

**Jackson College
Board of Trustees**

**MONITORING REPORT FOR EL – 08 Communication and Support to the Board
DATE: 11/14/2022**

Board Policy is indicated in bold typeface throughout.

I hereby present this monitoring report regarding your Executive Limitations Policy: “Communication and Support to the Board”, according to the schedule previously defined and approved by the Board. I certify that the information contained in herein is true and represents compliance with a reasonable interpretation of the policy, unless specifically stated otherwise. Interpretations are unchanged from the previous report, unless otherwise noted.



11/14/2022

Daniel J. Phelan, Ph.D.
President and CEO

Date

POLICY STATEMENT: The President shall not permit the Board to be uninformed or unsupported in its work.

INTERPRETATION:

I declare full compliance with this policy statement unless specified within the following report.

Further, without limiting the scope of the above statement by the following list, the President shall not:

- 1. Withhold, impede, or confound information relevant to the Board’s informed accomplishment of its job.**

I have interpreted that compliance with this statement to mean that there shall be no withholding of information, or impeding the flow of information to the Board, nor shall there be any confounding of information needed by the Board for its optimal functioning.

- 1.1. Allow the Board to be without timely decision information to support informed Board choices, including regular updates on the status of the Board’s governance expenditures, environmental scanning data, and risk assessment.**

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

- a) The annual budget includes allocations for the Boards expenses which are allocated as follows: Audit, Legal, Subscriptions, Professional Development, Telephones and Meeting Expenses.
- b) The Board will be made aware if there are over expenditures in their overall annual governance budget.
- c) The Board is provided with relevant context, as well as full disclosure as to the strengths and weaknesses of the item before the Board for their deliberation (e.g., relevant environmental scanning, risk assessment, etc.) when being asked to make decisions.

EVIDENCE:

- a) On 11/2/22, the Chief Assistant to the President/CEO confirmed there are budget allocations in the FY '23 budget for the Board's expenses. Specifically:
 - a. Audit: \$70,000
 - b. Legal: \$170,000
 - c. Subscriptions: \$33,000
 - d. Telephones (Wi-Fi plans for iPads): \$10,000
 - e. Meeting Expenses: \$7,000
- b) There were instances of actual expenditures exceeding budgeted amounts. The previous budget neglected to include professional development funding, as requested. Further, the budget development process utilized historical calculations in setting budgeted amounts and thus did not account for increased costs related to legal and consulting services related to Policy Governance. In total, the excess to budget was: \$142,431.89, however, these expenses were covered through reallocation from areas that were overbudgeted. Budget amounts for FY '23 have been adjusted so as to better reflect the actual needs of the Board of Trustees.
- c) At each Board Planning Session, members are provided with an internal and external context for agenda discussion. Additionally, over these past 12 months there has been an agenda item near the conclusion of each Board meeting such that the President can understand any feedback regarding provided environmental scanning and risk assessment (i.e., relevant context information) that the Board has, with said feedback recorded in the minutes.

1.2. Neglect to submit timely monitoring data including interpretations of Board policies that provide the observable metrics or conditions that would demonstrate compliance, rationale for why the interpretations are reasonable and evidence of compliance.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

- a) When monitoring reports are submitted to the Board as scheduled.
- b) When the Board, in assessing the monitoring reports, concludes that each has

sufficient evidence of reasonable interpretation, as well as documented metrics that allow for a determination of compliance.

EVIDENCE:

- a) As of 11/3/22, Chief Assistant to the President/CEO confirmed that all 12 monitoring reports were presented to the Board within the calendar year as documented in the CEO Compliance Review table shared monthly with the Board.
- b) As of 11/3/22, Chief Assistant to the President/CEO confirmed that all 12 Executive Limitation policy interpretations were approved by roll call vote of the Board within the calendar year indicating sufficient evidence of reasonable interpretation.

Additionally, including the documented metrics included in this EL-08 monitoring report that allow for a determination of compliance, all 12 Executive Limitation policies were presented within the calendar year with metrics that allowed for the determination of compliance. (10 monitoring reports have been approved as fully compliant by roll call vote of the Board; One monitoring report was approved as partially compliant by roll call vote of the Board, and this EL-08 monitoring report remains to be evaluated at the November 14, 2022 Board meeting.)

1.3. Let the Board be unaware of any actual or anticipated non-compliance with any Ends or Executive Limitations policy, regardless of the Board's monitoring schedule.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

The Chief Executive Officer has informed the Board when there is anticipated, and/or actual non-compliance of any EL or Ends policy, and that such communication has been documented.

EVIDENCE:

As of 11/3/22, Chief Assistant to the President/CEO confirmed that one monitoring report (EL-12 Land Use) was presented as partially compliant as documented in the minutes of the April 11, 2022 Board meeting (due to the master plan needing to begin in FY'23, post-pandemic, following the installation of the Space Observatory, the Auxiliary Gym, and the Field Support facility).

1.4. Let the Board be unaware of any incidental information it requires, including:

- **Anticipated media coverage;**
- **Actual or anticipated legal actions;**
- **Material or publicly visible internal changes or events, including**

- changes in executive personnel;
- **Anticipated noncompliance with federal law, state law or local;**
- **Quarterly financial statement;**
- **Annual year-end financial report; or**
- **Names and titles of two executive administration members familiar with Board and presidential matters and processes.**

INTERPRETATION:

I have interpreted that compliance of this statement will be demonstrated when:

- a) The Chief Executive Officer regularly provides *Trustee Briefings* to the Board that include the above-mentioned items, as needed. Further, additional email communications, and/or phone calls are deployed when necessary to inform Trustees of any urgent matters.
- b) Monthly financial statements, year-end financials, and annual audit reports are available and accessible online.
- c) Quarterly financial statements are presented to the Board by the Chief Executive Officer.

EVIDENCE:

- a) Trustee Briefings are regularly provided to the Board via e-mail, with the latest briefing having been sent on 9/24/22 as confirmed by the Chief Assistant to the President/CEO.
- b) On 11/3/22, Chief Assistant to the President/CEO confirmed that the year-end financial report for FY'21 and 2021 Federal Awards Audit are available online, with both for FY'22 able to be posted following the November 14, 2022 Board meeting. The monthly reports are all available online as well on the Board's meeting page.
- c) On 11/3/22, Chief Assistant to the President/CEO confirmed that quarterly financial reports were presented to the Board in the monitoring period as follows:
 1. April 11, 2022 – February 2022 Financial Report
 2. September 12, 2022 – June 2022 Financial Report
 3. October 10, 2022 – September 2022 Financial Report

- 1.5. **Allow the Board to be unaware that, in the President's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of Board behavior which is detrimental to the work relationship between the Board and the President.**

INTERPRETATION:

I have interpreted that compliance of this statement will be demonstrated when:

- a) The Board is notified electronically or verbally reminded at a meeting (and recorded in minutes) that they are out of compliance established Board policy(ies).
- b) During the Summer Board Retreat, time is provided to discuss Board/Chief Executive Officer's innerworkings, policy governance practice, and policy compliance.

EVIDENCE:

- a) For the 12 preceding months, the President & CEO confirms that no board meetings have reflected a lacking compliance by members with the principles of Policy Governance. The President did express concern about matters raised at the Fall 2022 Board Planning Session regarding the handling of two former employees, which he expressed to the Board Chairman.
- b) Annual Summer Board Retreats are held for the express purpose of discussing the operations of the Board and President. The minutes of these retreats are online, including those for the August 12, 2022 Summer Board Retreat, as confirmed on 11/3/22 by Chief Assistant to the President/CEO.

1.6. Present information in unnecessarily complex or lengthy form, or in a form that does not clearly differentiate among monitoring, decision preparation, and general incidental or other information.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

- a) Board meeting pack content is clear and labeled appropriately so Trustees know what items are for decision making or informational only. Further, each item shall include a coversheet that outlines the issue before the Board and what is being asked of them regarding the item.
- b) Each Board agenda includes an item regarding the quality and relevance of information presented.

EVIDENCE:

- a) Board meeting packs, posted on Diligent Boards, include cover sheets that contain sections illustrating the agenda item's policy relevance, context, and if there is a "Requested Board Action." On 11/3/22, Chief Assistant to the President/CEO reviewed the meeting packets for the monitoring period to confirm this piece of information was being included.
- b) Board meeting agendas include an item at the end so the President can hear any feedback the Board has, and this feedback is recorded in the minutes. On 11/4/22, Chief Assistant to the President/CEO reviewed the meeting packets for the monitoring period to confirm this piece of information was being included.

2. Allow the Board to be without reasonable administrative support for Board activities.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when, in addition to evidence to 2.1 and 2.2:

- a) An individual is identified, by the Chief Executive Officer, to provide administrative support to the Board for all reasonably requested items, including but not limited to, Board meeting preparation, taking of meeting minutes, policy storage and professional development arrangements.

EVIDENCE:

- a) The President has assigned the Chief Assistant to the President/CEO to provide all requested and assigned support to all Board members. Email communications between members and the Chief Assistant, reflect reasonable levels of support are provided to members.

2.1. Allow the Board to be without a workable, user-friendly mechanism for official Board, officer or Board committee communications.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

- a) Board members are provided with a college-owned device for board meetings and communications.
- b) Board members have access to a dedicated system to access their board meeting packs and other resources (Diligent Board Books).

EVIDENCE:

- a) Board members are provided a college issued iPad that contains the necessary software available to access board meeting materials and email. These iPads are equipped with a Wi-Fi plan that provide internet connection. A refresh of equipment is planned in FY '23.
- b) Board members each have a login to Diligent Board Books, which is a Board Portal Software used for meetings materials.

2.2. Allow the Board to be without administrative support to assist the Secretary of the Board in achieving the Secretary's assigned results.

INTERPRETATION:

I have interpreted that compliance will be demonstrated when:

- a) An individual is identified by the Chief Executive Officer to provide administrative

support to the Board for all requested items including, but not limited to, Board meeting preparation, taking of meeting minutes, policy storage and professional development arrangements.

EVIDENCE:

- a) Based upon Policy Governance principles, there is no longer a Secretary to the Board, with the Board Chair performing that function. The Chief Executive Officer has assigned the Chief Assistant to the President/CEO to document all board meetings, as well as to provide all requested and assigned support to all Board members. [Note: Policy 2.2 will be proposed for change, to reflect the aforementioned, during the next review cycle].

3. Impede the Board's holism, misrepresent its processes and role, or impede its lawful obligations.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

- a) The Chief Executive Officer does not interfere with the Board's "one voice", its policy governance processes, or its legal, fiduciary, and ownership linkage responsibilities.

EVIDENCE:

- a) The CEO and the Board have undertaken extensive professional development in Policy Governance over the past year utilizing a consultant and board training. Indeed, the CEO has become certified in the use of Policy Governance, its construction, and operational practices.
- b) The Board is the direct contractor of the College's auditor and legal counsel, with contracts on file in the Business Office and the Talent office respectively. Both of the contractors annually present the nature of their work directly to the board.
- c) Representative members of the Board (i.e., the Ownership-Linkage Committee) are directly engaged in Ownership-Linkage connections and communications, with meeting results on file, and discussions during board meetings recorded.

3.1. Deal with the Board in a way that favors or privileges certain Board members over others, except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the Board.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

- a) The Chief Executive Officer confirms that he/she has not favored any trustee

over another.

- b) The Board Chairperson confirms that they have not received any notice from Board members as to their belief that one or more members are favored over others.

EVIDENCE:

- a) On 11/4/22, the Chief Executive Officer confirmed that they have not favored any trustee over another.
- b) On 11/4/22, the Board Chairperson confirmed that they have not received any notice from Board members as to their belief that one or more members are favored over others by the CEO.

3.2. Neglect to supply for the Required Approvals agenda all items delegated to the President, yet required by law, regulation or contract to be Board-approved, along with the applicable monitoring information.

INTERPRETATION:

I have interpreted that compliance with this statement will be demonstrated when:

- a) Items for required approval from the Board Planning Cycle and Agenda policy appear on the meeting agendas.

EVIDENCE:

As required, (for those organizations not acknowledging the structure of Policy Governance) items requiring Board Approval appear on the agenda, under the Required Approvals section, and these are noted in minutes. On 11/3/22, Chief Assistant to the President/CEO reviewed the meeting agendas and minutes for the monitoring period to confirm this piece of information was being included.

The Jackson College Board of Trustees accepted this monitoring report as fully compliant at the regular Jackson College Board Meeting on November 14, 2022.