

**San Joaquin Valley College
Board of Governors Retreat: Board Development Session
February 24, 2018**

AGB Facilitator: Trudi Blair

- 8:30** **Welcome & opening comments by the President and Board Chair, Introduction of AGB Facilitator, Review of session goals, process and agenda**
- 8:45** **Top Issues for U.S. Higher Education**
- 9:10** **Roles and Responsibilities of College Governing Boards.**
 -Ten Fundamental Responsibilities
 -Responsibilities for Accreditation
- 10:00** **Group discussion: 2 break-out groups or group as a whole**
Discussion question: Board performance: where are we strong; where challenged; where can we improve?
- 10:15** **Break**
- 10:30** **Best Practices of Effective College Governing Boards**
 • Practice, Process, Agendas, Committees, Culture
- 11:00** **Group session: Board Culture**
- 11:30** **Next Steps: Specific actions identified for follow-up**
 Group discusses and agrees to Action Plan
- 11:45** **Take- aways and Wrap-up**

San Joaquin Valley College Board of Governors Retreat

Trudi Blair

AGB Senior Consultant

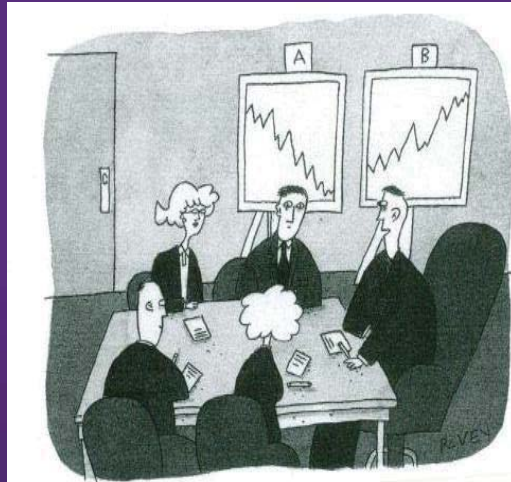
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Welcome and Retreat Agenda

- Top Issues in Higher Ed
- Roles & Responsibilities of Boards:
 - Fiduciary threshold
 - Fundamental Roles & Responsibilities
 - Accreditation
- Best Practices for Boards
- Board Building for SJVC

Great Boards Always Want to be Better



“Okay then, it’s agreed. We’ll go with chart B.”

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Top Strategic Issues for Boards (2018-2019)

- Educational Quality
- Financial Stability
- Freedom of Speech
- Innovation
- Presidential Leadership
- Relevance

Board of Governors as Fiduciaries

- Baseline/Threshold
- Definition:
 - Fiduciary – One who holds some asset(s) in trust for another and is charged to act beneficially on behalf of the other in managing that asset
 - The Asset – The college/university you govern, including mission & identity, property, human resources & educational product
 - For Whom – Founders and sponsors, students and

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Fiduciary Duties

- Duty of Care
 - Act in good faith for best interests of institution
 - Act reasonably, competently and prudently
- Duty of Loyalty
 - Put interest(s) of institution above all else
 - Do not act from self interest; no self-dealing
 - Conflict of loyalty
- Duty of Obedience
 - Obligation to advance mission
 - Duty to act ethically and consistent with mission

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Board Roles and Responsibilities

1. Establish institution's mission
2. Select president
3. Support & assess president's performance
4. Charge president with leading a strategic planning process
5. Ensure institution's fiscal integrity

Board Roles and Responsibilities

6. Ensure educational quality of the institution
7. Preserve/protect institutional autonomy & academic freedom
8. Ensure institutional policies & processes exist
9. Engage regularly with major constituencies
10. Conduct board business in an exemplary fashion

Board Roles and Responsibilities - Accreditation

- Be informed about history, current practice, strengths & weaknesses of regional accrediting body
- Participate in the self study
- Know about the objectives & activities of visiting team
- Meet with the visiting team
- Review the final report & evaluate its findings
- Ensure recommendations are implemented

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Characteristics of an Average Board

- Board size: 29/12
- Meets 3 or 4 times/yr for 5 hours/meeting
- Representation on boards
- Term limits – Almost all boards specify the length of a member's single term at 3 or 4 years and nearly 2/3 of boards limit the # of terms
- 76% of boards report that >90% of members give annually
- Board education/development – 32% held a retreat in the past 3 years



*Source: 2016 AGB Survey of Governing Boards

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Characteristics of Board Members



- 74.2% men; 25.8% women
- 87.5% white non-Hispanic; 12.5% minority
- Most trustees (68%+) are 50-69
- Trustee backgrounds:
 1. Business
 2. Professional service
 3. Education
- Terms and limits

Source: 2016 AGB Survey

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Board Committees

Average # Standing Committees: 8



Typical Board Committees:

1. Finance/Budget
2. Development/Advancement
3. Trusteeship/Nominating
4. Executive
5. Academic Affairs*
6. Audit
7. Student Affairs*
8. Buildings & Grounds (HR, Compensation & Facilities)

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Trends in Board Committee Structure

- Separate audit committee
- Executive committee is meeting more often
- An “education” committee is emerging as a top committee (combines student affairs & academic affairs)
- 3 most common ad hoc committees were
 - Trustees/nominating/governance (standing)
 - Campaign
 - Investment (standing)
- Expanding student affairs committee to include “marketing”
- Increased use of task forces
- Increase in the number of standing committees

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What Makes Great Boards Great?

- Regular meeting attendance?
- Board member skills?
- Board member age?
- Independence?
- Board size and committees?

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What Makes Great Boards Great?



“After Ms. Stevens said, ‘Is so,’ Mr. Harris said, ‘Is not,’ followed by another ‘Is so’... ‘Is not’ ...Is so’... ‘Is not’...”

It is not rules and regulations. It is the way people work together

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Attributes of Great Boards

The right people

- Ensure the right people are on the board through a study of strengths and weaknesses

The right agenda – designing better meetings

- Limit presentation time and maximize discussion time
- Provide opportunity for informal interaction among members

The right information

- Information versus data
- Think about Dashboards

The right culture

- Candor, trust, respect
- Willingness to share information – openly, on time
- Invite multiple perspectives
- Healthy skepticism, intelligent doubt
- Commitment to assessment of collective board and individuals

From “Building Better Boards,” by David A. Nadler, HBR, May 2004 and “What Makes Great Boards Great,” by Jeffrey A. Sonnenfeld, HBR, Dec. 2002

Intentionally Choosing Level of Engagement & Expectations

- Passive –
- Certifying –
- Strategic –
- Intervening –
- Operating –

What is our choice?

"Building Better Boards," David A. Nadler, HBR, May 2004

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Best Practices for Building a Better Board -1

1. Conduct orientations and provide mentors for board members
2. Educate board members about the board's definitions of collegiality, consensus and dissent
3. Provide time for informal interaction to enable board members to get to know each other
4. Hold periodic retreats – away from routine business – to focus on strategic issues, assess the board and determine ways to strengthen board performance

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Best Practices for Building a Better Board -2

5. Select appropriate structures and formats to pursue key issues
6. Create regular opportunities for trustee education and skills development
7. Establish goals for which the **board** is accountable and monitor progress toward accomplishing them
8. Meet periodically with peer board members from other institutions
9. Rotate committee assignments
10. Conduct succession planning for board officers

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Best Practices for Building a Better Board -3

11. Periodically revisit the roles & responsibilities of the board and its individual members
12. Implement mechanisms that provide the board with feedback on and opportunities to strengthen its performance
13. Create safe, internal channels of communication
14. Provide timely and adequate information to all board members to make decisions about key issues
15. Avoid “dysfunctional politeness” and groupthink at board meetings by considering multiple viewpoints, brainstorming alternative views and consulting stakeholders and outsiders

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