



Board Chair Workshop

Washington Trustees Association of
Community and Technical Colleges

May 14, 2009

Agenda

- Welcome, Introductions & Workshop Overview
 - Audience Input
- Chair Responsibilities In Brief
- Running Effective Meetings
- Scenarios
- Break
- Board Chair Responsibilities
- Chair & CEO Relationship
- Q&A and Final Thoughts



Chair Responsibilities in Brief

- Commit the time and energy needed
- Preside over board meetings
- Ensure the board fulfills its responsibilities
- Work closely with the CEO
- Represent the board and district
- Create a positive climate
- Foster teamwork

Running Effective Meetings





Effective Meetings

- Goals of a meeting
 - Explore diverse views and alternatives
 - Efficient and orderly process for discussion
 - Use time wisely
 - Make policy-level decisions on behalf of public for college



Effective Meeting Agendas

- Some good examples?
- Chair & CEO roles
- Use of consent agenda
- Appropriate topics for board discussion
 - Required by law?
 - Required by board policy?
 - Enable decision-making?

What are Your Guidelines

- Agenda Development
 - Who is involved?
 - How can/do trustees contribute?

- Length of Meeting
 - Setting an ending time

- Being Prepared: Receiving/reviewing agenda prior the meeting
 - How much time?
 - If you have questions?
 - Re-asking questions at board meetings



Your Board's Guidelines

- Public Participation
 - Open and public meetings
 - Participation by public
- CEO, staff, & trustee reports
- Time limits? Topic limits?
- Level of Formality in Procedures
 - Roberts' Rules
 - Other Options



Parliamentary/Meeting Procedures

- Provide for orderly conduct of meeting;
limit confusion
- Protect rights
 - Majority & minority contributions
- Clear and user-friendly

Rules of Order

- Robert's Rules of Order
- Adapt to fit needs and culture of board
 - Robert's Rules for small groups
 - A quote: "*If you are running Parliament, Roberts' Rules of Order is a dandy and quite useful book.*"
- *Simple Parliamentary Procedures for the 21st Century*, Dave Rosenberg
- *The Modern Rules of Order*, Donald Tortorice



Board Chair's Role

- Call the meeting to order at the time set

- Clarify/review procedures
 - Conduct of meeting
 - Public participation

- Assure that all remarks during the meeting are addressed to the Chair

- Follow the agenda
 - Clarify what is happening and what is being voted on at all time.



Board Chair's Role: Agenda Items

- General format and order (Rosenberg's Rules)
 1. State agenda item and its purpose
 2. Invite appropriate person to report on item (CEO, board committee)
 3. Ask if trustees have any technical or clarifying questions
 4. If appropriate, invite public comment
 5. If discussion or information item, invite trustees comments and discussion

Agenda Items: Action

- Conduct business by acting on motions.
 1. If the item is an action item, invite a motion. Announce the name of the person who made the motion.
 2. Ask for a second (not always necessary)
 3. Ensure everyone understands the motion
 4. Invite discussion and debate on the motion
 5. Ask for a vote on the motion when discussion is ended
 - May need to repeat the motion
 6. Take the vote
 - Voice, roll call?
 7. Announce the result of the vote, including the names of any in the minority

Debate and Discussion

- Assure attention is focused on the meeting
 - prevent or address side conversations and other distractions.
- Assure that the debate is on the merits of the question; personal comments should be avoided.
- Deal with interruptions and frivolous or delaying debate and motions.



Debate and Discussion

- Encourage moving the discussion along and not repeating comments.
- Make sure that no one speaks a second time until all board members who wish to speak have been heard.
- As chair, take a less active role in the discussion. As a courtesy, hold your comments until the end.
- Remain calm; deal fairly with all sides regardless of personal opinion

Motions

- **Basic motion** puts forward a decision for consideration
- **Amendments** change the basic motion
- **Substitute** motions do away with basic motion and replace it
- Chair may need to decide if a motion is an amendment or substitute
- Up to three motions may be on the table simultaneously.
- Deal with motions in reverse order (most recent one first)
- All motions are subject to debate.

Other Procedures

- Table a motion
 - To a certain time or unspecified
 - If passed, discussion halts
 - Not debatable, simple majority
- Take a recess
 - If passed, immediately take a recess. Chair may determine length
 - Not debatable, simple majority
- Adjourn
 - Not debatable, simple majority
- Fix a time to adjourn
 - Not debatable, simple majority

Other Procedures

- Limit debate (similar to “Call for the question”)
 - Requires a 2/3 majority
- Motion to reconsider
 - May only be made by someone on the prevailing side
 - At the same or subsequent meeting
 - If passes, original matter is back before the body
- Appeal
 - Motion to vote to reverse a decision of the chair
 - Requires second, is debatable, simple majority

Procedures (non-voting)

- Points of privilege
 - Address issues of normal comfort
- Point of order
 - Address improper conduct of meeting
- Withdraw a motion
 - During debate and discussion, the maker may withdraw the motion, and it is immediately withdrawn.
 - The chair may ask the seconder or other person if they wish to make the motion.



General Principles

- The rules of parliamentary procedure are meant to help, not to hinder
- Use common sense to keep from becoming entangled in red tape
- Retain control of the meeting at all times
- Give clear explanations
- Keep things as simple as possible



More Principles

- Advise on and communicate the process to be used. Assist in members to word motions and follow orderly processes.
- When in doubt, remember: respect the wishes of the majority, protect the minority and do what seems fair and equitable.

My Resource

- *Rosenberg's Rules of Order: Simple Parliamentary Procedure for the 21st Century*, by David Rosenberg (essentially 5 pages)
- Published by the League of California Cities and available for \$5.00. See www.cacities.org, or
- “Google” the document and print it out.



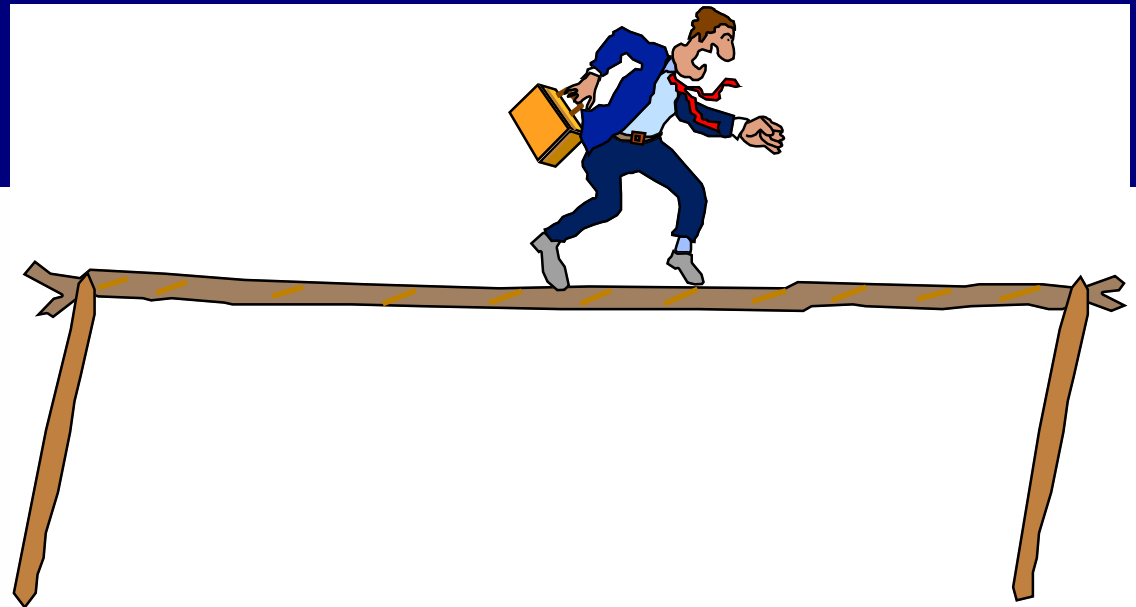
Scenarios



Reports on Discussions

- *What are the issues?*
- *What should the chair do?*

The Chair's Role



Authority

- A member of the board
 - No additional authority as an individual
 - Represent the board's decisions

- Board policy describes the delegation of authority from the board to the chair
 - *How many of you have such a policy?*



In Brief

- Commit the time and energy needed
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Time & Commitment

- How much time?
- Commitment to
 - Prepare
 - Attend meetings
 - Attend community events
 - Attend state and national conferences
 - Attend to the health and welfare of the CEO and district



Foster Board Effectiveness

- Be an outstanding trustee
- Help your board be as effective as possible
 - Know the criteria for effective boards and trusteeship
- Foster communication
 - Among board members & with the CEO
 - Have conflict management skills
- Know how to run effective meetings



Foster Board Effectiveness

- Uphold board policies on ethics, education & evaluation
 - Address violations of codes of ethics

- Uphold OPMA and conflict of interest laws
 - Work with CEO to consult counsel when necessary

- Address inappropriate behavior of fellow board members
 - Difficult, but absolutely necessary



Represent the Board & District

- Be informed
 - Board policy
 - Board decisions and the rationale
 - Major district issues and programs
 - Community trends and issues
 - State & federal issues
- Understand the issues



Represent the Board & District

- Explain, defend, and advocate for board decisions and institutional actions
- Represent only board decisions, not personal view
- Spokesperson for the Board to media
- Have excellent public relations and communication skills



Represent the Board & District

- Appointment process
- Ceremonial functions
 - Graduation, opening day, receptions, community events
- Foundation and fundraisers
- Speak on behalf of the district
 - Community & state advocacy
- Include all trustees

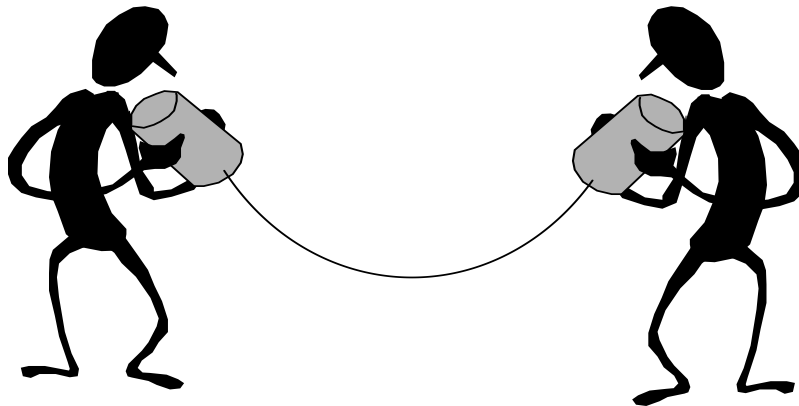
Appointments to the Board

- Board chair ensures board fulfills role to inform the process
 - Anticipate the process: start early
 - What does the board need?
 - Discussion of “gaps” that need filling
 - Identify and encourage potential candidates
 - Recommend potential appointees to Governor’s Office (Appointments Secretary Kim Tanaka)

Foster Teamwork

- Who's on the team?
 - Trustees, CEO.....
- Stages of team development
 - Forming, Storming, Norming, Performing
- Effective teams have common goals and values
 - *How are these developed and communicated?*
- Open and ongoing communication

CEO & Board Chair Relationship






Complementary roles


- Each necessary for the other's success
- Ongoing communication and collaboration
- Both should understand the institutional and board cultures
- Both serve as primary points of contact for the external community and press
- Are a source of support and counsel for each other





Board Chair & CEO

- The chair is the primary board contact for the CEO
- Recognize and honor the distinction between the two roles
 - Avoid being a “super CEO”
- Engage in regular communication
 - How often depends on CEO and issues

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- Consult with CEO on board meeting agendas
 - May be conduit for trustee items for the agenda
 - Plan timing of items
 - Alert CEO to community perspectives

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- Provide visible public support for the CEO
 - Make sure the CEO is the primary contact with the district
 - Refer complaints and suggestions to the CEO
 - Help CEO to not respond to individual trustee agendas
 - Do not use chair position to promote ideas that are not aligned with college mission

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- Provide the CEO with a clear understanding of the Board's expectations
 - Ensure regular evaluation of the CEO
 - Assure regular review of the CEO contract
 - Plan for leadership changes
 - Provide leadership for CEO search process
 - Support new CEO's orientation to college, community

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- Operate on principle of “no surprises”
 - Help prevent “end runs” from staff to board
 - It’s a partnership, not a power struggle

CEO's Responsibility to Board Chair

- Regular, open communication
- Ensure board chair is informed
- Consult with chair on meeting agendas, pending and possible issues
- Honor and reinforce chair's position as board leader
- What else?

Final Thoughts?





Thank You

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