

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING**

February 21, 2005

BE IT REMEMBERED, that the Board of Trustees of State Institutions of Higher Learning of the State of Mississippi met in special session at Eagle Ridge Conference Center in Raymond, Mississippi, at 9:00 a.m., and pursuant to notice on February 17, 2005, to each and every member of said Board. At the above-named place there were present the following members to wit: Mr. H. Ed Blakeslee, Dr. Stacy Davidson, Mr. Roy Klumb, Dr. D. E. Magee, Jr., Ms. Virginia Shanteau Newton, Mr. Bob Owens, Mr. Aubrey B. Patterson, Ms. Amy Whitten, and Ms. Robin J. Robinson. Mr. Thomas W. Colbert, Dr. Bettye Henderson Neely, and Mr. Scott Ross were absent. The meeting was called to order by Ms. Virginia Shanteau Newton, Vice President.

Ms. Newton thanked the Board for attending the special meeting and welcomed Dr. Thomas Meredith, Chancellor of the University System of Georgia. Dr. Meredith was invited to lead discussions with the Board concerning what they will be seeking in a new Commissioner and a potential job description of the Commissioner. In addition, the Board's vision of an effective governing board, an effective System of Higher Education, and an effective Commissioner was also discussed. Notes from the morning session are provided. (See Exhibit 1.)

EXECUTIVE SESSION

On motion by Ms. Newton, seconded by Mr. Klumb, with Mr. Colbert, Dr. Neely, and Mr. Ross absent, the Board voted to close the meeting to determine whether or not it should declare an Executive Session. On motion by Ms. Whitten, seconded by Mr. Patterson, with Mr. Colbert, Dr. Neely, and Mr. Ross absent and not voting, the Board voted to go into Executive Session for the reason later reported by the President in Open Session and stated in these minutes, as follows:

Discussion of a personnel matter at the Board Office.

On motion by Ms. Whitten, seconded by Mr. Blakeslee, with Mr. Colbert, Dr. Neely, and Mr. Ross absent and not voting, the Board voted to return to Open Session.

The Board discussed a personnel matter at the Board Office. No action was taken.

ADJOURNMENT

There being no further business to come before the Board, on motion by Mr. Blakeslee, seconded by Ms. Whitten, with Mr. Colbert, Dr. Neely, and Mr. Ross absent and not voting, the Board members voted to adjourn.

Roy Klumb

President, Board of Trustees of State Institutions of Higher Learning

Richard A. Crofts

Interim Commissioner, Board of Trustees of State Institutions of Higher Learning

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EXHIBIT

Exhibit 1

Notes from the morning session.

EXHIBIT 1

Summary of Discussions with Dr. Tom Meredith February 21, 2005

The Board has tremendous constitutional authority and a huge job with state purview. With this authority comes the responsibility to make tough decisions, with restraint from micromanaging. We are challenged to be free from political constraints, as trustees in whom trust is placed for our eight institutions.

Ask three questions before making any decisions:

1. Is this good for the state?
2. Is it best for our system?
3. Is it best for the institution?

*Great boards lead rather than manage. Our work has to be on a higher plane, for how we conduct our business sends a message to the public, presidents, faculty members and students. Are you sending a good or bad message? **No individual is more important than the institution.** How do we stay on a higher plane? Meredith suggested empowering our professional staff to pull us up.

Dialogue between Board members and Dr. Meredith:

Board: We spend too much time "doing" and "reacting."

Meredith: You take too much time thinking for yourselves, partly because you haven't empowered your "commissioner." You need to take care of the big stuff and then direct your staff. The way that you currently operate is pretty "heady" for Board members (with 8 university presidents reporting to 12 individual Board members).

The most important thing that the Georgia Board of Regents does is **hire the chancellor** and then gives him/her great latitude to do the job. The most important thing that the chancellor does is hire the presidents, while the Regents fully support the recommendation of the chancellor.

Relationship of System Head to the IEO's:

Don't hire a president to "give" them the institution -- hire them to "fit" the institution at that particular time. **No president is more important than the institution.** If an institution is plagued with internal and/or external issues and no corrective results are achieved between the system head and the president, the president must be let go. The longer this is put off, the more damage is done to the institution.

Presidential Performance Evaluations:

Presidential evaluations are held once a year using an "evaluation matrix" to measure performance of IEO's, including:

- head count enrollment,
- changes in enrollment,
- minority enrollment,
- number in remedial education,
- scope of developmental studies,
- SAT (ACT) scores,
- first year retention rate,
- graduation rate,
- percentage of sections taught by part-time faculty,
- diversity of entire staff,
- licensure exams,
- dollars expended by FTE,
- external dollars,
- employees by category per 100 students, and
- audit ratings - audit ratings are a large factor in evaluating presidents.

After a president has been on the job for 1½ years, the system head goes to the campus for a full-campus evaluation (every five years, they do a "360"). All salary increases are based on merit.

Academic Progress - Each student is given a "Regents Test" to gauge their progress at the end of their sophomore year before they get into their "major" courses. Georgia provides feedback to high schools and community colleges on the performance of their students on the university campus.

Audits are rated in Georgia. The president of the university is held responsible for audits. The system auditor reports to the system head and performs institutional audits.

Board Officers - The Chair is "in charge of the Board" and is attentive to things being right. If a Board member is "out-of-line" during Board meetings, the Chair calls them down or halts discussion. The Chair is the official spokesperson and the "policeman" of the Board -- nobody can "police" the Board except the Board. (If a Board member continues to be "out-of-line," an Executive Session is held to discuss it.)

Committees - No committee has any authority except to study an issue and recommend items to the full Board (through staff assistance). Staff makes the presentations not the committee chair.

*There is a staff recommendation on every item on the agenda.

Staff - The system head reserves the right to contact every staff person. Staff members are not supposed to talk/communicate with Board members without notifying the system head. Operate from an "everybody knows what everybody knows" philosophy. Again, there is a staff recommendation on every item on the agenda. Prior to Board meetings, the staff does a "dry run" of all presentations to check timing, etc.

Board Meetings are driven by staff, institutions, and committees. Hold at least two on campus each year. Hold education sessions such as having a research faculty member describe his/her typical week, then a teaching faculty member, a student, and co-op programs.

Campus Visits - Board members inform the system head if they plan to visit a campus.

Legislative Relations - Use a "speak with one voice" philosophy. The Georgia system approaches the Legislature with one voice. Dollars are subtracted from general distribution if a university gets extra money from the Legislature in order to avoid "end runs" to system goals. The Board withholds a small amount of the money appropriated for incentive funding. They also have a "best practices" competition which awards small amounts of money to the universities who win and then share such practices with the other institutions.

Quality - Maintain a strong focus on quality:

- * graduation rates,
- * retention rates, and
- * percent of part-time faculty.

Board Mindset (Priorities)

1st priority - What is best for the state?

2nd - Drop institutional allegiance for decision-making.

3rd - Work hard to make sure that there are no ethical questions.

4th - Maintain high respect for each other as Board members.

5th - Focus on policy, not micromanaging.

6th - Hire a good system head, expect him/her to hire good IEOs, and let IEOs do their jobs.

7th - Priorities should be driven by strategic plan.

8th - Priorities should be driven by statewide assessment.

9th - Board members give broad deference to the chair.

10th - Act only as a full board -- nobody acts independently. The corporate board is the strength and authority we have.

11th - Take reputation very seriously and do everything to protect it.

12th - Give leeway to the top universities because of their excellence.