

Board Representatives' Orientation

Syracuse University Board of Trustees

- Governing body of the University; established by Charter (Act of New York State Legislature)
- 120 Trustees: 43 Voting, 75 Life, 2 Honorary
- Voting Trustees serve (up to) three four-year terms
- Full Board meets twice/year, plus a Board Retreat
- Ten Board committees:
 - Academic Affairs, Advancement and External Affairs, Athletics, Audit and Risk, Board Organization/Nominating, Finance, Facilities, Investment and Endowment, Enrollment and the Student Experience, plus the Executive Committee

Role and Responsibilities of the Board

- Charter: Board has the power:

“to make and establish all such rules and ordinances, as to them shall seem expedient or necessary, for carrying into effect the purposes of [Syracuse University, namely,] the diffusion of knowledge, and to promote learning, literature, science and art, . . . and the knowledge of the learned professions.”

- Highest responsibilities:
 - Support the University’s achievement of its mission
 - Ensure fiscally sustainable management

Role and Responsibilities of the Board

- How fulfilled:
 - Maintain understanding of key aspects and indicators of progress, e.g.,
 - Budget-setting/performance, enrollment, academic programs/strategy, faculty excellence, student experience, endowment performance, fund-raising, facilities
 - Advise and support the Chancellor regarding high-level policy and strategic planning

Board's Powers and Obligations

- Approve, support, contribute to the University's mission
- Control financial assets (e.g., investment/management of funds, budget approval, executive compensation, required financial reporting)
- Elect the Chancellor and approve executive appointments
- Monitor the Chancellor's performance

Board's Powers and Obligations (continued)

- Establish schools and colleges
- Confer academic and honorary degrees
- Approve faculty tenure and promotions
- Ensure the maintenance of accreditation

Trustees as Fiduciaries

- Three primary duties under New York law:
 - Duty of care
 - Informed and reasonable decision-making
 - Duty of loyalty
 - Act only in best interests of University
 - Duty of obedience
 - Ensure that the University complies with applicable laws and regulations, its mission, and its internal governance documents and policies

Role of the Chancellor (and Administration)

- Oversee the University's daily operations, executing through the leadership team, and reporting back to the Board
- Appoint officers (subject to Board approval) and deans (subject to Provost and Board approval)
- Steer operating funds
- In the words of the University's Bylaws, the Chancellor:
“shall have the general powers and duties of supervision and management of the property and affairs of the University . . . and shall have direction of and general responsibility for all matters of discipline and general order and welfare of the students.”

Role of the Deans of the Schools and Colleges

- Develop, implement, monitor school/college strategic plans
- Governance and operation of academic programs, with oversight from the Provost, and execution through associate deans and department chairs, e.g.,
 - Setting faculty teaching loads (except when set by department chairs) and overseeing research expectations
 - Ensuring degree program quality; certifying degree completion
- Invest in and support professional development of faculty
- Oversee school/college finances
- Fundraise

Syracuse University

Role and Responsibilities of the Representatives to the Board

Board Representatives' Role

- Representatives to the Board of Trustees (University Bylaws):
 - One academic dean and one tenured faculty member serve two-year terms
 - Two undergraduate and one graduate students serve each year
- Representatives “shall report to the Trustees on behalf of the” academic deans, faculty and student body, respectively.

Board Representatives' Role (continued)

- Representatives attend meetings of the full Board and the Board Executive Committee throughout the academic year
 - The representatives submit written reports to the Board 3-4 times/year and are invited to share highlights at the meetings
 - The student representatives also attend and report at the meetings of the Enrollment and the Student Experience Committee and the dean, faculty and graduate student representatives attend Academic Affairs Committee meetings

Board Representatives' Role (continued)

Representatives to the Board of Trustees:

- Significant opportunity --- representatives speak in their own voices directly to the Board
- The University has a proud tradition of including representatives in Board meetings
 - Student representatives were implemented in the 1970s - well before many other universities invited students to participate on their boards
 - Dean and faculty representatives were added by the Board in 2009-2010

Board Representatives' Role (continued)

- Representatives help steer University policies and priorities
- Terms of service are limited, so the representatives may not have the opportunity to see the Board act to advise and support the administration in implementing suggested change
 - But their role is vital

Board Representatives' Responsibilities

To promote an environment of trust and mutual respect among Trustees, administrators, and representatives, we encourage professionalism in all Board dealings. For example:

- Participating in Board orientation sessions
- Responding in a timely fashion to communications from the Board, individual Trustees, or Office of the Board of Trustees
- Attending, and coming prepared for, all Board meetings to which you are invited
- Taking care to prepare quality materials for the Board
- Keeping Board business and proceedings confidential

Other Student Engagement Opportunities

Student Engagement: Administration

- Students' opportunities to influence University policy and practices:
 - Student leaders (SA, GSO, RHA, SBA, student representatives to the Board) have regularly scheduled meetings with Enrollment and the Student Experience (ESE) leadership
 - SA and GSO leadership meet with the Chancellor each semester
 - GSO meets monthly with the Provost and Dean of the Graduate School
- As these administrators have the primary responsibility for day-to-day operational decision-making, proper governance dictates that students raise suggestions, initiatives and concerns through these channels

Student Engagement: Trustees

- Trustees:
 - Participate in school/college programming (deliver lectures, participate in panel discussions, attend alumni events)
 - Serve on school/college advisory boards and regularly talk/meet with deans, learning about and guiding:
 - school/college strategies and initiatives, programs, academic/career advising, student initiatives and concerns
 - Provide career advice and internships for students
 - Serve on search committees with students

Student Engagement: Trustees (continued)

Special Committee on University Climate, Diversity and Inclusion:

- Created by the Board in December 2019
- Charge: assess and provide recommendations regarding programs, policies and initiatives to foster and strengthen diversity and inclusion
 - Held 20 campus listening and dialogue sessions during first visit in February
 - Themes: campus safety, residential life, communications, curriculum

Student Engagement: Trustees (continued)

Special Committee on University Climate, Diversity and Inclusion:

- Working with Independent Advisory Panel to support the building of a stronger institutional framework
- Panel members are distinguished experts with life-long commitments to diversity and inclusion, and diverse perspectives
- Panelists visited campus in February and March; met, heard from, dialogued with students, faculty and staff

New Trustee-Student Engagement Initiative

- Additional opportunity for Trustees to hear about/discuss students' interests
- Twice each year, Trustee groups will host informal topical listening sessions organized by the Student Experience leadership and the Board Office
 - Alignment of topics with student cohorts
 - Student representatives to the Board will be invited to participate
 - First session planned for November 2020