

## **THE RELATIONSHIP AMONG ANTIOCH'S BOARD OF TRUSTEES AND ITS EXECUTIVES CONCERNING EXPECTATIONS IN COMMUNICATION AND RESPONSIBILITIES**

This essay attempts to establish a framework to allow meaningful dialog among Trustees, the Board chair, the Chancellor, and ULC members regarding our roles, responsibilities, and communication expectations. The goal of the discussion is to surface ideas and preferences from the group regarding operational style, communication patterns, and the best governance structure that allows the Board and its executive leadership to fulfill its responsibilities. This discussion will provide the substance that enables the ULC and a small task force of trustees to propose to the Board recommendations for guidelines and structures that foster Antioch University's success in the 21st Century. These recommendations and their outcomes will be a crucial part of the strategic planning process as we move forward to increase the quality, effectiveness, and sustainability of our educational system and the structure that supports it.

To set the context for the discussion, we must first define the governance structure of the University and the desired operational style of the Board, which then allows us to analyze how the structures and behaviors influence the responsibilities of the Board. This essay provides a brief background on the governance structure, offers some observations on roles, responsibilities, and communications, and poses a good many questions, all of which, taken together, should help provide the direction for our planning efforts.

### **Antioch's Governance System**

There are two structures within our governance system that heavily influence Antioch University's functionality and communications: it has a single, multi-campus board and it is a federated model. How these two structures influence the effectiveness of the Board and its leadership can be either compounded or enhanced by the operational style of the Board.

#### **Multi-Campus Board**

Generally, most governance theorists agree that the justification for a multi-campus Board is that it can concern itself with university-wide policy and leave managerial details to the individual campuses. In such a system, the Board usually establishes a chief systems executive rather than having each campus executive report directly to the Board. The chief systems executive is usually given relatively extensive authority for reasons of the complexity of the system, the geographic distance between the individual campuses, and constraints on time. In the case of Antioch University, the Chancellor serves as the chief systems executive and Presidents serve as campus executives.

The *advantages* of having a multi-campus Board and Chancellor are that this model reduces the reporting burden on the Board and allows the Board to hold one executive rather than several campus executives responsible for the activities of the institution. It also impels the campus Presidents to act as a group rather than as individuals and

discourages the Board's involvement in campus administrative details. The *disadvantage* of a singular Board and Chancellor model is that few of the governing Board members are familiar with the conditions on individual campuses because of the very fact that the system is so complex.

The norms and expectations in how the Board supports and works with the Chancellor are challenged with a multi-campus institution. Strictly speaking, the Chancellor has no constituencies of his/her own. Students, alumni, faculty, and the various communities primarily identify with the individual campuses and their Presidents. The Board of Trustees constitutes the Chancellor's primary constituents; hence, the Chancellor depends on meaningful communication with and the support of the trustees, a number of whom may be College or graduate campus alumni or be otherwise closely connected to the institution and its values. Clearly, then, the relationship between the Chancellor and the Board and between the Chancellor and the Chair of the Board must be strong and developed through mutual trust. Therefore, the Chancellor should spend considerable time on the Board and its development. The Chancellor and the Chair of the Board must work as a team, and their relationship is critical not only because the Chancellor manages the institution, but because the Chancellor and Chair together are responsible for its leadership. The Chancellor in collaboration with the Chair must be actively involved in the setting of Board agendas, selection of committee members, and recruitment of Board members.

#### **The Antioch Federated Model**

In the Antioch University system, the federated model adds some complexity to our framework in determining the relationship of the Chancellor and campus Presidents to the multi-campus Board. In Antioch's federated model, the campus Presidents are responsible for the full operation of their campuses, including revenue generation, governance, fund-raising, hiring and firing of personnel, and expenditures. Revenue generated by the campuses resides with each campus, and the overhead to operate the Chancellor's office and university-wide services is collected from each campus annually, using an allocation formula. This process differs from non-federated multi-campus systems where revenue generated by the individual campuses resides with the central administration and is then allocated out to the campuses based on a variety of factors.

At Antioch, campus Presidents report to the Chancellor. The Chancellor holds extraordinary and intervening powers when appropriate, but not as a daily norm. In the Antioch model, the authority for running the University resides with the Chancellor and the campus Presidents in a mutually beneficial balance that they have negotiated.

Antioch University's federated model instills another layer of governance by way of the University Leadership Council (ULC). As pointed out above, one advantage of a multi-campus Board is that it causes the campus Presidents to function as a group. The ULC is charged with the operational function of the University in general. It recommends the policies and procedures needed to run a multi-campus institution; this provides for some uniformity and equity among campuses while allowing for the individuality of each campus as well. A further component of this formula is the delegation of authority to

other systems administrators in finance, personnel, development, and technology who interact with campus Presidents and campus personnel. The complexities of these relationships among the Chancellor, Presidents, and ULC begs the question for the Board as to whom they truly hold accountable for the success of the campuses. The issue becomes extremely important when we talk about the relationship between the Board and the Chancellor and the Board and the campus Presidents.

#### **The Board's Operating Style**

Given that the relationship among the Board, Board Chair, and Chancellor must be strong, what then of the relationship and communication with campus Presidents? As articulated above, the multi-campus board model should entail little Board involvement in campus administrative details. However, the operational style of a Board and its Chair influences the reality of that model.

Miriam Wood, a theorist on trusteeship, identifies three operating styles of Boards:

- *Ratifying Boards* tend to accept the administrative judgment of their chief executive and act as a "rubber stamp" in the policymaking process. The board hires a president and lets him/her run the institution.
- *Corporate Boards* involve themselves in the financial and managerial matters in the business arena, but expect the chief executive to assume complete administrative authority for the institution.
- *Participatory Boards* frequently involve themselves directly in the administration of the institution, usually out of a sense of personal ownership and responsibility. Often, members of participatory boards of independent institutions are alumni.

Although a board may see itself in terms of the corporate model, its operational style may be participatory, which then influences its relationship and communication patterns with the individual campuses. Participatory boards are more deeply involved in managerial decisions than in making and approving university policies. The participatory operational style fosters individual communication not only with campus Presidents but with the campus stakeholders. In a multi-campus and federated model, a participatory operating style on the part of the Board or the Chair has implications for the authority of the Chancellor and his/her relationship with the campus Presidents. These potential implications will receive more attention in the following "questions" sections of this essay.

#### **Roles and Responsibilities of the Board**

When we examine the responsibilities of a Board of Trustees, we ask how a multi-campus board, operating in a federated model, fulfills its duties to both the University and to each campus for which it is responsible. The following list enumerates (admittedly in broad strokes) a dozen responsibilities generally agreed to be the domain of Board activity (it has been slightly tailored to accommodate Antioch's model of governance):

- Set and clarify mission and purpose
- Appoint the Chancellor
- Support the Chancellor
- Monitor the Chancellor's performance
- Assess Board performance
- Insist on strategic planning
- Review educational and public-service programs
- Participate in fund-raising
- Ensure good management
- Preserve institutional independence
- Relate campuses to community and communities to campuses
- Serve occasionally as a court of appeals
- Fiscal oversight of the University
- Strategic direction of the University
- Monitor performance standards

Four responsibilities of the Board stand out as potentially ambiguous in our federated, singular multi-campus Board Antioch system: (1) delegation of authority, (2) fund-raising, (3) relationships with the community, and (4) serving as a court of appeals. Adding to the potential for confusion are policies still remaining on the books that were in effect when the President and Chancellor were one and the same person (pre 1997) and when the Board changed the reporting of the Presidents from "through" the Chancellor to the Board to the current policy of "to" the Chancellor (2001/02). To create a strong institution of the future with a functional Board and leadership team, it is important for us to obtain clarity around these responsibilities. The framework for discussing these areas of ambiguity incorporates a question format suitable for round-table discussions.

## **AREAS FOR CLARIFICATION**

### **1. Delegation of Authority**

The delegation of authority, as noted, is complex, particularly in a federated model.

- Is authority of and between the Chancellor and Presidents reasonably clear and demonstrably effective? Has the Board explicitly defined the major areas of delegated authority? Has it specified to whom the authority is given, the extent of the delegation, and the measure of accountability?
- Whom does the Board hold ultimately accountable for the success of the institution, and does the delegation of authority reflect that reality?
- Does the Board delegate authority to the Chancellor and the campus Presidents separately? Does it delegate authority specifically to the Chancellor, who in turn delegates to the Presidents?
- In what situations should the President of the campus serve as the final court of appeals? In what situations should the Chancellor so serve?

- What is the obligation of individual campus Presidents to adhere to ULC policy, procedures, and codes of operation?
- Do all trustees, administrators, faculty, staff, and students understand that the Board has ultimate responsibility for determining, in consultation with appropriate stakeholders, the institution's mission?
- How does the operating style of the Board and Chair affect the delegation of authority?

## **2. Fund-Raising and the Board of Visitors**

The responsibility to participate in fund-raising surfaces numerous issues in a multi-campus system. The history of Antioch University reflects a fund-raising obligation on the part of the Board to the College – but not to the graduate campuses. In fact, in 1997 the Board charged the graduate campus Presidents to establish campus advisory boards with the major role as fund-raising. They were also to assist in outreach, public relations, and recruitment. These boards later were named Boards of Visitors (BOVs), for their own individual campuses.

In 2005, the Board of Trustees resolved that the College create its own BOV. The College BOV was directed to focus its attention on the Antioch Plan, ongoing strategic planning, benchmarks for success, fund-raising, patterns of faculty recruitment, marketing, communications, student recruitment and admissions, and physical facilities. The charge of the College BOV goes beyond that of the graduate campuses in specifically stating larger areas of responsibility for the BOV. In neither case was there a clear delineation or explanation of the “authority” or shared responsibility between the Board of Trustees and the Board of Visitors.

- What is the fund-raising responsibility of the Board of Trustees to each individual campuses?
- When the charge to the graduate campuses was given to establish fundraising BOVs, did that eliminate the Board of Trustees' responsibility for the financial viability of those campuses? If so, what is or should be the relationship and authority of the Board of Visitors to the Board of Trustees as well as the individual campus? If not, how then does the Board of Trustees fulfill its financial obligation to the graduate campuses?
- The College's BOV has different responsibilities from those of the graduate campuses' BOVs. Should there be an alignment of purpose and responsibilities across all BOVs for all campuses? If not, why not?
- Given that the Board expects the campuses to stand on their own in relation to fund-raising, what role and level of authority should the Presidents request for their Board of Visitors? Should the BOVs be granted fuller participation and should the Board of Trustees be expected to take greater responsibility for embracing and supporting the BOVs?

### **3. Relationship with Communities**

The Board of Trustees' responsibility to "relate the campuses to communities and communities to campuses" is difficult in our multi-campus institution that spans from the East Coast to the West Coast. The Board and Chancellor can attempt to represent the University at a broad, national level and within individual members' own arenas of work and influence. However, bridging to the community at most of the graduate campuses can only be done by that campus' Board of Visitors. Local BOV members have influence and contacts in the community where the campus resides. Most campus Presidents are far more dependent on their local BOV members for advice and assistance than they are on the Board of Trustees. This factor raises again the question of the status and authority of the Boards of Visitors in relation to the Board of Trustees.

- How does the Board of Trustees fulfill its obligation to assist campuses and campus Presidents in increasing their visibility, partnerships, and influence in the regions and cities of the individual campuses?

### **4. Court of Appeals**

The responsibility of the Board to serve at certain times as a court of appeals probably brings into play, more so than other responsibilities, the communication channels and operating style of the Board. Although various kinds of events can propel the Board into fulfilling its responsibility to serve as a court of appeals, most often the incidents involve faculty, often by way of an informal process. At Antioch, we need to include staff in this discussion inasmuch as our historical egalitarian nature often encourages staff to assume parity with faculty. During times of controversy, the Chancellor and Presidents have the right to expect the support of the trustees during controversial situations. Rita Bornstein, a leader in higher education and past president of Rollins College, characterizes the dynamic that should pertain in this way:

"The board can help defuse controversy by reacting with caution to any attacks on the president (systems executive), accepting responsibility for institutional policies and practices, and—unless a situation is irreparable—standing behind the president. When strong leadership makes some people unhappy, good trustees avoid becoming embroiled in networks of faculty, alumni, students, or community leaders that may undermine the president."

One might question whether there should be any communication between Trustees and disgruntled faculty. However, faculty members almost always desire to share authority and decision-making with the Board and administration. Certainly in the areas of developing curriculum, designing academic programs, and selecting their peer faculty and program heads, faculty play a strong and pivotal role. Potential controversy surfaces when faculty members attempt to influence Board members through direct contact and participation.

In examining this issue further, we can note some received wisdom about the communication and interaction between Boards and faculty from the faculty sector. Faculty members are generally advised of the unlikelihood that their colleagues will become involved in sufficient numbers to ensure a truly democratic "participatory democracy." A generally accepted analysis has it that faculties usually comprise spectators (60%), apathetics (30%), and activists (10%). Does the faculty really want 10% of their members to speak for all of them? Faculty also recognize that contact with the Board can lead to the Board's interest in the details of teaching and research, an interest and implicit interference that most faculty do not desire in any way.

Faculty are advised to support their campus President and the Chancellor. To the extent that faculty, working through normal administrative channels, can come to agreements that their President can support, their interests are likely to be better served than in situations in which a few faculty members with direct access to the Board presume to speak for their peers. The Board operates under geographical constraints that limit its range of options. Consequently, the best influence is exerted through regular departmental and administrative structures rather than through direct faculty participation or contact. Faculty should be encouraged to focus on trustees as potential resources rather than as adversaries. The trustee who is treated as an ally is likely to be a defender of the campus in trying times.

Our single multi-campus Board environment surfaces the issue of communications among the Board, Chair, Chancellor, and Presidents since it is only the Presidents who actually have faculty and staff as direct constituents.

- How is the communication code honored such that there are no surprises or gaps in information between the Board and the Chancellor, and that trustees recognize the need to relate the substance of any conversations they have had with faculty to the Chancellor? Who indeed is the "chief executive" in these local campus situations, the campus President or the Chancellor?

To these specific and categorized questions we can add the following broad-based questions regarding communication at Antioch:

- Does the Board in its communication with the campus constituents, clearly distinguish between information gathering, consultation, and decision-making?

- Is there a clear manner in which the ULC and, specifically, the Presidents wish the Trustees and Chair of the Board to communicate with campus constituents?

- If the Board desires to operate in a participatory style, how does it become educated in the operations of the individual campuses?

- Do the Presidents expect the same level of interaction, respect, support, and communication from the Trustees and Chair of the Board that is expected by the Chancellor? If not, and the Presidents are expected to communicate to the Board through

the Chancellor and visa versa, what level of interaction and communication do the Presidents expect from the Chancellor?

•When troubles do erupt on campus, how do Presidents expect the Chancellor, Chair of the Board and the Trustees to communicate with them or their constituents?  
How do the Chair and the Trustees expect the Chancellor and/or President to communicate with the Board?

### Summary

Our multi-campus system brings forth a complexity of issues interweaving the relationships among the Trustees, Chair of the Board, Chancellor, Presidents, ULC, Boards of Visitors, and individual campus faculty and staff. Antioch University further distinguishes its governance model with a federation framework, which promotes a certain amount of autonomy among the campuses. These dynamics have over our history as a system given rise to questions that are profoundly relevant to Antioch's future health and development. Many of these questions have been raised in this essay. Some of them have been before us for a long time. Some have been partially addressed.

It is essential for the health and viability of the University and each of its individual campuses that these questions, and others we can and should raise, receive the attention and discussion of the Board and the ULC. We need to move beyond pondering these questions and solve them. In the spirit of Arthur Morgan, we need to move *from thinking to doing*.

Toni Murdock, Ph.D.  
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