

- Details on board member selection processes.
- Documents and reports of board actions to resolve cases of undue external pressures, if appropriate.

## 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.d (Conflict of interest)

Standard 4.2.g (Board self-evaluation)

### **4.2.g** The governing board defines and regularly evaluates its responsibilities and expectations. *(Board self-evaluation)*

#### Rationale and Notes

As the body that holds in trust the fundamental autonomy and ultimate well-being of the institution, the governing board of the institution is a critical element in the success of the institution. Good institutional governance requires that the board systematically asks itself, “How are we doing? What are we doing? Are we as effective as a board as we can be?” The process of institutional improvement underlies the *Principles of Accreditation*. While the means by which a governing board participates in that process may be different in scope, tone, and detail than that of the rest of the institution, it is still a necessary element in institutional leadership.

A good starting place is a self-reflective examination of the issues that underlie the governance standards of the *Principles of Accreditation* and the “Questions to Consider” in this section of this *Resource Manual*. How this is done is something best determined by a governing board itself. Some institutions use a board retreat format. Some boards build self-reflection into an annual orientation/reorientation of the board. Some boards facilitate this process by using external resources such as a facilitator or a book, although that is not a requirement of this standard. What is expected of this standard is something more substantive than a statement that “the board conducted a self-evaluation.”

#### **NOTE**

*If the institution has multiple governing boards [see Standard 4.3 (Multi-level governance)], then the institution should address the self-evaluation process for all relevant boards.*

## Questions to Consider

- What are the legal obligations of board members? Does each member of the board understand these expectations?
- Do bylaws and other written documents for board procedures make clear the role of and limits of board actions?
- Do bylaws and other written documents for board distinguish the roles between the board (policy-making) and the CEO (administrative)?
- Is the board structure working well? Are committee responsibilities well defined?
- Is the orientation of new board members effective?
- How does the board stay informed as to the financial health of the institution?
- How does the board maintain its focus on the institutional mission?
- Is review of the mission statement a regular expectation of the governing board?
- What is the relationship between the institution's chief executive officer and the institution's governing board?
- What protections are built into the board structure to ensure the board is not subject to undue influence by a minority of members or by external forces?
- Are board minutes clear and accurate? Do they provide sufficient detail to capture the results of deliberations?
- Do board procedures regarding protection from internal conflicts of interest work appropriately?
- Does the board have a functioning self-evaluation process?
- Are procedures for CEO succession clear?
- If the governing board interacts with other boards (e.g., system boards, foundation boards, alumni boards), are duties and expectations clear?

## Sample Documentation

- Statements of board responsibilities and expectations.
- Schedule used by the board for self-review.
- Board policies and procedures regarding board self-evaluation.
- Board minutes or reports detailing the findings of board self-evaluation.
- Materials used as part of the self-examination process (e.g., excerpts from board books, retreat handouts, summaries).

## Reference to SACSCOC Documents, If Applicable

None noted.

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

Section 4 (Governing Board)—all standards

Standard 7.1 (Institutional Planning)

- 4.3** If an institution's governing board does not retain sole legal authority and operating control in a multiple-level governance system, then the institution clearly defines the following areas within its governance structure: (a) institution's mission, (b) fiscal stability of the institution, and (c) institutional policy. (*Multi-level governance*)

### Rationale and Notes

The governing board of an institution typically has legal authority and responsibility for the institution's mission, its financial stability, and institutional policies. When the governing board does not retain sole legal authority and operating control, this standard calls for the institution to clearly outline the active control of these functions by other entities and how the multiple levels of governance relate to the governing board's responsibilities pertaining to institutional mission, financial operations, and/or institutional policies.

Examples of when this standard would be applicable would include:

- Public institutions where there may be a state or district board that retains legal authority over these functions, but may delegate partial or full authority to a local board.
- A private for-profit corporate structure where the parent institution may or may not delegate some authority to subsidiary units.
- A private not-for-profit institution where a religious denomination or order maintains some authority over local board functions.

There are numerous other examples where multiple-level governance may need more explanation (e.g., branch campuses, merger situations, hospital boards with an educational component, other systems or relationships where the same board serves multiple institutions). In these cases, the institution uses this standard to explain how the governance structure operates with regard to mission, fiscal affairs, and institutional policies.

#### NOTE

*If the institution's governance structure does not have multiple levels, the institution can state that point and this standard can be "not applicable."*

### Questions to Consider

- Are there bodies other than the institution's own governing board that maintain certain legal authority or operating control for this institution?