



MINNESOTA STATE

Board of Trustees

AGENDA ITEM SUMMARY

NAME: Executive Committee

DATE: January 10, 2024

TITLE: Board Committee Structure: Context and Considerations

Action

Review and Discussion

This item is required by policy

PRESENTERS

Kari Campbell, Executive Director

PURPOSE

The committee will begin a series of discussions focused on the Board's committee structure. Based on these discussions, potential changes to the committee structure will be proposed and considered by the committee. This initial discussion will provide context for the board's current committee structure and consider best practices and considerations to guide future discussions.

BACKGROUND INFORMATION

The board's current committee composition reflects a traditional structure within higher education governing boards with committees being organized around administrative areas. There are currently nine standing committees as defined in [Board Policy 1A.2, Part 5](#) (see FY2024 Committee Roster addendum for a listing.) For FY2024, the annual board calendar includes seven dates for committee and board meetings. The number of committee meetings each month varies with a small number of committees typically meeting each month.

A review of archived board materials shows that the board's committee structure has undergone many changes since the creation of the Minnesota State Colleges and Universities system. The following is brief overview of board committee history:

- From the earliest records in 1995, the following were standing committees: Executive, Budget and Administrative, Human Resources, Facilities, Educational Policy.
- A standing Audit Committee was established in 1997.
- A standing Diversity and Multiculturalism Committee was added in 2007, with name changes in 2014 and 2018 that produced the current Diversity, Equity, and Inclusion Committee.
- Finance and Facilities as standing committees have been combined and separated multiple times since the system's creation.

- Technology as a board committee focus has similarly varied with a committee established in 2002, merged with Finance and Facilities in 2009, separated again in 2012, and eliminated altogether in 2014.
- Academic and Student Affairs and Human Resources have both been consistent committees, although with a few name changes.

This history illustrates that the board has adjusted committee structure as priorities and strategies shifted; however, it does not appear that the board has undertaken an intentional and thorough review of its overall committee structure with the goal of supporting the board's governance and oversight role and ensuring opportunities for engagement, discussions, and decision making on the system's critical topics.

The Association of Governing Board (AGB) offers many resources related to board committee structure. The following are offered as considerations when evaluating committee structure and practices:

- Committee charges or charters should clearly declare the governance purpose of each committee.
- Committee work should be aligned with the institution's strategic vision, goals, and priorities.
- Committees should translate their charges into annual goals and work plans that align with the board's governance responsibilities and the institution's strategic plan.

AGB resources also offer lessons learned from the restructuring process at member institutions:

- Identifying the reasons for change and assessing the barriers to effective board governance are essential steps in restructuring committees.
- Changes in committee focus—away from traditional administrative areas and toward more strategic and cross-functional issues—create opportunities for boards to be more nimble and responsive to emerging issues.
- Committee redesign should also include rethinking committee meeting agendas and the role of staff and administrators; the goal is to create opportunities for active—and meaningful—engagement of committee members.
- As with any process of major change, it is important to anticipate dissent and to build a strategy for inviting and considering the full range of viewpoints.

To begin an evaluation of the board's committee structure, committee members are asked to consider and be ready to discuss the following questions.

- **What works well with the current meeting and committee structure?**
- **What is challenging about the current meeting and committee structure?**
- **Are there agenda topics or priority areas that are missing from meetings?**

Sources:

- Bobowick, M. J., & Schwartz, M. P. (2018). *Assessing Board Performance: A Practical Guide for College, University, System, and Foundation Boards*. Washington, DC: AGB Press.
- Lang, T. E. (2015). *Restructuring Board Committees: How to Effectively Create Change*. 2015: AGB Press.