

June 16, 2023

Sonny Ramaswamy, President  
Honorable Members of the Commission  
Northwest Commission on Colleges and Universities (NWCCU)  
8060 165<sup>th</sup> Av NE, Ste 200  
Redman, WA 98052

Dear Dr. Ramaswamy and Commissioners,

On March 27 we sent Dr. Ramaswamy a letter detailing our program of work with the North Idaho College Board of Trustees. To avoid redundancy, the letter is attached for your reference. The purpose of this letter is to provide an update on the training activities.

Each training session had certain areas of emphasis, listed as follows:

- April 15 – 9:00 am to 4:00 pm: Board Governance Principles
- April 25 – 5:30 to 8:30 pm: Board Member Duties & Responsibilities, Communication, Governance v Operations
- May 8 – 5:30 to 8:30 pm: Board-President Communication Protocols, Board Self-Evaluation
- May 25 – 5:30 to 8:30 pm: President’s Goals
- June 6 – 5:30 to 8:30 pm: Board Goals

Any leader knows that a great challenge of any change endeavor is dealing with culture. Unfortunately, the culture of the Board-President relationship at North Idaho College was not a model of effective board governance. Changing culture is not easy and does not happen overnight. Having said that, the North Idaho College Board of Trustees has made incremental progress on the road to achieving proper functioning board governance.

**Progress has been made in the following areas:**

- Civility at board meetings – Board members have made an effort to be more respectful to each other, and to college stakeholders. This is an ongoing effort and there is an awareness of the need for self-discipline. The chair has made strides in properly recognizing trustees to speak and allowing them to finish comments. There are still breakdowns in the proper level of civility, but great improvement has been realized.
- Respect for public comment – This is an area of substantial progress. Members of the public are invited to speak for a maximum of 2 minutes and must address an agenda topic. Board members have learned through the training that it is not a time to engage but rather to listen to the concerns brought forth by members of the public. The board has learned the importance of showing respect for each speaker. The public comment portion of the board meeting is an example of the board demonstrating good board governance.
- President-board member communication in preparation for board meetings – Four of the five board members made the commitment to set aside time prior to each board meeting to communicate concerns with agenda items. This shows a commitment to the “no surprises” rule.

This communication, which is commonplace among boards, has not been a practice of this board. The President has encouraged this communication. There is still work to be done in this area, but the communication foundation has been established.

- Review of policies – Unlike most boards, the North Idaho College Board has not had an established cycle of policy review. Policies were amended on an ad hoc basis. Progress has been made in reviewing policies and ensuring they are in compliance with best practices and Idaho laws and regulations. This review process is in its infancy, but results have already been achieved. A committee of two trustees and the president have been meeting to review and recommend policy updates to the board. The board has taken action on a number of policy changes.
- Agenda formation with board chair and president – Previously there was not a formalized process to set the board agenda, often resulting in last-minute additions. Items coming before the board without proper thought and study contributed to the messiness of board meetings. It is a positive the board accepts this policy needs to be amended to ensure better functioning board meetings. The chair and president now meet prior to the board meeting specifically to discuss the agenda.
- Response to votes of no confidence – The faculty, staff and student organizations had voted at various times votes of no confidence in the board. It was a difficult process for the board to accept these votes and respond to the stakeholders. Through our work with the board, they did acknowledge and respond by issuing a statement during the May board meeting. It was unfortunate that it was a three to two vote. There seemed to be some level of satisfaction among the stakeholders that the board did respond to the votes.
- Board self-assessment – During a training session the board took part in a self-assessment. Board members overwhelmingly accepted that their performance as a board has been subpar and in need of improvement. Conducting a board self-assessment is an ingredient of good board governance and the board deserves credit for participating and accepting that it is in need of improvement.
- Development of president's goals – Because the board has a poor history of developing president's goals in coordination with the president, one of the training sessions was devoted to the importance of this topic. It was explained that the next step to mutually approved goals is for the president to develop metrics and reporting mechanisms to show progress, and then this gives the board something substantive on which to base its evaluation of the president. In preparation for this training session, the president gave consideration to his goals. In turn, board members were surveyed on topics of importance to them. The training session was productive, and goals were agreed upon at the training. Unfortunately, due to an email snafu the chair did not receive the email with the survey, and he and another trustee asked for more time to provide input. Though this was an agenda item at the June 7, 2023, board meeting the topic was tabled to the August board meeting.
- Approval of the college budget – Most boards have an established protocol on the approval of the college budget. At North Idaho College, the process has not been well defined. To the credit of the president and the vice president charged with the budget, individual meetings were held with each trustee to go over concerns. It was the administration's thought that these meetings were productive, and the budget would be approved on its second reading. Unfortunately, last-

minute concerns were voiced by three trustees and the budget was tabled. Fortunately, at the meeting where the budget was on the agenda for the third reading, the budget was approved. As training consultants, we are working with the board's policy committee to see how this process can be improved. The positive aspect is that the budget was approved.

- Development of board goals – The most recent training session's focus was the development of board goals. Since the board does not have a tradition of having board goals, this is a new topic to them. The board acknowledges it is a good practice to have board goals. This will be part of our ongoing work with the board.
- President reporting to the board – The president has developed a plan to report on ongoing matters of concern to the board as part of his "President's Report" for each board meeting. This is a newly implemented strategy that came out of discussions at board training sessions. The president and his cabinet have also prepared a list of recurring reports and the months that they will be presented to the board. This list was presented as an information item at the May 24 board meeting.

#### **Areas of concern:**

- The Board needs to focus on policy and not operations – The ingrained culture of the board is that it gets too involved in operations and neglects policy. This may be due partly to past administrations not properly respecting the role of the board. History shows the board was not given the proper reporting on the status of the college. This inevitably invites a board to go beyond its policy role. As consultants to the board, not being more effective here may be our greatest source of frustration. Board members continue to focus on the "how" rather than limiting discussion to policy. This area must continue to be emphasized for this board to be effective.
- The Board should implement "no surprises" rule – Throughout our training we have emphasized the "no surprises" rule. As noted, protocols have been established for pre and post board meeting communication between the president and board members. Despite this, board members continue to bring up surprises at board meetings about agenda items, and add last minute agenda items that have not been discussed with the president. The result is that the president cannot properly prepare, other NIC employees whose work laid the groundwork for agenda items are demoralized, and conversations go in many different directions. This is another area where improvement is needed.
- Reduce the number of board meetings – The board has had a number of special meetings and special executive sessions, often called with very little notice. These have placed a great demand on the board members, the president and on college staff. The content of these "special" meetings can often be included in the regularly scheduled board meeting. Since March, there have been a total of 8\* special, executive and regular meetings of the board. Boards are usually able to perform their governance role with a single monthly meeting. The key is to make the monthly meeting effective. This board needs to work to make its monthly meeting effective and meaningful. This topic will be the focus of the July training session.
- Reduce the interaction of board members between board meetings – It is evident that board members communicate often between board meetings. Although communication is allowed under Idaho statutes and regulations, it is not effective for board members to communicate in

this manner. Board matters should be discussed among all board members at board meetings. This is a basic premise of good board governance.

- Selection of legal counsel – The selection of legal counsel has been an issue with this board. Usually this is a benign decision for a board. Boards choose a firm based on its experience and expertise in the areas that impact community colleges. The focus of some members of the board seems to be on the perceived politics of a law firm rather than on legal credentials. The decision to hire legal counsel has been an agenda topic at several board meetings with no decision made. The incumbent legal counsel does not have the support of the board as a whole and has tendered his resignation.

The board is to be commended for its dedication to attend and actively participate in the training sessions. Attendance has been remarkable considering the many special and regular board meetings and normal college functions demanding their time. Board members, for the most part, are in agreement with the principles of good governance. As consultants, we have not been as effective as we would like in having the board meetings reflect the tenor of the training sessions. The board members devote a great number of hours each month to North Idaho College...in many ways, too many hours. The desire is to have the board continue to learn its role as policy makers, to properly monitor the college, to work as one team with the president and to set the general direction of the college through an effective strategic plan. The board has made strides in this path. It is essential there is expressed commitment from each board member to continue to make the necessary improvements.

As consultants, we have been tremendously impressed with the passion of the community for North Idaho College. The college excels in most measurable categories observed in higher education. The quality of its faculty and staff is without question. Student success and achievement outperform national averages. The college's facilities and maintenance of its grounds are first rate. The campus setting by the Spokane River makes for a beautiful scene, and the facilities it supports in the surrounding areas provide educational resources to communities that would not otherwise be served. The college is in a strong financial position. The college has tremendous community support as evidenced by the recent passage of the recent educational tax levies. It is a 90-year jewel in the Coeur d'Alene community. Its continued value to the students, staff, faculty, the business community, alumni and service area cannot be overstated.

Please call upon us if we can provide further clarity as to our findings contained in this report.

Very truly yours,

Ken Burke  
ACCT Consultant

Debbie DiThomas  
ACCT Consultant

Cc: Jee Hang Lee, President & CEO, ACCT  
Greg McKenzie, Chair, Board of Trustees, North Idaho College  
Nick Swayne, President, North Idaho College

\*Special Board Meetings: March 6, 28, 30, April 24; Regular Board Meetings: March 22, April 26, May 24, June 7.