

Information

To: NACUA Board of Directors

From: Renee Smith Byas, Secretary and Chair,
Paul L. Parsons, Staff Liaison

Date: May 30, 2007

Subject: June 2007 Report
Committee on Board Operations

Charge to Committee:

The Committee is responsible for the orientation and ongoing education of members of the Board; assessments and evaluations of Board effectiveness; and ongoing examination of NACUA's governance structure and corporate compliance.

Work Plan for FY 2006-2007:

- **Initial Orientation of New Board Members: Process and Timeline**
 - a. Early September: Prepare and distribute Orientation Handbooks.
 - b. Late September: Schedule orientation call with incoming Board members and Officers.
 - c. October: Develop agenda and materials for orientation session in November.
 - d. Monday, November 13: Orientation session scheduled.
Status: Orientation Handbooks were delivered to all new Board members in early September. The initial orientation conference call with new Board members and Officers was held on September 25, 2006, and the orientation session for New Board members was held on November 13 in Washington, DC and was well received.

- **Continuing Education of Board Members**
 - a. Serve as a sounding board for the CEO in the development of continuing education topics for the Board in the upcoming year.
Status: Several continuing education topics for the Board have already been offered this year, including a Finance 101 orientation session in November and a Nominations 101 orientation in December. (An additional Board conference call in mid-January regarding the Association's investments was considered a required meeting of the Board and was not part of the calendar of continuing

education for this year.) A third and final continuing education session regarding NACUA's development and planning of its publications, NACUANOTES, and virtual seminars was held in early May, and was also well-received.

- **Review of NACUA's Board Self-Assessment Instrument**
 - a. Undertake a review of the existing Board self-assessment instrument, with any recommended revisions or additions to be presented to the Board in June, in preparation for the next formal Board self-assessment in FY 2007-2008.
Status: A Subcommittee on Board Self-Assessment (Scott Cole, Chair, Cristina Mendoza, and Christine Helwick) worked with staff to review NACUA's existing board self-assessment instrument. A final report was provided to the full Committee for its March meeting. After considering the overall purpose and merits of conducting this type of assessment, and in light of the fact that the instrument is now updated and ready for implementation, the Committee now unanimously recommends the revised instrument to the Board for its approval in June. (See attached report on behalf of the Subcommittee, which includes the final instrument.)

- **Board Evaluation: Exit Interviews of Outgoing Class of Board Members**
 - a. Exit interviews of the senior class to be conducted by the CEO in Summer 2007; summary of interviews to be shared with Committee and Board in the fall.
 - b. Review results of the Summer 2006 exit interviews.
Status: Last fall, the CEO compiled a summary of interviews of the most recent outgoing class of Board members, as well as a six-year summary of trends of Board exit interviews from 2001 to 2006, both of which were discussed by the full Committee at its meeting in November. The CEO will conduct exit interviews of this year's outgoing class of Board members during the summer.

In addition to the above items under the Committee's Work Plan for this year, in November 2006, the Committee on Board Operations was asked by the President to recommend a formal policy on executive sessions of the Board, as well as a policy on what should be reflected in executive session minutes and who has access to them. A subcommittee was appointed (including Chris Helwick, David Birnbaum, and Kathleen Santora), to conduct research on best practices regarding executive sessions, and to recommend a policy. The Committee received a report and recommended policy at its March meeting, and now recommends its approval by the Board at its meeting in June. (See attached report on behalf of the Subcommittee, which includes the proposed policy and accompanying materials.)