

Sample Documentation

- Governing board bylaws, policy manuals, orientation materials, or other formal documents that can demonstrate that this distinction exists in writing.
- Administrative or faculty handbooks that demonstrate the distinction.
- Governing board minutes that reflect practice.
- Administrative minutes (e.g., CEO’s cabinet).
- Faculty meeting minutes.

Reference to SACSCOC Documents, If Applicable

None noted.

Cross-References to Other Related Standards/Requirements, If Applicable

- CR 4.1 (*Governing board characteristics*)
Standard 4.2.g (*Board self-evaluation*)
Standard 5.2.a (*CEO control*)
Standard 5.2.b (*Control of intercollegiate athletics*)
Standard 5.2.c (*Control of fund-raising activities*)
Standard 10.4 (*Academic governance*)
Standard 13.4 (*Control of finances*)

4.2.c The governing board selects and regularly evaluates the institution’s chief executive officer. (*CEO evaluation/selection*)

Rationale and Notes

One of the key responsibilities of the governing board is to select the institution’s chief executive officer and to evaluate the CEO’s performance. Few trustee activities are as consequential to the institution’s future and wellbeing as selecting the best possible CEO, and few activities provide a better opportunity for assessing the institution’s present condition and future needs. While some aspects of this responsibility may be delegated within a complex system of higher education institutions, the board retains its obligation for knowledge of CEO effectiveness, overseeing these processes, and ultimately making decisions regarding CEO retention, contract renewal, and dismissal.

NOTE

The Commission expects that a reasonable periodic evaluation would occur at least every three years.

Questions to Consider

- Is there a formal process or outline of a process for selection of a CEO? If so, was that process followed in prior CEO searches?
- Is the process for evaluation of the CEO published? If so, is that process followed?
- If processes for selecting and evaluating the CEO are not formalized, how does the governing board manage these obligations?
- If aspects of these processes are delegated to others (e.g., within a system of institutions), how does the governing board ensure they are carried out, and what is the governing board’s oversight role?

Sample Documentation

- Governing board documents that outline the CEO selection and evaluation role of the board.
- The two most recent evaluations of the CEO, or evidence of their completion (e.g., board minutes).
- If a recent presidential search has occurred, details on the process used for the selection.
- Board minutes dealing with selection of the CEO.

Reference to SACSCOC Documents, If Applicable

None noted.

Cross-References to Other Related Standards/Requirements, If Applicable

CR 4.1 (*Governing board characteristics*)

4.2.d The governing board defines and addresses potential conflict of interest for its members. (*Conflict of interest*)

Rationale and Notes

To maintain the integrity of the educational enterprise, the governing board—responsible for establishing broad institutional policies—should be free of inappropriate influence. Although potential conflicts cannot be eliminated, they should be effectively managed to avoid even the appearance of any conflict of interest as board members carry out their duties. This standard assumes publication and consistent implementation of a conflict of interest policy for board members. There is an expectation of some structure and *a priori* thought about what constitutes a conflict of interest (note the term “defines” in the standard).