The Board Chair/Chief Executive Relationship

The Partnership:
Board and Chief Executive

Clear Expectations

Chief Executive: **of Board**

BOARD: **of Chief Executive**

Common Sense of Purpose
Shared Vision
Mutually Agreed Upon Plan
Committed To Inclusion
A Focus on Consequential Governance
(All Major Constituents)

Board engagement

- Board engagement starts at the top.
- A board chair sets the tone for engagement for the board as a whole.
- The board chair and chief executive relationship is critical to success.

Chair's Expectations of their Chief Executive

1. Provide data and information that is comprehensive, accurate and useful;

2. Respect the board's fiduciary and other responsibilities to hold the organization or system accountable to the general public;

3. Be an academic leader, adept politician and effective fundraiser by consulting as much as practical and appropriate with constituents;

Chair's Expectations of their Chief Executive (continued)

4. Accept, with patience, grace and style, differences of opinion and the occasional disagreement with the board's posture on important issues;

5. Avoid surprises—board chairs want and need to be the first to know;

6. Use the board's time efficiently, especially in meetings; and

7. Work closely with the board chair to educate and lead the board.

Chief Executive's Expectations of Chair

1. Think and act on behalf of the best interests of the institution or system, first and foremost;

2. Be open and forthright, fair and even-handed;

3. Respect the most important principle that the chief executive works only for the board as a whole;

4. Avoid surprises, especially by avoiding public utterances;

Chief Executive's Expectations of Chair (continued)

5. Avoid using open meetings or press interviews to gain personal media attention;

6. Aspire to be board chair, but don't push too hard;

7. Maintain confidentiality;

8. Set an example in personal philanthropy; and

9. Have a sense of humor.

Successful Board Chair and Chief Executive Partnerships

1. **Spend time.** Prioritize regular meetings to build understanding of each other's passions, strengths and shortcomings, and goals.

Successful Board Chair and Chief Executive Partnerships

2. **Be clear about priorities.** Goals and priorities for chair and chief executive need to be intentionally shared, reinforced, and aligned.

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Successful Board Chair and Chief Executive Partnerships

3. **Let each other lead, but have a constant presence.** Allow each to lead the board and institution, respectively, but share an integrated leadership collaborative.

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Successful Board Chair and Chief Executive Partnerships

4. **Understand that the road may be bumpy.** Challenges facing institutions will require difficult conversations; find ways to disagree constructively and present a unified front.

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How the Chair Supports the Chief Executive

- Collaborates with the chief executive on board issues
- Communicates regularly with CEO
- Has input to strategic content of board agenda
- Serves as sounding board for new ideas and strategies
- As appropriate, supports president when unpopular decisions are necessary
- Gives candid feedback for improvement
- Inquires about president's health, family, well-being

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Effective Governing Boards

1. Ensure that the institution's mission is kept current and is aligned with public purposes.
2. Select a chief executive to lead the institution.
3. Support and periodically assess the performance of the chief executive and establish and review the chief executive's compensation.
4. Charge the chief executive with the task of leading a strategic planning process, participate in that process, approve the strategic plan, and monitor its progress.
5. Ensure the institution's fiscal integrity, preserve and protect its assets for posterity, and engage in fundraising and philanthropy.

Effective Governing Boards

6. Ensure the educational quality of the institution and its academic programs.

7. Preserve and protect institutional autonomy, academic freedom, and the public purposes of higher education.

8. Ensure that institutional policies and processes are current and properly implemented.

9. In concert with senior administration, engage regularly with the institution's major constituencies.

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.

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Getting Governance Right:
10 Habits of Highly Effective Boards

1. Create a Culture of Inclusion
2. Uphold Basic Fiduciary Principles
3. Cultivate a Healthy Relationship with the President
4. Select an Effective Board Chair
5. Establish a Strong Governance Committee
6. Delegate Appropriate Decision-Making Authority to Committees
7. Consider Strategic Risk Factors
8. Provide Appropriate Oversight of Academic Quality
9. Develop a Renewed Commitment to Shared Governance
10. Focus on Accountability

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High Performing Boards

- Focus on fiduciary principles
- Build a candid partnership/dialogue with leadership
- Address issues related to the long-term mission of the institution
- Actively participate in developing board and committee agendas
- Engage in constructive dialogue on meaningful issues
- Support board decisions with one voice
- Engage in honest and critical self-assessment of the work of the board and individual board members
- Manage and disclose conflicts of interest

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Board Culture: How Board Members Work Together

- What are the expected norms of board behavior?
- Do board members affirmatively commit to specific board member expectations?
- Is there respect for input from all board members?
- Do board members respect agreed upon areas of priority for board oversight?

- Do the few dominate the majority of the board's time (in committee/full board meetings)?
- Does the board police board member behavior and model the same behaviors and performance expected from others in the institution?
- What other cultural elements define (should define) how the board achieves consequential governance?

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