

AGENDA

COMMITTEE ON ORGANIZATION AND RULES

Meeting: 9:30 a.m., Wednesday, July 13, 2022
Glenn S. Dumke Auditorium

Jean Picker Firstenberg, Chair
Julia I. Lopez, Vice Chair
Diego Arambula
Jack Clarke, Jr.
Adam Day
Lillian Kimbell
Christopher Steinhauser

Consent

1. Approval of Minutes of the Meeting of March 22, 2022, *Action*
2. Progress Report on the Board of Trustees' Review, *Information*

**MINUTES OF THE MEETING OF THE
COMMITTEE ON ORGANIZATION AND RULES**

**Trustees of the California State University
Office of the Chancellor
Glenn S. Dumke Auditorium
401 Golden Shore
Long Beach, California**

March 22, 2022

Members Present

Larry L. Adamson, Chair
Debra S. Farar, Vice Chair
Diego Arambula
Jack Clarke, Jr.
Adam Day
Maria Linares

Lillian Kimbell, Chair of the Board
Steve Relyea, Acting Chancellor

Trustee Adamson called the meeting to order.

Consent Agenda

The minutes of the January 25, 2022, meeting were approved as submitted.

Item number two, Approval of the California State University Board of Trustees' Meeting Dates for 2023, was approved on consent (ROR 03-22-01).

Trustee Adamson adjourned the meeting.

COMMITTEE ON ORGANIZATION AND RULES

Progress Report on the Board of Trustees' Review

Presentation By

Roberta Achtenberg
Senior Advisor, Board Governance and Relations

Jane Wellman
Special Consultant to the Board

Summary

The Board of Trustees has commissioned an external review of board roles and practices within the university system. It is being conducted by Roberta Achtenberg, Senior Advisor to the CSU for Board Governance and Relations, and Jane Wellman, a special consultant to the Board. The review was announced at the May 2022 board meeting and is expected to conclude by May of 2023.

Focus of the review. The review is centered on the Board and the ways that it conducts its business. We do not plan to produce an abstract discourse on governance within the CSU. Instead, we will focus on a few topics of major concern identified by the Board itself. We have started by holding confidential one-on-one interviews with trustees and others about how they see these issues. We are gathering pertinent information about best practices from other public systems around the United States. We are flagging areas where current rules and regulations may be silent, or even in conflict with one another. We are also identifying certain board practices that have evolved over time, about which we may make recommendations.

Issues that set the framework for the review. Recognizing that our work has just begun, we see the following subset of issues as most in need of attention from this review:

- 1) Trustee dynamics, orientation, communication protocols, and Board leadership. These dynamics shape how board members work with one another, with the Chancellor's Office and with the campuses;

O&R

Agenda Item 2

July 11-13, 2022

Page 2 of 2

- 2) The selection and support of the Chancellor and campus presidents. This is a critical role for the board, and one that is increasingly challenging both in the CSU and across the country. The recruitment and selection procedures in CSU have evolved over many years, often in response to circumstances that may have changed since they were first put in place. Changes may be warranted, to make the process more accountable and transparent, not just in the search and selection of leaders but in ongoing leadership development and support; and
- 3) The role of the CSU in meeting the needs of the future. The review provides an opportunity to be forward-looking by initiating conversations that will carry the CSU not just through the next twelve months, but well into the future. We and you need to look at the major dynamics that will shape that future and begin conversations about how well CSU is positioned to address them. As part of that we plan to look around the country to see what best practices may be emerging elsewhere.

Multiple forums, flexible formats. The issues that are the focus of this review are not equal in magnitude, urgency, or complexity. Some should be easy to address; others will take longer. We therefore recommend that we and the board be prepared to work opportunistically and flexibly over the course of the review. The board need not wait for a final report to act on issues where timely action is called for. Other topics will need more discussion and deliberation before changes are made. Those issues may be best addressed through retreats and other facilitated conversations.

Process and expected timeline. Our work will be completed within one year. We expect to do much of this work ourselves, supplemented as needed by national experts. We will give regular progress reports to the Committee on Organization and Rules at each board meeting. Decisions about the sequencing of reports to the board, and to potential next steps for implementation, will emerge as the work moves forward.