Flipping the Boardroom for Trustee Engagement:

Why and How

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BOARD GOVERNANCE IS CHALLENGING. THE BOARD MUST be truly engaged in the crucial issues confronting the college or university. As the report from the AGB National Commission on College and University Board Governance, "Consequential Boards: Adding Value where it Matters Most," noted, "Boards must focus their time on issues of greatest consequence to the institution by reducing time spent reviewing routine reports and redirecting attention to cross-cutting and strategic issues not addressed elsewhere." The best boards not only reflect the values of the institution they serve, but they also are the physical manifestation—the epitome—of its most deeply held core values.

TAKEAWAYS

1 Many obstacles impede board members from truly engaging in the boardroom, including the infrequency of meetings and the "full brain" effects of information overload.

2 To increase engagement, boards should consider "flipping the boardroom" by posing questions as catalysts, engaging in dialogue and debate, and distributing leadership.

3 "Flipping the boardroom" is not necessarily an easy task, but it results in boards thinking creatively, governing better, and making a difference where it matters most.

Given that, we might expect a college or university board to: think critically; learn; do their homework diligently so as to show up prepared; effectively sift through and make intelligent sense of data; ground arguments in data; see multiple sides of issues; engage in fruitful dialogue and vigorous debate on important issues related to educational quality, faculty-student engagement, faculty productivity, teaching excellence, student learning outcomes, and the overall student experience; and more. However, many board members would not describe their circumstances, or their experiences, in such terms. Why? What are some of the realities that affect the engagement of board members and may impede high performance in the boardroom?

Obstacles to Good Governance

Board members are bored
My own straw polls of board and staff members about the percentage of time that is put to good use during board meetings reveal an average of only around 55 percent. Discussions about how boards are spending their time reveal that 67 percent is spent in passive mode—32 percent listening to reports and presentations, 24 percent conducting regular business, and 11 percent getting educated or "brought up to speed" on something related to higher education. If board members are bored, their minds will drift—that's just human nature. But a board on autopilot is not good for governance, as "fly-bys" can occur under those conditions (such as Northwest Airlines' flight 188 from San Diego to Minneapolis-St. Paul that turned around after flying 150 miles past its destination in October 2009).

Ambiguous situations are unsettling
Research on how the brain functions shows that we actually prefer making decisions in risky situations (where there is uncertainty about outcomes but probabilities of success are known) than in ambiguous ones (when both outcomes and probabilities are unknowable). In ambiguous situations—where there is little or conflicting information—the brain responds emotionally and illogically. A related concept, called "ambi-

guity aversion," causes people to react as if they have received no information at all when they received muddled and ambiguous information. This is important to governance because many of the critical issues in the academy are ambiguous—there are no easy, right answers; we don't have all the information we might like; and there are multiple interpretations of whatever data we might have.

At the risk of oversimplification, therefore, it is human nature to dislike ambiguity. When we couple complex issues and routine situations—as in typical board meetings—a natural tendency is to not push our minds too far. When we're in routine situations, we're looking for clarity and

simplicity, which perpetuates the fly-by/autopilot syndrome mentioned previously.

Full brains
Another common refrain among board members is that their brains are full. Who can blame them? A *New York Times* article (December 9, 2009) reported a University of California, San Diego, study showing that the average American consumes 34 gigabytes of content and 100,000 words of information in a single day. While we don't actually read 100,000 words a day, 100,000 words cross our eyes and ears in a single 24-hour period through television, radio, the Web, text messages, and video games.

In part because of full brains, but also because of how our minds function, we seek immediate rewards and ignore future costs.
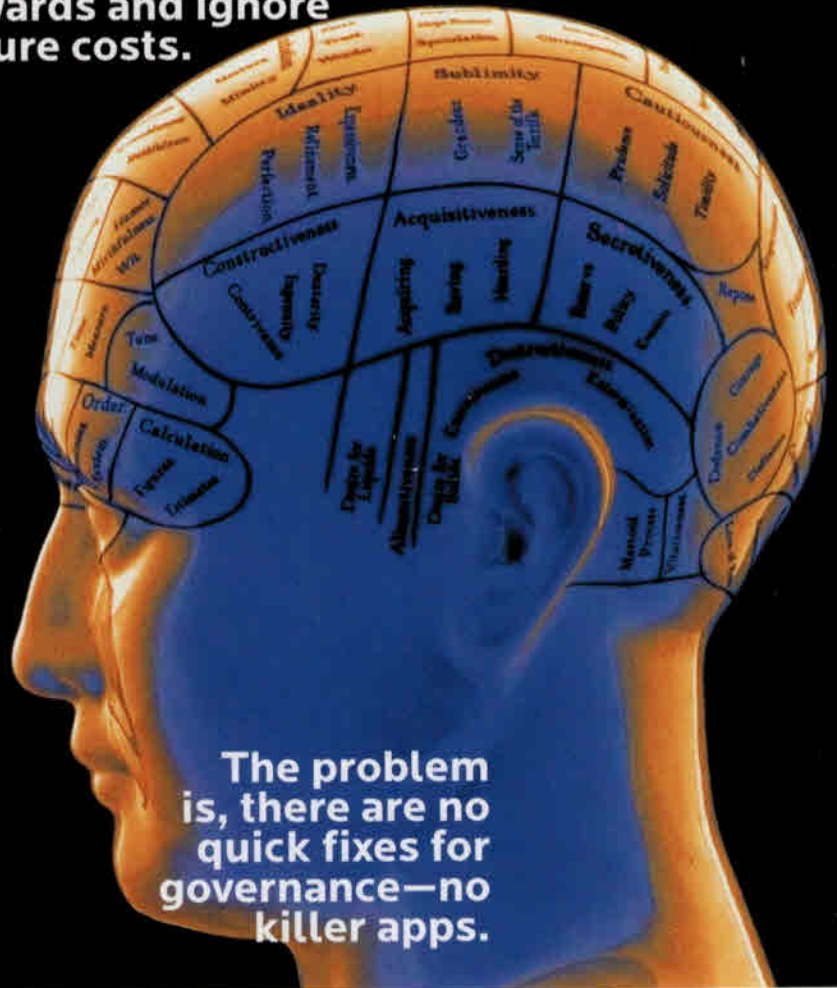
The problem is, there are no quick fixes for governance—no killer apps.

Not only do board members have the same information overload as other people with busy personal and professional lives, the institutions for which they serve can often inundate them with emails, mailings, and "must-reads" for board and committee meetings. An article by Nicholas Carr in *The Atlantic* (July 1, 2008), "Is Google Making Us Stupid?" presented research about our "brains on Google" showing that the Internet is changing the way we read and think as we "power browse"—jumping from one headline or link to the next without reading deeply or finishing the article we started. We are like data junkies, consuming sound bites ravenously instead of savoring information and actually thinking about what we're taking in. Board members are no exception.

Instant gratification, quick fixes, and shiny objects

In part because of full brains, but also because of how our minds function, we seek immediate rewards and ignore future costs. Hard-wired by evolution, the limbic part of our brains seeks quick satisfaction. Journalist Paul Roberts describes in his book, *The Impulse Society* (Bloomsbury USA, 2014), a well-documented trend: Americans have become less civic-minded and more addicted to instant gratification. Technological advances—gadgetry—places so much at our fingertips with a few simple keystrokes. From fast food to Uber, from Google to Netflix, from education (online anywhere anytime) to health (pop a pill to help you sleep, wake you up, have sex, calm anxiety, lose weight), Americans demand more, cheaper (or free!), faster, and simpler. We are voracious consumers of TED Talks, tweets, and text messages. If it can be reduced to a sound bite, bring it on! The problem is, there are no quick fixes for governance—no killer apps.

Confronting values and beliefs is challenging

The issues that academic institutions face today are complex and include, to name only a few:

- communicating a clear value proposition;
- providing academic quality;
- ensuring campus safety and providing for the healthcare needs of students;
- determining a branding and marketing strategy;

- setting a discount rate that yields the desired incoming class;
- establishing an endowment policy that ensures intergenerational equity;
- deciding how much and what campus services to outsource; and
- determining alternative revenue streams.

None of these issues have easy (or necessarily right) answers. They require sophisticated thinking and often place some board members at odds with each other, the faculty, and the administration, as deeply held values and beliefs about history and mission square off against harsh fiscal and market realities.

Critical thinking is hard work

According to the Foundation for Critical Thinking:

> Critical thinking is that mode of thinking—about any subject, content, or problem—in which the thinker improves the quality of his or her thinking by skillfully analyzing, assessing, and reconstructing it. Critical thinking is self-directed, self-disciplined, self-monitored, and self-corrective thinking. It presupposes assent to rigorous standards of excellence and mindful command of their use. It entails effective communication and problem-solving abilities, as well as a commitment to overcome our native egocentrism and socio-centrism.

A well-cultivated critical thinker:

- raises vital questions and problems, formulating them clearly and precisely;
- gathers and assesses relevant information, using abstract ideas to interpret it effectively;
- comes to well-reasoned conclusions and solutions, testing them against relevant criteria and standards;
- thinks open-mindedly within alternative systems of thought, recognizing and assessing, as need be, their assumptions, implications, and practical consequences; and
- communicates effectively with others in figuring out solutions to complex problems.

While this ideal can be tough to achieve, we should expect smart board members to think critically about the

institutions they serve before, during, and after board meetings. Because college and university boards meet, on average, just three times per year, it is essential to get the best thinking possible from trustees at those meetings. By definition, people need time to think critically.

Solution: The Flipped Boardroom

As a means to increase student engagement and learning, faculty members are experimenting with flipping the classroom, whereby students gain necessary knowledge *before* class (through homework, readings, lectures, videos, and webinars), and instructors guide students to actively and interactively clarify and apply that knowledge *during* class. What if we took those same practices into the boardroom to increase trustee engagement and learning? What would that look like? (See sample agenda on page 29.) Boards and senior administrators should:

1. Set goals. Just as faculty members set learning outcomes, boards benefit from stated goals for meetings. Goals help provide focus, signal how trustees can add value, and foster accountability. Examples:

- Engage in dialogue regarding two key dashboard indicators that are trending red.
- Discuss our value proposition in order to ensure consensus and clarity about our values and a core statement of what we do and deliver.
- Ensure shared understanding of what we heard at the last meeting, what has happened as a result, and where we're headed next.

2. Require thinking and preparation before the meeting. Send board members a reading or two along with questions they should think about as they read (see #4, below). That way, trustees arrive at the meeting having done some critical thinking and prepared to discuss matters appropriately and thoughtfully.

3. Provide the right amount of data. That means giving enough data for making meaning, but not so much as to overwhelm or confuse board members. Executive

summaries, bulleted highlights, and dashboards work well for this purpose.

4. Pose questions as catalysts. Such questions can encourage constructive conversation about complex issues. For example, send reports to the full board from the president, chief financial officer, or a committee head and ask:

- About what are you most optimistic?
- What has you most concerned?
- Are essential elements of the issue not addressed in the report?
- What assumptions underlie the report's conclusions? (Or, the writer of the report can list the underlying assumptions and ask trustees, "Did we miss anything?")

5. Encourage board members to ask questions. Valuable discussions more often involve board members asking great questions rather than having "right" answers. In fact, when board members assert opinions, especially early in discussions, they can become closed to listening and thinking about a range of possibilities. A good practice is to have trustees pose thoughts in the form of questions rather than assertions or statements of "fact" or opinion.

6. Engage in dialogue *and* debate. American system scientist Peter Senge's "learning organization" work reminds us that, in order to learn, we must suspend our own assumptions, be open to hearing what others think, listen carefully, and engage in dialogue. The table below summarizes the ways that dialogue differs from simple discussions.

Board members also appreciate a good debate. Rather than simply hearing from the same trustee "usual suspects," the board should stage a debate where, say,

one-third of the members make a case "for," one-third of them argue "against," and one-third of them listen to the debate and say what they learned in the process.

7. Spend time in deliberations separate from decisions. Because thinking and dialoguing take time—and should not be rushed—it is helpful (if possible) to allow the time at board meetings for such purposes apart from the meeting where a decision or vote is needed. Construct an annual work plan for the board that shows when conversations will happen and when decisions will be needed.

8. Work in small groups for deep dives on important issues. It is difficult for everyone on a large board to meaningfully engage in dialogue in a session of the whole. Therefore, many members tune out, or if they are listening carefully, they may still find it difficult to weigh in.

Breakout groups work well to get everyone thinking and engaged. Good practices for breakouts include: 1) outline the topic, questions to consider, and work products; 2) assign a moderator who is responsible for getting everyone talking and keeping the group on time and task; and 3) assign a recorder or reporter to summarize the group's best thinking and report out to the full board in plenary session.

9. Distribute leadership. Just as great classrooms allow various students opportunities to lead discussions, the same is true of board conversations. Having breakout groups (#8, above) is one, but not the only, way to allow multiple board members chances to lead. Other ways to distribute leadership are to: 1) create advocacy panels where one group of trustees "advocates" for one alternative and

another for something else, 2) organize debates (#6, above), or 3) invite various board members to summarize the meeting's main takeaways. The board chair shouldn't do all the heavy lifting.

10. Ensure individual accountability for collective learning. Spend some time toward the end of the meeting when board members can share what they learned and discuss whether they changed their minds as a result of the conversation. Practice pre-decisional accountability whereby trustees are told that, at the end of the meeting, two will be randomly selected to "explain" what the board deliberated (or decided) to an unknown entity outside the door. You do not actually have trustees do this; however, the process ensures individual accountability because trustees: 1) listen more carefully, 2) take notes, 3) ask better questions, 4) consider multiple perspectives, 5) air divergent views, and 6) actively participate. In short, they govern!

In summary, while some of these recommendations may seem obvious, they are not easy. For boards to truly add value, they must overcome the numerous impediments to consequential governance—as delineated in the AGB national commission report and here by taking any or all of the 10 steps set forth above. With focused attention on *thinking* differently, boards will *govern* differently and make a difference where it matters most. ■

DISCUSSIONS	DIALOGUES
Different views are presented and defended.	Different views are presented as a means of discovering a new view.
Decisions are made.	Complex issues are explored.
Convergence on a conclusion or course of action occurs.	Divergence—not seeking agreement, but a richer grasp of the issues—is the goal.
Action is often the focus of discussion.	New actions emerge as a byproduct of dialogue.

A Sample Meeting in a Flipped Boardroom

Meeting Goals

1. Reflect on and discuss what's keeping the president awake at night.
2. Have a meaningful, data-based conversation about the intersection of mission, academic standing, and enrollment with an eye to where the board envisions the university to be 10 years from now without micromanaging, asserting unsupported opinions or personal agendas, or getting into the senior staff's domain (operations).
3. Provide trustees with a high-level, hands-on exercise of the factors considered in determining a student's admissibility and in providing a financial scholarship (deep dive on accessibility v. selectivity).

Advance Reading and Reflection

- Study dashboard and report on key indicators.
- Review the PowerPoint report on the university's brand.
- Review responses to advance survey in which trustees answered questions such as: 1) For what is the university most known? 2) What would you like it to be known for? and 3) Why do students choose to attend the university?
- Consider: 1) What "sense" do you make of the survey results? 2) What are the key takeaways from that, coupled with the PowerPoint report on our brand and marketplace image?
- Background on enrollment management (factors involved in admissions decisions and financial aid awards/discount rate)
- Committee reports
- Senior staff reports

Agenda

8:30 a.m. **Breakfast and Conversation**

9:00 a.m. **Consent Agenda**
- Minutes of the last meeting
- Committee reports
- Announcements

9:15 a.m. **Mission Moment**
- Student Presentation or Performance—How Our Institution Impacts Lives

9:30 a.m. **CEO Hour: What's Keeping the President Awake at Night?**

10:30 a.m. **Break**

10:45 a.m. **Deep-Dive Exercise**
- Vice president for enrollment management and chair of the academic affairs committee will lead the board in an exercise in which they "score" (admit, deny, defer) eight potential students based on background criteria. For the "admits," trustees will state amount of financial aid, without knowledge of family need. Then we will revisit each student and see if this changes trustees' prior thinking.

12:15 p.m. **Lunch**
- Several students and faculty members will join trustees for informal conversations and fellowship.

1:15 p.m. **Debate and Dialogue**
- We will discuss the prior exercise and the pros and cons of access v. selectivity.

2:15 p.m. **Our Image and Brand: How We Are Viewed in the Marketplace**
- Vice president for marketing and communications and chair of the task force on marketing will lead the board in a discussion of the advance survey of trustees and the PowerPoint report on brand and image.

3:15 p.m. **Break**

3:30 p.m. **Key Learnings and Lingering Issues**
- What did trustees learn?
- What did the staff learn?
- What are the most important unresolved issues?

4:15 p.m. **Summary**
- Chair and president summarize what they heard, implications, and next steps
- Ask, "Did we miss anything?"

4:30 p.m. **Evaluation of the Meeting**

4:45 p.m. **Meeting Adjourned**

5:30 p.m. **Social Time and Dinner**
- Faculty panel to discuss engaging undergraduate students in research