

## Report of the ad hoc Best Practices Meeting

April 21, 2015

This past fall, the Senate Executive Committee charged the newly formed ad hoc Best Practices Committee with examining the 2014 AAUP paper, “Best Practices of Faculty Senates with Regard to the Board of Trustees,” in an effort to “enhance and improve our interaction with the Board of Trustees.”

This report reflects our committee’s discussion of the WFU Board of Trustees’s “Resolution Revising Process for Selection of Faculty Representatives Invited to Attend Certain Trustee Committee Meetings” (July 2007); the AAUP report, “Faculty Communication with Governing Boards: Best Practices” (February 2014); and “The Report on the Faculty-Trustee Relationship issued by the Association of Governing Boards of Universities and Colleges” (December 2009).

The committee has met seven times, and has held discussions with Secretary of the Board of Trustees Reid Morgan, Provost Rogan Kersh, the Senate Executive Committee, and the current faculty representatives serving in their second-year of a two-year term on five different board of trustee committees.

In the wake of this work, we have gained a much broader understanding of the importance of the faculty representative role on the Board of Trustees. Although we make several suggestions recommending ways to formalize or improve upon practices already in place, we have come away from our work confident that the university has constructed an essentially good system. We believe that incorporating some modifications and establishing guidelines will clarify what we are asking faculty representatives to do, and encourage better communication, between faculty representatives and trustee committee members, and between faculty representatives and the faculty as a whole.

Current faculty representatives affirmed our sensibility. They reported feeling welcomed to their respective committees, and confirmed that they have a voice on those committees and can participate fully in the work of the committees. They pointed out, however, areas where we can make the current system better. In particular, they cited inconsistencies and/or lack of clarity about their appointment to their position (including duties, term of office, schedule for reporting back to Senate, etc.) The report that follows makes recommendations in light of these findings. Please note that we have shared earlier versions of this report to the Senate Executive Committee, and their feedback has been acknowledged herein.

How the WFU Board of Trustees Functions: Wake Forest University is a corporation with a non-profit mission-based objective of education and research that is governed by the Board of Trustees. The board is responsible to the public and the government, and handles that responsibility by accepting the fiduciary responsibility to run the university, making policy and delegating authority, in particular to a president. Thus much of the authority for running the university is invested in the president, just as the authority over the curriculum is invested in the faculty.

How Faculty Concerns are represented to the Board: Faculty concerns are represented to the Board of Trustees in two separate ways: 1) By the Provost, especially through the Academic Planning Committee, and through presentations and discussions at the general trustee meetings; and 2) By the seven faculty representatives who serve on six Board of Trustee committees.

The History of Faculty Representation on the WFU Board of Trustees: Faculty representatives have met with the Board of Trustees for more than a decade in an initiative begun under the Hearn administration. The original goals for inviting faculty to serve as representatives were to secure their voice and to have them available as resources to the committees. Trustees wanted and needed to know what faculty thought. These goals remain essentially unchanged.

The Structure for Faculty Representation: Faculty representatives are assigned to those six committees that address the operation of the university (rather than those that serve specific internal board of trustee functions, such as bylaws or nominating). The committees assigned faculty representation are: Administration, Finance, Athletics, Advancement, Student Life, and Academic Planning. Each committee is assigned one representative, with the exception of Academic Planning, which is assigned two.

Selection and Terms: Representatives serve two-year terms. Faculty representatives are selected in one of two ways. Either the chair of the appropriate college committee is nominated to serve as faculty representative, as in the case of Athletics and Student Life, or the representative is appointed out of the Senate membership, as in the case of the other committees. (In the singular instance of Academics, one representative is the chair of the undergraduate college academic planning committee and one representative is a member of the senate, who represents the graduate and professional schools). While the Board of Trustees reserves the right to turn down a suggested faculty representative, per the Board Resolution on Faculty Representatives document, this has never happened.

Preparation for Service as a Faculty Representative on the Board of Trustees: New faculty representatives are oriented by the Provost and the Secretary in an hour-long meeting at the beginning of the academic year.

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#### **Recommendations from the ad hoc Best Practices Committee (4/21/15)**

1. We request reconsideration of the following current practices:
  - a. Importance of Academic Freedom to the University Mission: The Provost currently discusses the definition and significance of Academic Freedom informally with new trustees.

*The ad hoc committee recommends that the new board member orientation formally discuss the role and significance of tenure in relation to academic freedom and explain its academic purpose. The AAUP Report recommends faculty be included in that conversation. [AAUP Report, p. 4]*

- b. Trustee Orientation: Currently new board of trustee members receive a day-long on-campus orientation.

*The ad hoc committee recommends that an informal meeting with one or two current faculty representatives in the final year of their term be scheduled on orientation day with each new trustee.*

- c. Provost's Report on the State of the Faculty: The Provost shares each school's in-depth academic plan with the academic planning committee in January and reports on the state of the faculty at each meeting with the Academic Planning Committee and at the general meeting of the Board.

*The ad hoc committee recommends formalizing as a regular agenda item the Provost's submission of a report along with the schools' academic plans, which already occurs.*

- d. Appointment of Faculty Representatives to Board of Trustee Committees: Faculty representatives currently serve two-year terms.

*The ad hoc committee recommends a careful review of existing representative appointment policies with an eye toward aligning representative terms with existing committee structures.*

- e. Orientation of New Faculty Representatives: Currently faculty representatives receive an orientation provided by the Provost and Secretary of the Board of Trustees at the beginning of their term.

*The ad hoc committee recommends additionally that outgoing faculty representative(s) and the committee's administrator meet with the incoming representative(s) to provide a committee-specific orientation.*

- f. Facilitating Faculty/Trustee Interaction and Trust:

*The ad hoc committee recommends transparency about board of trustees bylaws and rules of business. Specifically, the faculty representatives and the senate should have access to board of trustees bylaws and terms of office, and a full membership list with brief biographies.*

*The ad hoc committee recommends including photos and brief biographies of faculty representatives in the picture books/website distributed to trustees.*

*The ad hoc committee recommends ensuring faculty representatives have access to all websites and handouts and the ability to participate in conference calls needed for the general session of their trustee committee (as opposed to those materials pertinent only to the executive session).*

2. To ensure faculty representatives appointed to trustee committees fulfill their obligations and duties on behalf of the senate, the faculty and the university, we urge that the lead administrators of each trustee committee on which faculty serve:
  - a. Work closely with the appointed representative(s) in advance of board meetings and throughout the year to secure faculty perspectives and answer faculty questions and concerns.
  - b. Meet with faculty representatives on request. For example, the representative may need to secure more information, ask questions, bring up issues, or catch up if forced to miss a committee meeting because of exigencies beyond their control (e.g. teaching a class at the meeting time).
  - c. Give representatives the opportunity to submit agenda items in advance of the committee meetings.
  - d. Allow faculty representatives to make a report to the committee as the faculty member deems pertinent.
  - e. Supply trustee committee schedules to potential faculty representative prior to their appointment and attempt to accommodate faculty teaching duties when scheduling trustee committee meetings.
  - f. Facilitate trustee-faculty introductions and exchanges at board social events whenever possible.
  
3. In light of the Best Practices recommended by the 2014 AAUP Report, and in an effort to further recognize faculty members as stakeholders in the Wake Forest community, we invite the university to consider creating two faculty representative “observer” positions with staggered three-year terms. The observers, who should be *ex officio* senate members with an independent role, would be invited to attend the full meetings of the governing board. We note that while the AAUP Report calls for a faculty member to be a voting trustee, we see the faculty representatives’ participation as observers as more appropriate for Wake Forest.

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**Recommendations Internal to the Senate for which we seek Senate Input on Prioritization**

1. Consider Making Additions to the By Laws: Clarify the process of recommending faculty representatives from the Senate. The selection process for a faculty representative for

each trustee committee needs to be regularized and put in writing. Faculty representatives (especially those individuals who discovered that chairing a college committee also included a two-year stint as faculty representative after their election) have requested inclusion of that role in college committee descriptions, as well as clarity about responsibilities. This process would have to be coordinated with the College.

2. Call for a Report on the Duties and Responsibilities associated with being a Faculty Representative: Expectations of duties performed need to be explicated before nominees accept the role. The duties extolled might include:
  - a. The seriousness and value of the Faculty Representative role in representing faculty interests and perspectives with the Trustees
  - b. The need to review the trustee committee meeting schedule in advance of accepting the representative appointment to ensure regular participation.
  - c. The need to make every effort to attend all invited committee meetings and the social activities surrounding them. As the 2010 Governing Board Report makes clear, the social interaction of faculty and trustees is just as important as the committee business. The social activities of the three annual WFU board meetings are designed to ensure multiple one-on-one faculty-trustee conversations.
  - d. The need to cultivate a working relationship with the administrator who heads up the assigned committee, along with the trustee chair.
  - e. The need for the faculty representative and administrator to discuss each committee meeting and its agenda in advance, and the faculty representative to maintain open lines of communication with the administrator on behalf of faculty interests and issues beyond the three formal trustee meetings each year.
  - f. The need for each faculty representative to submit a brief written report and make a short verbal report to the Senate after each Trustee meeting.
  - g. The need to recognize that some issues broached in the context of committee business are confidential because they are still in the formative stages, and to respect that confidentiality, and therefore design reports to the Senate with this issue in mind.
  - h. The value of holding meetings among the faculty representatives on an annual or biannual basis to share experiences and strategies.

3) Call for a Report on the Process Whereby the Senate Represents Faculty Interests:

Review how faculty bring concerns and issues to the Senate for discussion, and how the Senate addresses such concerns through the appropriate channels, as well as how Senators report back to faculty constituencies. How do we as a Senate fulfil our roles as representatives? How do we collect faculty sensibilities and perspectives beyond the anecdotal? Should faculty representatives to each school be given time on their school's faculty meeting agenda at least once a year to make a formal report on the work of the Senate? Should time be reserved at each college, graduate and professional school faculty meeting during which faculty can raise concerns about the university that could be shepherded by the Senate to the administration and trustees?

- a. Consider how best to share with the faculty as a whole the information gained by faculty representatives on the trustee committees. Is a brief written and oral report to the Senate following each trustee meeting the best or only venue for communication?

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