

SOLANO COMMUNITY COLLEGE DISTRICT  
GOVERNING BOARD

UNADOPTED MINUTES  
Special Board Meeting  
Governance and Accreditation Workshop  
July 26, 2008

1. CALL TO ORDER

A special meeting of the Solano Community College District Governing Board was called to order at 9:00 a.m., on Saturday, July 26, 2008, in the Administration Building, Room 626, Solano Community College, 4000 Suisun Valley Road, California, 94534-3197, by Vice President A. C. "Tony" Ubalde.

2. PLEDGE OF ALLEGIANCE TO THE FLAG OF THE UNITED STATES OF AMERICA

Vice President Ubalde led those present in the pledge of allegiance to the flag of the United States of America.

3. ROLL CALL

Members Present:

A. C. "Tony" Ubalde, Jr., Rel.D., Vice President  
James M. Claffey  
Denis Honeychurch, J.D.\*  
Pam Keith  
A. Marie Young  
David R. Brannen, Student Trustee  
Gerald F. Fisher, Secretary

*\*Arrived after Roll Call*

Members Absent:

Phil McCaffrey, President  
Stephen Murphy, J.D.

Others Present:

William G. McGinnis, Community College League of California Consultant  
Judy Spencer, Executive Coordinator, Superintendent/President and Governing Board

4. APPROVAL OF AGENDA

Moved by Trustee Keith and seconded by Trustee Young for approval of the agenda. The motion passed unanimously.

5. COMMENTS FROM MEMBERS OF THE PUBLIC

There were no comments from the public.

6. BOARD RETREAT (NO ACTION REQUIRED):

(a) Governance and Accreditation Review and Discussion

Superintendent/President Fisher introduced Mr. William “Bill” G. McGinnis, Butte-Glenn Community College District Trustee, Community College League of California Consultant, and facilitator for the Board Governance and Accreditation Workshop.

*Trustee Honeychurch arrived at 9:05 a.m.*

Mr. Bill McGinnis thanked the Board for inviting him to their meeting. He stated how much he appreciates being invited to meet with colleagues because he respects the work they do. He said, being a Trustee means you are here to help students, and it is an honorable profession. Mr. McGinnis commented that he agreed to be the facilitator for this meeting to assist the Board in improving their performance as a Board.

Mr. McGinnis reported that he has 17 years of municipal management experience and spent 18 years in the university and CSU systems as an administrator. He stated that he currently sits on the Board of Trustees at Butte-Glenn Community College, and has served for 16 years. Working with the Community College League of California as a Consultant has enabled him to meet with 16 different Governing Boards. In addition to his League work, Mr. McGinnis reported that he has also served on the Appeals Commission for the Western Association of Schools and Colleges (WASC).

A PowerPoint presentation prepared by Mr. McGinnis was the framework used for discussion with the Board of Trustees, and centered on teamwork. Teamwork was identified as the ability to work together toward a common vision and to direct individual accomplishment toward organization objectives. It is the fuel that allows common people to attain uncommon results.

Each Trustee was asked to introduce themselves to Mr. McGinnis and provide information relative to where they reside in the District, how long they have served on the Board, and besides serving on the Board, what their occupation is and/or the hobbies they most enjoy. Ground rules were established for discussions that centered around Board governance, accreditation, and Board issues in general.

The Trustees were asked why ground rules are important. One trustee responded by stating they help in listening to one another and maintaining meetings in a collegial manner. Another trustee felt the existing Board is very professional and respectful of one another, and while they may disagree, they are able to move on. A third Trustee felt ground rules were not necessary. Those present agreed to the ground rules established for the workshop.

Mr. McGinnis stated the real challenge for Trustees isn't regulatory compliance—it's high performance, setting standards of excellence for the College and themselves and measuring

performance. To achieve high performance, Trustees need to systematically examine their purpose, practices, tasks, talents, information, and most importantly retain a climate of trust and respect.

The Board was asked if they felt, after becoming elected, if there was a sense that they could not do what they said they would do on behalf of their constituents because all of a sudden they were part of a team that needed to work together. The Board, working together as a unit, provides informed and skillful leadership that ensures improvement to the College for the benefit of both the community and students.

The Trustees engaged themselves in conversation on why Solano Community College District has a Board of Trustees and what the Board's role is at the District. One Trustee commented, "To hire a CEO and set policies." Another stated that there is a state law, which means communities have local controls over their local institutions. Others commented as follows: to provide leadership, approval of the budget, ensure the District's mission is followed, and performance measurements.

The Trustees discussed their role in setting policy and developing the budget. Mr. McGinnis advised that a booklet entitled, *Introduction to Fiscal Responsibilities, A Resource for Community College Trustees*, published by the CCLC, has been ordered on behalf of the Trustees for their reference as they set policy and develop the budget each year. The budget defines how much money the District is going to spend on student success and should be tied to District goals. Quarterly reports reflect performance measurements. The audit comes after the quarterly reports, at which time the findings need to be implemented in a timely manner by administration.

Another performance measurement discussed was the academic side of the Board's responsibilities, e.g., SLOs, program plans, setting goals for student performance, accomplishments by each sector, etc. As the academic year progresses, the Trustees need performance data to see how Solano College students are doing.

Leadership is how trustees interact with management and sets the culture and determines how the organization will operate.

Trustees are the voice of the community, and that is why Board members are elected--to bring community perspective into the organization and to be sure the needs of the community are being met.

The Trustees engaged in conversation relative to their role between faculty and staff on campus. Mr. McGinnis emphasized the importance of the Board understanding that if they want to have leadership focused at the presidential level, then they need to force discussions at the administrative level and not with faculty or staff and individual Board members. Board members go to social events, and a trustee's responsibility is to listen and make sure there is a wall where the trustee is not indicating a preference or decision or direction in their conversations. Discussion also included the perception that the Board is present to advocate for employees, when in reality they are to advocate and represent the community. The employees have unions to represent them.

Superintendent/President Fisher stated the standard practice at Solano College is that if a Trustee contacts a vice president, the particular vice president notifies the Superintendent/President about the nature of the contact. The Trustees generally direct any concerns through the Superintendent/President.

Mr. McGinnis stated the Board's mission should be to govern the College for and on behalf of the community (the state and local community), be the "voice" of the community as the Board's primary relationship is with the external community (not as volunteer helpers of the College), and wisely define the visionary expectations for the College (by establishing the vision and strategic goals).

Trusteeship was identified as follows:

- You are a member of a lay board, which AS A UNIT:
  - Establishes the vision and policy direction.
  - Employees a chief executive as the institutional leader.
  - Acts as a community bridge and buffer.
  - Establishes the climate in which educational goals are accomplished.
  - Establishes, through policy, prudent, ethical, and legal parameters for operations.
  - Evaluates performance and policy implementation (accountability).
  - Leads as a thoughtful, educated TEAM.

Mr. McGinnis reminded the Trustees that we live in a world where everything they do is known world wide via the Internet.

The board, as a team, is the legal entity when working together as the governing board. They use their collective talents and diversity of opinions, skills, ideas, and backgrounds to arrive at the best decision. Outside of the board meeting, trustees have no legal authority.

A Trustee expressed a concern relative to the Board voting yes on an issue and the one Trustee feeling the decision was irrevocably wrong. Mr. McGinnis stated if a Trustee feels something is so important to them personally, and they aren't able to persuade the Board to change, then sometimes that individual needs to walk away. If you can't accept the decision--if you can't change others--then it is time to leave. You can't have a team if you feel you need to badger others to change their minds. A divide is then created within the Board. There is nothing wrong in talking to fellow Board members, and Trustees need to remember they can't always win a point. Making a mutual decision to build a bridge is where little steps can occur. It shouldn't be about winning, but coming up with decisions that benefit the College and students for success.

Mr. McGinnis quoted Phil Jackson, former Coach of the Chicago Bulls. "The most effective way to forge a winning team is to call on the player's needs to connect with something larger than themselves."

Each Board member was asked to express themselves as to why they ran for the Board and what they hoped to accomplish as a Board member. The results of this discussion included some of the following comments:

- Public service.
- Finish implementing the Bond projects, specifically in Vacaville.
- Improve the transfer program.
- Desire a solution to the bargaining process, e.g., interest-based bargaining.
- Civic duty.
- Find a way to make sure broad students' voices are heard.
- A way of giving back to the community what the community college system gave to him, especially for immigrants.
- Market to the community.
- Create a climate and culture of trust.
- Hire a new CEO.
- Strengthen workforce and community development.
- Stay focused on *Vision 2020* and accomplishments made in the divisions.

Mr. McGinnis stated a trustee is not:

- On the board to represent a profession or a single/special interest.
- Has no authority as an individual trustee to lead or direct.
- Cannot make promises as an individual trustee for the board or the college.

Mr. McGinnis identified the root of a dysfunctional Board with a quote from Carly Fiorina, former Hewlett-Packard CEO. "Boards get dysfunctional when personal agendas outweigh public responsibility. This can happen any time to any board, which is why focusing on the board's dynamics and having conversations about the source of the dysfunction are so important." If all governing boards did was approve fiduciary and employment items, then they might as well go home, Mr. McGinnis said, because this most likely is the atmosphere that creates micromanagement. The other items have more "meat" and are in the best interest of the College to determine where they want to be successful and to develop measurements of success.

The point made with the Trustees was that they need to talk about their goals and accomplishments, not only among themselves, but with the public, and that it is important to always remember to talk about student success.

The Trustees held a conversation about how Board members talk about their dysfunctions and where you have these discussions. Mr. McGinnis stated that Trustees can meet one-on-one and mentor one another. Another way is to hold discussions about disagreements in regular board meetings. The comment was made that a Board meeting is not a place where a Trustee can feel forthright and honest necessarily. Mr. McGinnis stated this is where the Board Chair/President can take the lead. There are times when Trustees need to stand up and be counted and say, "I think the Trustee or Board Chair is out of order." If a situation like this persists, then action can be taken. Mr. McGinnis emphasized how the latter action can be brutal in the press, but it shows the community that the Trustee is being proactive. If you don't want your actions in the paper, then you need to be proactive on an individual basis and promote mentoring within. Mr. McGinnis reiterated the importance of finding a person on the Board that the perceived dysfunctional Trustee can respect and have that person speak to them individually.

Board members can find a common solution to a problem after everyone has been heard. If everyone supports a decision, you get rid of the perception of being a dysfunctional board.

Board functions should include establishing policy that contributes to, questions, acts on, and develops policy as a team; establishes expectations for the results of the institution's efforts, which is the difference made in the community because of Solano College. Boards should always adopt a mission, vision, and goals as policy.

The Board establishes the College's climate. Board behavior sends a message to the College and the community. Boards should focus on student success and learning, community service, and support innovation and leadership.

Mr. McGinnis asked the Board members if they have an engaged culture. Culture, by contrast, develops over time and tends to reward those who perpetuate it, making it difficult to change. Trust and respect between and among the Trustees is critical to the successful development of an engaged culture by the Board. Likewise, the trust and respect between the Board and the CEO are also critical.

The Trustees asked themselves questions about what they can do to help a CEO be successful at Solano, which was understood could be as simple as a communication style.

Common board problems were discussed. Disorderly discourse was identified as:

- One or two board members dominating the conversations.
- Rivalries
- One-way communication.

Board members who are disengaged demonstrate poor attendance at meetings and do not engage themselves in discussions, demonstrating a lack of understanding of their job.

The Trustees discussed trust and/or respect problems within the District and the Board, and how the Board corrects disorderly conduct on the part of a fellow trustee.

Vice President Ubalde announced a recess for a break at 11:30 a.m., and reconvened the meeting at 11:40 a.m., for a working lunch.

Mr. McGinnis made the following recommendations relative to accreditation issues for the Board's consideration: The Board is encouraged to delegate full responsibility and authority to the President to implement and administer Board policies and the operation of the College. The leaders should foster empowerment, innovation, and institutional excellence through dialogue that builds trust and respect and increases the focus on student success issues.

The Trustees considered why the College has a President and what the President's responsibilities should be. The CEO is key to accomplishing goals and the success of the College. The CEO is a part of the Board's team. The Trustees should delegate to and should

support the CEO. If the trustees cannot support the CEO because he/she is going in a direction that Board can't agree with, then serious conversations need to be held in a respectful manner.

Mr. McGinnis identified a good CEO/Board relationship:

- Build trust between the Board and the CEO.
- Avoid public conflict.
- Expect and provide commitment to Board decisions.
- Hold the CEO accountable.
- Focus on results.
- Maintain open communications.
- The CEO is your only employee!

The Board establishes the College's climate. Mr. McGinnis stated that when a new CEO comes to Solano College, the Board will want that person to stay current, which means the President needs to continue to learn. The Board should support that person attending workshops, conferences, as well as continuing their education by going to school. As stated previously, the Board needs to ensure the budget reflects educational priorities and the College's mission, and how that budget can accomplish the goals of the College. Getting caught up in "line-by-line" balancing sometimes contributes to forgetting the "bigger picture."

The Trustees identified areas (approximately) where the College's funds are expended, leaving in reality only about 3% of the College's total budget to accomplish its goals. Yet, even the other expenditures, e.g., salaries, benefits, 5% reserve, operational expenses, unfunded liabilities, etc., should be able to support the College's goals.

The Board can best establish the College's climate by encouraging and supporting professional growth, ensuring that the budget reflects educational priorities and the College's mission, and seeking full participation as policies are developed.

The Board defines operational parameters as standards for ethical, legal, and prudent operations; boundaries for College procedures and regulations, and puts limits on CEO/employee decisions and actions.

The Board is not seated to determine the WHAT, but rather ensures the DOING by others, which produces the desired outcomes that are legal, ethical, and prudent.

The Trustees discussed what the Board can do to improve their future relationship with the CEO, where they will start, and how they will measure their performance. A Trustee suggested that the CEO evaluate the Board to see where there might be difficulties. Another Trustee reminded those present that the current "How Do We Rate Checklist" is an instrument that can be used by either the CEO or the Board of Trustees.

Another way to improve performance would be to reaffirm the College's policies and empower the CEO to lead and abide by them. Trust and respect may take time to build, but Mr. McGinnis reminded the Trustees that it takes no time to have a working relationship destroyed.

Mr. McGinnis suggested that after the new CEO starts in spring of 2009 that it will be very important for the Board to spend quality time developing trust and respect for that individual, and after a year ask for feedback from the CEO on how the Board is doing. The Board needs to commit to that kind of action.

The Board leads as an educated team. They work as a team. They build trust, avoid destructive conflict, provide commitment, are accountable, and focus on results. The Board leads by acting with intelligence, respect, care, and integrity and are future oriented.

Mr. McGinnis identified effective Board tips for the Trustees:

- Focus on policy and institutional performance.
- Provide proactive, visionary leadership.
- Be externally focused.
- Envision and shape institutional direction and assure that the mission is achieved.
- Build trust.
- Listen first.
- Be patient.
- Respect different opinions.
- Speak in the affirmative.
- Drop the ego.
- No personal agendas.
- No pride of authorship.
- Hold yourself and others accountable.

The Trustees discussed with Mr. McGinnis and Superintendent/President Fisher what the Board's policy is on enrollment growth for the District. While the District's goal is to achieve maximum growth, the *Educational Master Plan* calls for 2%-3% annual growth, although there is no specific Board Policy addressing enrollment growth.

The Trustees reviewed Solano Community College District Student FTES totals from 2000/01 – 2006/07. It was noted, with the exception of online students, the majority of Solano College's students are local residents. Assuming the state funds the College, the annual growth targets have been between 2%-3%. The Trustees agreed that the future looks good for growth, especially because the two Centers are close to populated areas and students won't have to drive far to get an education. With the job market being the way it is currently, many students will be going back to school to get retrained.

Mr. McGinnis provided information on Solano County high school data, which showed a decline in the county of students actually graduating from high school. Also provided was information on high school performance within the county from 2003/04 through 2006/07, which identified the number of 9th graders who began high school, those who actually graduated, the number of students lost, and the number that were U.C./CSU qualified. Another graph identified the rate of success of high school students, which depicted those students that graduated, transferred, or did not attend a higher education institution between 2003/04 and 2006/07, noting only a small percentage transferred to four-year institutions.



The Trustees discussed what programs, if any, the College should consider in light of this situation and why. Mr. McGinnis reported that some college districts are setting up early college schools in the K-12 program, focusing on underserved groups and moving them into vocational programs. If the Board's goal is to improve the community, then reviewing the *Vision 2020* information would be helpful. Mr. McGinnis suggested that the Board may want to consider discussing this issue in public session at a regular Board meeting.

Superintendent/President Fisher commented that the Basic Skills Initiative has been helpful in recognizing and identifying the need to deal with under prepared students, as well as the K-16 Bridge Program, which will be an opportunity that will be discussed by the Board in the future.

Mr. McGinnis' final comments were as follows: "Establishing and sticking to an overarching level of engagement helps trustees set expectations and ground rules for their roles relative to the President's role. (Focus on "what" not the "how", and don't allow your focus to be diverted.)

*Trustee Keith left the meeting at 12:40 p.m.*

(c) Items from the Board

There were no items from the Board.

Superintendent/President Fisher distributed to the Board members the Vallejo Transit new Route 5 which will pick up and deliver to the Vallejo campus. The local cash fare is \$1.75 per person and becomes effective August 4, 2008.

The Board of Trustees and Superintendent/President Fisher thanked Mr. McGinnis for his presentation and the valuable information that was shared that will benefit Solano College.

## 7. ADJOURNMENT

There being no further business, Vice President Ubalde adjourned the special meeting at 12:43 p.m.

GFF:js

APPROVED

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A. C. "Tony" UBALDE, JR., Rel.D.  
VICE PRESIDENT

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GERALD F. FISHER  
SECRETARY