



# Oversight vs. Strategic Engagement:

The Competing Roles of Public University Trustees

Second Phase Report

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# EXECUTIVE SUMMARY

The growing number of challenges facing colleges and universities requires informed and engaged trustees who can help address a myriad of issues. Controversial events involving trustees in recent years (e.g., Penn State, University of Virginia, University of Texas System) highlight the need to better understand how trustees can engage with macro strategic issues without micromanaging the institutions they serve. In this, our second of three reports on the expectations and experiences of newly appointed public university trustees, we discuss trustees' viewpoints about their first year as board members and ideas for promoting high performing boards.

## KEY FINDINGS INCLUDE:

- Trustees' interest in spending more time discussing with each other and institutional leaders the most important challenges facing their institutions such as the rising cost of tuition, shifting enrollment patterns, and the future of online education.
- Some trustees' belief that ongoing board member education beyond initial orientation sessions is necessary to help trustees stay abreast of higher education trends and effectively serve in their roles.
- A heavy reliance by trustees upon presidents and senior administrators to provide information and context about decisions before the board, with less direct interaction than expected between trustees and external stakeholders on university issues.
- Recognition of the importance but complexity of president-board relations and the need for a mutually respectful and productive working partnership between the two.

# ➤ INTRODUCTION

At the beginning of 2013, we launched a study to examine the expectations and experiences of newly appointed public university trustees. We planned to track trustees' perceptions of their roles and responsibilities and influences on their learning and decision-making processes over a two-year period. Twelve individuals agreed to participate in the study and each was first interviewed within a few months following their gubernatorial appointment to a university board.

Our first report, released in March 2014, highlighted the initial expectations of this group of new trustees. These trustees were eager to become engaged in their duties and expected to be involved in important matters related to strategic planning, financial oversight, and long-term budgetary planning. Additionally, this group expected to rely upon a variety of information sources while learning about their roles and making decisions. These sources included most prominently their institution's president and members of the senior administrative team. An electronic version of the first report is available at <http://education.msu.edu/ead/hale/center/documents/Trustee-HALE-Center-Report-Final.pdf>.

During the past year, our research team returned to the original group of twelve trustees for follow-up interviews about their experiences during their first year of service, and we will conduct final interviews after two full years of board service. This report provides an overview of the key findings from the second phase of our study. In this report we discuss how closely trustees' expectations were met, surprises experienced, and sources of influence during their first year of service. Then we discuss the most pertinent topics on trustees' minds: the desire for deeper engagement on substantive strategic issues, ideas for improving board member orientation and professional development opportunities, and the importance of relationships both among trustees and between trustees and institutional leaders.

In the first report, we explained why we believe it is important to study the experiences of university trustees. Our belief in the significance of this study is reinforced by the continuing national attention given to the appropriate role of university boards and how to best engage trustees in the governance of colleges and universities (AGB, 2014; Stripling, 2015). We hope this second report and our continuing study can help shed light on these important issues directly from the perspective of trustees.

# ➤ EXPECTATIONS & SURPRISES

Overall, new trustees' expectations, specifically related to their roles and responsibilities and general functions of university boards, were largely met. Individuals expected and found boards to be mostly involved at the macro level, providing oversight and occasional strategic direction for their institutions. At an individual level, participants expected and found themselves engaged, asking lots of questions, and having an opportunity to lend their expertise and make an impact on

the institution. One trustee indicated she felt she was able to have an impact by pushing for better governance practices such as eliminating the automatic rotation of the board chair to the next most senior member on the board. Another individual mentioned utilizing her professional finance background to set up a stronger and more routine reporting system between the university and the Board on financial matters.

Although the general expectations of trustees were largely met, there were a few areas that surprised several or all of the trustees. First, although most of the participants indicated they expected their service as a trustee would require a substantial time commitment, the actual time required to fulfill their duties was greater than expected in some instances. One person explained the reason for this, stating:

**For one thing, you think there are four board meetings a year, but soon you find out there are also a couple retreats. And then you get put on assignments for subsidiary boards or things the university's involved with, other committees. And they'll [each] have four meetings a year. So all of a sudden you start out thinking it's going to be four and it ends up being 24.**

Another individual counted the number of meetings he attended as part of the search committee for a new university president and found it was 47. Still, each of the trustees remain committed to fulfilling their expected duties. As one trustee commented, "If you're going to do the job and do it right, it's going to take a lot more of your time than you thought it would. But it is rewarding."

Second, although this group of trustees expected to be engaged and involved, some were surprised at the lack of engagement from their fellow trustees. "We have one board member that, while he's extremely talented . . . he doesn't show up a lot," said one person. Another added that his biggest surprise and disappointment was the lack of engagement by some trustees.

On the other hand, some participants expressed surprise that some trustees were heavily involved in institutional operations. "I guess where I saw the failing was some of my board members who have specific agendas that they're focused on, rather than a broader view of what's best for the university . . . some of my board members might have been more meddlesome quite frankly," said one person. A few individuals shared examples of how some fellow trustees dig deeply into the weeds at times such as focusing on building paint colors as opposed to focusing on the larger strategic issue of infrastructure planning.

Third, several trustees expressed surprise about the public nature of being a trustee at a state university. Although individuals largely knew board meetings would be open to the public, it was still an adjustment for some trustees more familiar with operations within the private sector. "Public meetings are very formal; different from private non-profit boards," said one person. Another added, "It's not something I'm used to, obviously, in the corporate world. [University board meetings are] all open to the public with the exception of the audit committee. That's different." Different did not necessarily mean bad. One individual reported that he enjoyed hearing from faculty and students as a university trustee whereas in the corporate world board meetings only involve board members and the most senior company staff.



Besides the public nature of formal board meetings, individuals were also surprised over the general “local celebrity” attached to being a public university trustee. Sometimes this was enjoyable, as one individual mentioned how the “red carpet” is rolled out whenever a trustee is on campus. Other times it was a shock to individuals when their board member status interfered with their privacy.

**From the Trustees:**

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**So probably the one thing I was not aware of, especially in a small community, is how under the magnifying glass you are as a board member. You’re like a VIP when you walk in the door, and, you know, I don’t think of myself as a VIP usually. . . . Like I went up with my family last week. Walk in a restaurant. The union rep sits there. I have to go say hi because the absence of doing so sends a signal.**

Overall, the expectations of new trustees were largely met except for the limited examples noted. Still, each trustee we interviewed acknowledged there was significant learning that took place during the first year, and that learning continues throughout their early years of service. In examining how trustees learn about their roles and responsibilities and execute their duties, it is important to understand the key factors that influence these processes.

➤ **SOURCES OF INFORMATION & INFLUENCE**

The greatest source of influence on the trustees in this study came from the university presidents and senior administrators at their institutions. At each institution, orientation sessions for new trustees were largely driven by the central university administration. Some trustees indicated they thought they might receive an orientation directly from the governor’s office or from their fellow trustees, but those initiatives largely did not occur. (The topic of orientations is covered in more depth in a subsequent section). Beyond initial orientation sessions, trustees indicated a strong reliance upon information they received from presidents and other senior leaders in evaluating matters before the board and ultimately making decisions. One individual mentioned that “the university leadership team is where most of the data comes from . . . the president is the most important person for that.” Other people added that the board secretary plays a particularly important role in providing both background materials for board meetings as well as updates in between meetings about important campus and national higher education news.

Although most participants indicated they were pleased with the information they receive from university administrators, some expressed mild frustrations with the manner in which information

is shared. A few individuals mentioned the immense task of reviewing mounds of background materials prior to meetings, even though they acknowledged it is difficult to receive materials more than a week prior to a meeting and also expect the information to be as current as possible. The enormity of information to consume requires trustees to place their faith in the administrators providing the information. One person noted, “The staff at the university has expertise and ‘schools’ the trustees on the issues. It can be frustrating, but is typical of any board.” Another individual added that he felt the administration gives less weight to trustee viewpoints since they are only on campus for meetings a handful of times each year. In speculating on the administrative mindset, this trustee said, “I think that’s what’s going on. I think that’s part of the dynamic. We’ll just give them what they need for this meeting [in May]. Then we’re not back until August. They’ll forget about it by August so let’s just throw them a bone. I don’t know if that’s intentional or just happens.”

Beyond presidents and vice presidents, new trustees largely pointed toward fellow board members as their next greatest source of influence. A few people indicated that more seasoned board members took them under their wing and helped answer what one person referred to as “the stupid questions” they might otherwise be reluctant to raise publicly for fear of appearing naïve. One trustee commented, “I really rely on the input from the other board members, particularly those board members who have been on the board for several years.”

Despite the value new trustees placed on interacting with other board members, many felt these interactions have not occurred as often as they should. One individual, upon being asked how often she talks with other board members, responded, “No. Never. Isn’t that funny? Never. That’s what I’m talking about in terms of that’s the biggest surprise.”

Finally, it is important to consider how external sources influence new trustees. During the initial round of interviews, most individuals indicated they expected external sources (e.g., government officials, news media) to influence their learning and decision-making processes less than internal sources (e.g., presidents, fellow board members). Following their first year of service, individuals confirmed this was largely the case. Comments from participants on this topic included: “No [external] pressure at all,” “I don’t think board members really know what the governor expects,” and “I haven’t seen it since I’ve been on the board. . . . I have not been contacted at all by any senators or legislators.” One person specifically mentioned this lack of external influence as a positive.

**I think that actually is better the way it is because . . . I view my role as to really represent the students, the faculty, the parents. To again, to do what’s in the best interest of the students and at the same time using both the individual’s money but also the state money prudently. So no, we’re not, I’ve never been influenced by anyone.**

Although most individuals indicated they have not experienced direct influence from external stakeholders on specific matters before their boards, some indicated they proactively interact with the external community in other ways. One individual indicated he sought out conversations with

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the governor’s policy advisors to learn more about state higher education issues. Other trustees indicated they periodically interact with business leaders and community members as a way of understanding local perspectives about the universities they serve. Additionally, some individuals mentioned other sources of influence such as media outlets like The Chronicle of Higher Education and Trusteeship magazine, but these sources of influence were mentioned much less commonly than others.

The overall lack of external influence on trustees during their first year runs counter to findings from Bastedo (2009) and Pusser, Slaughter, and Thomas (2006) that indicate external forces often explicitly and implicitly impact trustees’ actions. This will be an important trend to monitor in the final stage of the study to better understand the balance of internal and external forces in trustees’ learning and decision-making processes.

## ➤ STRATEGIC ISSUES

The need for more engagement with strategic issues is a prominent theme that emerged from our second round of interviews with new trustees. Several trustees expressed considerable frustration with the formal, highly structured nature of board meetings. One trustee’s description of a typical board meeting makes clear the reason for his dissatisfaction:

**Okay, agenda item number one, resolution to support the hiring of the new dean of the business school. Any discussion? Nope. All in favor? Aye. Opposed? Okay, motion passed. Agenda item number two. So I mean it’s really pretty formal and rigid in what is discussed at board meetings.**

Others expressed similar sentiments when they described meeting procedures as “too cut and dried” and “kind of [like] boiler plating.” One trustee argued, “Too much stuff on the agenda is done by consent agenda. Drives me crazy.”

Ultimately, trustees were critiquing both meeting procedures and the focus and depth of board meeting discussions. One explained, “I would like more discussion on certain areas. Focus on university positioning in the marketplace. Branding who the university is. Who they want to be. How they want to be perceived. What’s the enrollment plan? What’s the long-term strategy?” Another trustee asked for attention to big issues in the environment that will shape her institution’s future. “I just think . . . higher ed is the next bubble, and nobody’s talking about the student loan stuff, the affordability stuff, and the online credentialing that could just blow up everything they’ve got. . . . I can’t get anybody to pay attention to that or just say we should have a retreat and that’s going to be our topic.”

### From the Trustees:

“Higher ed is the next bubble, and nobody’s talking about the student loan stuff, the affordability stuff, the online credentialing that could just blow up everything they’ve got.”

Trustees offered concrete and practical suggestions for addressing the problem of inadequate discussion of the strategic issues facing their institutions. One recommended “a dashboard [of performance metrics] that gets discussed at every board meeting.” Another suggested “if we had a strategic plan . . . maybe once each meeting we would take one of the key plans and do a deep dive around it.” A trustee from a different institution explained, “I want the president of the university to come to us and tell us that these are the three or five or whatever the number is most important things he wants to see happen at the university over what period of time.” Numerous trustees told us big, important issues like these deserve their attention and many trustees believe they have insights and experience to contribute as institutions plan their path forward in challenging times.

Trustees acknowledged that engagement with strategic issues should not slide into micromanagement. “It’s strategic, top-level questions I think I should ask as a trustee, but not focus on the implementation or the exact pieces,” one participant in our study explained. “My task would not be, as a trustee, to . . . go fix the music program. My task is to ask questions.” One participant succinctly described her view of the appropriate role for trustees by referencing an old governance adage, “It’s called noses in, fingers out.”

Navigating the fine line between institutional stewardship and intrusion into administration is a concern trustees voiced in many ways. “Sharpening where the line is between strategic and operational things . . . is a discussion that has to constantly go on. Figuring out the right level of engagement is a constant struggle. . . . We need as a board to ask the president, are we valuable? Are we helpful? Are we at the right side of the line?”

Our interviews made clear trustees want to be involved in discussing strategic issues confronting the institutions they serve. Likewise, they want to help their institutions define a strategic direction forward. How to navigate the delicate balance of board and administrator roles requires careful preparation of trustees, regular two-way communication, and strong relationships with institutional leaders and trustee colleagues—issues we address in the following sections.

A common theme among participants was an interest in spending more time considering the key issues and challenges facing their institution. The following are some of the areas trustees mentioned wanting to discuss more deeply and strategically.

- **Tuition and fee rates**
- **Student debt levels**
- **Long-term financial sustainability**
- **Online and distance education**
- **Student employment outcomes**
- **Enrollment management plans**
- **Institutional marketing and branding**
- **Enterprise risk management**



# ➤ ORIENTATION & PROFESSIONAL DEVELOPMENT

## Dueling Opinions:

“I don’t know how you could put into a booklet what you can learn in five or six meetings.”

## Dueling Opinions:

“Trustees could be more valuable if they start off running with just more information.”

Most of the trustees we interviewed were reasonably satisfied with their initial orientation to their institution and board duties. Several of the new trustees we interviewed used terms such as “helpful,” “terrific,” and “remarkable” to describe their initial orientation. As one reported:

**I think there was a lot of good intent [in] bringing the new trustees to the campus, having them spend a day sitting down with each of the key executive staff members to do the “Here’s how we do it here [explanation]. . . . Here’s what you need to know about the finance and budget team . . . about the president’s office. . . . Here’s how to get your expense vouchers done kind of thing.” . . . That is the formal orientation process. . . . They want to make sure that you’re very comfortable showing up at your first meeting.**

According to those we interviewed, trustee orientation tends to be driven by the university’s senior administrative team. One participant explained board orientation involved “primarily the administrators, the leadership team.” Another trustee reported he “didn’t talk to any of the other board of trustee [members] before accepting the position or even after that.” This suggests that many trustees receive mostly a central executive perspective on initial issues and procedures at their respective institutions. More interaction with veteran board members during the transition process could help new trustees gain a more thorough understanding of their duties and the range of issues facing their institution.

Several of the trustees indicated the formal orientation they received did not meet their long-term learning needs as board members. They told us their orientation was “very light,” “kind of weak,” even “very lackadaisical.” “It was helpful in the sense that it created a starting point,” one trustee explained. “It just wasn’t complete is my point.” Numerous trustees indicated they needed more information and support over a longer period of time to prepare them adequately for their roles and responsibilities as trustees. One noted, “I view my learning process as something a little longer and broader.”

Another trustee wished orientation included “some discussion about the strategic direction of the university, the key things that were going to be affecting the university over the next four or five years, kind of the strategic roadmap. I think that would have been helpful . . . [but] wasn’t included in the information I had.” The structure of orientation was a related concern we heard. As one trustee observed, “I’m not saying we have to go to boot camp and come back a year later, but it seems like there could be a little more structure to it. . . . Trustees could be more valuable if they start off running with just more information.”

However, it seems a delicate balancing act is required to prepare trustees for their new responsibilities without overwhelming them with information and detailed procedures. One trustee explained, “At that time, that type of orientation [I received] was about right, because in my case I was kind of learning as I was going. So to have too much information would not have been that helpful, not really.” How much prior preparation is realistic and useful is a question institutions may need to answer for their specific board. One trustee acknowledged, “I’m not sure they could better it. . . . I don’t know how you could put into a booklet what you can learn in five or six or seven meetings.”

Others acknowledged that, to some extent, board members must also be proactive to be certain they are learning what they need to function effectively. One reported, “A board member has to just plan on being very engaged and spending the first two years of your term really getting to know it [the institution and role] before you really do anything.” A second trustee described a similar learning curve. “The first three or four meetings, I essentially observed. Tried to figure out what my spot would be, how I might be able to contribute.”

Clearly, there is no simple formula for supporting new board members as they transition to their role as trustees. Some combination of up-front formal orientation, continuing learning and board development opportunities, and individual board member initiative may be required to ensure board members have the knowledge and understanding they need to fulfill their duties effectively.

## From the Trustees:

“It [orientation] was helpful in the sense that it created a starting point. It just wasn’t complete is my point.”

# ➤ RELATIONSHIPS

Trustees we interviewed also indicated effective working relationships are essential to their successful performance and the well-being of the institution they serve. A healthy relationship between the president and board built on open communication and trust is vital. One board member explained, “Board relations are crucial for any president. It can never be mastered, but you’re always working toward it.”

The complexity of the board-president relationship is apparent from the comments of two trustees we interviewed. One indicated she is “impressed with the president and his openness to partnering with the board. He’s very transparent. Not everything is perfect and that’s ok. He’s welcoming of input and seeks out opinions from board members, calls them for advice and guidance.” In contrast, a trustee from a different institution commented, “there’s room for improvement there, but I’m not sure that there’s enough trust by the executive team to ask us. I think they’d rather ask us to approve something they’ve already brainstormed.”



### From the Trustees:

“Board relations are crucial for any president. It can never be mastered, but you’re always working toward it.”

Mutual trust and respect are essential to positive board-president relationships. Acknowledging trustees have much to offer presidents is a key part of building a strong working partnership. One trustee complained, “These boards are a great collection of very strong backgrounds, minds, etc., and they’re not utilized. Why not tap into it?” Similarly, a fellow trustee observed, “I’m very goal oriented. I didn’t want to go up there and just be eye candy on the

podium during graduation. I wanted to do more than that.”

We heard that some degree of tension is part of a healthy board-president relationship. One trustee told us, there is “a natural tension that a board and a leadership team needs to have. . . . There is a natural tension that needs to be there for the university to work. We need to ask hard questions.” The board chair has a particularly important role to play in maintaining an effective board-president partnership. One of our participants explained, “You have to have the relationship built between the chair and president so that there’s a little bit of [a] hot seat there, but there’s also [a] trusting relationship.”



Striking the right balance is key to healthy board-president relations. An insightful trustee acknowledged, “If I demand to know which colors we’re using at the Union, that’s a little extreme. But on bigger matters, you don’t do it in a pompous way, but I do put some of that [responsibility to question] on the trustees. They could have been more forceful.” At the same time, trustees must acknowledge the boundaries between policy development and administration and be careful not to micromanage their institution’s leadership

Strong relationships among board members are important too. Good board relationships can start during new member orientation. As one trustee suggested, “There should be ‘onboarding’ [i.e., orientation of new board members] from current board members as well. I mean with new board members, one-on-one. Create kind of a group with the current board onboarding the new [members].” Trusting relationships among board members can be invaluable when tough issues come before the board. When describing a close relationship with a fellow board member, one participant explained, “He’s . . . a guy I can ask questions that are kind of off the wall, and he’s not amplifying [this] into something it’s not. A trusting relationship.”

Board member relationships and communication do not need to be restricted to only one board either. A number of trustees we interviewed described their conversations with trustees from other higher education institutions. For example, one trustee described a connection he made with a board member at a different Michigan public university. “So you are over at [name of institution]. Let’s talk. You know, that stuff is healthy, very helpful. . . . It’s best practices, lessons learned. If I can help him avoid something that we encountered [it’s good].” Another trustee commented, “It’s odd to me that there’s not more interaction [among board members].” More opportunities for interaction and information exchange with fellow trustees from nearby or similar institutions is an idea several of the trustees we interviewed advocated.

### From the Trustees:

“These boards are a great collection of very strong backgrounds, minds, etc., and they’re not utilized. Why not tap into it?”



# ➤ CONCLUSION

Our study demonstrates the eagerness of new trustees to make a positive impact in their roles and the desire to lend their professional expertise to help their institutions during challenging times. However, we found indications that certain aspects of orientation and professional development opportunities may be insufficient, which in turn limits the ability for trustees to fully and effectively engage in their roles. Additionally, it is clear that strong relationships between presidents and boards and between board members themselves are a prerequisite to productive board action.

We believe more can be done to enhance the performance of university boards to the benefit of both institutions and individual trustees. In times of increasing external pressures and attacks on higher education, colleges and universities should be engaging with trustees as strategic partners instead of restricting their engagement to formal meetings several times a year and predetermined agenda items that limit in-depth consideration of important issues confronting their institution. There will likely always be trustees on the margins either completely disengaged or micromanaging. It is important to focus on how to support and engage the majority of trustees in the middle, those who want to make a positive impact if provided the opportunity. The final phase of our study will explore with seasoned trustees, who now have two years of experience, how institutions and trustees can work together to ensure high performing boards.

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