Principles of Trusteeship

Presented to the University of Delaware Board of Trustees

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Intrinsic Challenges to Effective Boards

All Boards Have These Challenges

• Orchestra without the optimal mix of members that rarely rehearses
• Wealth of conductors
• Powerful personalities with personal priorities
• Limited time and episodic engagement
• Full-time professionals reporting to part-time volunteers
Goal: Building a Strategic Board

Genuinely strategic, not managerial—protect and enhance institutional assets.

Focus on primary institutional assets—mission, vision, and strategy; character and quality of educational programs; organizational sustainability; and presidential leadership.

Address strategic questions—How do we protect and enhance asset value?
Goal: Building a Strategic Board

Strategic Practices

Spend **time** on strategic issues.

Focus on areas of **uncertainty**.

**Engage** issues **early**.

Use **debate and dialogue** as well as parliamentary process.

Be an active **thought leader** with the president.
Goal: Building a Strategic Board

Board members are:

**Thought leaders**—bring intellectual capital and diverse perspectives.

**Agenda setters**—oversight and leadership authority.

**Interpreters**—strategic data and assessment.
Principles of Trusteeship

- Conduct yourself with impeccable integrity.
- Embrace the full scope of your responsibilities as a board member.
- Respect the difference between the board’s role and the administration’s role.
- Be an ambassador for your institution and higher education.
- Think independently and act collectively.
- Lead by example.
- Understand governance.
- Champion justice, equity, and inclusion.
- Ask insightful questions and listen with an open mind.
- Focus on what matters most to the institution’s long-term sustainability.
- Learn about your institution’s mission, constituents, culture, and context.

Govern with Confidence

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1. Embrace the full scope of your responsibilities as a board member.

- Fiduciary responsibilities
- Collective endeavor
- Prepare in advance, show up fully present, and participate productively
2. Respect the difference between the board's role and the administration's role.

• Shape strategy, set policy, support goals, hold executive accountable

• Share governance

• Accept recommendations from governance partners not unconditionally but respectfully

• Serve as thought partner, sounding board, pro bono advisor

• Don’t manage, implement, or operate
Management vs. Governance

**MANAGEMENT**

- What is enrollment in “Program x” this semester?
- How many recruiters do we have?
- How many dual-credit classes did we teach?

**GOVERNANCE**

- What are our growth markets in the future & how will we sell into those segments?
- Are you happy with our product mix? Why?
- How do we assess the viability of our programs? What role does dual credit play in program growth?
- How’s our growth compared to the state rates & to the growth in our local high school graduation classes?

*Source: Texas Technical College, 2016.*
Management vs. Governance

**MANAGEMENT**

• When can we start the Anthropology Program?
• Some of my family members are into Yoga—could you start a course?
• What good is a course in x?

**GOVERNANCE**

• What are the major strategies contained in our academic plan & how is our progress going?
• How is our academic plan enabled or constrained by our facilities? By our staffing levels?
• How do we assess whether our programs are relevant to the career aspirations of our students? How often do we measure that?

*Source: Texas State Technical College, 2016.*
3. Be an *ambassador* for your institution and higher education.

- Advocate for the institution as an informed, objective, sharp-eyed interpreter
- A bridge between the institution and its many stakeholders
- Do you represent the taxpayers or the university?
4. Conduct yourself with impeccable integrity.

• Trust and reputation—hard to gain and easy to lose
• Conflicts of interest can be managed
• Disclose more-rather than less-information
• Step aside from voting and discussion
• How’s your conflict-of-interest policy?
5. Think *independently* and act collectively.

- How open is the board to dissenting opinions? How are its tensions handled?
- “Independent” is not “unilateral”
- Board value lies in diversity of members’ expertise and experience
- Thinking independently happens inside the boardroom, and acting collectively happens outside it

- Trustees ultimately accountable for a welcoming, safe, supportive, and equitable environment for all
- Pursue equitable outcomes
- Look hard at campus climates for barriers
- Pay attention to which voices are loudest or silent, which dismissed or defended
- Recognize and appreciate personal journeys
7. Learn about your institution's mission, constituents, culture, and context.

• Know and value what makes your institution unique

• Work with administration on strategies distinctive to your institution that play to its strengths and ameliorate its limitations

• Think about your role as an outside governor as changing professions and changing industries at the same time
8. Focus on what matters most to the institution's long-term sustainability.

• Oversight . . . Insight . . . Foresight

• How well do you understand the business model and financial circumstances?

• Help define what constitutes success . . . now and in the future

• Encourage innovation that will help achieve success
9. Ask insightful questions and listen with an open mind.

• Bring genuine curiosity

• Probing questions that frame problems, move discussions forward, and illuminate alternatives

• Cooperative back-and-forth, not competitive debate—no “gotchas”

• Enough information to make a sound decision? What more needed to better understand the issue?

• When to ask what of whom?
Board Culture

**HEALTHY**
- Team players
- Distributed influence
- Collective wisdom
- Engaged listeners
- Constructive dissent
- Transparency
- Confidentiality
- Diligence
- Mutual accountability

**UNHEALTHY**
- Huddle of quarterbacks
- Dominant inner circle
- Individual convictions
- Assertive speakers
- Back channel sabotage
- Obfuscation
-Leaks
- Disengagement
- Collective impunity
Discussion

• What questions do you have?
  Reactions?
  Comments?