



# Essays in Perspective

Governing Public Colleges and  
Universities: A Trustee Perspective

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The Institute for Effective Governance is a nonpartisan membership and service organization founded by college and university trustees—for trustees. It is devoted to enhancing boards’ effectiveness and helping trustees fulfill their fiduciary responsibilities fully and effectively. IEG offers services tailored to the specific needs of individual boards, and focuses on academic quality, academic freedom, and accountability.

## INTRODUCTION

Eighty-five percent of all students now attend a public college or university. So the effective governance of these institutions should be of immense concern to all of us. But what are the characteristics of effective boards and how can trustees ensure they are fulfilling their stewardship roles responsibly?

In the following pages, author Phyllis Krutsch outlines those challenges and sets forth a public trustee's perspective on the nature of strong and effective boards. Zeroing in on the important role of lay governance, Krutsch provides experienced advice on how to translate broad statutory and fiduciary responsibilities into trustee policies and practices that work.

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Through its periodic *Essays in Perspective*, the Institute for Effective Governance seeks to stimulate discussion on key issues in higher education. The opinions expressed are those of their authors.

# Governing Public Colleges and Universities: A Trustee Perspective

Phyllis M. Krutsch

Serving as a board member of a public university or a state system of higher education is a unique and challenging responsibility. Part insider *and* outsider, never completely satisfying the advocacy wishes of the university nor the oversight expectations of elected officials, the board's role is akin to a fiduciary. The ideal board takes into account the perspective of students, faculty, parents, administrators, elected officials, and others—yet is beholden to none of them. It is mindful of the mission and special purposes of the university, and the trust that it holds.

Historically and philosophically a part of our democratic tradition, lay governance brings the perspective of informed citizens to the heart of the university by setting missions and policies, overseeing and approving budgets and programs, selecting and reviewing performance standards and results, and hiring and evaluating presidents. By design, these responsibilities rest, not with academicians or experts of any kind, not with government employees or even elected officials, but with lay boards. Elegantly simple in conception, it is a notion extraordinarily complex in execution.

Wary of rubber-stamping *and* micromanaging, college and university trustees—like their counterparts in the corporate world—need to do a bet-

ter job of connecting the dots between the promise and practice of governance. Getting it right matters. Many observers of higher education, in fact, believe that the institution of lay governance has a great deal to do with both the excellence and the diversity of higher education in the United States.

Robust lay governance ensures that the unique vantage point of the lay governing board truly permeates the day-to-day focus of the institution, translating broad statutory and fiduciary responsibilities into policies and practices that work. Active trusteeship can make a real difference in what students know and can do when they graduate, in the access, cost-effectiveness, and quality of public higher education, and in developing closer linkages between the priorities of the greater society and the universities that serve them.

To be sure, boards cannot be successful without forging stronger and more constructive working relationships with the elected officials who appropriate a large portion of instructional budgets, with the faculty who teach and do research, with the K-12 institutions that prepare students, and with the corporate world and communities that create jobs.

At a time of widespread concerns about access, costs, and academic quality, the unique perspective of the lay governing board is particularly valu-

able. Faced with state budget challenges, engaged and responsible lay boards have both the ability and the authority to look at the big picture without being bound to a particular way of doing things, to ask the uncomfortable questions, and to make the tough choices.

**Lay board governance is informed by several bedrock principles:**

- Ultimate authority resides in the governing board.<sup>1</sup>
- A board cannot delegate its fiduciary responsibility for either the academic integrity or the financial health of its institution and assets.<sup>2</sup>
- Faculty participation in shared governance is not incompatible with the ultimate authority of the governing board.
- The governing board has a special responsibility to uphold the academic freedom of both teachers and learners.<sup>3</sup>
- Individual board members do not have any authority on their own, nor do they “represent” special interests or constituents.

There are a number of helpful books and articles about trusteeship. What follows is neither comprehensive nor authoritative, but rather the thoughts of one former trustee about what makes for an effective board. However much is useful is a result of the opportunity to have served ten years on the University of Wisconsin System Board of Regents, and research undertaken as part of a grant by The Lynde and Harry Bradley Foundation to study public university trusteeship.

**CHARACTERISTICS OF EFFECTIVE BOARDS**

**1. Effective boards understand their policymaking and accountability roles within the context of higher education governance in their state.**

Effective boards operate with an understanding of their buck-stops-here responsibilities for both

the governance *and* the accountability of their institutions. They are aware of how their particular type of board (institutional, segmental, system, or coordinating) fits in the higher education governance structure of their state, and recognize the importance—indeed the necessity—of working with other boards and elected officials to maximize their effectiveness. They are considered “players” in both formal and informal power structures.

Effective boards understand the tradition of shared governance—the participation of faculty, and sometimes students, in developing policies that affect academic life—but don’t confuse the value of that tradition with their own ultimate authority and accountability. They also understand the concept of tenure (departmental and/or institutional), and can explain to those outside the university the role that academic freedom plays for all of us in a democratic society.

In performing their role, effective boards don’t mistake cheerleading with good governance, or fail to recognize the essential differences between foundation boards and governing boards. They learn quickly that oversight and advocacy are inextricably linked—that credible oversight is, in fact, a prerequisite for effective advocacy.

When a legislator or governor’s aide jump to inaccurate conclusions based on partial information or incomplete understanding—believing, for example, that “cutting back on research” across the board is a way to save state taxpayer money—effective boards know enough to explain that a sizeable portion of the budget of many state research universities is generated from federal research dollars. In those institutions, “research” actually ends up paying for the salaries of some of the most talented faculty, and often stimulates high-tech economic development as well.

Maintaining a regular and respectful relationship with the state legislature and with the governor and his staff—not just making a date once every two years—makes it less likely that such mis-

understandings will result in legislative micro-management and increases the chances that the university's budget requests will be given a fair hearing.

Boards that gain the most widespread respect and are most successful are more *independent* than either university insiders or elected officials would prefer. They are also thoughtful *and* knowledgeable, making sure they understand the complexity of the issues they encounter—issues such as access, retention and student success, remediation, grade inflation, time and credits-to-graduation, faculty productivity and teaching loads, assessment and accreditation, tuition, fees and financial aid policies, general and distance education, graduation requirements, credit transfer, cost-effectiveness and collaboration between campuses and systems, and the role of the university in state and regional economic development. And they are *purposeful*, focusing their attention and board agendas on the significant issues and the effective levers that reflect their policymaking role.

Ultimate authority, of course, entails ultimate accountability—responsibility for results. Boards must first decide upon goals, priorities and expectations, a process often facilitated by an annual board retreat led by the board chair in conjunction with the campus or system president. Leadership from the board president is important in setting a substantive strategic agenda, but it should be as part of a deliberative process during which the board gains a broad understanding of the most important issues facing the university and the state, and selects its priorities accordingly. Occasionally, boards will allow a new board president too much latitude in putting forth his own agenda, and the result can sometimes be a distraction from focusing on the big picture issues.

The board needs to articulate its priorities in actions (initiatives, resolutions), and back them up in budgets—from the president's office to the department level. Informative and well-prepared

background materials and board agendas, developed with the participation of the board president and committee chairs, are an essential part of this process.

Having in place a budget process that involves the board from *development through approval* makes it much more likely that the final product will reflect board and institutional priorities. Boards shouldn't allow "the sometimes formidable mechanics of the budget process . . . to obscure the fact that *budgets pay for institutional priorities* (my emphasis), whether those priorities are selected explicitly or thrust by circumstance on the institution."<sup>4</sup>

Effective boards are adamant about defining and monitoring success, progress and failure, and acting accordingly. Accountability reports or checklists are an important part of this process, and the measures should be *selective* and *consequential*. Board information guru Larry Butler recommends that "dashboard" measures become a regular part of board meetings, and not be reserved for perfunctory annual accountability reports.<sup>5</sup> Examples might include such measures as graduation rates, time- and credits-to-degree, and teaching loads. The "dashboard" gives board members a limited and manageable number of indicators by which to assess their institution's progress. Periodic audits can also be helpful in determining the intended *and* unintended outcomes of board policies, as well as degree of campus compliance.

There's a good reason why accountability has become such a buzzword. Unless the board's highest priorities are identified and monitored, it doesn't much matter what its policies are, or who the president is. A former board member of a system in disarray identified the absence of accountability as a major factor in its downward spiral. It's hard to make improvements, he astutely observed, when campus presidents don't know *for what*, or *to whom*, they are accountable.

Accreditation, institutional and specialized (for example, in teacher education and business), can

be an important tool for boards in ensuring quality, especially if it reflects goals and measures of excellence put forth by the campus and the board. Neither type of accreditation is as valuable as it might be, however, because lay board participation is either marginal or non-existent. Boards would be wise to become more involved in the process from start to finish—helping to define goals, and measures of success, progress, and failure.<sup>6</sup>

Finally, effective boards understand that micro-managing isn't appropriate, feasible, or effective, and therefore use their two most potent levers—*power of the purse* and *hiring and firing authority*—to achieve stated goals to the best of their abilities.

**2. Effective boards understand that the hiring and evaluation of the president is their most important responsibility, and realize that the board-president relationship is at the heart of their ability to govern in a meaningful way.**

Together, the board and president provide leadership for the institution. The president both enacts the policies of the board and provides the board with information and advice necessary to chart a course for the campus or system. While it may sometimes seem otherwise, the fact that the president is hired by the board, serves “at the pleasure of the board,” and is evaluated by the board, means that the president need be more responsive to the board than to any of the other groups or constituencies with which he or she interacts.

In fact, today's presidents, compared to their counterparts ten or twenty years ago, are noticeably more attuned to the concerns of the greater society, and are more likely to be on the same page as the board. A good number of them are leaders in their communities as well as on their campuses, and recognize, for example, that regional and state economic development can be compatible with more traditional academic goals. They seem to “get it” when board members and elected officials are

concerned about issues such as graduation rates and remediation.

Given the complex policy issues that confront public higher education, boards are best served by bold, creative leaders who are comfortable with concepts such as productivity and effectiveness, and whose *raison d'être* is more than maintaining the status quo. State system and/or coordinating boards should especially be wary of insular “hold down the fort” presidents, as these boards often need to consider difficult changes—reorganization, change in campus mission, sometimes even the closing of a campus—in order to best serve public higher education access, affordability and quality in their state.

Consultation with a variety of groups both on and off the campus is an important and essential part of the president's job, but the president is ultimately *accountable* to only one body—the governing board. An effective board makes the best use of this authority by hiring a leader who shares its vision for the university or system of higher education, and by integrating the successful implementation of the board's policies into *regular evaluations* of the president.

A president who knows that the board will follow through during the evaluation process will be infinitely more responsive than one who learns that the annual evaluation (if one occurs) is characterized by boilerplate criteria with no clear link to board agendas and priorities. An extremely useful criterion to be included in annual presidential evaluations is how well the president *creates an environment* conducive to the board's fulfillment of its policymaking responsibilities.

The same criterion should also be used by the president in evaluating his own staff. Committee chairs sometimes find themselves dissatisfied with the responsiveness of vice-presidents or others who are responsible for staffing their committees. The most effective way to ensure zero tolerance—for staff who plan meetings at which the minutes could

be written ahead of time, prepare agendas filled mostly with routine reports, deliver pro forma presentations with no time for board discussion, or provide information without thoughtful options—is for the president to include “enhancing the board’s policy role” in staff evaluations.

A note about presidential searches: while it is often beneficial to include a variety of external constituencies (including faculty, students, and community members) in the search and screen process, a board should be wary of a process that either eliminates candidates that are attractive to the board, or that results in choices that considerably limit the board’s discretion. There is a broad consensus that the selection of the president is the board’s single most important responsibility, and a policy or process that is inconsistent with that responsibility should be reviewed and revised. One of the main causes of board/president conflict and dysfunction may, in fact, begin with boards that delegate too much of the presidential selection process to others. One needs to have some sympathy for presidential candidates caught in the confusion, unsure who’s really in charge.

### **3. Effective boards understand the importance of having active, capable board leaders, particularly in the position of board chair, and as chairs of the various committees.**

It is virtually impossible for the board to fulfill its governance role in a way that is consistent with its responsibilities without the real involvement and leadership of key board members. In addition, dynamic board leaders act, in a non-adversarial way, as an important counterpoise to administrative dominance. Governors should be advised to consider leadership potential among other appointment criteria, and boards should consciously groom board members for leadership positions.

A good board chair is simply invaluable. The campus or system president cannot consult with the board, or even the Executive Committee, on every

issue between meetings. It is the board chair who gives a “sense of the board,” who speaks with the press and elected officials as the voice of the board, and whose savvy comes into play in selecting board leaders and making committee appointments. The board chair’s vision and leadership are apparent as the board develops and implements a strategic agenda, and his judgment and integrity are revealed when dealing with unexpected, but ever-present, crises. His relationship with key elected officials is a *critical* asset—or deficit—at budget time.

The selection of the board chair, whatever the process or practice (and it varies quite a bit), will affect the course of the board’s effectiveness more than any other internal decision. The office should not be sought or bestowed without careful consideration of the importance of the position and the time commitment involved. Two-year terms with an annual reelection are preferable to one-year terms, as the latter can result in an imbalance of power between the board and the administration.

The board chair cannot do it alone, however. His ability to be successful depends on the quality of his relationship with the president, and the assistance of knowledgeable and hands-on committee chairs. He should select chairs who are knowledgeable in their area, and who work with the board chair and administrative vice-presidents to set agendas, plan committee meetings and, in other ways, further the goals of the board.

### **4. Effective boards don’t confuse effort with results and follow three cardinal rules in their approach to governing: they focus on the big picture, ensure that budgets and financial incentives are consistent with board priorities, and evaluate outcomes.**

Whether deciding on accountability measures, enacting campus or system policy initiatives, or defining missions, governing boards of colleges and universities are in a constant struggle to *make a difference*, to ensure that their aspirations are re-



flected in the daily practices and cumulative actions of the organizations they oversee. Far too often, they are less successful than one might expect. An article that appeared almost 10 years ago in the *Harvard Business Review* reminds us that this is not a new problem: “Effective governance by the board...,” wrote the authors in dramatic fashion, “is a rare and unnatural act.”<sup>7</sup>

At a conference for governing board members, the late Stanley Koplik, former chancellor of the University of Massachusetts System, advised board members not to confuse effort with results. He astutely observed that a flurry of board actions and resolutions may cause a lot of paper to change hands, but not much will *change* unless boards focus their efforts more clearly and selectively.

Boards that want their meetings to be more than amusing sideshows need to focus both on *what* they pay attention to, and *how* they do so. Taking into account the type of board on which one serves, tailoring the policy accordingly, and involving the faculty who design and teach the courses, and the administrators who implement board policy, are all necessary components of a successful board initiative.

Take, for example, *general education requirements*—the knowledge and skills all students, regardless of major, are expected to possess when they graduate. While today’s governing boards don’t orally examine their graduates as the overseers of Harvard College did many years ago, the board president’s signature on each diploma is a symbol of the governing board’s guarantee of the integrity of the degree.

When a board takes its responsibility for academic quality seriously, it finds ways to bring its valuable lay perspective to bear on the question of what it means to be a college-educated person. Because of faculty responsibility for curriculum, however, any successful board initiative in this area will necessarily include substantial faculty engagement. It is also the case that a single institutional governing board can realistically afford to adopt a

more hands-on approach than the board of a multi-campus system.

In fact, how savvy a board is about how things actually get done will have a lot more to do with whether graduating students have a deep understanding of U.S. or World History, an appreciation for music and painting, the capability of writing a persuasive Letter to the Editor, or possess other important skills and knowledge, than the intensity of the board’s interest in the issue. An effective board policy is discernable even at the departmental level when the *spirit*—not just the *letter*—of a board resolution is implemented.

The skillful integration of new board policy into existing policies and practices—woven into a system of financial incentives and disincentives—makes it much more likely that a resolution or policy will have a life outside the boardroom. Too many boards layer new policies on top of old ones without a real sense of priorities. Policies can sometimes be at cross purposes with one another. When this occurs, the power of the board is diminished as institutions can choose from a veritable smorgasbord of policies, finding one that fits their own preferences. Regular reviews and pruning of board and campus policies are essential in ensuring that current priorities are reflected in the day-to-day actions of faculty and administration.

*Time- and credits-to-degree* is an example of another important issue because of its direct relationship to access and affordability. At a meeting for trustees in his state, a governor implored board members to increase the number of students at “four-year” colleges and universities who actually *graduate* in four years. In fact, there isn’t any other effort that could do more to improve the productivity of public higher education.

When full-time students at “four-year” institutions take more than four years to graduate, the costs of a college degree increase significantly for the student and his family, for the state that subsidizes a significant portion of instructional costs, and for

the federal government that awards Pell Grants to millions of college students each year.

When students take more than four years to graduate they almost always take more credits than are required, and since instructional costs for both the fifth- or sixth-year student and the new freshman are subsidized with state taxpayer dollars, every graduate who takes more time and credits than are required is, in effect, taking the space of a new freshman. Ultimately, access to higher education is reduced at a time when many states are facing demographic trends that suggest the need for more access.

Taking longer than four years to graduate is an expensive proposition for students and their families because more than just additional tuition expenses are incurred. Tuition and fees at most public colleges and universities are typically less than half of students' overall annual costs. Unfortunately, students who often vociferously object to small increases in tuition have not put more pressure on institutions to improve time-to-graduation. Perhaps if parents, and state and federal governments, were more aware of the real costs associated with increased time-to-degree, there would be a more concerted effort to address this issue nationwide.

Private institutions of higher education have been more successful in graduating full-time students in four years than their counterparts in the public sector. The high cost of tuition at private colleges is undoubtedly a factor, but differential graduation requirements may also have something to do with the disparity. Most private colleges and universities require 32 *courses* (without paying as much attention to credits) to graduate, whereas 120 or more *credits* (or an average of 35-40 courses) are required at most public colleges and universities.

While more can be done, there has been some progress in this area. Because of the increasing number of students who enter the university with a significant number of college credits earned primarily from AP courses, some students, particu-

larly at the most selective public institutions are, in fact, finishing their studies in four years or less.

On the demand side, some colleges and universities impose a tuition surcharge—in some cases, required by the state legislature—for students that take more than a specified number of credits beyond graduation requirements. Such a policy stimulates changes in behavior on the part of the student *and* the institution, encouraging reviews of graduation and major requirements, improved advising, and in general making students more judicious in their course selection.

Follow-up is essential to successful long-term implementation of board policy. The most effective strategies include tying presidential evaluations to progress in high priority areas, and highlighting those priorities in accountability reports and dashboard measures. Audits can also be extremely useful both as follow-up and as a way for the board to learn how (and whether) its policies are actually being implemented on the campus. The board needs to consider whether the auditor will report to administration, to the board, or both. If the auditor is to report directly to the board, a board committee should hire and evaluate the individual in that position.

**5. Effective boards recognize that “good information”—including orientation for new members, regular “topical tutorials,” and concise option-oriented agenda materials—is a prerequisite to sound policymaking.**

Being well-informed is a prerequisite to thoughtful policymaking, and effective boards make sure that their members have an in-depth understanding of the role of the board, of higher education issues, and of the particular challenges in their states and on their campuses. From orientation for new members, to regular educational sessions for the full board and its committees, to strategic and option-oriented background materials for board meetings, it is essential that boards get the *kind* of

information that allows them to have confidence in their decision-making ability, and commands respect from others inside and outside the university.

Effective boards recognize the important difference between information universities generate for public relations, and the data-driven objective information they need for decision-making, and ensure that a firewall is maintained between the two.

They know that “good information” doesn’t have the feel of show and tell. It comes from a variety of sources including higher education experts, board members and staff from other institutions, faculty and students, elected officials, and others. Good information comes from strategic “topical tutorials” on a variety of subjects, from reading periodicals such as the *Chronicle of Higher Education*, *Change*, and *Priorities*, and from monthly clippings of articles about local higher education and the national scene prepared by the board office.

Good information, particularly analytical and best practice, can be prepared by administrative or board staff, and by a variety of credible consultants. Organizations, such as the Institute for Effective Governance ([www.iegov.org](http://www.iegov.org)); the National Center for Public Policy and Higher Education ([www.highereducation.org](http://www.highereducation.org)); the National Center for Higher Education Management Systems ([www.nchems.org](http://www.nchems.org)); BoardSource, formerly The National Center for NonProfit Boards ([BoardSource.org](http://BoardSource.org)); the Center for Public Trusteeship and Governance ([www.centerforgovernance.net](http://www.centerforgovernance.net)); and the website for the federally funded higher education research centers ([www.higher-ed.org/research\\_centers.htm](http://www.higher-ed.org/research_centers.htm)) also provide valuable information about higher education governance from a variety of perspectives.

Attending national conferences about trusteeships such as the ATHENA Roundtable conducted annually by the American Council of Trustees and Alumni ([www.goacta.org](http://www.goacta.org)), and the annual conference of the Association of Governing Boards of Colleges and Universities ([www.agb.org](http://www.agb.org)) are excellent ways to gather an abundance of “good infor-

mation,” and boards should encourage their members to attend these meetings.

The *bread and butter of board information* consists of the background materials for monthly meetings. At a national trustee conference some years ago, I participated in a session entitled “Unhitching the Dog and Pony Show: Improving Board Information Systems.” It was not surprising that the topic piqued the interest of many conference attendees because many board members are not satisfied with the type of information that they receive. Criticisms frequently centered around the perception that board members were not often enough presented with the pros and cons of a range of policy options, or provided adequate background for the issue under consideration.

Cost analyses are essential for good decision-making, and for many boards, this type of quantitative data—put in narrative context—is inadequate, or entirely absent. Working with administration and/or outside consultants to identify the kind of data that will best serve the board is a necessary first step to better policy analyses, and, ultimately, better policymaking.

The bottom line is that good information is the lifeline of boards, and the board, particularly the committee chairs, needs to make it clear to the president and the vice-presidents that concise, thoughtful, and analytical information is a high priority for which the administration will be held accountable.

Who provides information for the board? Regardless of whether a board has policy-level staff of its own, the bulk of the information that the board receives will be provided by the administration. I do believe, however, that a board can benefit from having a professional policy person who reports to the board chair and works collegially with administrative staff. An individual with experience and expertise in higher education, and who has—at all times—the board’s interest and perspective in mind, can serve as a daily presence for a board that meets

once a month, and can also be an extremely valuable resource for the board chair. Whether or not a board employs a *policy* expert, however, they are likely to have a board secretary who fulfills a number of varied duties for the board. They are often astute observers of the higher education scene and can provide valuable insight into the governing process.

**6. Effective boards have in place a strategic committee structure to focus on what really matters. They also recognize that administrative structures affect their ability to be successful.**

In the article *The New Work of the Nonprofit Board* cited earlier, Chait, Taylor, and Holland observe that nonprofit board members—including those on college and university boards—are often dissatisfied and underused, and the organization doesn't gain what it could from their contributions. The result, in their words, is that “stakes remain low, the meetings process-driven, outcomes ambiguous, and deliberations insular.” Unfortunately, many college and university board members experience more than a glimmer of recognition in the authors' characterizations.

What to do? The authors advocate a board structure that mirrors the institution's strategic priorities, and suggest making more frequent use of ad hoc committees and special task forces that address pressing issues, have a specified time frame, and include members other than the board. (Those committees should, of course, be appointed by the board, and any recommendations debated and approved by the full board.)

The University of Wisconsin System Board of Regents has successfully used this model to address issues of critical importance such as time-to-degree, access, management flexibility, technology, and strategic planning. It is extremely important, however, that the *board president* appoint these working groups of board members, system staff,

chancellors, faculty, legislators, community members, and students that study each area in depth, *and* that the recommendations of each working group are discussed and modified by the full board before being incorporated into upcoming budgets, and/or board resolutions.

An advantage of this type of format is that the work of the board is dynamic, characterized by a serious probing of the issues, and keyed to results. Initial meetings are set aside for learning about the issue at hand and hearing from experts and speakers inside and outside the university. There is an opportunity for board members to interact more directly with experts and interested parties from the campus and the community. The knowledge that central aspects of the study will be integrated into budget requests reduces the process-driven aspect that sometimes plagues board meetings.

It can also be worthwhile for boards to critically evaluate the adequacy of their basic board committee structure. As part of an overall examination of board effectiveness, boards might want to consider whether having an Education or Academic Affairs Committee, Business or Finance Committee, and a Building and Grounds Committee, is really the optimal way to do business. Perhaps it might make more sense to have issues-oriented committees that integrate the academic, financial, and infrastructure aspects of broader issues that are reflected in accountability reports, for example. Having in place a more dynamic and integrated board structure might also ameliorate the tendency for silo-type administrative structures, and encourage better communication among vice-presidents, their staffs, and the board.

Another issue to consider is whether to conduct board business by committee or by the full board, or to creatively use both structures. Because there is a tendency for the full board to accept the recommendations of its various committees, other members of the board may not always review the material for the other committees as carefully. The

result may be that a small committee of three or four people makes a decision about an extremely vital and complex issue.

The Wisconsin Board has chosen to include the full board (called Committee of the Whole) in educational sessions and discussions of the highest board priorities. After the meeting of the Committee of the Whole (led by the board president), board members attend individual committee meetings and delve more deeply into issues within that committee's purview, or address other business that is brought before the committee.

Some boards do all of their work in committees that meet simultaneously, while others schedule committee meetings so that all board members can attend most of the various committee meetings if they choose. In the former case, it is imperative that the full board finds ways to encourage a meaningful discussion of important agenda items, and not merely pass committee recommendations in a pro forma fashion.

Regardless of particular format, meetings of the board and its committees need to be *board* meetings, and board and committee chairs should be involved—with the president and the vice-presidents—in setting the agenda and developing the resolutions that will be brought to the committees and the board. They should also be actively involved in the selection of speakers that address the board on a variety of issues, taking care to invite outside speakers and guests, in addition to administrators, faculty, and other campus constituencies.

In addition, it is essential that boards periodically review their policies, consolidate for coherence, and eliminate previous policies that are inconsistent, or even at odds, with current policies and priorities. It is also important to encourage system and campus presidents/chancellors to review their own administrative structures and positions in order to determine their effectiveness in carrying out the priorities of the board. ■

## NOTES

1. *The Basics of Responsible Trusteeship* by the American Council of Trustees and Alumni (ACTA); *1998 Statement on Institutional Governance* by the Association of Governing Boards of Universities and Colleges (AGB).
2. *The Basics of Responsible Trusteeship* by ACTA; *1998 Statement on Institutional Governance* by AGB.
3. Website of the American Association of University Professionals.
4. *Trustee Responsibility for Academic Affairs*, Richard Chait and Associates, 1984, AGB, chapter on Academic Budgeting by Barbara E. Taylor, p. 89.
5. *A Guide to Board Information Systems* by Larry Butler, Board Basics Series, AGB, 1999.
6. See *Can College Accreditation Live Up to Its Promise?* by ACTA, 2002.
7. "The New Work of the Nonprofit Board" by Barbara E. Taylor, Richard P. Chait, and Thomas P. Holland, *Harvard Business Review*, vol. 74, no. 5, Sept.-Oct. 1996, p. 36.



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