

**Session IV:
Navigating the Leadership
Relationship:
What Does a President
Need from a Good Board?**

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Navigating the Leadership Relationship: It Takes Teamwork

What makes great boards great?

*They work with their presidents
to build and sustain great institutions.*

-Terrence MacTaggart

What We Will Accomplish Today

- Essential Responsibilities of Board
- Board Expectations of Presidents, President Expectations of Boards
- Board and President No No's
- The Trifecta – GOVERNANCE – Volunteering (a word about advocacy) – implementation

Essential Responsibilities of Boards

1. Boards have ultimate fiduciary responsibility for their institutions.
2. Boards are responsible for the recruitment, compensation, and performance review of the President of the institution.
3. The board broadly defines the educational mission of the institution, determines generally the academic programs the institution shall offer to students, and is ultimately accountable for the quality of the learning experience.
4. Public and nonprofit boards are overseers of the public trust they hold, and need to be accountable for meeting the public trust in ways appropriate to the mission of their institution.

Essential Responsibilities of Boards

5. Boards are responsible for ensuring the independence of the institution and for safeguarding academic freedom.
6. Boards define the terms of shared governance within their institutions, through respect for traditions of shared governance including delegation of recommendations for academic policy to faculty.
7. Boards make decisions about finance, including the approval of the budget, establishment of guidelines for the allocation of resources, and strategic financial planning as an element of their role in strategic planning.
8. Boards are responsible for reaching out to multiple constituencies, internal and external, to maintain a respectful and open flow of communication between relevant stakeholder groups.

Advocacy!

Essential Responsibilities of Boards

9. Boards need to understand the legal and regulatory environment within which their institution operates, and ensure compliance with fiscal, academic, licensing and other standards.
10. Conduct the board's business in an exemplary fashion and with appropriate transparency, adhering to the highest ethical standards and complying with applicable open meeting and public-records laws; ensure the currency of board governance policies and practices; and periodically assess the performance of the board, its committees, and its members.



Questions about Board Responsibilities?

Board Expectations of Presidents

1. Provide relevant, understandable, information in right amounts
2. Reveal warts and blemishes-suggest solutions
3. Accept the occasional reversal-and differences within Board
4. Make good use of Board time
5. Help in educating and leading the Board
6. No surprises

President Expectations of Boards

1. Openness and forthrightness
2. No surprises
3. Understand – CEO works for Board – not individuals
4. Avoid posturing to media
5. Maintain confidentiality
6. Give (time, financial resources) until it hurts



Expectations – Questions?

Board No No's

- Asking big favors of administrators
- Conflicts of interest
- Prejudging situation based on comments outside loop
- Special interest pleader
- Forming coalitions to achieve interests
- Believing individual Board member is the Board
- Revealing confidences
- Speaking for the Board (unless chair or president)
- Micro-managing

President No No's

- Not communicating about issues, possible public embarrassments
- Providing too much information (or not enough)
- Not respecting the Board's need to conduct its fiduciary duties
- Not speaking up when a member or the full Board overreaches its authority
- Surprises
- Revealing confidences



Questions about No No's?

Structure Is Good; Culture Is Better

Components of a High Performance Board Culture

- Homework in advance of meeting
- Conflicts of interest avoided
- A focus on what is most important
- A strong board value of mutual respect
- Candor
- Caring
- Confidentiality
- Honesty
- Trust
- Focus on policy

We the Board of _____ are committed to the welfare of our institution. We recognize that to effectively do our job, we must establish and maintain a culture of mutual respect. We will adhere to the following values: candor, confidentiality, honesty, trust, focus on policy, and caring for one another.

We will do our homework, focus on what is most important, avoid conflicts of interest, and respect the president's responsibility to manage the institution.

We recognize that _____'s success depends on our working together, and we pledge to do so.

Signed...

The Nuances of Board Roles

GOVERNANCE HAT

- Worn only when the full board meets, proper notice has been given and a quorum is present. The board is the ultimate legal and moral authority for the institution. The government authorizes the board to be accountable to the public for running the institution. An individual board member has no authority in governance. Governance is a group action.

The Nuances of Board Roles

Volunteer Hat

- Worn at all other times when board members are involved with organizational activities. Examples would be fund raising and political friend raising. In this volunteer capacity, board members are accountable to someone else in the administration such as the president, the VP for development, etc.

The Nuances of Board Roles

implementation hat

- worn only when the board gives one or more board members authority, with presidential concurrence, to implement a board policy. Seldom, but occasionally, the board delegates to at least one of its members to act on its behalf-to help determine which firm will do the next financial audit, hire a consulting firm, etc. Such authority is not automatic just because a person is a board member. It depends on the board giving its authority in an official board meeting...In such instances, the board member or board members report to the president, not the full board. If this hat is frequently worn, the governance system isn't working.



Questions?

