AGENDA

COMMITTEE ON ORGANIZATION AND RULES

Meeting: **12:45 p.m., Wednesday, May 24, 2023**
Glenn S. Dumke Auditorium

Jean Picker Firstenberg, Chair
Julia I. Lopez, Vice Chair
Diana Aguilar-Cruz
Diego Arambula
Jack Clarke, Jr.
Leslie Gilbert-Lurie
Lillian Kimbell
Christopher Steinhauser

Consent
1. Approval of Minutes of the Meeting of March 22, 2023, *Action*

Discussion
2. Final Report on the Board of Trustees' Review, *Information*

MINUTES OF THE MEETING OF THE COMMITTEE ON ORGANIZATION AND RULES

Trustees of the California State University
Office of the Chancellor
Glenn S. Dumke Auditorium
401 Golden Shore
Long Beach, California

March 22, 2023

Members Present

Jean Picker Firstenberg, Chair
Julia I. Lopez, Vice Chair
Diana Aguilar-Cruz
Jack Clarke, Jr.
Leslie Gilbert-Lurie
Lillian Kimbell

Wenda Fong, Chair of the Board
Jolene Koester, Interim Chancellor

Trustee Firstenberg called the meeting to order.

Consent Agenda

The minutes of the January 25, 2023, meeting were approved as submitted.

Discussion Agenda

The committee had four items on the discussion agenda.

CSU Board of Trustees' Meeting Dates for 2024

Associate Vice Chancellor Kiss presented the proposed dates for approval by the committee. In response to Trustees Sabalius and Linares' request to review possible alternative dates for the May 2024 meeting to avoid conflicts with commencements, AVC Kiss noted that Board Office staff reviewed possible alternative dates and that changing the May dates would have unintended negative impacts on the time horizon for the January and March 2024 meeting dates. The committee unanimously approved the resolution. (ROR 03-23-01)

Revisions to the Rules Governing the CSU Board of Trustees - Procedures for Selection of Board Committees

Roberta Achtenberg, senior advisor for Board Governance, presented the action item and summarized the proposed revisions that were discussed during the March 2023 board meeting. The committee unanimously approved the resolution. (ROR 03-23-02)

Program for Board Planning, Goal Setting and Self-Evaluation

Associate Vice Chancellor Kiss presented the action item for board approval to adopt the proposed recommendations for a board planning and self-evaluation program as discussed by the committee during the March 2023 board meeting.

Trustee Arambula noted the committee had robust discussions when the item was presented as an information item at the March board meeting and reaffirmed the importance of the board undertaking regular review and self-evaluation of their work. Vice Chair Clarke echoed the importance of strengthening and clarifying board processes moving forward. Lieutenant Governor Kounalakis recognized the importance of the addition of the chief of staff position to the board to ensure critical information is shared with and among the board. Trustee Adamson expressed his gratitude for the work to identify and present these recommendations for board review, adding that they are aligned with common best practices of other governing boards. The committee unanimously approved the resolution. (ROR 03-23-03)

Evaluation of CSU Policies for Presidential Performance Reviews

The information item was presented by Jane Wellman, special consultant to the Board, and Dr. Terry MacTaggart, consultant for the Association of Governing Boards (AGB). Jane Wellman introduced the item stating this topic was identified by many board members as a priority for review as part of the board assessment. She further underscored that the recruitment, support and retention of presidents is one of the greatest and most important roles of the board and is taken very seriously.

Dr. MacTaggart noted the CSU's current practice for the evaluation of presidents reflects many widely accepted best practices and demonstrates some superior practices to those included in the review. He provided a high-level overview of areas the CSU's is currently doing well including a comprehensive and consultative governance structure reviewing presidents that includes the chancellor and full board. Dr. MacTaggart also reviewed the five key hallmarks of effective presidential assessments – accountability, credibility, leadership development, predictability and consequentiality – and broad lessons from other systems and universities for context. He noted the CSU's current practices address the five key areas though recommended the CSU could strengthen leadership development for presidents, especially for new presidents, and assemble a workgroup

to review evaluation criteria. Overall the assessment found the CSU presidential review policy and practices represents a sound framework and responsible best practices though could be strengthened to further support presidents in a dynamic and evolving leadership landscape.

Trustee McGrory agreed this is an effective and critically important process and suggested reviewing the schedule for reviews, that often occur at the end of board meetings, to allow for maximum participation by all board members. Chair Fong noted possible off-cycle presidential review meetings for consideration. Trustee Lopez expressed the importance of engaging with presidents in their reviews on areas of particular challenging issues or in need of greater support and recommendations from presidents on how the board could constructively approach challenging conversations. Dr. MacTaggart underscored the recommendation to include senior and former presidents in establishing mentor relationships with and among presidents. Trustee Firstenberg stressed the importance of greater engagement and involvement with presidents in the board meetings to benefit from their leadership perspectives and experience.

President Coley agreed having a more intentional structured on-going program for presidential mentoring would be beneficial. President Armstrong echoed the importance of a more formal leadership support and development program for presidents.

Trustee Kimbell noted her support for providing additional mentorship and on-going leadership development opportunities for all new presidents. Chancellor Koester offered additional perspectives on how to approach supporting the unique role of serving as a president in the CSU system.

Trustee Gilbert-Lurie recognized the important role the board plays in evaluating presidents and providing clear, constructive feedback and suggested the board consider areas to strengthen the process and format for presidential evaluations moving forward. Chancellor Koester concluded that under delegated authority to the chancellor, she would move forward with next steps as recommended from the review and discussions.

Trustee Firstenberg adjourned the Committee on Organization and Rules.

COMMITTEE ON ORGANIZATION AND RULES

Final Report on the Board of Trustees' Review

Presentation By

Roberta Achtenberg
Senior Advisor, Board Governance and Relations

Michelle Kiss
Associate Vice Chancellor and Chief of Staff

Summary

The Board of Trustees commissioned an external review of board roles and practices within the university system. The review was conducted by Roberta Achtenberg, Senior Advisor to the CSU for Board Governance and Relations, and Jane Wellman, a special consultant to the Board. The review was announced at the May 2022 board meeting and initiated immediately thereafter. Its focus has been to analyze board functions and protocols to identify and recommend opportunities for improvement to enable the board to operate more proactively and strategically, with the ultimate goal of positioning the CSU to more effectively advance its mission to increase student access and success, and to help drive California's economic and social prosperity.

A final summative report of the work conducted as part of the scope of the board assessment will be presented as an information item at the May board meeting.