North Dakota State Board of Higher Education
Governance Committee Meeting Minutes
Wednesday, April 20, 2017

The State Board of Higher Education Governance Committee met Thursday, April 20, 2017, at 10:00 a.m. CT, at the Capitol, 10th floor Conference room, 600 E. Boulevard Ave., Bismarck, ND 58505.

Chair Ness called the meeting to order at 10:00 a.m. CT.

Members Present:
Mr. Mike Ness (Chair)
Mr. Nick Hacker

Others Present:
Dr. Mark Hagerott, Chancellor
Ms. Nancy Green, NDUS
Ms. Kristie Hetzler, NDUS
Mr. Ryan Jockers, NDUS
Dr. Tisa Mason, VCSU
Ms. Billie Jo Lorius, NDUS
Mr. Nick Vaughn
Dr. Ernst Pijning

1. Agenda
Hacker moved to approve the agenda with the addition of a report on the two-year college study.

Hacker and Ness voted yes.

2. Meeting Minutes
Hacker moved to approve the March 22, 2017, meeting minutes.

Hacker and Ness voted yes.

3. New Board member orientation
Dr. Mason reviewed some board member orientation guiding principles:
• The orientation program should be comprehensive in scope to help establish a strong foundation for a clear understanding of the SBHE’s mission, authority and responsibilities, as well as the specific responsibilities of the individual trustees.
• Each new board member should clearly understand the Board’s expectation for their individual performance.
• The orientation program should be highly participatory and engaging, offered in more than one segment, and over an extended period of time.
• The orientation program should be assessed based on stated goals as well as perceived effectiveness.
• She expressed the importance of Board members sharing their various knowledge and expertise by engaging and participating in the program. The Board goals would be tied into the orientation elements.

Dr. Mason went through items that should be included in a follow-up training session that would take place one-on-one between the NDUSO staff and Board members. They discussed Board Committee membership. The Board Chair will assign members to each Committee at the June 27th meeting. A mentorship program will be in place for new Board members to include the following:
• Mentors should be experienced (one year of SBHE service) Board members who are currently serving on the Board.
• Mentors should be assigned prior to the retreat. Consider matching new members with mentors who have previous experiences with the committees which the new members are assigned.
• Mentor responsibilities include:
  o Sit together during the retreat and first couple of meetings.
  o A phone call prior to the retreat and Board meetings to ensure the new Board members understands the agenda, mechanics/processes, and expectations in terms of preparation and participation.
  o Communication (check-in/debriefing) following each meeting to help the new Board member process accomplishments, how the Board reached its conclusions, and answer any questions. Follow-up conversation to the individual self-review tentatively scheduled for January.
• The Governance Committee is responsible for checking in with both the mentors and mentees throughout the year regarding how the mentorship program is going (informal assessment).
• A formal assessment of the program will be conducted.

Hacker moved to recommend the draft orientation proposal to the Board for review.

Hacker and Ness voted yes.

4. Campus Snapshots
   In lieu of each president giving a report at Board meetings, a template for a campus snapshot was presented. This would present a more engaging way for presidents to highlight their campus.

5. Board training
   The Association of Governing Boards will be a primary training resource for the Board.

6. Board self-evaluation
   Dr. Mason presented proposed drafts of two common practices for Board evaluation. The two components are an assessment of how the work of the Board is as a whole and a self-assessment on fiduciary duties.
7. **Governance Study Charge**  
The Chancellor’s Cabinet proposed members from the Chancellor’s study group on governance have a joint meeting with the SBHE Governance Committee. The members would include:

- Chair: Dr. Tisa Mason, President, Valley City State University
- Member: Dr. Mark Hagerott, Chancellor  
- Member: Dr. Larry Skogen, President, Bismarck State College  
- Member: Dr. Mark Kennedy, President, University of North Dakota

The study group would like a discussion with Committee members on strategic governance and improved performance at Cabinet meetings. Topics that need to be addressed is duplication, effective types of training, and what is the vision for the future.

The Committee agreed to hold a joint meeting in August of 2017.

**Scope of Study:** The study group shall be responsible for leading ongoing assessment and improvement of Cabinet performance by actively engaging in activities such as:

- a. Assisting the Chancellor in developing and implementing meaningful onboarding processes at the system level for new presidents;
- b. Developing goals for Cabinet performance and benchmarks for measuring cabinet effectiveness that would then be considered by the full cabinet;
- c. Assisting the Chancellor in developing a self-assessment process and in conducting Cabinet self-assessments, the results of which the Chancellor will report to the full cabinet;
- d. Creating opportunities for continuing professional development; and
- e. Assisting the Chancellor in selecting study topics, developing study task forces, and otherwise determining the optimal role of the Cabinet in enterprise activities.

8. **Chancellor and Presidential Evaluation Process**  
The 2016 presidential evaluation process will remain the same as past years. The Board will discuss staggering the evaluation throughout the year, beginning 2017. Committee members requested input from the Presidents. After discussion, Dr. Mason indicated she will modify and bring back to the May Governance meeting.

9. **Presidential Contracts**  
Chancellor Hagerott indicated Presidents currently have a rolling one year contract. If the Board opts to stagger the presidential evaluations; the contract terms (length) would to be an adjustment to some of the contracts. The adjustment can be made along with approval or have the caveat to revisit the contract terms after an agreed upon tiered evaluation process may be selected.

The meeting adjourned at 11:52 a.m. CT.

Approved 5-9-17.