in the letter and the Board's discussions of the proposed Articles and Bylaws was informed in constructive ways by the issues which the letter raised for the Board's consideration.

As a result of the discussion, the Board agrees that the college will be well served by at least two changes to the proposed articles and bylaws. First, the *Faculty Manual* will be cited as the authorized vehicle for the publication and dissemination of Board policies regarding the faculty. Second, the procedure for amending the Bylaws will be changed to require both notice at a previous meeting and a two-thirds majority vote. The Board is forwarding these two recommendations to the college's attorney for inclusion and for proper wording.

The Board asked me to pass on its gratitude to the committee for its careful reading of the proposed Articles and Bylaws and for its constructive recommendations.

Christopher M. Thomforde
President
Secretary of the Board of Regents

The Board deferred the question of faculty membership to the Faculty Manual. In response to questions, RPC learned that these two issues were considered the most important to address promptly, and others raised by RPC may be considered in the future. There was also discussion about how student representatives could best communicate a recommendation that the Board continue the practice of including a recent alum in its membership.

There was some discussion about the value of contact between faculty and Regents. At some schools, Board members visit the campus to experience everyday activities. It was noted that Board members are very busy, but that different kinds of contacts are helpful to foster a deeper understanding of the day-to-day operation of the college.

Daytime Faculty Meetings:

The Chair distributed a draft report to present to the faculty regarding daytime faculty meetings. The issue seems to come down to balancing a variety of conflicts with the obligations of faculty job duties. There was some discussion of revisions of the draft to emphasize why RPC made the conclusion it did, and to clarify that the issue seems to us to be settled given our current situation. However, changes like new facilities in the future might warrant reconsideration of this issue at that time. It was also noted that one solution would be to create designated meeting days once a month in the semester (days in which no classes are scheduled). To do this without reducing the total number of teaching days would require lengthening the fall and spring semester by a few days. It was noted that in the past this possibility was deemed prohibitively expensive.

Motion was made and seconded to present the report to the faculty at the next meeting. Motion was approved.

The report is attached to the minutes below.

Salary Increment Distribution:

The Chair passed out a history of equity and merit pay discussions from past minutes, dating back to Feb. 25, '98. This year the Regents have approved a 4.5% increase. RPC is to recommend to the President how this increase should be distributed.

There was some discussion about the history of merit pay, and members present did not recall merit pay since the '92-'93 academic year. We discussed the fact that annual reports of faculty activities have been discontinued for some years now. It seems that there has been significant progress in addressing past inequities, and so we are in a different position this year. There was also the question raised, though, that the appearance of fewer inequities could be the result of a particular organization of departments into Faculties that might cause inequities to be averaged out in the Faculty-wide results.

We need to make a decision right away about this for the current year. The President requested a more comprehensive look at compensation so that next year we could make decisions based on a clearer understanding of what our targets and goals are and what we need to do to meet them. It was requested that this work be done by next October (2001).

Discussion focused on the issue of merit pay. What time period should be considered (since we haven't had merit raises for several years)? What should the process be? Is it a good thing? Should there be a single process, or a process for each Faculty, or should each department decide whether and how to handle merit pay? Committee members agreed that this issue was worth further study, but that we did not have adequate information or procedures in place to act on a merit pay proposal for the current pay period.

There was some discussion about whether the raise should be a percentage, a lump sum, or a combination. (Lump sum raises have the effect of raising lower salaries by a higher percentage.) We are estimating that inflation is running at about 3.8-3.9%. If we gave a 3.5% raise, there would be on the average about \$600 as a lump sum per faculty member (an estimate). There was discussion about dealing with all pay levels equally: instructor levels are more in line with targets than full professors, where the gap is the largest. We should look at the Regents/Faculty Conference Committee statement, which includes data. St. Olaf was asked by the Board of Regents to bring to them in June a report with a 15 year history of salaries compared with AAUP data. The Board would like similar data for overall compensation (that is, salary plus benefits).

There was some discussion of how the raise should be distributed with respect to part time employees. Some members thought the idea of a cost of living increase plus a lump sum made it clear that most of this raise is simply keeping up with inflation.

Motion was made by Postlethwaite and seconded by Miessler: To recommend a 3.5% cost of living increase plus a lump sum prorated by FTE.

Amendment was made by Solid and seconded by Hamlin: To recommend a 4.5% increase. It was noted that higher compensation levels are farther behind the targets than lower pay grades, and that lump sum raises would tend to make that gap even greater. Motion to amend was defeated.

Original motion was approved.

FACULTY MEETING AGENDA: The Chair went over the agenda for the upcoming faculty meeting.

GOVERNANCE: President Thomforde requested that RPC set aside one meeting between now and the end of the semester so that we can discuss governance.

Next meeting will be March 7.

The meeting was adjourned.

Respectfully submitted,
Peter Hamlin, Secretary

ATTACHMENT #1:

LETTER TO PRESIDENT THOMFORDE FROM RPC CHAIR TONY BECKER ON BEHALF OF THE COMMITTEE:

February 22, 2001

Dr. Christopher Thomforde, President
St. Olaf College
Northfield, Minnesota 55057

Dear President Thomforde;

I write this letter on behalf of the Review and Planning Committee to communicate to the Board of Regents our observations, comments, and concerns on the proposed Articles of Incorporation and Bylaws of the College. Please express to the Board our thanks for having been provided with these documents and given the opportunity to express our concerns. While there are many changes in the proposed documents that the committee views most favorably, there are others that cause concern.

Our comments are divided into three sections: (1) sections of the proposed Articles and Bylaws that we feel raise the most serious issues for the faculty, (2) sections where we believe emendation would be in the faculty's interest, and (3) sections where we believe the Board might consider revisions for reasons apart from faculty interests.

1. SECTIONS THAT RAISE SERIOUS ISSUES FOR THE FACULTY

Because the duties, rights, and responsibilities of the faculty are defined by the Bylaws, we feel most strongly that the procedure for amending the Bylaws (Article XII) should be changed to require *both* notice at a previous meeting *and* a two-thirds majority vote.

Perhaps the most serious issue in the proposed bylaws is the amendment procedure in Article XII which the committee believes is unduly permissive. We also note that it is clearly at odds with reasonable and accepted parliamentary practice. We understand the Board's desire for more immediate action on Bylaw changes than is currently allowed. However, we feel that the proposed Article XII goes much too far.

Robert's Rules, which the Bylaws recognize as the Board's parliamentary authority (§ 4.06), recommends that bylaw amendments require *both* advance notice (usually at a previous meeting) *and* a two-thirds majority vote. The proposal's lack of a requirement for prior notice and majority-vote standard lower the Bylaws' status to that of the normal resolution.

We believe it is critical that the Bylaws acknowledge the *Faculty Manual* as the authorized vehicle for the publication and dissemination "of policies setting forth the rights and responsibilities of the [f]aculty." (Article III, § 3.02)

We understand and agree that the Board is ultimately responsible for the College and receives the advice of the President and faculty on issues related to the academic program, etc. However, § 3.02 might be interpreted to allow the Board the unilateral power to modify policy documents such as the *Faculty Manual*. We feel most strongly that this section should be changed to (1) acknowledge the *Faculty Manual* as authoritative and (2) declare that the *Faculty Manual* will be amended according to procedures jointly agreed upon by the Board and the faculty.

For its part, this committee will give its strong support to formalizing what has been our *de facto* practice for changes to the *Faculty Manual*: adoption by the faculty and approval (or adoption) by the Board.

The faculty must be formally involved in the process for recommending departments of study or instruction to the Board. Either § 6.02 (“President”) or Article VIII (“Faculty”) should be changed to state this.

The proposed wording gives the President *alone* the responsibility to “[recommend] to the Board the departments of study.” (§ 6.02) It may be implicit or understood that the President would only recommend a department of study after an affirmative recommendation from the faculty. However, if this is to be a requirement or policy of the College, it must be stated explicitly.

The committee believes that all provisions related to the establishment or discontinuance of departments of study should provide for joint decision making between the Board and the faculty.

The term “institutional committees” must be defined in such a way that it is clear that (1) there exist committees other than institutional ones, and (2) that the faculty has a primary role in establishing and determining the duties of committees charged with *any* oversight of aspects of the College’s mission related to the faculty’s duties and responsibilities. (§ 6.02)

The current By-laws provide that “the faculty shall, with the approval of the Board of Regents, elect, or cause to be selected, the committees which may be required for the efficient operation of the College.” (current By-laws § 4.04) This existing provision has caused the faculty to initiate the establishment of many committees which could be considered institutional. For example, the Committee on the Status of Women, the Committee on Services to the Handicapped, and the Academic Computing Policy Board were all initiated by action of the faculty. The proposed language not only removes the faculty from this critical aspect of the College’s operation but also calls into question the faculty’s role in any decision related to the continuation of these committees.

The proposed Bylaws’ use of “institutional committees” also fails to acknowledge the existence of other-than-institutional committees. Without this specific mention, the proposed language could be interpreted so that committees such as the curriculum committee (CEPC), our committee (RPC), or the Tenure and Promotion Committee (T&P) were considered “institutional” and subject to establishment and abolishment by order of the President. This potential raises serious concerns.

We believe that several parts of Article VIII require policy changes or added definitions as follows.

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a) The proposed Bylaws omit any definition of the membership of the faculty. We suggest that such a definition be developed and adopted jointly by both the Board and faculty.

The committee feels that faculty membership should be defined jointly by the Board and the faculty by providing criteria for membership both in Article VIII and in the *Faculty Manual*. We note that the current By-laws define the membership of the faculty. (§ 4.03 current By-laws) One solution we present is that a section could be included in Article VIII that states that the membership of the faculty will be defined in the *Faculty Manual*. This provision of the *Manual*, under “Academic Powers” of the Board (§ 3.02) would be subject to approval by the Board.

b) The phrases “final review” and “primary responsibility” in part A of § 8.01 require explanation and definition in the Bylaws.

The committee is unclear as to the operational meaning of “[s]ubject to final review by the Board of Regents.” It might appear that this section provides for absolute powers of the faculty subject to notification of the Board. We seek clarification of this.

The committee is also unclear as to the meaning of “primary responsibility” in this part. We have noted and agree that the Board has “ultimate responsibility,” but “primary” implies an assignment of “secondary” responsibility. We cannot, from this document, determine who has responsibilities in this area apart from the faculty.

c) As we noted above, it must be clear that the faculty is involved in the establishment and dis-establishment, or discontinuance, of departments of study. (§ 8.01.A)

Section 8.01.A, like § 6.02, again mentions “[d]epartments established by the Board of Regents.” We agree that departments of study are integral and essential to the academic mission of the College and are not a mere administrative convenience. Perhaps the faculty and the Board should jointly publish a list of these departments. However, we again note our strong desire that the Bylaws acknowledge the faculty’s essential role in establishment and continuance of departments.

Stylistically, we question why “Departments” is capitalized here and not elsewhere. We would urge the Board to adopt consistent language throughout by using “departments of study” in all instances.

d) In § 8.01.B we have concerns about the role of the President in the matters listed and suggest that the responsibilities listed there not be subject to the President’s approval but should only be subject to approval by the Board of Regents.

As Chair of the faculty, the President is responsible for presiding in an impartial manner over the meetings where the faculty determines curriculum and other policies. Section 8.01.B gives the

President *de facto* veto power over all actions of the faculty in these areas. This violates what we understand to be the spirit of shared governance and shared responsibility in critical ways. First, it makes the faculty subservient to the President; the faculty's actions on curriculum and other policies become no more than advisory.

Second, subjecting faculty decision to the President's approval removes the presiding officer's impartiality. The President becomes someone who needs to be convinced of the merits of the motion, not someone who regulates the conduct of business. If the President must be convinced of the merits, then the President must engage in the debate. If the President must debate, then the President cannot be Chair of the faculty as the chair is not permitted to engage in debate. Thus, making the actions of the faculty subject to the approval of the President conflicts with the principle of the President as Chair of the faculty.

e) The use of the phrase "shall share responsibility" in § 8.01.B causes serious concern when the nature of the sharing and the parties with whom responsibility is shared is not clear. We suggest that this phrase not be used but that the section make clear that the faculty has these responsibilities subject to approval by the Board.

As written, § 8.01.B does not explain how and with whom responsibility is shared except that such actions require approval of the President and Board. Assuming, for the sake of argument, that the requirement of presidential approval is struck, subjecting certain faculty actions to approval by the Board does not ensure, and may not even encourage, the conversation and communication between Board and faculty that is desirable. It is also unclear if it is the Board with whom the faculty shares responsibility for developing and determining policies in these areas.

f) The inclusion of "subject matter" and "practices and policies relating to faculty research" in § 8.01.B raise potentially serious issues of academic freedom. We urge a substantial revision of this part.

The committee is sensitive to the idea that, at a college of the Church, certain subjects of instruction are desirable, for example, Christian theology. We also understand that there may be "limitations on academic freedom because of religious or other aims of the institution." (American Association of University Professors Statement on Academic Freedom and Tenure, 1940.) However, as proposed, Bylaws § 8.01.B might be interpreted to allow the Board (or President) to revoke approval for the teaching of certain subjects or the conduct of certain research by the faculty. This violates the fundamental ideals of academic freedom *previously affirmed by the Board* as expressed in the AAUP 1940 statement on Academic Freedom and Tenure. We agree with the AAUP statement that such limitations must be "clearly stated [to each faculty member] in writing at the time of appointment." (*ibid.*) An imprecise statement in the Bylaws that classroom subject matter and aspects of faculty research are subject to Board approval is completely inadequate. We strongly suggest revision to § 8.01.B.

g) We are concerned that the final sentence of § 8.02 is contradictory and poses potential difficulties for the College. It should be revised to resolve these problems.

The sentence's first part states, "[i]n some circumstances, Christian faith may be a bona fide occupational qualification," but its second part is not at all permissive stating that the "Corporation *shall* impose such a requirement when legal and appropriate." (emphasis added) We believe that the permissive wording of the first part (may be) and the restrictive wording of the second part (shall impose) create a contradiction. We also believe this could be read as two independent clauses, the second one *requiring* the imposition of such a condition *whenever* it is "legal and appropriate," *whether or not* it is a bona fide occupational qualification. The solution may be as simple as inserting "in these circumstances" before "the Corporation" in the second clause. Regardless, we urge serious reconsideration of the wording of this sentence.

2. SECTIONS WHERE WE WOULD ADVISE CHANGES

In the Articles of Incorporation, Article II, we suggest that the words "artistic" and "scholarly" be added to the list of activities in which the Corporation (St. Olaf College) engages.

We believe it would be advisable to include these terms if the listing of activities of the Corporation is meant to be descriptive and inclusive of the principal activities of the College. Artistic and scholarly endeavors describe a significant portion of the faculty's work and the mission of the College as an institution entrusted with a public function. Though the list includes "educational" we believe this term alone may be insufficient to appropriately describe the function of an institution of higher education.

Both the Board and the President should communicate clearly to the faculty when either decides to delegate or assign duties to administrative, academic, or other officers at the time of assignment. (Bylaws, Article VI)

We note that in several places the Bylaws allow delegation of authority. We suggest that, at the time the delegation is made, some notice of delegation be made public. This would serve two purposes. First, it would make clear to the delegate, and delegating body or officer, what powers are being or have been delegated. Second, it would clarify the responsibility for various actions and decisions. There are potentially easy ways to make such items public. For example, Board resolutions delegating authority to various officers could be distributed to faculty along with the *Faculty Manual*. That is, we do not necessarily suggest any changes to the proposed Bylaws in this regard, but instead to Board and administrative practice.

3. SECTIONS THE BOARD MIGHT CONSIDER REVISING APART FROM FACULTY INTERESTS

We courteously suggest that the Board affirm its commitment to the recent graduate Regent position by including it specifically in the proposed Bylaws § 3.06, “Appointed Regents.”

The committee has been made aware that the Board has expressed its commitment to continuing the recent graduate Regent position on the Board. However, we are concerned that the specific omission may be interpreted by some as a lack of commitment to this position. We suggest reconsideration of this matter.

4. CONCLUSION

On behalf of the committee, let me again thank you and the Board for making these documents available to us and for soliciting our comments on them. This does clearly show a commitment to open and improved communication between the Board and the faculty.

We will, of course, be preparing an additional letter containing questions for the College’s attorney on specific legal questions raised by the proposed Articles of Incorporation and Bylaws. It is probable that after receiving the attorney’s response we will communicate again to the Board on this matter.

On behalf of the Review and Planning Committee,

Anthony D. Becker, chair

cc: Review and Planning Committee
Regents-Faculty Conference Committee

ATTACHMENT #2: RPC REPORT REGARDING DAYTIME FACULTY MEETINGS, TO BE PRESENTED TO THE FACULTY:

RPC 00/01-05 – Report of the Review and Planning Committee to the Faculty Regarding Daytime Faculty Meetings

During the fall semester of this year, the Review and Planning Committee (RPC) began to study the possibility of changing the time of faculty meetings to daytime hours due to concerns and suggestions raised about the practice of holding evening meetings. The committee sponsored a web-based survey and sought and solicited comments from the faculty on several proposals for daytime faculty meetings. The committee reviewed these comments and the survey results.

The RPC does not recommend a change in the practice of holding regular faculty meetings in the evening at this time and will not present a proposal to the faculty for daytime faculty meetings.

The persuasive factor in recommending against daytime meetings is that the arguments against all involve interference with obligations directly related to faculty teaching and professional duties.

The arguments in favor of holding meetings during the daytime are summarized by RPC as follows:

- Meetings during normal business hours relieve the need of some faculty to make extraordinary arrangements for dependent care.
- Faculty living outside of the Northfield area return home late in the evening after faculty meetings and this causes a variety of hardships.
- More faculty members are on campus and available during normal business hours so that attendance might be greater.

The arguments against holding faculty meetings during the daytime are summarized by RPC as follows:

- A change to daytime meetings would cause disruption in existing schedules for laboratory sections, some afternoon classes, athletic practices, and ensemble rehearsals.
- Faculty with lab, class, athletic, and ensemble obligations and faculty teaching in cooperative (or joint) programs on other campuses might have to choose between these obligations and attendance at faculty meetings.

Should new facilities be constructed or other scheduling limitations be addressed, the issue might warrant reexamination in the future.