

AT THE CENTER OF GOVERNANCE: A STUDY OF THE ROLE AND INFLUENCE
OF GOVERNING BOARD PROFESSIONALS IN HIGHER EDUCATION

by

ANNALEE ASHLEY

(Under the Direction of Timothy Reese Cain)

ABSTRACT

Governing board professionals, described in *The Chronicle of Higher Education* as “a pocket of power advising both the board and the administration,” (Jesse, 2023, para. 3) are charged with ensuring governing boards meet their fiduciary obligations and operate effectively. Despite the role’s growing recognition as a “linchpin job” at the center of governance in higher education (Jesse, 2023), little is known about the role of governing board professionals and their influence on governing boards. This basic qualitative study examines perceptions of governing board professionals at independent, nonprofit institutions of higher education using a combined theoretical framework of organizational role theory (Kahn et al., 1964), stewardship theory (L. Donaldson & Davis, 1991), and stakeholder theory (Freeman, 1984).

Over the course of twelve interviews with governing board professionals in senior level positions at four-year independent, nonprofit institutions across the United States, three main themes characterized the nature of governing board professionals’ role and influence. First, board professionals manage the operations and logistics—activities, processes, and protocols at the core of day-to-day functions—of board governance that

collectively enable the board to fulfill its fiduciary duties. Secondly, board professionals play a pivotal role in ensuring that boards are effective in shaping the institution's long-term future. Finally, board professionals navigate the complex landscape of relationships to facilitate effective board governance, nurturing essential connections with various key stakeholders and serving as facilitators of trustees' relationships with one another and with various constituent groups on behalf of the board.

Findings from this study reveal that governing board professionals perceive their role as instrumental to effective governance of higher education institutions. This research provides a new perspective characterizing the institutional loyalty, dedication, and service-oriented ethos of these professionals and contributes to a deeper understanding of influencers shaping the governance landscape. These insights illuminate the significance of governing board professionals within the governance ecosystem, underscoring their pivotal role in steering institutions toward success in a complex and ever-evolving educational landscape.

INDEX WORDS: governing board professional, board secretary, board officer, board liaison, governance, governing board, board of trustees, effectiveness, decision-making, higher education, stakeholder theory, stewardship theory, organizational role theory

AT THE CENTER OF GOVERNANCE: A STUDY OF THE ROLE AND INFLUENCE
OF GOVERNING BOARD PROFESSIONALS IN HIGHER EDUCATION

by

ANNALEE ASHLEY

B.B.A., Georgia Southern University, 2014

M.B.A., Georgia Southern University, 2020

A Dissertation Submitted to the Graduate Faculty of The University of Georgia in Partial
Fulfillment of the Requirements for the Degree

DOCTOR OF EDUCATION

ATHENS, GEORGIA

2023

© 2023

Annalee Ashley

All Rights Reserved

AT THE CENTER OF GOVERNANCE: A STUDY OF THE ROLE AND INFLUENCE
OF GOVERNING BOARD PROFESSIONALS IN HIGHER EDUCATION

by

ANNALEE ASHLEY

Major Professor: Timothy Reese Cain
Committee: Libby V. Morris
Robert K. Toutkoushian

Electronic Version Approved:

Ron Walcott
Vice Provost for Graduate Education and Dean of the Graduate School
The University of Georgia
December 2023

DEDICATION

To my nephews, Lee, Ethan, Ian, and Owen.

With the hope that this endeavor will inspire you to reach for the stars, I dedicate this dissertation to the future, to your dreams, and to the remarkable individuals I know you will become.

ACKNOWLEDGEMENTS

The faculty of the McBee Institute of Higher Education have been wonderful educators, guides, and partners along this transformative journey. Their collective brilliance and contributions to our field are significant, and I am grateful to have had the opportunity to learn from each of them. Dr. Tim Cain's support, encouragement, insightful ideas, and calming spirit were the exact blend I needed each step of the way. I could not have wished for a more exceptional mentor through this process. Dr. Leslie Gordon brought us on this journey, and Dr. Libby Morris and Dr. Chuck Knapp saw to it that we accomplished our goal—I am immensely grateful to them. To the family and forever friends I have found in Cohort 007, I could not have done this without you. We are a special group, as we are often reminded by those who encounter us!

I am thankful for my colleagues at Georgia Southern who supported me as I chased this dream and who carried the ball down the field when I needed help juggling it all. My boss, Dr. Kyle Marrero, told me I could do this before it was even a thought in my mind and supported me in making it happen. Leigh Price and Kendria Lee cheered me on, lifted me up, and gave me grace. They are the real MVPs.

I am endlessly grateful for the unwavering support of my family and friends. Since day one, my parents told me I could achieve anything I set my mind to. Aaron, my steadfast partner and meticulous editor, took care of everything else so that I could achieve this goal. Tux and Hank, my four-legged babies, never let me write alone. To my dear friends and mentors who encouraged me along the way, it means the world. To my

loved ones whose milestones and celebrations I have missed—I look forward to making up for lost time.

Finally, I want to express my gratitude to the participants who generously shared their time and perspectives with me. I hold profound respect for the important work they do and the manner in which they do it. I am deeply thankful for the privilege of gaining insight into their world.

TABLE OF CONTENTS

	Page
ACKNOWLEDGEMENTS	v
LIST OF TABLES	ix
LIST OF FIGURES	x
CHAPTER	
1 INTRODUCTION	1
Problem Statement	5
Research Purpose	6
Methods.....	6
Theoretical Framework.....	7
Overview of Findings	8
Significance.....	9
2 LITERATURE REVIEW	11
Higher Education Governance	11
Roles and Responsibilities of Governing Boards	17
Governing Board Effectiveness	25
The Role of the Governing Board Professional.....	37
Theoretical Framework.....	49
Conclusion	59
3 METHODS	61

Study Design and Sample Selection	61
Methods for Data Collection.....	62
Participants.....	64
Data Management and Analysis	70
Credibility and Trustworthiness.....	71
Researcher Positionality.....	72
Conclusion	73
4 FINDINGS.....	75
Operations and Logistics.....	77
Leveraging Knowledge and Position for Strategic Management	84
Building and Navigating Relationships	98
Conclusion	116
5 DISCUSSION AND CONCLUSION	118
Discussion of Findings.....	120
Implications.....	128
Conclusion	134
REFERENCES	136
APPENDICES	
A PARTICIPANT CHARACTERISTICS.....	156

LIST OF TABLES

	Page
Table 1: Summary of Elements of High-Performing Boards	26
Table 2: Board Work: Past, Present, and Future.....	29
Table 3: Role Context, Relationships, and Influence	42

LIST OF FIGURES

	Page
Figure 1: The Role of a Corporate Secretary	46

CHAPTER 1

INTRODUCTION

Governing boards in U.S. higher education are the ultimate authority over colleges and universities and are the legal entities responsible for an institution's actions (Association of Governing Boards of Universities and Colleges [AGB], 2010). Governing board trustees serve as “guardians” of higher education (Kerr & Gade, 1989), protecting tenets of academic freedom and institutional autonomy while also ensuring that higher education institutions are responsive to the needs of the public (McGuinness, 1993). Over time, the environment in which boards of trustees operate has become more contentious, their responsibilities have grown in complexity, and their actions have become more consequential (Kerr & Gade, 1989).

While widespread educational attainment has contributed to the United States' status as the leading global economic power, it has not shielded higher education leaders and governing boards from criticism regarding their management of the country's higher education system (R. A. Scott, 2018). Governing boards have found themselves under public scrutiny for various reasons, including undue political influence, decisions related to presidential appointments and dismissals, determinations regarding tuition and compensation, lapses in oversight, operational inefficiencies, among others. These criticisms hold significant weight, particularly in light of the declining confidence and trust that the public has shown towards higher education as a whole (McGill Peterson, 2020). Institutions of higher education are grappling with external pressures to reduce

costs, expand opportunities for students, and provide myriad services to surrounding communities, while facing threats of new market competitors and nationally declining college going populations (Schroeder, 2021). Governing boards of higher education sit in the middle of this tension as the responsible party of higher education and its future place in society, as well as the resulting impact on the nation's place relative to the rest of the world.

Given their significance, boards of trustees have been the subject of a number of scholarly studies, books, and news articles. In the last fifty years, many studies within the higher education context have been descriptive in nature, focusing on the roles and responsibilities of boards (e.g., Bowen, 1994; Chait et al., 1991; Ingram, 1980; Zwingle, 1980). Scholars have also studied board effectiveness (e.g., Carver, 1997; Chait et al., 1991; Kezar, 2006; Schofield, 2009), board decision-making (e.g., Paltridge et al., 1973a, 1973b; Putnam, 1996), and board challenges and failures (e.g., Bastedo, 2005, 2009a, 2009b; Eckel, 2019; Tierney & Rall, 2018). More recently, well known scholars in the field have studied governing boards in new ways, focusing on cultural and human dynamics (e.g., Commodore, 2018; Rall, 2014; Tierney & Rall, 2018) as well as ethics and equity-based decision-making (e.g., Commodore et al., 2022; Rall et al., 2021; Tierney & Rall, 2018).

With authority and responsibility to drive the strategic direction of institutions, governing boards play a critical role in shaping the way that higher education responds to today's challenges and how it will look in the future. To make well-informed decisions, governing boards must be equipped with the knowledge, information, and an awareness of the contextual intricacies that shape their institution's landscape. Effective board

governance also requires adherence to laws and policies that ensures boards uphold their fiduciary obligations. To support governance activities, governing boards employ professional staff members—most often referred to as board professionals, secretaries, administrators, or clerks—to serve as liaisons and intermediaries in the board governance process. For purposes of this study, this role will be referred to most often as the governing board “professional.” These professionals set the agenda for the board, curate information shared with the board, ensure compliance with laws and policies, and liaise on behalf of the board with various stakeholders, among other duties (Llewellyn, 2009). Over time, more responsibility has been placed on the role of the governing board professional, and there has been a shift toward hiring senior level executives into the position (AGB, 2020).

On a number of occasions, scholars have noted the important and undervalued role of board professional in the governance process (Bastedo, 2005, 2009b; Dawkins, 2018; Kezar, 2006; Paltridge et al., 1973a; Rall, 2014; Tandberg et al., 2017). In the first major study on board decision patterns, Paltridge et al. (1973a) analyzed over 7000 decisions made by twenty governing boards at public institutions in the United States to understand what matters to boards and how they spend their time. The researchers discovered that nearly half of all matters discussed in board meetings were presented by university administrators. Although the study revealed that many decisions were delegated to administrative staff, the researchers did not address the role that the board support staff played in determining which matters would be brought forth. Bastedo (2005) commented on the role of the governing board professional staff in his study of the 1995–2000 overhaul of the Massachusetts higher education system under leadership

of the board chair. Bastedo observed that staff played a critical role in ensuring institutional applicability and viability in implementation of sweeping policy solutions that were dictated by the board chair. He further noted that the board chair strategically prioritized relationships with staff and relied heavily on the staff's expertise to help him direct and communicate his policy agenda.

Rall (2014) conducted a study of board preparation at public multicampus systems. Through a case study of three public multicampus boards, she found that the board secretary was reported to be a critical individual who “[played] an integral role connecting trustees to the people and resources necessary to fulfill their roles” (Rall, 2014, p. 130). Although she established the role as a key actor in the governance process, the study did not explore details of how the board secretary achieved success as reported by trustees in the study. As a result, Rall called for future research to better understand how the board professional prepares trustees for governance and how the role influences decision-making.

More scholarly attention has been paid to the role of the governing board professional outside of the United States, but the research remains sparse even so. Within the higher education context, European scholars have affirmed the role's significant influence on board leadership and strategic direction of the governance agenda (e.g., Forrest et al., 2018; Llewellyn, 2009); shed light on the governing board professional's critical role in serving as an influencer and communicator (e.g., Forrest et al., 2018; Llewellyn, 2007, 2009); called attention to the complex relationship between the chief executive, board chair, and board professional (e.g., Forrest et al., 2018; Llewellyn, 2007, 2009); and brought forth issues of authority, feelings of being undervalued, and resource

constraints that undermine the governing board officer's ability to carry out their duties toward promoting effective governance (e.g., Brumwell, 2015; Forrest et al., 2018; Schofield, 2009). Existing literature provides a basis of knowledge to conceive how board professionals might be deployed and exert influence on the governance process within the context of U.S. higher education.

Problem Statement

Building on the few examples in the literature that have alluded to the underestimated and influential role of governing board professionals, this study seeks to focus on the role of the governing board professional itself in order to understand how this role is utilized, how it influences the governance process, and what challenges are encountered in executing the position. Within the body of literature focused on U.S. higher education, references to governing board professionals have been made in the context of public institutions and multi-campus state systems, but the role has remained largely unacknowledged in empirical research focused on governing boards leading the private, nonprofit sector. Serving more than a third of college-going students throughout the United States (Hanson, 2022), private institutions are critical to the nation's postsecondary education system. Governing boards of private institutions have great autonomy in making decisions that impact students, communities, and postsecondary education writ large. The independent and highly influential nature of governing boards at private institutions lends credence to the importance of understanding how this role is utilized and how it influences the governance process in the context of private higher education.

Our knowledge about the role of the governing board professional in U.S. higher education is limited beyond demographics and job duties (AGB, 2020). The high-stakes, high-consequence nature of governing boards' authority over institutions necessitates exploration of individuals who guide, support, and steer boards in making decisions of great impact to higher education organizations, to students, and to society. Understanding how the governing board professional is utilized and leveraged within the governance process will contribute to the scholarly literature by providing new perspectives toward how governing boards carry out their fiduciary responsibilities, how decisions are made, and whose thoughts and opinions are considered. Thus, a study that focuses on the role of governing board professionals within the context of higher education is timely and relevant.

Research Purpose

Given the gaps in existing scholarly research, the purpose of this basic qualitative study (Merriam & Tisdell, 2016) was to understand governing board professionals' perceptions of their roles, how this role influences governing boards, and what challenges are faced by these individuals, particularly at private, nonprofit institutions in the United States. The primary research questions that guided this study were:

RQ1: How do governing board professionals perceive their roles and influence on governing boards at private, nonprofit institutions of higher education?

RQ2: What challenges do governing board professionals encounter in their roles?

Methods

This study utilized a basic qualitative approach (Merriam & Tisdell, 2016) to gather data through one-on-one, semistructured interviews with 12 governing board

professionals at independent, nonprofit higher education institutions across the United States. Participants were selected based on predetermined criteria related to institutional attributes, role specifications, length of time in position, and the organizational framework of the position. Interviews were conducted virtually and, with permission, 11 of the 12 interviews were recorded and transcribed. During the interviews, participants were asked questions pertaining to their responsibilities, areas of expertise and influence, relationship dynamics, and challenges in executing the role. While interview questions were prepared in advance, the semistructured nature of the interviews allowed for participants to offer insights about their experiences, elaborate on topics that were most meaningful to them, and provide context that enables a deeper understanding of their viewpoints. This format also provided flexibility to pursue unique insights and new topics that emerged from the discussions.

Each participant provided detailed descriptions and rich examples of their experiences in their roles, offering unique perspectives that enriched the overall data collection. Collectively, participants provided key insights into how governing board professionals perceive their roles and their influence on the governance process. Additionally, insights emerged relating to challenges faced by board professionals in executing various aspects of their responsibilities.

Theoretical Framework

This research study used an integrated theoretical framework comprising organizational role theory, stewardship theory, and stakeholder theory to provide a comprehensive lens through which to view the behavior of governing board professionals within the higher education governance context. Organizational role theory (Kahn et al.,

1964) explores both the organizational and interpersonal aspects of a role's orientation within an organization, as well as the role's consequential impact on both the organization's members and the organization itself. Stewardship theory (L. Donaldson & Davis, 1991) asserts that organizational actors, known as stewards, possess common motivations and propensities for operating in the best interests of the organization. Stakeholder theory (Freeman, 1984) lends a theoretical perspective to the importance of considering the interests of the various groups who are impacted, or impact, and organization's decisions.

Elements of role theory, stewardship theory, and stakeholder theory acknowledge various aspects of the governing board professional's role and illuminate how governing board professionals act to meet governance objectives. The intersection of these three theories and their applicability to this study are further discussed in chapter two.

Overview of Findings

The findings from this study revealed three broad themes that encapsulate the role and influence of governing board professionals. First, they orchestrate the operational and logistical aspects of governance, ensuring the board fulfills its fiduciary responsibilities to the institution. Second, they occupy a central position in shaping and driving the strategic direction of the board, utilizing their knowledge and expertise to guide its overarching agenda. Third, they prioritize relationships, both in terms of their own connections with key stakeholders and by serving as intermediaries, brokering relationships with various stakeholders on behalf of the governing board and facilitate interpersonal relationships among trustees.

Governing board professionals exhibited shared characteristics and values that underpinned their perspectives on their roles. They expressed a profound commitment to prioritizing the institution's interests above all else. Further, they placed high importance on core values such as trustworthiness, accuracy, dependability, and a continuous pursuit of knowledge. Participants in the study also acknowledged their roles as the behind-the-scenes operators, driving critical aspects of governance without the need for public recognition.

Findings also brought to light two central challenges that governing board professionals encounter in the execution of their roles. Participants conveyed the delicate nature of navigating the dual relationship with the president and the board chair and the balance of maintaining discretion with certain information while upholding trust and transparency with both relationships. Respondents also expressed challenges in being fully resourced to manage the scale and scope of their responsibilities to the board.

Significance

The findings of this study reinforce the existing body of literature on governing board professionals, encompassing both corporate and higher education settings, while also advancing our comprehension of their roles and the extent of their influence on governance. This research enriches our understanding of governing board professionals by unveiling their stewardship-oriented approach, illuminating the shared values that guide their professional endeavors, and highlighting their contributions to enhancing board effectiveness.

University administrators stand to obtain valuable insights from this research by gaining a deeper understanding of the contributions of governing board professionals to

institutional governance. Specifically, this research highlights the extensive knowledge, experience, and network of relationships that these professionals possess, all of which are essential components enabling board professionals to guide institutions toward strategic objectives. Additionally, this research provides insights into the role as a viable and rewarding career pathway for higher education professionals.

CHAPTER 2

LITERATURE REVIEW

The literature review is focused on four broad categories of research. The first provides an overview of higher education governance and the roles and responsibilities of governing boards. The second lends understanding to governing board effectiveness, how it is defined and measured, and challenges to effectiveness as described in the literature. Third, the existing scholarly literature on the role of the governing board professional in higher education and in the corporate sector is synthesized. Finally, organizational role theory (Kahn et al., 1964), stewardship theory (L. Donaldson & Davis, 1991), and stakeholder theory (Freeman, 1984) are presented as theoretical frames that will inform this study.

Higher Education Governance

Higher education organizations have increased in complexity in response to significant economic, political, cultural, and social changes in the external environment over time. The pressure on institutional governing bodies to lead through these challenges is immense, and the nature of decision-making in academic organizations has been scrutinized in the face of growing external demands. A governing body's ability to make sage decisions in a timely manner can make the difference between a successful institution and one that lags behind, but structural forces exist within academia in the United States that governing boards must navigate when leading higher education organizations.

Governing boards in higher education are legally granted fiduciary duties over the 3,931 degree-granting two- and four-year colleges and universities in the United States (National Center for Education Statistics [NCES], 2022). Traditionally made up of lay members, governing boards are drawn from Scottish lay boards during the Protestant Reformation through the adoption of Calvinist principles of checks and balances and citizen involvement in public interests (Kerr & Gade, 1989; Kezar, 2006). The lay board governance model refers to the governance of higher education institutions by individuals external to the organization that are nonfaculty in nature (Areen, 2010). This model was first adopted at Harvard upon its founding as there were not enough scholars in the colony to fill out a faculty-controlled board. Thus, public officials and ministers assumed governing roles at the institution. Other colleges followed suit, and this remains the model used today throughout the United States (Areen, 2010; Duryea, 1971).

While lay governing boards have historically held a position within the U.S. postsecondary framework, the dynamics of their influence over organizational decision-making and control have evolved into a system of “shared” governance that is divided amongst the governing board, university administration, and faculty (American Association of University Professors [AAUP], 1966). In recent years, postsecondary institutions have faced fiscal and societal challenges unlike years past, resulting in a transition way from divided power and authority structures toward more pronounced involvement of governing boards (Tierney, 2004).

A tension exists between the hierarchical nature of institutions today and the participatory tradition of shared governance (Duryea, 1971). Critics argue that shared governance is too slow to be responsive to market needs and gives authority to faculty

without responsibility, leaving boards liable to decisions outside of their control (Engel & Achola, 1983; Kaplan, 2004). Conversely, proponents advocate for shared governance's role as the checks and balances of an education system that is not centrally controlled at a national level (Kaplan, 2004). As demand has increased for institutions to respond quickly to changing external environmental factors, shared governance has been under scrutiny. However, historical evidence provides a reminder that shared governance is an essential part of academia, and misunderstanding the shared governance process embedded within an institution's culture can result in failure to accomplish goals, crises, and public relations nightmares for governing boards and institutional leaders (Eckel & Trower, 2018; Pierce, 2014).

Scholars have long endeavored to conceptualize and lend theoretical understanding to the complexities that exist within higher education organizations and their governance structures. Structures foundational to higher education, namely lay person representation and shared governance processes, undergird the way in which higher education institutions are organized and governed. The differentiation between governance at public and private institutions in the U.S. provides further contextual understanding to this research study.

Public Boards of Trustees

Public sector boards of trustees provide leadership and oversight of the education of more than 13 million students (Statista, 2021) across 1,892 public institutions of higher education in the United States (NCES, 2022), and most public institutions in the U.S. are governed by a board that serves multiple campuses in a state system governance structure (Floyd, 1995). Public sector governing boards have a specified number of trustees who

are, in most cases, chosen by political appointment or through election (Floyd, 1995; Kerr & Gade, 1989). Board structures also vary by state. Kerr and Gade (1989) describe three types of state governing boards:

- *Consolidated governance system.* One board oversees all two- and four-year public institutions (“fully consolidated”), or one board oversees four-year campuses (“partially consolidated”), with a separate entity overseeing two-year institutions.
- *Segmental systems.* Separate boards govern different types of institutions, like research universities, comprehensive institutions, and community colleges.
- *Campus-level boards.* Autonomous boards that govern individual institutions with “delegated authority” to make decisions within a system structure (pp. 116–117).

Public institutions receive a portion of their operating budget through state appropriations and are considered “‘owned’ by the citizens of the state in which they are located” (Beamer, 2011, p. 7). With a financial and economic stake in higher education, a number of state governments have leaned toward a consolidated governance structure to enhance the state’s oversight of public higher education, and public boards of trustees have the responsibility of managing the relationship with the governor and the state legislature on behalf of the state’s public higher education system (Tandberg & Ness, 2011). This topic is further discussed in subsequent pages.

A legal consideration that influences the execution of duties by public boards of trustees is the establishment of “sunshine laws,” which are regulations that mandate public agencies to provide access to meetings and records for the general public (Legal Information Institute, n.d.). Sunshine laws are designed to uphold transparency and

accountability in decisions made by public entities. However, they can present challenges concerning privacy rights and the board's capacity to make essential decisions while operating with optimal efficiency (Hearn et al., 2003). As a result, public board decisions are oftentimes ceremonial in nature (Kezar, 2006). Selecting presidents, one of the most important and consequential decisions a board makes, has been the focus of much controversy and litigation over the public's right to know versus the board's ability to attract strong candidates into a search process (McLendon & Hearn, 2006). Such legal conflicts have prompted some states to revise their laws, but great variability in the implementation of sunshine laws exists across states; and in some states, variation in application of these laws also exists across institutional sectors.

Private Boards of Trustees

Private sector governing boards serve approximately 5.1 million students (Hanson, 2022) across 1,754 private nonprofit institutions of higher education in the United States (NCES, 2022). Private boards of trustees possess a few distinct differences from public boards in their design and methods of governance. In contrast to public boards of trustees where members are often politically appointed or elected, private boards have the “self-perpetuating” responsibility of appointing new members (Barringer & Slaughter, 2016; Engel & Achola, 1983), offering private institutions more flexibility in determining members based on what expertise is needed at the table (Freedman, 2004). Private boards are typically larger than public boards, and much responsibility is placed on the executive committee to make decisions on a regular basis (Rhodes, 2004). Governing boards of private institutions have a greater degree of autonomy in strategic and budgetary decision-making than public boards given that they do not rely on state

funding to operate. Generally, governance proceedings are held behind closed doors and decision-making processes are more likely to be apolitical in nature as compared to public higher education boards (Rhodes, 2004).

Trustees serving on private boards are typically accomplished individuals hailing from various segments of the corporate sector, possessing robust professional networks (Pusser et al., 2006; Rhodes, 2004). While this caliber of board expertise and affiliation has been demonstrated to enrich collaborative and research prospects for institutions (Pusser et al., 2006), trustees with corporate backgrounds might encounter challenges in comprehending the intricate mission and diverse objectives of nonprofit higher education, which extend beyond a sole focus of revenue generation (Freedman, 2004). The factors that contribute to governance decision-making are multifaceted, introducing complexities that can potentially lead to the advancement of personal agendas and limited viewpoints within the decision-making process (Hermalin, 2004).

In the absence of state subsidies for the cost of higher education, private institutions, especially smaller institutions serving a segmented niche in higher education, are challenged to survive in an environment of strong market competition and a declining pipeline of students (Schroeder, 2021). Rising costs of doing business have pushed private institutions to increase tuition to continue to operate while maintaining their unique value proposition (Ehrenberg, 2002), a tough puzzle for trustees to navigate, who are charged with maintaining the financial health and viability of the institution they serve.

Much of the existing scholarly literature on governing board decision-making has been directed toward public higher education institutions and systems (e.g., Bastedo,

2005; Kezar, 2006; Paltridge et al., 1973a; Rall, 2014; Rubin, 2021; Tandberg & Ness, 2011). Governing boards at public institutions face challenges of political accountability and public scrutiny that impacts how boards govern and make decisions—factors that private institutions do not equally face (Kezar, 2006). Alternatively, governing boards of private institutions possess greater autonomy in the decision-making process but make decisions that impact more than a third of the college-going population in the United States (Hanson, 2022). As such, decision factors and influencers in the governance process at private institutions remain comparatively understudied.

Roles and Responsibilities of Governing Boards

A governing board’s fiduciary responsibility over higher education institutions calls for it to serve at “the intersection of internal and public interests” (AGB, 2014, p. 1). Boards are legally accountable for maintaining a duty of loyalty, a duty of care, and a duty of obedience when acting on behalf of the institution (AGB, 2012; Eckel & Kezar, 2016) to ensure public trust in their ability to govern institutions of higher education without external encroachment and governmental overreach (Bowen, 1994; Floyd, 1995). Duty of loyalty requires board members to forego personal interest and place institutional interests above all else. Duty of care necessitates that board members act in the best interests of the institution when carrying out their board responsibilities. Duty of obedience requires board members to adhere to its stated purpose in furthering institutional priorities within the confines of the law (Eckel & Kezar, 2016).

The AGB (2010)—a membership organization that focuses on providing guidance, support, and resources to university and college governing boards throughout the United States—summarized five broad areas of board responsibility:

- determining the mission and strategic direction of the institution;
- managing strategic budgetary decisions and ensuring the fiscal integrity of the organization;
- appointing and assessing presidential leadership and delegating decision-making authority;
- communicating with internal constituents and serving as a liaison to external groups that the institution is accountable to; and
- shepherding a culture of transparency and accountability. (pp. 5–8)

Similarity, Chait et al. (2005) defined board responsibilities as: setting the organization's mission and strategy, and modifying both as needed; monitoring organizational performance and ensuring accountability of its leaders; selecting, evaluating, supporting, and replacing the chief executive; developing and conserving the organization's resources; and serving as a bridge between the organization and the external environment.

In recent years, the academic discourse has undergone a transformation, moving from armchair experts who provide best practices based on personal anecdotes and experiences (e.g., Bowen, 1994; Ingram, 1980; Zwingle, 1980) toward empirical investigations into a range of issues and subjects concerning boards. Much of this research has concentrated on the structural dimensions of authority, roles, decision-making processes, and procedural frameworks (e.g., Eckel & Kezar, 2016). Baldrige's (1971) ethnographic case study at New York University was the first major study to focus on how people impact the governance process. Through a political frame, he discovered that the institution's structural complexity provided for the prevalence of informal

processes of decision-making. Notably, he provided evidence that human relationship factors—including power, influence, negotiation, bargaining, interest groups, and conflict—were key drivers of decision-making within the governance process.

Baldrige’s work, and the subsequent work of others who examined political, economic, cultural, and social factors on governance decision-making (e.g., Commodore, 2018; Eckel, 2003; Gumport & Pusser, 1999; Rall, 2014; Tierney & Rall, 2018), laid a foundation that warrants further investigation into informal forms of governance within academia.

Although there is agreement on the basic principles of board responsibilities as described above, there is dispute amongst scholars concerning nuances of how boards should operate and how they should govern. Specifically, there is debate regarding two board roles of consequence: how boards should navigate the external environment and how involved they should be in academic affairs.

The Board’s Role as Liaison with the External Environment

A critical function of the governing board is to “support the university in its relationships with other social institutions and with its external constituencies” (Wise, 1974, p. 2). As their financial and economic interests have intertwined with higher education, external stakeholders have escalated their engagement with, and scrutiny of, higher education institutions. This scrutiny highlights perceptions of inefficiency in resource allocation, delays in addressing economic demands, faculty disconnection from practical problem-solving, and unnecessary bloat in administrative structures (Knott & Payne, 2004; McGuinness, 2016). As “guardians” of higher education (Kerr & Gade, 1989), governing boards are charged with providing stability and confidence to internal

constituents that they are advocating for higher education's values to the public while also instilling external trust by ensuring that higher education institutions are responsive to serving the needs of the public (Kerr & Gade, 1989; McGuinness, 1993).

The relationships that trustees have with government entities and political figures has been evidenced to bridge this gap, particularly in the public sector. Hendrickson et al. (2013) argued that strong aptitude in collaborating with the external environment is a key principle of institutional success. In alignment with this assertion, Kezar's (2006) study on elements of high performing boards (further detailed in subsequent pages) rendered evidence that trustee relationships with the governor is a key factor toward enhanced board performance and strength. Tandberg and Ness (2011) conducted a longitudinal analysis of potential influencers of state expenditures from 1988–2004 using national data provided by the National Association of State Budget Officers. Of a number of findings, the authors learned that coordinated lobbying efforts amongst public higher education entities within a state is evidenced to positively impact policy and resource decisions at the state level. Rubin (2021) studied policy agendas of statewide elected and appointed boards in Nevada and Georgia and found that appointed board members made policy decisions according to the governor's priorities to advance the state's higher education agenda.

Others disagree on whether boards should serve in this mediating role and share concern regarding how much trustees are influenced by outside groups (Paltridge et al., 1973a). Toma (1990) observed the shift to more centralized state governing structures in public higher education to be the result of political pressure on education over time. To that end, Duderstadt (2002), who gained experience working with governing boards

during his presidential tenure at the University of Michigan, warned against close affiliation between trustees and politics, an alignment that would cause institutions to struggle to meet the complex challenges of the future. AGB (2012) issued a statement regarding the board's relationship with external entities, calling for boards to "preserve institutional independence" and resist undue external pressure (p. 4). To underscore this growing concern, Kezar (2006) observed that partisan differences amongst trustees was an obstacle to board decision-making at public institutions, a phenomenon that she asserted has not come up in corporate, nonprofit, or private higher education board research.

Barringer and Slaughter's (2016) work examined connections between higher education institutions and corporations. Through a formula that assessed 54 public and private institutions' trustees' connections to corporations using Standard and Poor's *Register of Corporations, Directors, and Executives* in 2010 as well as social media analysis, the researchers found that boards and private institutions are notably more interconnected with corporations than public institutions, underscoring the findings of earlier research conducted by Pusser et al. (2006). Further, Barringer and Slaughter (2016) found that faculty and administration embraced relationships with the corporate world in a strategic shift toward a partnership approach with the for-profit sector that advances both education and industry, identifying a departure from the early ideology that trustees should serve as barriers between institutions and the corporate sector to avoid external pressures and undue influence (AGB, 2012; Paltridge et al., 1973a).

Barringer et al. (2022) expanded this work to discover how trustees engage with and influence institutions. Through document and social media analysis of two private

and two public institutions with various levels of corporate connectivity, they found that trustees are increasingly serving as connectors to outside organizations and opportunities in specific areas of interest to them, actions that institutions and even faculty deem as mutually beneficial insofar as they provide new research and revenue opportunities with the appeal of elevating institutional status. The researchers cautioned, however, that “expanded trusteeship” (Barringer et al., 2022, p. 18) can be a slippery slope that bleeds over into tenets of academic freedom.

In summary, the nature of the relationship between higher education decision makers and the external environment has changed over time. Early scholars described the role of higher education governing boards as serving as a barrier between the two, while more recent work reveals that the relationship is seen as beneficial, even necessary, to the future success of higher education in an open market environment. The contested nature of the governing board’s relationship with external entities provides an example of the challenges and complexities that lay boards face and lends support to the necessity of understanding how key actors advise governing board members in carrying out their duties.

The Board’s Role in Academic Matters

Governing boards have an important role in academic policy making as the accountable party to internal and external stakeholders for the institution’s delivery of higher education, but a review of the literature reveals varying perspectives on how involved trustees should be in matters directly related to educational curriculum and instruction. The American Association of University Professors (AAUP), the professional organization for faculty whose mission is “to advance academic freedom and shared

governance” (*Mission*, 2022, para. 1), declared that faculty should have authority over faculty appointment/promotion and educational policies (instruction methods, research, admission standards, granting of degrees), as well as involvement in institutional budgeting. In accordance with this perspective, a number of prominent scholars have stated clear positions that trustees are not equipped with the expertise or time to make decisions relative to academic matters and should leave those issues to the faculty (Veblen, 1918; Zwingle, 1980). Those who support trustee involvement in academic matters advocate that trustees bring important outside perspectives, have high levels of expertise, and have a global view of institutional priorities (Burns, 1966; Rough, 1969). Trustees also have legal responsibilities for all facets of the organization, including the delivery of quality education to students (Engel & Achola, 1983).

In 1966, the AGB, the AAUP, and the American Council on Education (ACE) adopted a joint statement (AAUP, 1966) clarifying the roles of faculty, governing boards, and administrators within academic institutions. According to this statement, it was affirmed that the governing board is responsible for strategic oversight and safeguarding the institution, presidents provide leadership and manage day-to-day operations, and faculty members are entrusted with upholding academic standards and steering the educational mission of the institution. The statement also emphasized the importance of fostering effective communication and collaboration among these entities to ensure the institution's success and the realization of its objectives.

Higher education institutions have been described as “organized anarchies” (Cohen et al., 1972), where organizations have multiple aims and their various stakeholders have different opinions of the organization’s purpose and how their role fits

into it (Hendrickson et al., 2013). Existing literature points to lack of understanding in each other's roles and communication barriers as issues that negatively impact the ability for faculty, administrators, and trustees to work seamlessly together toward efficient and effective governance. Faculty and board members rarely interact with one another directly, and when they do, interactions are typically scripted and formal (Tiede, 2013). With a move toward corporatization of higher education and the adoption of top-down management structures, direct interaction between faculty and board members is infrequent and is sometimes explicitly discouraged (Tiede, 2013). In 2009, the AGB released a report advocating for heightened faculty representation within board committees and working groups to promote collegiality and mutual respect (AGB, 2009). The AAUP echoed this concern while emphasizing that faculty representation on committees should not be viewed as the sole remedy. The AAUP recommended that liaisons from each group should meet together regularly to share information on various topics of interest and that faculty board liaisons should participate in onboarding for new trustees to gain better understanding of the role (Tiede, 2013).

Legal disputes and public interest in board activities have prompted trustees to consider their liability regarding areas of deferred authority and move toward a top-down corporate approach to governance (Engel & Achola, 1983). In the absence of direct communication channels, there has been a rise in conflict between faculty and institutional leadership. Faculty senates have expressed their dissatisfaction through no confidence votes; maneuvers that frequently result in turnover within the leadership ranks (Frantz & Lawson, 2017). Notwithstanding the risks and fallout that can occur from weak relationships between the two factions, the empirical literature on how these groups

interact to facilitate the governance process is sparse (Kezar & Eckel, 2004). Among rare exceptions, Rhoades (1995) advocated for a shared commitment to “connection, common cause, and a broad sense of community” (p. 26), and Greer (1997) urged leaders to prioritize relationship-centered governance. Despite these calls to improve relationships amongst the groups, Del Favero and Bray (2005) observed that the tension has remained.

The academic enterprise is vastly dissimilar from most corporate structures and requires that trustees become educated on the mission of higher education and the nuances, and cultural implications, of how it is structured and why. Even so, there is no consensus amongst scholars and practitioners as to the appropriateness of engagement. Further, institutions deploy shared governance differently. Governing board involvement with academic matters is an area where governing boards utilize experts and professionals who are well versed in this space to guide them toward effectiveness and away from missteps.

Governing Board Effectiveness

There have been a number of studies regarding the effectiveness of governing boards in higher education (e.g., Barringer & Riffe, 2018; Barringer & Slaughter, 2016; Barringer et al., 2019; Chait et al., 1991, 1996; Dawkins, 2018; Eckel & Trower, 2018; Kezar, 2006; Schofield, 2009). Two perspectives stand out in conceptualizing board work and assessment of impact. The first is Kezar’s (2006) elements of effective governance. The second is Eckel and Trower’s (2018) framework for understanding board governance in terms of time—past, present and future.

In a national study on public higher education boards of trustees, Kezar (2006) interviewed 132 board members, presidents, governors, staff, faculty, and students who

had experience with boards to understand elements of effective boards and provide a process-based approach to enhance identified areas of focus. Six key themes emerged: “leadership/board agenda, culture, education, external relations, relationships, and structure” (Kezar, 2006, p. 982). Kezar provided a description of these elements as shown in Table 1 below (Kezar, 2006, p. 984) and described them as interrelated, each one contributing to the whole that creates effective holistic governance.

Table 1

Summary of Elements of High-Performing Boards

Leadership	Culture	Education	External relations	Relationships	Structure
Common vision and purpose	Nurture desired qualities	Board orientation	Coordinate with legislature and governor’s strategic plans	CEO and board chair	Clarifying the role of the board
Multiyear agenda	Build a professional, nonpartisan culture	Ongoing education	Joint goal setting	Communication from CEO to each board member	Developing ad hoc committees
Tough questions		Educational opportunities outside board meetings	Sophisticated communication vehicles across layers of governance	Board members engage university constituents	Board chair rotation
Board chair and CEO leadership		Strong data support from board staff	Access to the governor or important state officials	Board meetings include a social aspect	Ongoing evaluation
		Education evolving out of the evaluation processes	Stay on the agenda even as governor’s turn over		Leading as a collective

Note. From “Rethinking public higher education governing boards performance: Results of a national study of governing boards in the United States,” by A. Kezar, 2006, *The Journal of Higher Education*, 77(6), pp. 968–1008 (<https://doi.org/10.1080/00221546.2006.11778953>). Copyright 2006 by The Ohio State University.

Kezar observed that leadership was at the center of board effectiveness, affirming Carver’s (1997) earlier model of board effectiveness that recommended a shift from a tactical to a leadership focused approach to achieve enhanced board effectiveness. Kezar noted that a clear vision, followed by strategic agenda setting in alignment with that vision, requires strong leadership from the board chair and cohesion amongst board members. She also called attention to the critical relationship between presidents and board chairs and the importance of ongoing education for board members in ensuring decision-making that is informed and aligned with the institution’s strategic goals. She compared her findings to existing literature on private boards and found two distinct differences: the political nature of public boards that influences board activities and board leadership as executed through formal means of agenda setting. Other elements of Kezar’s model are aligned with research conducted on private boards. In accordance with Chait et al.’s (1991, 1996) empirically tested approach to board effectiveness at private institutions, both models focus on the cultural environment, relationships with key constituencies, and a clear vision that is implemented through processes.

Drawing upon their expertise as practitioners, consultants, and researchers, Eckel and Trower (2018) developed a new way of thinking about board work that is built upon

Chait et al.'s (2005) framework for "governance as leadership" (p. 1), where board work is categorized into three areas: "fiduciary, strategic, and generative" (p. 7). Eckel and Trower (2018) asserted that understanding the intersection of "structure, content, and culture" is critical for proper decision-making that leads to effective board governance (p. 23). The structural aspects of board work encompass elements such as board size, committees, meeting frequency, and succession plans. Content refers to how boards allocate their time. Culture refers to the unwritten rules and norms of how a board behaves and interacts. Eckel and Trower observed the interplay of these three components in understanding a board's degree of effectiveness. To simplify board understanding of these elements, they offered a concept of time—past, present, and future—when thinking about and assessing board responsibilities that is represented in Table 2 copied below (Eckel & Trower, 2018, pp. 19–20).

Table 2

Board Work: Past, Present, and Future

	<i>The Past</i>	<i>The Present</i>	<i>The Future</i>
Function	Oversight of progress/ Accountability	Problem-solving	Strategy/ Problem-finding/ Mission guardian role
Mind-set	Analytic	Inquisitive	Exploratory
Sample questions boards ask	How did our actual performance compare with budget projections? How well is our investment strategy working? Did the president have a successful year?	What is the cost of the new tuition and financial aid policy? Are we confident that students are learning? What are we doing about the academic performance of athletes?	What might X mean for our campus? What are the emerging trends in the economy to which we should respond?

Note. From *Practical Wisdom: Thinking differently about college and university governance*, (p. 20) by P. D. Eckel and C. A. Trower, 2018, Stylus Publishing. Copyright 2009 Taylor & Francis Group.

Eckel and Trower proposed that balanced time should be spent on the three categories of time—oversight responsibilities that assess what has been done in the past, problem solving responsibilities that tackle issues of the present, and strategic responsibilities that look ahead to the future—and suggested that this model allows

boards to easily assess how they currently operate. For example, if a board spends most of its time asking questions about the past, it is likely that the board is not doing enough to troubleshoot the present or anticipate the future. Eckel and Trower offered an approach that has not been empirically tested but drew upon previous research as well as personal experiences to challenge the status quo of board effectiveness models and provide a new way of thinking about board effectiveness.

Challenges to Governing Board Effectiveness

Given that there is lack of consensus amongst subject matter experts on various critical aspects of the role of governing boards in a higher education setting, namely with regard to external relationships and academic matters as described above, it is conceivable that there is broad ambiguity and lack of understanding amongst the general public and trustees themselves regarding what the role of the board actually is or how it should be executed (AGB, 1996; Duderstadt, 2002; Eckel & Trower, 2018; Kezar, 2006; Longanecker, 2006). The following subsections describe challenges to effective board governance that have emerged from the literature review and are organized using Eckel and Trower's (2018) interconnected elements of effective boards: structure, content, and culture (p. 23).

Structure

High-performing boards control their structures; ineffective boards are controlled by them. (Kezar, 2006, p. 995)

The structural makeup of boards consists of board membership and size, committee structures, and mechanisms of board information flow and decision-making that allow for a board to operate effectively. In contrast to boards of trustees of public

higher education where members are often appointed by state leaders, private boards have the “self-perpetuating” responsibility of appointing new members (Barringer & Slaughter, 2016; Engel & Achola, 1983), giving private boards more flexibility in determining members based on what expertise is needed at the table (Freedman, 2004). Board size is an important consideration when establishing an optimal structural environment, but boards tend to grow too large to be manageable (Bevins et al., 2020). Boards that are too large become ceremonial in nature with appointments that are largely gratuitous (Mitchell & King, 2018), and boards that are too small are not diverse enough in skills, perspectives, and experiences to govern effectively (Bowen, 1994; Woodward, 2008). Because of the uniqueness of higher education and increased demands on governing boards, R. A. Scott (2018) recommended that boards seek out a representative portion of members who are experienced in the higher education environment.

As institutions have increased in complexity over time, governing boards have looked to structural adaptations to meet these challenges. Individuals with a business and financial background have increased in representation to meet needs of growing financial challenges, and business professionals who are older in life and can contribute both time and financial resources to institutions remain sought after for board membership (Woodward, 2008). Governing boards use committees to balance efficiency with effectiveness, to drive strategic priorities, to enhance accountability, and to ensure all voices are heard (Eckel & Trower, 2018). Eckel and Trower (2018) stated that the measuring stick for committees is not in numbers or time, but in what they do. It takes coordination to ensure each committee is focused on the right priorities, giving appropriate time to the most important issues, is appropriately receiving information

without being too far in the weeds, and is not duplicating efforts of other committees (Eckel & Trower, 2018).

Content

Time is one of the most precious commodities trustees have and one that, if squandered, can result in trustee disengagement and organizational mediocrity. (Eckel & Trower, 2018, p. 60)

Content in this context refers to how boards spend their time. Paltridge et al. (1973a) conducted the first major research study on decision actions and time spent by boards on various types of decisions at public, four-year institutions in the United States. Documentation of twenty-two boards were studied, and recorded decisions were categorized by types and levels. Types of decisions were observed in order of relative time spent on such decisions and were recorded from most to least amount of time spent: business and finance and physical plant; personnel; educational programs and policies; external affairs; internal affairs, information items, and ceremonial actions; student affairs; and other.

Citing Simon's (1957) decision-making behavior framework, the researchers also categorized decisions into three levels: legislative policy decisions, management policy decisions, and working policy/administrative decisions (Paltridge et al., 1973a, pp. 35–37). While variability existed amongst institutions, findings from this study concluded that most time was spent overall on administrative decisions in the areas of business and finance, physical plant, and personnel matters. The researchers found that newer boards with more recently drafted policies and procedures, as well as boards governing larger institutions and multi-institutional systems, spent more time on legislative policy

decisions and delegated authority to staff and faculty for much of the administrative level decision-making.

Hendrickson et al. (2013) argued that the most successful institutions keep institutional mission and values at the heart of all that they do—a commitment that prevents them from losing focus and making poor decisions in turbulent times. As boards have the ultimate responsibility in higher education, an institution's ability to operate within the complex external environment while maintaining focus on its mission and values hinges upon the governing board's level of understanding and commitment to this effort. Further, a trustee's perspective and value in decision-making is only as valuable as their ability to receive frequent, immediate, and accurate information (Legon et al., 2013; Martin, 1974).

Putnam (1996) studied sources and flow of information in the decision-making process to close or merge three small private colleges. A triangulated research design of document analysis, interviews, and survey results with board members revealed that primary information sources came from both formal and informal channels, with the top sources being financial documents, board meeting reports, information from the president and other members of the board, enrollment data and forecasts, and presentations and reports from administrators. Informal sources of information came from personal relationships with campus and community members.

The authors discovered that the strength of formal documents and perceptions of their validity were influenced by the degree of confidence in who was delivering the information. Moreover, a large proportion of board members reported that they did not have enough information to make critical decisions and relied heavily on those they

trusted to inform their position. Putnam provided an example of board members at one college who noted that they were not privy to the institution's financial troubles until a vote of "no confidence" in the president was taken by the faculty. In another instance, trustees at a religious institution were found to be resistant to making difficult decisions based on their personal ties to the mission of the institution. While this study was limited in scope, it called attention to the array of information that trustees take in when making decisions, a process that is unpredictable and is filtered through personal and relational dynamics. Further, these examples lend credence to the importance of understanding which actors are determining what information should be provided and how it is presented, two critical factors in decision outcomes.

Culture

To serve society's interests, trustees cannot be constrained by academic etiquette, group process, and bureaucratic procedures, nor should they ever be muzzled to create the illusion of unanimity. (Chait, 2016, para. 22)

Eckel and Trower (2018) define board culture as "those patterns of behavior and ways of understanding that are deeply ingrained, reinforced, and taught to new trustees" (p. 106). Alderfer (1986) referred to board culture as the "invisible director" of unwritten rules and group dynamics that influence how boards operate (p. 38). Formalized processes and policies of governance provide a foundation that allows for proper governance, but the real issues with effective governance arise from human dynamics (Kezar & Eckel, 2004). A growing number of examples of this can be found in scholarly literature.

Bastedo (2009a) investigated influence factors on effective board governance at public institutions. Through interviews with 59 public university presidents who managed trustee boards, Bastedo found that presidents were concerned about the creation of influential subgroups within the board that would steer the board's direction. He also observed that decisions were largely driven by board members who claimed to have in-depth knowledge in an area closely related to the subject matter being discussed. In a case study on board preparation of public multicampus system boards through the lens of 24 trustees that represented boards of various size, location, and structure, Rall (2014) observed the relative impact of human relationships on board interactions as a contributor to board decision-making and discovered that board socialization contributed to enhanced learning and improved self-efficacy, elements that informed an individual's decision-making.

Eckel and Trower (2018) argued that governing board effectiveness, or lack thereof, can be attributed to the cultural aspects of the way a board operates but are often overlooked or misunderstood by board leadership. An example of this can be illustrated through Tierney and Rall's (2018) analysis of the investigative report that was commissioned by the Pennsylvania State University Board of Trustees in the aftermath of the Jerry Sandusky abuse case. In what is known as the Freeh Report, Judge Louis Freeh found that board negligence contributed to pervasive and ongoing child abuse committed by Penn State's assistant football coach. Tierney and Rall's (2018) critical review of the report focused heavily on the governing board within the context of the broader environment beyond this one case.

In contrast to the recommendations in the Freeh Report calling for a clear, coherent cultural understanding across the campus community, Tierney and Rall (2018) pointed out that cultural norms created a complicit environment that enabled these crimes to be committed. They further argued that an engaged board, along with decision-making processes that are supportive of disagreement, would have served the board much better in preventing abuses of the system and that external quality assurance organizations should pay attention to environments where too much unity exists. Finally, they recommended that boards disregard cultural norms where a smaller group of individuals control what information is shared in favor of boards that ask tough questions, seek out answers, and voice concerns when necessary.

Eckel (2019) examined the governance literature to make informed assertions about the problematic nature of boards. Although his investigation was limited in scope and pulled from broad literature that might not be applicable to higher education boards, his work provides interesting conclusions related to board culture. Regarding power dynamics, he posited that high-powered board members are more resistant to taking advice and are more inclined to make decisions that are personally beneficial over what may be best for the institution. He suggested that internal power differentials create hierarchies within board structures that lessen the opinions and influence of less powerful members. In alignment with discoveries found in the aforementioned Freeh Report (Tierney & Rall, 2018), Eckel proposed that board members are less likely to offer contradicting opinions and are more likely to share complimentary information rather than unique perspectives. He urged board leaders to seek out perspectives from board

members who are less likely to speak up and to seek out opinions that differ from their own.

Scholars have studied governing board effectiveness from various perspectives and have attempted to establish criteria for understanding and measuring effectiveness. Notable examples from the literature are Kezar's (2006) six elements of effective governance and Eckel and Trower's (2018) framework for understanding board governance through the interconnectivity of three important elements: the structural makeup of boards and their policies and processes, the content of board governance activity, and the board's interpersonal dynamics and cultural norms.

The Role of the Governing Board Professional

Boards of trustees carry out their responsibilities with the support of a designated professional staff member, referred to in various ways: "board secretary," "board administrator," "board officer," "board liaison," or "board professional" (AGB, 2020). For purposes of this study, this role will be referred to most often as the governing board "professional" but may also be referred to in a way that most precisely represents the context of the literature being referenced. Henry Stoever, AGB President, described the board professional:

In their multifaceted roles, board professionals serve their boards and presidents as governance experts, professional resources, confidants, educators, gatekeepers, historians, ambassadors, and more. As boards heighten their engagement as strategic thought partners, board professionals function as trusted advisors and liaisons to support board members and executive leaders as they make significant choices about the future of their institutions. (Stoever, 2021, para. 2)

As the governing board's role has increased in complexity and scope over time in response to the challenges facing higher education, so has the role of the governance professional. Institutions have realized the need for high level expertise in this position as evidenced by the shift over time to filling the role with executive level administrators (AGB, 2020). Real world examples also exist, like that of American University, where institutions have hired governance professionals in the wake of scandal to shore up governing board operations and take measures to ensure accountability and public trust (Legon, 2006).

In 2020, AGB conducted a national survey of 228 governing board professionals in higher education to gather demographic data of individuals in the role and characteristic data related to how the role is utilized in various organizational contexts. Findings revealed that 55% of participants have a master's degree or higher, an increase in educational attainment levels over five years prior. Additionally, almost 58% of respondents serve as a member of the president's cabinet. Many board professionals reported that they serve in another capacity at the institution in addition to their board service in positions such as chief of staff, chief legal officer, and vice president. Although findings reveal a steady increase in hiring for executive level board professionals, the gender composition of board professionals remains largely female. The report described the primary responsibilities of board professionals to be planning and organizing board meetings, retreats, orientations and other events; directing information flow and preparing meeting discussion and action items; managing records and ensuring compliance; and liaising between the board and its constituents (AGB, 2020). Board professionals

expressed challenges in carrying out their duties due to growing responsibilities placed on them and increased information requests by board members.

Empirical studies on higher education governing boards have mentioned the role of the board professional as a key actor in the governance process (Dawkins, 2018; Rall, 2014), but few have gone beyond their own recommendations to study the role itself. In the aforementioned study on trustee relationships and decision-making within the public higher education sector, Rall (2014) reported that trustees acknowledged the board professional for providing important, timely information that was used in making critical decisions. Other trustees recalled that the board professional was most heavily relied upon of all university staff. Rall further observed that trustees' interactions with the governance professional contributed to enhanced feelings of self-efficacy in their role. Importantly, Rall called for scholarly research on the role that board professionals play as key actors in the governance process and how they support and influence trustees. Similarly, Kezar's (2006) aforementioned research on effectiveness of higher education governing boards led her to observe the consequential nature of the board professional, noting that inaccurate information sharing from board staff was a hindrance to board performance. Further, she called for governance professionals to pay attention to the varying abilities of board members and tailor education and information sharing to individual board members accordingly.

Maxey (2015) investigated trustees' understanding of their roles and how their interactions with key actors influence their perceptions of their roles at a public research university. Through an instructive case study approach that garnered 100% participation from the participant governing board, Maxey conducted observations, document analysis,

and interviews to understand contributors to trustee sensemaking. Maxey discovered that trustees were highly dependent on administrators and board professional staff to help them understand the complexities of higher education and the ambiguities of their roles when they were first entering the trusteeship.

In a study with similar findings, Bastedo (2005) recognized the significance of governance professionals in his examination of the comprehensive reform of the Massachusetts higher education system from 1995 to 2000, led by the board chair. By conducting interviews with a diverse group of individuals who were involved in the process, Bastedo aimed to gain insight into the influence of interpersonal relationships on the board chair's ability to implement substantial reforms. Among other notable relationships mentioned, the chair recalled prioritizing relationships with system staff and utilizing their expertise in navigating contentious issues. Findings also showed that while the public credited the board chair for sweeping changes made during his tenure, the strategic role played by board staff in crafting policy and actively championing the chair's agenda contributed to the institutionalization of such changes to the system.

Scholarly literature from outside the United States provides more direct evidence in support of the board professional as a critical actor in higher education governance. In *Managing Good Governance in Higher Education*, Shattock (2006) recounted public scrutiny of governing boards in the wake of a number of scandals in the 1990s that has since elevated and placed more responsibility on the role of the board professional in safeguarding the integrity of boards and ensuring board effectiveness. Governing board professionals were described to operate "at the heart of the governance process" (Shattock, 2006, p. 25), being relied upon to provide advice and guidance on

responsibilities of the board, ensure adherence to board policies and procedures, and share appropriate and relevant information to the board for decision-making.

Other European scholars have called attention to a number of issues relative to the role of the governing board professional such as: the complex relationship between the chief executive, board chair, and board professional (e.g., Forrest et al., 2018; Llewellyn, 2007, 2009); the governing board professional's critical role in serving as an influencer and communicator (e.g., Forrest et al., 2018; Llewellyn, 2007, 2009); and the lack of legitimate authority governing board professionals possess in carrying out their duties toward promoting effective governance (e.g., Brumwell, 2015; Forrest et al., 2018; Schofield, 2009).

Llewellyn's (2009) study of governing board professionals within the United Kingdom higher education sector provided a comprehensive understanding of the role in this setting. Through a mixed-methods study comprising document analysis, a national survey, and follow up interviews with board professionals, board chairs, and chief executives at nine higher education institutions of varied sizes, Llewellyn categorized the board professional's role into three intersectional themes: role context, relationships, and influence. Findings from the study are summarized in Table 3 below.

Table 3

Role Context, Relationships, Influence

Role Context	Relationships	Influence
Provides guidance relative to legal, procedural, constitutional matters	Serves as bridge between governing body and institution	Deploys political skill and garners trust in navigating relationship with chief executive and board chair
Handles sensitive issues pertaining interpersonal and political matters	Liaises with key actors in the governance management process and connects governing body to external environment	Serves in advisory role in shaping the way, and which, information is shared to governing board
Finds strategic and innovative solutions to improve the business of governance	Balances relationship between chair and head of institution, serving as advisor while serving in triadic network	Ensures execution of objectives through meeting flow, information sharing, and discussion

Note. Adapted from “The role and influence of the secretary in UK higher education governing bodies,” by D. Llewellyn, 2009, *Leadership Foundation for Higher Education*, pp. 36–40. Copyright 2009 Leadership Foundation for Higher Education.

Llewellyn’s survey findings revealed that board professionals played a significant and strategic role in shaping how the governing bodies carried out their work. Reported elements of strongest influence exerted by governance professionals relative to board chairs and institutional leaders were in the planning and management of board activities, relationships, communication, and induction of new members. With regard to the selection of new governing board members, board professionals described their involvement beginning in early stages of the process, either by consulting on criteria and contextual needs of the board or providing recommendations to the board on potential new members. Governing board members and institutional leaders agreed with this

involvement but asserted that the board professional had influence equal to that of a board member. Study participants reported that board professionals played a key role in organizing and delivering onboarding for new members, and board professionals commented on the importance of building relationships with new members at this stage. Governance professionals were instrumental in setting the board agenda, curating information presented to the board, and providing expert advice and guidance in board decision-making. Advice was also sought of board professionals relative to legal, constitutional, procedural, and ethical matters.

Interview findings highlighted the relational aspect of the board professional's role, namely in managing the relationship between the board chair and institutional leader. Institutional leaders recalled the way they relied on board professionals for their strategic expertise and diplomacy in influencing key board members toward, or away from, a certain direction. Board professionals recalled having to navigate challenging circumstances of disagreement or instances of disregard of due process. Unequivocal deference was paid to the triadic relationship between the board professional, board chair, and institutional leader as a critical component of effective governance. Findings also showed the critical role that board professionals play as liaison between the board and the institution.

Although set in the context of U.K. higher education, Llewellyn's (2009) study provided an in-depth look at the role and influence of board professionals in the governance process and provided evidence that the board professional's role goes well beyond administrative duties of agenda creation and meeting scheduling. Llewellyn's research offers a roadmap for exploration of the findings' applicability to governing

board professionals within the U.S. higher education sector. The study was limited by the difficulty in studying relational aspects of individuals but was strengthened by the triangulation of data through multiple stakeholder perspectives.

Forrest et al. (2018) examined the role of the governing board professional in English postsecondary education in the promotion of legitimate governance. The researchers relied on the work of W. R. Scott (2014) to define legitimate governance as: the regulatory aspects of governance related to ensuring compliance of laws and policies; normative aspects of governance concerning roles, practices, and established systems of authority; and cultural-cognitive aspects of norms and traditions. Through a survey questionnaire and focus group interviews with 74 board officers, Forrest et al. (2018) drew connections between the role of the board professional and a company secretary in terms of regulatory compliance and data protection responsibilities. Findings underscored this role's contributions to legitimate governance: board professionals reported making a significant contribution to regulatory aspects of governance through ensuring compliance with auditing processes, financial reporting, and risk management; substantial involvement with normative aspects of board decision-making, board self-assessment and systematic reviews, and board member recruitment and training; and a significant role in cultural-cognitive components of legitimate governance through personal interactions with individual board members and contributing to events and processes that shape culture. The themes of communication and influence were present across all aspects of the role's work in promoting legitimate governance.

Governance professionals reported overcoming a number of challenges in the execution of their duties. Focus group participants revealed feeling undervalued and only

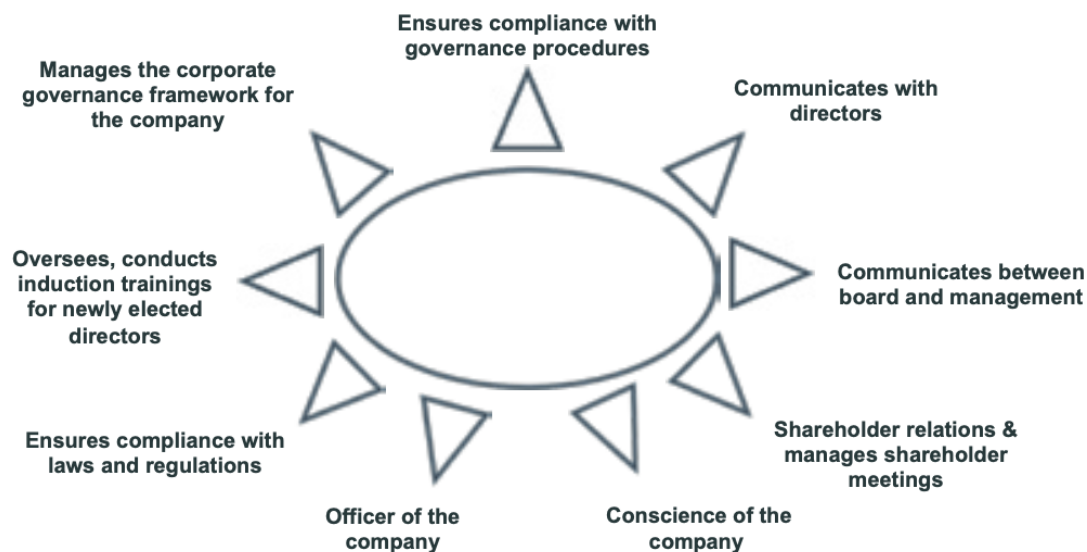
being seen as significant when problems arose. Participants called attention to the gendered nature of the role in exacerbating complexities of legitimizing the role with male dominant chief executives and governing board chairs. Finally, participants revealed that lack of resources contributed to challenges in executing the role. Forrest et al. (2018) concluded that the compounding nature of these challenges threatened the role's authority in the promotion of legitimate governance.

The Corporate Governance Professional

Like institutions of higher education, corporations in the United States legally operate under the direction of a governing board. Shareholders elect governing board members who are charged with selection and oversight responsibilities of the corporation's senior executives (Gevurtz, 2004). In some states, laws require corporations to have a governance professional who ensures the board carries out its fiduciary obligations (Harbor Compliance, 2014). Similar to governing board professionals in the higher education sector, the corporate board professional, often referred to as corporate/company secretaries, are responsible for establishing best practices in the implementation of board governance, ensuring efficiency and effectiveness of the board through management of relationships and culture, and engaging with and facilitating proper communication between stakeholder groups (International Finance Corporation, 2016, p. 1). The multifaceted role of the corporate secretary is diagrammed in Figure 1 below.

Figure 1

The Role of a Corporate Secretary



Note. From “The corporate secretary: The governance professional,” by International Finance Corporation, 2016, p. 5. Copyright 2016 International Finance Corporation.

Scholarly research on the role of the corporate secretary is limited but provides insights regarding understanding how governance professionals may operate in U.S. higher education. The corporate board professional in the United States, as well as in the United Kingdom and in other countries, plays a crucial and senior role in the company leadership structure. Many countries federally mandate the existence of a company secretary for publicly traded corporations and hold the position liable for the company’s compliance with federal law (McNulty & Stewart, 2015; Xing et al., 2019). In China, the role of the company secretary has been found to enhance the quality and accuracy of

management earnings forecasts, particularly those with legal and financial expertise (Xing et al., 2019). The company secretary has also been evidenced in Chinese corporations to improve the value and outcomes of investor site visits through the secretary's ability to interpret information for investors in an effective way (Xu et al., 2021).

McNulty and Stewart (2015) conducted a study on the role of the company secretary in U.K. publicly traded companies through the lens of organizational space theory. Through semi-structured interviews with 14 company secretaries and seven directors comprised of chairmen, chief executives, and chief finance officers, the researchers endeavored to understand the relational and interpersonal aspect of board secretaries in the facilitation of effective governance. Findings from this study evidenced that board secretaries serve in a boundary spanning role between other influential members of the corporate governance enterprise. As such, they can step into spaces that the chief executive or other officer may not be able to because of their particular role to "broker and manage relationships and also information" (McNulty & Stewart, 2015, p. 530). The study also found that the role's impact was dependent upon its role construction within the organization, perceived value and utilization by the chief executive and chairman, as well as the individual's skills and abilities in executing the role at a high level.

Peij et al. (2015) explored challenges faced by board secretaries in the Dutch corporate sector. In the Dutch two-tiered governance structure, board secretaries are responsible for executing their duties for both the management and supervisory board. Through survey responses to both open and close ended questions, the researchers

gathered data from 99 board secretaries throughout the Netherlands. Primary challenges of board secretaries were found to be lack of time to accomplish all tasks assigned to them, resistance by some board members to take the advice of the board secretary, conflicting loyalties due to dual reporting lines of a two-tiered system, difficulties in sharing information due to lack of insight into senior level decision-making, and lack of power associated with widespread lack of understanding in what the secretary's role is. In spite of these challenges, board secretaries reported that they have a significant impact on governance beyond administrative tasks. While this structure differs from that of higher education governing boards in the United States, these challenges should be noted and may be applicable to board secretaries within the U.S. higher education context.

Although the scholarly literature supports the notion that company secretaries are powerful players in the governance process, the company secretary's impact and influence is largely determined by role composition, internal structures, and the individual's skill and ability level (Kakabadse et al., 2016; McNulty & Stewart, 2015). The research of Kakabadse et al. (2016, 2017) made evident that the company secretary's role is not seen within the boardroom, rather in the work that is done prior to the board meeting that influences outcomes and in the implementation of board outcomes after the meeting. For company secretaries to be most effective, individuals assuming such roles should understand the nuances and context of the unique board they serve, enhance their own relevant skills and abilities, and strengthen board member perceptions of the role and its value to the organization.

There has been a steady shift toward adopting corporate practices within higher education settings (Birnbaum, 2000). While the scholarly literature on company

secretaries is limited, the existing body of work provides valuable insights when considering the role of the governance officer in higher education. Corporations deploy the board secretary role as a senior level executive with advanced skills in areas such as diplomacy, communication, compliance, and issues management. The literature on the role equivalency in higher education reveals that while the responsibilities of the position have increased over time, the role is only beginning to be utilized in an advanced capacity similar to the way that corporations have used this role for some time. Higher education governing boards stand to learn from how corporate board secretaries operate so they may leverage this role toward enhancing organizational effectiveness, improving transparency, and mitigating risk.

Theoretical Framework

This research study focuses on the governing board professional's role in the governance process. Thus, a theoretical framework that speaks to various aspects of governance and governance actors, particularly in the nonprofit and education sectors, is applicable and important for understanding the nature of the board professional's role. Cornforth (2001) argued that the multidimensional and complex nature of governance in the nonprofit sector is not fully captured in a single theory. Rather, he suggested combining theoretical perspectives into an integrated approach that can provide a richer understanding of the many facets of governance. Following Cornforth's methodology, combining theories that address different dimensions of the role of governing board professionals provides a more comprehensive view of their functions and the impact they have on board governance.

The integration of organizational role theory, stewardship theory, and stakeholder theory offers a comprehensive framework that allows for a nuanced examination of the various aspects of the governing board professional's role in board governance within the independent postsecondary education sector. This combined framework considers their responsibilities, relationships, decision-making processes, and contributions to governance effectiveness, offering a more holistic understanding of their nature and impact. Considering relevant aspects of these theories together provides a lens through which to explore their perspectives, behaviors, and strategies in relation to board governance, enabling the discovery of insights about the complexities and dynamics of governance within the postsecondary education sector.

Organizational Role Theory

Organizations, and individuals, depend on roles to define how work within an organization is created, organized, communicated, and executed (Biddle, 1986; Katz & Kahn, 1978; Welbourne et al., 1998). Organizational role theory “examines the dimensions of roles by exploring their effects on organizational members and on the organization as a whole” (Bess & Dee, 2008, p. 246). In Katz and Kahn’s (1978) view, role theory looks beyond job functions to describe human behaviors associated with requirements of a given position and its broader impact on achieving organizational goals. This view of role theory suggests that “surrounding conditions” (Kahn et al., 1964, p. 37)—namely organizational factors, personality factors, and interpersonal relations—impact how a position is oriented within an organization and how the role is carried out. Organizational factors consider the broader institutional context of the role’s situatedness within the organization in terms of organizational structure, position rank, functional

specialization, etc.; personality factors take into consideration the individual's skills and abilities as it relates to the role; and interpersonal relations are concerned with the interactions between the focal person and those who they are accountable to, both formally within the organizational structure and informally based on the nature of their role (Kahn et al., 1964). In other words, how a role is carried out is "a function of both the individual and the organization" (Welbourne et al., 1998, p. 542).

Four assumptions are foundational to organizational role theory: role taking, role consensus, role compliance, and role conflict (Katz & Kahn, 1966). Role taking refers to the process by which individuals acquire and enact their roles within organizations. It recognizes that roles are socially constructed through interactions and that individuals actively participate in shaping and adapting their roles (Welbourne et al., 1998). Board professionals participate in shaping their roles by acquiring knowledge about governance practices, understanding the board's fiduciary duties, and adapting their behaviors within an environmental context to contribute effectively to board governance (AGB, 2020; Llewellyn, 2009). Role consensus assumes shared understanding between the organization and the individual regarding expectations and behaviors of a specific position (Biddle, 1986). Governing board professionals rely on shared understanding of their roles amongst board members, institutional leadership, and other stakeholders to effectively execute functions of their role (AGB, 2020; Llewellyn, 2009). Role compliance involves adhering to the expectations and behaviors prescribed for a given position (Wickham & Parker, 2007). It assumes that individuals will strive to align their actions with established norms and performance standards associated with that position. Role compliance is critical for governing board professionals as they bear responsibility

for ensuring that boards meet their fiduciary obligations and fulfill their duties in a way that ensures accountability and trust (AGB, 2020; Llewellyn, 2009). Role conflict presumes that an individual is operating in a dynamic environment with multiple roles and expectations from various parts of the organization. Conflict occurs when there is tension between the expectations, responsibilities, or behaviors associated with different roles, making them difficult to reconcile or prioritize (Wickham & Parker, 2007). Governing board professionals can have various professional obligations and roles with multiple reporting lines that can create conflicting expectations and demands (AGB, 2020; Stoever, 2021).

The assumptions of role taking, role consensus, role compliance, and role conflict are relevant to governing board professionals in higher education and provide a lens through which to explore and uncover insights about the complexities of the role itself. These assumptions highlight the active role of board professionals in shaping their roles; the importance of shared understanding and agreement of this role among board professionals, trustees, and institutional leadership; the need for role compliance in fulfilling legal and ethical responsibilities; and the challenges that can arise from conflicting expectations. Understanding these assumptions can contribute to effective governance practices and enhance the contributions of governing board professionals to higher education institutions.

Stewardship Theory

Stewardship theory (L. Donaldson & Davis, 1991) is based on the fundamental assumption that an individual in a position of authority or leadership within an organization, referred to as a steward, will choose to act in the best interest of the

organization. This approach expands on the principles behind agency theory, which focuses on diverging interests of managers (stewards) and the organization's principal (Jensen & Meckling, 1976). In contrast to agency theory that is rooted in economic theoretical underpinnings and assumes that there is a goal conflict between the principal and the manager (Van Puyvelde et al., 2012), stewardship theory draws from sociological and psychological perspectives to understand what causes manager and principal interests to align (Davis et al., 1997).

Davis et al. (1997) suggested that stewardship theory encompasses both psychological and situational dimensions that help to explain behavior and motivations of stewards within an organizational context. Psychological factors include motivation, identification, and sources of power. Stewards are intrinsically motivated—rewarded by growth opportunities, a sense of achievement, and self-actualization. The researchers found that stewards have a strong identification with the organization they serve, stemming from a belief in the organization's purpose and a sense of shared identity. Stewards deploy specific sources of power to influence others and contribute to organizational outcomes. One such power, reward power, involves positive reinforcement as a source of motivation (French & Raven, 1959). Stewards also use legitimate power, calling upon one's established authority within a social structure that enables stewards to make decisions, delegate tasks, and guide others based on their position and recognized authority (French & Raven, 1959).

Stewardship theory leans on the premise that stewards are intrinsically motivated, collaborative in nature, trustworthy, and aligned with organizational goals (Davis et al., 1997). Subsequent research on stewardship theory supports this premise and further

expands upon Davis et al.'s (1997) work toward understanding stewardship attributes of individuals. Research on family-run firms found stewards to be collectivist in nature, trusting, and felt a sense of empowerment in their roles (Corbetta & Salvato, 2004). In a study on family firm performance factors, Eddleston and Kellermanns (2007) found that leaders with a trusting propensity and altruistic nature contributed to lower organizational conflict and better performance. Zahra et al. (2008) connected transformational leadership to a high degree of stewardship within an organization, highlighting personal utility, unselfish concern, intrinsic satisfaction, and devotion to others as key attributes of stewards.

Principles of stewardship theory have been applied to nonprofit organizations and governance. A study by Wittmer (1991) compared motivations of employees working in the nonprofit sector to those employed in the for-profit sector. Using a questionnaire, participants were tasked with ranking their preferences for rewards based on importance. The study's outcomes revealed a notable distinction: employees in the nonprofit sector rated the value of serving others higher than their for-profit sector counterparts. Another study conducted by De Cooman et al. (2011) found similar outcomes and expanded upon our understanding. Through a comparison of 630 participants across 13 organizations in both the non-profit and for-profit domains, the authors found that non-profit sector employees valued service-oriented aspects of the work higher than for-profit sector employees. Organizational fit was deemed more important to non-profit sector employees. While there was no significant difference between intrinsic motivation for both groups, higher decision authority and autonomy in the workplace was found to be associated with higher value on career and leadership among both groups. Outcomes of

these studies provide evidence for the relevance of stewardship theory concepts within the nonprofit domain.

The application of stewardship theory to the governing board professional is rooted in the existing literature that establishes the governing board professional as a steward. Stewards feel satisfaction when the organization is successful (Davis et al., 1997), and better organizational outcomes arise when stewards are trusted to act on the principal's behalf (L. Donaldson & Davis, 1991). Within this framework, the governing board professional embodies the principles of stewardship, taking on a role of responsibility and dedication to the organization's success. The governing board professional is seen as a partner with the board in strategic decision-making (Cornforth, 2003). The board professional serves in trusted areas of delegated authority such as ensuring the board's compliance with laws and policies, handling sensitive matters on behalf of the board, liaising on behalf of the board, and advising the board to ensure informed decisions are made (Llewellyn, 2009).

Stewardship theory suggests that governing board professionals possess inherent attributes that drive them to act in the best interest of the board when fulfilling the expectations of their role. This theory sheds light on the crucial role of governing board officers in enhancing board decision-making, effectiveness, and the delegation of authority entrusted to them to act on behalf of the board and administration's interests. As stewards, these professionals actively contribute to improving governance and organizational outcomes.

Stakeholder Theory

Higher education involves a complex web of stakeholders, each with their own vested interests and expectations. These stakeholders include (but are not limited to) students, faculty and staff, donors, alumni, community members, corporate and industry partners, and government agencies (R. A. Scott, 2018). Colleges and universities operate in an environment of heightened interest and expectations of accountability from various stakeholders, often with competing perspectives. Effective institutional governance requires understanding and balancing these various perspectives to make well informed decisions (Stoeber, 2022).

Freeman (1984), the originator of stakeholder theory, defined stakeholders as “any group or individual who is affected by or can affect the achievement of an organization’s objectives” (p. 46). Freeman’s stakeholder theory originated within the management literature in an attempt to explain management issues amidst growing complexities in the environments in which businesses operate (Freeman & McVea, 2001). Freeman (1984) argued that a business's profitability is influenced by the opinions and actions of not just shareholders, but a wider range of stakeholders. He suggested that to achieve improved performance, organizational decision-making processes must take into account the viewpoints of all stakeholders. Other scholars viewed attending to stakeholders as a moral and ethical obligation (T. Donaldson & Preston, 1995; Goodpaster, 1991).

Acknowledging the complex landscape of stakeholders within higher education, Burrows (1999) proposed a framework for identifying and analyzing stakeholder interests and influence within colleges and universities. Through four lenses, stakeholders can be

accounted for based on a) whether they are internal or external to the organization, b) whether they are active or passive, c) potential for cooperation or threat, and d) type of stake and influence on the organization. Burrows (1999) acknowledged that the work of managing stakeholders within the network of colleges and universities is critical to the organization's success and also tedious, as stakeholders may not seamlessly fit into binary categories as described. Stakeholder theory's applicability to higher education has been demonstrated, as evidenced by De Freitas Langrafe et al.'s (2020) study on postsecondary institutions in Brazil. The research revealed that involving all stakeholders in decision-making and initiatives can enhance organizational value and performance.

Effective boards of trustees contribute to the success of higher education institutions by balancing the expectations of various stakeholders, including students, faculty, alumni, donors, and society at large. Their decisions impact the institution's trajectory, shaping its impact on education and research while ensuring its long-term viability and relevance in a rapidly changing world. Organizational decisions cannot be fully thought through unless one takes into account how stakeholders' perspectives impacted the decision outcome (Hung, 1998). The existing scholarly literature suggests that governing board professionals support governing boards in managing the complex web of these relationships. Their responsibilities involve facilitating effective communication and collaboration between the board and various constituencies (Llewellyn, 2009; Stoever, 2021). They also relay the concerns, needs, and perspectives of these different groups to the board, ensuring that decisions are well-informed and considerate of the broader community's interests (Llewellyn, 2009). The literature review

supports the application of stakeholder theory to the role of the governing board officer within the higher education context.

Toward an Integrated Framework

Given the unique and multifaceted role of the governing board professional within higher education and the limited empirical research on the role's functions to date, no one theory sufficiently represents the full scope of the board professional's role and influence on governing boards and institutions of higher education. Instead, multiple theories were drawn upon to inform this study. An integrated theoretical framework brings together three theories to explain how the board professional behaves in the governance environment. Elements of role theory, stewardship theory, and stakeholder theory acknowledge various interpersonal elements of board governance as it relates to governance decision-making.

The existing literature suggests that the board professional behaves within the context of these three theories. Role theory helps analyze the expectations, behaviors, and functions associated with the governing board professional's position. It provides insights into how their role is defined, perceived, and enacted within the governance structure. Stewardship theory emphasizes the board professional's commitment to serving the best interests of the organization and to supporting the fiduciary responsibility of the governing board. This theory explores their role as stewards who prioritize long-term organizational goals and the welfare of the organization. Stakeholder theory recognizes the diverse stakeholders involved in governance and their interests. This framework considers the board professional's interactions and relationships with different

stakeholders in an effort to support the governing board in balancing and prioritizing the needs and expectations of these stakeholders.

The integration of role theory, stewardship theory, and stakeholder theory forms a lens through which to analyze the governing board professional's role in board governance toward a more holistic understanding of their contributions, responsibilities, and relationships within the postsecondary education sector and contributing to a deeper comprehension of the role and influence of governing board professionals in higher education.

Conclusion

The scholarly literature on higher education governance has shifted over time from expert anecdotes and opinion pieces to empirical studies related to various elements of board governance. Scholars have explored the roles and responsibilities of boards, elements of effective board governance, board decision-making, and challenges to good governance. More recently, scholars have begun looking more closely at social, political, and cultural aspects of board governance. Although there is a dearth of research on various aspects of higher education governance, there is much left to be discovered, particularly as it pertains to the interpersonal aspects of boards, how decisions are made, and who impacts those decisions.

The existing literature pertaining to governing board professionals in higher education reveals that the scope and nature of the role in supporting board governance has changed over time as higher education governance has become more complex. Although limited empirical studies have focused on the role of the governing board professional, existing research on board governance suggests that this role holds notable

influence beyond the formal scope of their duties. More research is needed to fully understand how these individuals contribute to effective governance and decision outcomes. Lessons can be gleaned from how corporations deploy company secretaries to enhance organizational effectiveness. This study aims to examine the role of governing boards professionals in higher education and their influence on the governance processes and outcomes using theoretical principles of organizational role theory (Kahn et al., 1964), stewardship theory (L. Donaldson & Davis, 1991), and stakeholder theory (Freeman, 1984).

CHAPTER 3

METHODS

According to the AGB (2020), there has been a steady shift toward hiring executive level board professionals to facilitate the board governance process. To date, there has been limited research focused on the role of the governing board professional and, specifically, how this position influences the actions and decisions of governing boards. The purpose of this qualitative research study was to gather data from a select group of governing board professionals to gain understanding of how these individuals make sense of their role, the ways they believe that they interact with and influence the governance process, and the challenges they must overcome in facilitating board governance. Findings from this study will contribute to university administrators and governing board members' comprehension of the extent of authority and influence associated with this role within the governance process. The following research questions guided this study:

RQ1: How do governing board professionals perceive their roles and influence on governing boards at private, nonprofit institutions of higher education?

RQ2: What challenges do governing board professionals encounter in their roles?

Study Design and Sample Selection

Qualitative research explores how “individuals construct reality in interactions with their social worlds” (Merriam & Tisdell, 2016, p. 24). Through a “basic qualitative approach” (Merriam & Tisdell, 2016), a researcher investigates how individuals interpret

their experiences and how they make meaning of those experiences through the “systematic collection, organization, description, and interpretation of textual, verbal, or visual data” (Hammarberg et al., 2016, p. 499). Conducting qualitative research through an interpretive lens requires a researcher to assume that multiple realities can be true and that meaning can be found in one’s own interpretation of an event (Merriam & Tisdell, 2016). Through an interpretive lens, I sought to understand the experiences and perceptions of governing board professionals pertaining to their role and how they describe their influence on governing boards of private higher education institutions. Thus, a basic qualitative study provided the most appropriate pathway for this research.

Methods for Data Collection

Marshall et al. (2022) stated that in-depth interviews are used to “capture deep meaning of experience in the participants’ own words” (p. 120). For this research, I collected data via one-on-one, semi-structured, in-depth Zoom video conference interviews with governing board professionals. Prepared interview questions pertained to responsibilities of the role, relationships, experiences, interactions, environment, and challenges. While interview questions were prepared in advance and used as a guide for discussion across all interviews, a semi-structured approach allowed flexibility to stray from the existing protocol as needed and ask questions as new, relevant information emerged (Marshall et al., 2022). This approach also provided the opportunity to seek immediate clarification to ensure accuracy in my interpretations and explore unexpected themes that were uncovered as conversations ensued.

I conducted twelve interviews in total in June and July 2023. With participant permission, eleven of the interviews were audio recorded and transcribed using Otter.ai

software. Despite being assured that recordings would be destroyed, one participant expressed discomfort with being recorded. In that instance, I took detailed notes throughout the interview.

Prior to each interview, I gathered professional information and job details that could be found on LinkedIn and institutional webpages. This information was not used for data analysis but was referred to for context and background information in preparation for the interview. General information was also gathered at the beginning of the interview—including title, institution, organizational reporting structure, professional background, and pathway to the position—that verified the accuracy of my information and provided me with additional factual information and context for the discussion that followed (Merriam & Tisdell, 2016).

As recommended by Creswell (2014), I maintained descriptive and reflective field notes from each interview. During the interviews, I recorded comments made, accounts of events described, initial impressions, participant demeanor, and tentative themes. Reflective notes included tentative themes, inferences made, or other ideas to pursue. Interviews were audio recorded and transcribed through the Otter.ai transcription platform. Within 24 hours of each interview, I deidentified and cleaned the transcript while listening again in full (Creswell, 2014).

I used the Zoom video conferencing platform to conduct the interviews. The use of online communication technology provides advantages in terms of efficiency, cost effectiveness, and convenience (Archibald et al., 2019; Hewson, 2008). Through measures to ensure user access controls, including authentication and meeting encryptions, Zoom provides additional security features that other online platforms do

not. Additionally, Zoom offers secure storage of recordings in a remote server network that is managed internally by the platform (Zoom Security Guide, 2021). Although Archibald et al. (2019) discovered disadvantages of Zoom to be connectivity challenges and dependability of video or audio quality, Deakin and Wakefield (2014) found that respondents felt more comfortable and were more responsive in a virtual interview setting versus face-to-face. In the context of this study, I observed Zoom as an efficient and effective communication platform. Conducting interviews with high-level administrators nationwide, Zoom offered a convenient way to facilitate face-to-face interactions and accommodate scheduling conflicts. I also found that it was easy to connect with participants, and they responded candidly to my questions. No connectivity issues were experienced through the course of my interviews.

Participants

Governing board professionals operate differently across institutions with varying degrees of responsibility and areas of purview (AGB, 2020). To achieve homogeneity and gather data that informs my research questions, I deployed a purposeful sampling strategy, a technique used in qualitative research to ensure optimal use of limited time and resources when gathering data (Patton, 2002). Because public institutions often have system-level governing boards that oversee multiple institutions and added complexities in dealing with state government influence, I opted to narrow my focus to private nonprofit institutions with boards that have decision-making autonomy and possess governance structures seamlessly integrated within the organization itself (Floyd, 1995; Kerr & Gade, 1989), allowing for a more targeted and manageable scope of analysis. In selecting possible participants, I identified governing board professionals who serve in an

executive level capacity at a private postsecondary institution who have direct access to, and regular contact with, the governing board, institution president, and senior leadership. Further, I sought out participants who have served in a governing board professional role for at least three years to ensure they have had enough time in their positions to offer depth of experience regarding the subject of inquiry. Participants were selected from private, nonprofit four-year institutions categorized as “small” or larger by Carnegie Classification, which is defined as having at least 1,000 full-time equivalent enrollment of degree seeking students. Governing board professionals at two-year institutions as well as institutions classified as “very small”—having less than 1,000 full time equivalent enrollment—were excluded from consideration due to the differences in complexity associated with institutional size, including but not limited to institutional structure, culture, and finances (Carnegie Classifications of Institutions of Higher Education, n.d.).

Participant Recruitment

I deployed a broad recruitment strategy to identify and invite qualified candidates to participate in my research study. To identify possible participants, I conducted a web search of governing board professionals who fit my criteria and determined eligibility using information found on university websites, media stories, LinkedIn profiles, online biographies, and other publicly available information. As a secondary recruitment method, I utilized a network sampling method, where I asked participants at the end of the interview to refer me to possible participants within their professional network who may fit my criteria (Merriam & Tisdell, 2016). In total, I sent 24 solicitations. Twenty-two potential participants were contacted by email addresses that were found on their institution’s webpage. Two individuals' email addresses could not be found online, so I

made initial contact through a LinkedIn message. Of the 24 solicitations, 13 individuals responded and agreed to participate. However, it was discovered during the interview that one participant did not meet my criteria for inclusion, so the subject was omitted from the sample.

All twelve participants included in my study served as the senior staff member responsible for board governance and had been in a board governance role for a minimum of three years. Eight of the twelve subjects served on the institution's executive leadership team, otherwise referred to as cabinet. Of the four who did not serve on cabinet, three participants were structurally situated within the office of the institutional president/chancellor. One participant reported to an institutional vice president.

Nine of the twelve participants had additional duties and roles outside the scope of board governance. Two participants served dual functionality as governing board professional and chief of staff to the president/chancellor of the institution. Two participants served a dual role as governing board professional and general counsel/secretary of the institution. Two of the twelve participants served as an officer and member of the board of trustees. One participant served as a former trustee for the institution's governing board where they currently work, and another participant served as a former trustee for another institution.

Titles specific their roles as governing board professional varied, but eight of twelve were referred to as slight variations of board secretary. The other four participants were referred to as vice president, executive director, assistant to the president, or secretary of the university/college. The gender composition of this sample differs from that of the AGB's 2020 survey of board professionals, in which 84% of respondents

identified as female. Within this sample, eight individuals identified as female, and four individuals identified as male.

Level and type of education varied among the participants. Of the twelve respondents, seven possessed terminal degrees: five held doctorates in philosophy and/or education and two held juris doctorates. Additionally, one participant held a master's degree, two held bachelor's degrees along with specialized certificates, and two held bachelor's degrees. Specialization areas include the following: education, administration, finance, history, art, language, law, and policy.

The twelve private nonprofit institutions represented in my sample included institutions from the Southeast, Northeast, Midwest, and West. Three institutions were categorized as very high research institutions, two institutions were classified as doctoral institutions, two institutions were master's institutions, and five institutions were baccalaureate institutions (Carnegie Classifications of Institutions of Higher Education, n.d.). In terms of Carnegie classifications of institutional size, three institutions were categorized large (full time-equivalent enrollment of at least 10,000 students), five institutions were categorized medium (full-time-equivalent enrollment of 3,000–9,999 students), and four institutions were categorized small (full-time-equivalent enrollment of 1,000–2,999 students).

The participants in this study represent a variety of professional experiences and expertise, bringing unique perspectives to the role. A pseudonym and brief professional background of each participant is provided below. Institution and participant characteristics can also be found in Appendix A.

- **Anne.** Anne serves in a dual role as chief of staff to the president and governing board professional, overseeing strategic initiatives and government relations in addition to board governance work. Anne brings board governance experience at multiple institutions to the role and has a background in government and community relations.
- **Beth.** Beth's role is primarily centered on board governance. She has experience in board governance at multiple institutions and has previously served as a university chief of staff and director of presidential transition. She has a professional background in legal, policy, and government affairs work.
- **Carla.** Carla's role is primarily centered around board governance. She has served in her current role for almost ten years and brings prior experience in fundraising, leadership development, and alumni relations at the institution.
- **Diane.** Diane serves in a dual capacity as chief of staff to the president and governing board professional. In her current role, she also directs strategic projects and oversees government relations. She brings prior experience in strategic planning, research and teaching, public affairs, and communications to the role.
- **Ethan.** Ethan serves in a dual capacity as chief of staff and governing board professional. Ethan brings a background in student affairs, civic and community engagement, strategic planning, special events, and institutional research to his role.

- **Fred.** Fred serves in a dual capacity as general counsel to the institution and governing board professional. His background includes the practice of business law and he has prior service on the board of trustees for the institution he serves.
- **Gayle.** Gayle's role is centered on board governance. She has served more than a decade in the role and brings past experience as chief of staff to the president and various positions in corporate and foundation relations to her work.
- **Hal.** Hal serves in a role supporting presidential strategic initiatives including enhancing governing board effectiveness at his alma mater. His past experiences include elected service, public affairs, directorial roles within arts organizations, as well as prior board service to higher education and healthcare organizations.
- **Joyce.** Joyce serves in a dual capacity as senior aide to the president and governing board professional. Her role has evolved over time from executive assistant to senior staff member supporting the president and governing board, and she has served through three presidential transitions.
- **Krista.** Krista serves in a dual capacity as governing board professional and chief of inclusion and equity initiatives. She brings experience across multiple institutions in alumni and external relations, development, and communications to her role, along with a prior background leading arts organizations.
- **Matthew.** Matthew serves in a role that is primarily focused on board governance. He had previously led fundraising for the institution. Prior to his work in higher education, Matthew gained years of experience leading human resources in the corporate sector across various industries.

- **Natalie.** Natalie serves in a dual role as chief of staff to the president and governing board professional. She brings experiences from leading offices of institutional research and assessment, registrar, and financial aid to her current role.

Data Management and Analysis

Otter.ai audio transcription and field notes were used to create the data set for my analysis. Descriptive and reflective notes were taken during and after each interview to record visual details, perceptions, and emergent thoughts I generated in real time (Creswell, 2014). Upon completion of each interview, I cleaned the Otter.ai transcription while listening to the audio recording again in full. Once the interview transcription was cleaned, I deleted the original audio files to protect data privacy and imported the data into MAXQDA, a qualitative data analysis software program. Through MAXQDA, I synthesized the data via a two-cycle approach to coding. In the first cycle, I applied *descriptive codes*, where I assigned labels to topics that emerged throughout the interview, and *in vivo codes*, where I captured the participant's language in short words or phrases (Miles et al., 2020). *A priori codes* were also used, where I applied a set of codes identified in advance from the literature review and from my theoretical framework (Miles et al., 2020). In the second cycle, I conducted *axial coding*, grouping codes into larger categories or concepts as patterns in the data were identified (Miles et al., 2020). I conducted initial coding upon completion of each interview so that the interview protocol could be adjusted as necessary to pursue themes as they arose (Creswell, 2014). To synthesize and make meaning of the data, I maintained an analytic memo within

MAXQDA that recorded my synthesis development and included summary notes, thoughts and ideas, emergent themes, and possible future directions (Saldaña, 2016).

To protect participant privacy, I assigned a pseudonym to each participant, and I maintained a separate list that links identifying information noted above to the participant's pseudonym for the purpose of conducting member checks upon initial findings. I deleted these identifiers once data collection, transcription, and member checks were complete. The coding system/master list is kept on a password protected computer that only I have access to.

Credibility and Trustworthiness

To enhance credibility of my research, I deployed three methods: peer debriefing, participant review, and researcher reflexivity. Lincoln and Guba (1985) advocated for peer debriefing with a neutral party for a number of reasons. First, it is used as a way to confront the researchers' biases and processes, and accuracy of data collection and interpretation. Second, this method provides for enhanced development of emergent themes and validation that the researcher's analytical direction is defensible. Finally, this process allows for the researcher to process through any personal opinions and biases and to devise strategies to reduce personal influence in the process (Lincoln & Guba, 1985). To use this method, I asked a "critical friend" to incrementally review my research design, findings, and outcomes and provide feedback to ensure my analysis was data informed and that my biases were considered and mitigated in my findings (Marshall et al., 2022, p. 12).

Participant review, also known as member checking, is considered the "most crucial technique for establishing credibility" (Lincoln & Guba, 1985, p. 314) and

involves the respondent's feedback to ensure accuracy in the researcher's interpretation of the findings. During each interview, I took detailed notes and asked clarifying questions to ensure I was accurately interpreting their intended responses and have gained clarification on record. Immediately following each interview, I listened back through each interview and cleaned the transcript data. Once data collection was complete, I shared my initial findings with participants with the option to provide feedback if desired.

Researcher reflexivity is a tool used to enhance credibility and involves critical reflection throughout the research process (Lincoln & Guba, 1985). Thorough record keeping is one way to achieve reflexivity, and I sought to enhance trustworthiness of my data through the use of MAXQDA to log all raw data, field notes, data synthesis processes, and themes as they emerge. The use of thick descriptions in my research design and findings provided strong rationale for how I progressed through my research and arrived at my conclusions and allowed for reflexivity to take place at each step throughout the iterative research process (Marshall et al., 2022). Consideration of my personal worldview and how my biases might influence the direction of my research was a critical component of practicing researcher reflexivity.

Researcher Positionality

Marshall et al. (2022) recommended a "reflection on [one's] own identities, as well as [one's] sense of voice and perspectives, assumptions, and sensitivities" when designing a research study (p. 131). My interest in studying the role of the governance professional comes from my own experience serving as chief of staff to a university president. My experiences have given me insight into the interplay between staff and key decision makers, how information is shared, how decisions are made, and the relevance

of the social and environmental context in institutional decision-making. Given my perspective of the shared nature of chiefs of staff and governing board professionals in interacting with senior administrators and board members, I believe that the board professional position is important and worthy of empirical study. However, I recognize that my experiences could lead to assumptions within the study that render biases in my data analysis and findings.

In the chief of staff role, I serve as the president's liaison to the university foundation boards, university system board of trustees, and other internal and external stakeholder groups. My career began in politics as a staffer on Capitol Hill and in various administrative and communications roles. My career then led me to serve in various advocacy and government relations roles; positions that have required me to advance my skills in making assumptions about the motivations and agendas of others and guiding others toward certain opinions and actions that align with a desired outcome. While these skills are valuable in my professional life, I recognize that, as a researcher, I must take measures to prevent biases that risk skewing how I perceive my participants' perspectives.

A researcher's positionality can impact all stages of the research process and can change based on situation and context (Holmes, 2020). To minimize subjectivity and to ensure credibility of my research, I reviewed my positionality statement at each stage of the research process. I maintained a journal where I reflected upon how my biases may play a role in my approach, interpretations, and outputs. I also engaged in peer debriefing to ensure that I was considering all biases and accounting for limitations that may not be self-evident.

Conclusion

This study used a qualitative approach through semi-structured interviews to understand perspectives of governing board professionals with regard to their role and influence on institution-level governing boards of higher education as well as challenges faced in executing the functions of their roles. This study aimed to expand our knowledge on governing board professionals, contribute to the larger body of literature on board governance in higher education, and provide valuable insights for leaders who are considering how to utilize governing board professionals to enhance governing board effectiveness.

CHAPTER 4

FINDINGS

I interviewed twelve governing board professionals at independent, nonprofit institutions of higher education to understand dynamics of the governing board professional role in governance. The data collected in this basic qualitative study reveals that governing board professionals perceive their role as instrumental to effective governance of higher education institutions. I found three distinctive themes that embody the nature of this position. First, governing board professionals are responsible for the operations and logistics of board governance activities. Secondly, board professionals leverage knowledge and their position for the strategic management of board governance. Finally, board professionals navigate the complex landscape of relationships with diverse stakeholders to facilitate board governance. Background information is first discussed below, which offers essential context and understanding for the subsequent exploration of themes.

Participants in this study shared broad perspectives of their roles and discussed the varied pathways that brought them to their current positions. Respondents highlighted the overarching goal of their roles, which involves aligning and assembling various elements within the institution to ensure the success of their board. For example, Krista viewed the university landscape to be a tangled web that she “knits together” for the board to be equipped to make informed decisions for the institution it serves. Governing board professionals expressed a profound recognition of the significance of their roles,

characterized by deep admiration and respect both for the position itself and for the trustees and institution they dedicate their time to serving. Carla said:

I believe that the secretary of a board of trustees is highly influential, and therefore, with it comes a lot of ethical responsibility. So, I spend a lot of my time, really everyday thinking, “Is this what is best for the board?”

Gayle smiled when she declared that she has the “best job at the university.” She went on to explain that no one sets out to become a governing board professional because it’s not a widely known or understood job, but “once you are in it, no one leaves it.” Similarly, Carla shared that she initially turned down the offer to become the board professional for her institution because she loved her previous role. When they came back and asked again, she agreed to do it and now she said, “I do not see myself ever leaving this role.”

Pathways to becoming a governing board professional are myriad, and the role is deployed differently across institutions based on organizational and leadership structures as well as expertise and skills of the individual who sits in the board professional position. In this study, eight participants served on the senior leadership team for the institution; four participants served in dual roles as chief of staff to the president and governing board professional; and three participants served only in a formal reporting capacity to the board chair. Regardless of the position’s reporting structure within the organization, all participants acknowledged that they have a duty of service and care to both the institution and the governing board.

The governing board professionals I spoke with bring a wealth of knowledge and expertise in higher education to the role. Most participants reported having personal ties to the institution they serve, whether they graduated from the university, have been a

longtime employee, or were previously affiliated with the institution in another way. They boast a range of professional experiences in various areas within the higher education sector: government and community relations, alumni relations, legal and policy work, strategic planning, public affairs and communications, institutional research, fundraising, and financial aid. They also bring varied expertise from outside higher education: leading arts organizations, corporate human resources, elected service, law practice, healthcare and arts board service, and public affairs. Krista summed up what brings together individuals in this profession:

Everybody has a different path that comes into this role, and that to me is what's so fascinating about it, and yet we come to it and we bring organizations skills, creativity skills, people skills, motivational skills. Those are the commonalities that we bring to the job, and then we make it our own in different ways because all of these roles are really different.

Although their experiences and pathways to the role are varied, participants spoke consistently of three main facets of their roles, described in detail below.

Operations and Logistics

Governing board professionals shoulder an array of responsibilities that collectively enable the board to fulfill its fiduciary duties. One theme that embodies the work of governing board professionals was found to be managing the operations and logistics of board governance. Operations and logistics include activities, processes, and protocols at the core of day-to-day functions of governing board work. These responsibilities encompass a spectrum of areas, including the coordination of meetings

and governance activities, quality control of board processes and records, adherence to policies and laws, and mitigating risk.

Coordination of Meetings and Governance Activities

Governing boards hold regular meetings to make important decisions, set policies, and oversee the institution's affairs. The governing board professional's work in managing operations and logistics includes scheduling meetings, ensuring quorum, preparing agendas, and coordinating the participation of board members. Aspects of these activities also extend to organizing subcommittee meetings, retreats, and ad hoc gatherings that contribute to effective board governance. Anne described this work as "making sure the trains run on time." Similarly, Carla summarized this work:

What I spend most of my time on, is everything related to board management and board governance. So, our Board of Trustees has nine standing committees that meet. Almost every month, some meeting is taking place, plus the full board meetings that occur three times a year, and everything that those committees do is channeled through our office to ensure that the board is fulfilling its fiduciary and governance responsibilities and advancing the management priorities according to our bylaws and our charters that define the work of the Board.

Many participants commented on the challenge in navigating the calendar and coordinating schedules of high-profile board members. Gayle shared that her team schedules approximately 300 meetings per year for the board, and it takes two full-time schedulers to accomplish this. Matthew said:

We have 27 board members. I'll send out the meeting dates or other information, you know, and immediately, "Well, that's not going to work for me." So, that's part of it. Some people require a little more hands-on than other people.

Participants conveyed their responsibilities in scheduling meetings, coordinating board

members' participation and developing agendas to be important and necessary work in supporting board governance. Additionally, they described overseeing the complex process of bringing decisions before the board, which involves navigating committee approvals, timelines, and board platform management to facilitate informed and efficient decision-making.

Quality Control

Governing board professionals oversee preparation and development of the meetings themselves, including the creation of the agenda and procurement of information to be shared with the board in advance of and during the meetings. Anne said, "I work directly with the president and the board chair to determine what presentations that we're going to make, how we're going to think about those presentations, and how those topics connect to bigger pieces." Ethan described his work with the various vice presidents in preparation of meeting materials for the board:

My role is to work with the different vice presidents on the meeting preparations.

So, they give their presentation to me, and I ask questions as if I am a board member. I read all the materials in advance to make sure that we have a solid slide deck and supporting arguments. I do a lot of smoothing work before it goes to [the

president] so it's an easy "yes" from [the president] before it gets to the board.

And some of that is smoothing of a contentious issue and reinterpretation.

Before an agenda item goes to the full board for consideration and a vote, it must go through appropriate committees first as defined within the governing board's bylaws. I observed that board professionals leverage project management skills to oversee and coordinate complexities of bringing decisions before the board. Carla described this arduous process:

To give you an example, we're standing up a committee that's going to shift some of the ways in which the board fulfills its authorities. And so, there are documents that need to be amended related to charters. There are approvals that need to be made for the membership of those committees. There are communications for several of the committees on our board that have to be engaged. There are targets for when there'll be presentations that will land on actual agendas and what those approvals look like. I take all of it and I put it into a framework that I present to the president and to the appropriate board members for their input. "Hey, have I missed anything? Do you want any adjustments to this timeline?" These are the areas that we've got to tackle in order to solve a problem or get to an outcome that the board wants to deal with. So, I drive all of that, and once I get their approval of that, they expect me to develop it.

Fred described a similar process:

Ushering decision items through the proper committee, making sure the right votes are occurring, making sure that issue gets teed up properly on our board

platform, you know, making sure the information's all there. And then, ultimately, getting it onto the agendas and getting to a vote.

As part of their responsibility in managing the operational and logistical aspects of board governance, governing board professionals ensure the quality, accuracy, and effectiveness of board processes and records. They work to ensure that board meetings are conducted efficiently, discussions are well-structured, and that decisions are made with due diligence and adherence to established procedures. Carla detailed the process of curating the agenda and informational materials leading up to board meetings:

Our office is responsible for the final quality control of any meeting of the board, the committees included, so nothing can be posted to the board's portal without our office overseeing that and making sure it all looks right. We have a pretty intense process around editorial review to ensure that anything that the Board of Trustees looks at is consistent.

Ethan discussed his role in record maintenance, "I oversee individual trustee files, making sure that we have accurate contact information, sharing meeting agendas, meeting plans, all that kind of thing." He went on to say, "I'm also responsible for making sure that all of the board minutes are maintained, taken well, that our meetings are planned and executed well." Carla further described her process of meticulous record keeping:

We oversee the protocol. We make sure we have the quorum. We communicate with the chair on where we are with that. We do follow-up as needed, and we record the outcomes. We oversee the scribe who takes the minutes... the minutes to have to go through our internal process. And then, any of the outcomes, the

decision-making that occurs in those meetings, we work with the appropriate offices to make sure that the right folks are informed, that they've got approval. She went on to share that accurate records serve as an official historical account of the board's actions and are vital for future reference, audits, and legal matters.

The responsibilities of governing board professionals encompass aspects of quality control, including maintaining the consistency and accuracy of meeting information and materials, ensuring that agenda items have undergone the necessary processes and approvals, and maintaining detailed records of governance activities.

Adhering to Policies and Mitigating Risk

Adherence to policies and laws was reported to be a crucial facet of operations and logistics that falls under the governing board professional's purview. As Natalie pointed out, “[the board] looks to me to know what’s in the bylaws.” Joyce provided an example, describing her role during an organizational restructuring of her board as “streamlining the bylaws, rewriting the committee charters, and getting those steps defined and organized so that come our fall board meeting when they approve all these things, we can move seamlessly into the new structure without any gaps in necessary government documents.”

Several interviewees discussed their role in assessing potential risks, developing strategies to mitigate them, and ensuring ongoing monitoring to maintain a resilient operational environment. Hal referred to the governing board professional's role as the “chief risk and compliance officer.” He described risk management as something that was “embraced” by his board as a tool that helps them ensure they are meeting their fiduciary obligations. He recounted his role in putting structures in place, including

meticulous record keeping, to ensure that all decisions and actions taken by the organization are well-documented in order to facilitate accurate historical referencing and accountability assessment. Fred likened his role to “watching the baby.” He said that if everyone is watching the baby, then no one is watching the baby, so it’s his job in particular to ensure that “actions are not ruled invalid because we didn’t do it the right way.” Similarly, Carla highlighted the importance of risk management:

It’s a high stakes job, right? We can’t make any mistakes. We really can’t. By the time we bring something to the board, it has to have gone through a rigorous process to make sure that it’s accurate, that we’re providing the level of detail that’s required for the board to make an informed decision, and that we’re meeting all of the expectations of what is required of the board.

Compliance with policies and regulations is a vital aspect of operations and logistics

within the scope of responsibility of governing board professionals.

Summary

Participants in this study described the nature of their role in ensuring the effective management of the day-to-day management of the operations and logistics of governing board work. Governing board professionals set and maintain the meeting schedule and ensure proper cadence of governance activities, including agenda planning, board information sharing, and meeting execution. They also ensure quality control, consistency, and accuracy of agenda items and supplemental materials that go before the governing board. Additionally, they shoulder the responsibility of ensuring compliance with relevant laws and policies while actively mitigating potential risks.

Leveraging Knowledge and Position for Strategic Management

Beyond the day-to-day functioning of the board, findings show that governing board professionals play a pivotal role in ensuring that boards are effective in shaping the institution's long-term future. Diane astutely summed up the board professional's role in this way:

You need to be able to think both operationally and logistically as well as strategically in terms of what it is the board needs to know in the big picture to keep them out of the weeds but focused on strategy.

The strategic work of board professionals begins at the start of a board member's journey with board member selection, providing guidance to the board that shapes the composition of the governing body and ultimately their collective decisions. Through orientation and onboarding processes, information sharing, and curated discussions, governing board professionals have autonomy and authority to decide what insights are shared with the board and how to equip trustees to make decisions. As trusted advisors, they provide strategic guidance and serve as a repository of knowledge and expertise. They are also instrumental in setting and driving the strategic agenda of the board, facilitating strategic discussions for the institution's sustained success. The strategic management of governing board professionals is integral to the future planning and development of boards, aligning their efforts with the long-term goals of the institution.

Shaping the Governing Body

Identifying and selecting board members is a critical responsibility of governing board professionals. They play a pivotal role in curating a list of individuals with the expertise, experience, and dedication required to effectively serve on the board. Gayle

described the process of curating the board pipeline as one of the most important responsibilities she has in planning and preparing for the long-term success of the institution from a revenue and strategic planning perspective.

This process involves identifying potential candidates, assessing their qualifications, and aligning their skills with the organization's needs and strategic goals.

Beth described the process at her institution:

Who's coming off the board and what the board composition will look like theoretically should inform who then is selected for the upcoming year. So, like year to year, it's like, "Who are we losing? What do we need in terms of gap in experience and background?" Longer term, I partner with the fundraising and alumni team because their team is really shepherding friends of the university.

Similarly, Krista shared her process:

Individuals can be identified by a board member, it can come from me, it can come from our Vice President for External Relations and Institutional Advancement. Her team is also comprised of parent engagement and alumni engagement. So, they might identify families that might be very interested in the college and who might be a prospective board member. Our self-perpetuating board member selection comes through the trusteeship and governance process.

Governing board professionals report that they play a role in ensuring that diversity, both in terms of skills and backgrounds, is considered to foster a well-rounded and inclusive board. Hal discussed the importance of having a well-rounded composition by offering an example where a small group of board members were behaving in a way that was perceived as misogynistic by female board members. He said:

You've got to have a productive space. And the fact of the matter is, if there's acrimony, it's not as productive as it can be. But that's why gender balance is important on a board. That's why age balance is important on a board.

Joyce described why board selection is so important to her institution:

Having trustees who are alumni who say, "Back then, we did X" and they won't budge. Those aren't the people you want on the board. You want respect for tradition and history but you also have to have a sense of not only what today's students need but what tomorrow's students are going to need. So, you have to be forward thinking while understanding what your culture and your mission are and how they came to be.

A governing board professional's expertise in identifying individuals who can contribute to the organization's mission and objectives helps to shape the composition of the board, ultimately influencing the institution's governance, decision-making, and long-term success.

Educating Board Members

Once new trustees are elected by a vote of the board, governing board professionals described setting expectations and accountability metrics for the new trustees. Fred described this early phase of trustee relationship management as a critical step:

As soon as they're appointed, I get in touch with them right away. I set them up with meetings with current members so they understand the position they're about to get elected into. I go visit each one of them personally in their hometown, even if it means traveling across the country for a two-hour meeting. And I sit with

them, and I talk to them about their responsibilities in a really friendly way, about big issues that they're going to be expected to tackle when they arrive, and about what I call the principles of being a great trustee.

He went on to explain why this matters:

And I think what that does is build a moment of respect and recognition for who you are and what you do. And my president isn't there for those meetings; it's just me. If you don't do that, you will be treated as what the common world thinks of as a secretary.

Hal described why it's important to begin educating board members right away:

Let's say their term is eight years with three full board meetings a year. That's 24 actual meetings, not counting committee meetings, and so forth. Are we content to write off the first three or four meetings because they don't have a strong grasp of the issues? No, we want them to hit the ground running. We want them to dive right in. That benefits us in a lot of ways.

Orientation for incoming board members is a key tool in the governing board professional's toolbox to enhance education and preparation. Many interviewees referred to utilizing a flipped classroom style of orientation where board orientation briefs are sent out in advance to new trustees that provide information on the institution, the board itself, and the trustees' role in governance. Historical and contextual information are provided in the briefs, along with administrative information having to do with accessing the board's portal and meeting cadences. Participants highlighted the strategic importance of providing pertinent information to board members in advance of their orientation sessions, allowing for more time spent on relationship building and discussing matters of

critical importance. Krista shared that the goal is to “[provide] them with the foundational knowledge, some background, and a level of comfort easing into this new role.”

This proactive approach lays the foundation for more productive and meaningful discussions during sessions and maximizes the value of the board's time by ensuring that every moment during orientation contributes to their preparedness and ability to fulfill their governance responsibilities effectively. Anne discussed topics chosen for discussion during orientation for her board:

It’s been really fascinating. The first one was really about how well students are prepared for the workforce and, of course, these are all people who own their own company or high-level in a company or who are retired from business and industry primarily, so they have tons to add to that; where they see opportunities, where they see challenges.

Anne further went on to offer an example where a board member with a background in banking offered a perspective on how the banking industry perceives workforce preparedness, and a trustee with a marketing background offered a different perspective. Joyce described bringing in students to help board members understand the gravity of their role and the impact of their decision-making on the lives of students. She said:

There has to be a way for trustees to, in a sense, touch, feel, what the institution is about and what it's delivering. So, you bring students in to talk to them. You give them the opportunity to hear from students on how the institution has changed their lives because they have to understand, it’s not something that's ethereal that they're doing. You know? They're really making a huge difference.

Participants also acknowledged that connecting the board to the institution serves many purposes. Hal provided a recent example where one of his board members gave \$40 million to the institution—its largest gift in history—largely because of experiences with, and connectivity to, the university. Hal also described the benefit of educating board members on governance as a tool to keep them from slowing down the process. He said, “If they don't understand governance, they can create havoc.... Trustees, with the best of intentions, can increase drag and slow you down.” Similarly, Diane spoke at length about creating a board culture that leaves ego at the door and asks questions about why things are the way they are. She shared that her board is made up of brilliant CEOs, but operating a business doesn't always translate to leading higher education, so she is working to educate her board on the nuances of higher education. She went on to say:

And 90% of the time, the reason is the fact that the constituency is a lot bigger than they realized, right? It's not just about whether this will help students. You still have to deal with the faculty, the fact that this campus is in a community where there are neighbors, alumni. Then there are people who work here, whose relationship with the institution is very different. So it's easy to say, “Well, it's our customer.” But they don't realize our constituencies are a lot bigger than that. The same kind of segmentation that you could do for selling widgets is not the same thing that you could do here.

Advising the Governing Board

With their comprehensive understanding of the organization's mission, objectives, and industry landscape, board professionals provide a knowledgeable and impartial perspective to the board. Krista discussed the importance of understanding an issue fully:

Number one is ensuring that I have acquired the information that is needed for both of those individuals or subsets to be successful. So, that means constantly, whether it is reading, educating myself, reaching out to individuals, understanding what's going on. That is so vitally important.

Similarly, Ethan expounded on this point:

You have to know at least a little bit about a lot of things. Because this board member can be very focused on athletics, this one on the performing arts, this one on engineering, you need to be able to talk to each of them about what is most important to them. And so, you need to know a little bit about all those things and be able to make connections across those subject matters.

Board professionals' knowledge base, perception, and foresight—combined with their reputation as a trusted and knowledgeable advisor—enable them to analyze complex situations, identify potential opportunities and challenges, and offer informed recommendations. Hal described how he advises the board when taking up major issues:

I say to trustees, “When you take up a major issue, you need to be doing two things. Number one, you need to be thinking 10 years, 20 years, 50 years down the road, and how does this impact our mission and what we think our mission to be?” Because if we can't tie the two together in that way, then is it worth doing... And so that's point number one, exercise foresight. And then the second thing I'd say is to exercise insight. So, even if it's going to be wonderful that you and I decide to open a medical school on our campus, and 40 to 50 years down the line, yeah, that's great, the insight is there. But knowing what your college or university is, does that actually make sense for your college and university to do

it? It might be great abstractly to have a great medical school on campus, but it's not who you are and what you want to be and what you stand for, are those resources better placed elsewhere?

A poignant example of advising on a major issue was described by Natalie, who recounted a pivotal moment when her governing board confronted the challenges of the COVID-19 pandemic. The board was faced with the task of devising a plan for educating students safely while maintaining the fiscal viability of the institution. Amid these discussions, an unexpected setback occurred when the institutional president fell ill and was rendered incapacitated during a critical decision-making juncture. In the president's absence, Natalie assumed a leadership role collaborating closely with the board chair and academic deans to form a strategy that would guide the institution through the ensuing months of the pandemic. Natalie's narrative serves as a testament to the esteem and respect she had garnered within her role.

A number of board professionals I spoke with discussed the importance of their role in keeping the board operating at a strategic level. Diane discussed finding one-on-one time with individual trustees to educate them on issues of individualized interest and help direct their energy to the long-term strategic view. Hal shared that his role as a board professional is to help the board stay out of management of the day-to-day operations, but to stay at the "proper altitude," noting:

When it comes to trustees who are not serving in their role effectively, perhaps they're getting too far into the weeds and, you know, think that they should be managing the college, it's my job to go talk to them and explain to them that they're not exercising good trusteeship.

Ethan shared that governing board professionals are responsible for having discernment about what is important for the board to know, intuition about timing of when a board needs to be briefed on an issue, and instinct regarding what level of information to share with the board. This balance is necessary to ensure the board remains well informed while operating from a strategic vantage point. Joyce provided an example of sifting through information, determining what is relevant for the board to know, and organizing relevant content in a consumable way. She said:

I gathered information and presented it so that it was clear to them and they didn't have to wade through buckets of it. I organized it so that there was a consistent way of looking at the information, so kind of identifying what are the questions, how did each of these institutions answer the question, and presenting a grid so that they could look at it to help them as they worked through.

Joyce articulated her value in helping trustees understand shared governance structures as they were preparing to undergo an institutional strategic planning process. She provided expertise and knowledge to the board to assist them in navigating institutional policies and politics to ensure the process was carried out successfully.

Board professionals spoke about serving as subject matter experts in helping the board navigate governance processes. Natalie recalled a recent scenario where she aided her governance committee chair on succession planning:

Our governance committee chair is actually trying to think ahead to succession planning. And so, a lot of questions about how the terms work, where people are in their terms, who can be re-elected when, what are the right skills for the board, how do we assess a board chair.

Fred shared that he has to be able to answer the small questions to build trust so board members come to him with the larger questions. He elaborated:

It can be a governance question; it can be a dumb question, like, what time is dinner? You know, it's anything imaginable. But on the more important scale, it's governance questions, it's historical context questions, and it's also present context. Sometimes a board member is sitting in a room and they're saying, "There's something going on here and I just don't get it."

Matthew shared an illustrative incident when unionized faculty staged a picket outside a board meeting. His understanding of the underlying issue enabled him to effectively communicate to board members the reasons behind the protest and the broader context of what was happening within the institution.

Participants described the importance of continuously learning and staying up-to-speed with current issues. Anne described starting each day by reading the *Chronicle of Higher Education* and *Inside Higher Ed* so that she is prepared for a board member to ask her a question about something they have read in the news. Joyce shared her thoughts on being a lifelong learner:

Being a board professional requires a great deal of flexibility. It's not for the individual who isn't willing to consider alternative points of view. It's kind of like looking at the question from all possible sides. You know, certainly, I'm not talking about principles of right and wrong [laughter] here. But you have to be forward thinking while understanding what your culture and your mission are, how they came to be, you know, and then how best to move forward.

Setting and Driving the Strategic Agenda

Governing board professionals described their roles in shaping and advancing the strategic work of governing boards, ultimately driving the long-term strategic direction of their institution. Fred describes his role in strategic agenda setting:

I sit in senior staff; the president's cabinet. We talk about the strategy, we talk about the initiative. We make sure we've got our strategy right and the framing right. And then my job is to make sure that when the materials get to the board and when we're having discussions about this, the foresight piece is there and evident in the materials, the insight piece is there and in the materials, so the board can have a good discussion about that and they're up in the important strategic space.

Fred evidenced a crucial part of his role in shepherding the strategic direction of the institution. Through materials that are presented to the governing board, Fred directs the board's attention toward elements of importance, with relevant information and data to support the discussion, enabling the board to engage in substantive deliberation at the strategic level. By keeping the board focused on the bigger picture and strategic objectives, Fred ensures that their time is spent productively in alignment with the institution's long-term vision, effectively guiding its trajectory and decisions.

Hal pointed out that governing board professionals must both respond to immediate needs and demands and ensure the board also is thinking about long-term mission and goals. Regarding content, respondents discussed their role in bringing experts and data forward that tell a story and show a larger picture of the issue. Joyce described the strategic nature of her work in forming a meeting agenda. She said, "I'm

drafting agendas so I'm driving how the board approaches things. Just by changing the order of how I write an agenda can change the way they come at something.”

Driving the strategic agenda involves understanding where board members sit on various issues and working to gain board buy-in. This understanding enables board professionals to tailor their communication and engagement strategies to the diverse perspectives and concerns within the board. Anne shared:

We're always reading the tea leaves about what's going on. We're understanding how to achieve the goals, when to push forward, and when to pull back a little bit or how to come at something from a different angle.

Krista discussed her role as a “prognosticator” and being able to anticipate what issues may arise. She said:

In terms of the board itself, I'm a prognosticator so I need to be able to peer around corners and see what's coming so that I can help the board chair and the president also.... I'm always trying to think ahead with the board chair on issues that might be coming down the pipeline in areas where the board can have an impact and could help to support and advance the president.

Joyce shared a similar perspective:

I will see something or if I'm aware of something, you know, that that's going the wrong way or that could go the wrong way, I will certainly bring that forward. And because of the length of time that I've served, I'm aware of personalities, I'm aware of the hotspots. I can draw attention to a potential situation with a trustee where there's a sensitivity that other leaders may not know about.

Beth elaborated on her responsibility for staying attuned to the conversations taking place among trustees, foreseeing potential issues that could emerge for consideration by leadership or for broader discussion. She highlighted the importance of understanding the dynamics of trustee interactions. She emphasized:

How are they, the trustees, engaging with each other and sharing information with each other, but then also, how is that getting to the right people in leadership and just making sure that, as we build up to big decisions or inflection points, the right things have been shared in the right way with the right people.

Gayle spoke about the importance of “multiple bites of the apple” in driving the strategic agenda. To illustrate her point, she gave an example of a time when she wished she would have navigated an issue differently. In this scenario, the institution went to the board with a funding request for a building renovation. Because it was a seemingly simple and straightforward request of the board, she recalled not socializing the project to a degree that she should have. The renovation ended up costing double the anticipated amount, and the board felt blindsided by the final cost and confused about how it happened. Gayle recalled that she wished she would have briefed the board on the front end, invited them for a tour of the facility, and then updated them along the way as issues arose and costs were rising so that when the final number came to fruition, they would have had a level of awareness. She emphasized the significance of furnishing the board with an executive summary for agenda items, including historical context and background details. This summary serves as a valuable tool to refresh the board's memory regarding prior discussions and previously reached agreements.

Diane shared an example of driving board strategy around the topic of student mental health. She facilitated discussion about the issue in multiple committees before it came to the full board for a discussion and decision. She went on to articulate her strategy in doing so:

We had individual committees have that conversation. Then we had the whole board have the conversation. When you have 35 people [on the board], at least if you have three committees who've gone through the topic, it actually is reifying and you're building on past conversations as opposed to starting from scratch.

Anne discussed the critical importance of serving at the senior leadership level in enabling this role's effectiveness in setting and driving the strategic agenda. She shared:

If I'm not at the table, I can't tell you, "Hey, that's not going to cut it with this trustee." I can't tell you, "These are the issues that the board is talking about. These are the issues that the leadership team is talking about. We're miles apart on those things. We have to figure out how we're going to come together." And so for me, it's about knowing the institution and being engaged enough in the conversations that you can spot these issues. You have to be perched in a way that you can see like, "Oh, this is coming down the pike." And you have to be in the room for those conversations to be able to do that.

Summary

The data highlights the strategic nature of governing board professionals' roles. Participants described their role in board member selection, carefully choosing individuals with diverse expertise and perspectives to ensure that the board possesses the necessary skills to lead the institution effectively. Through orientation processes and

ongoing education initiatives, they equip board members with the knowledge and insights essential for informed decision-making. They serve as trusted and knowledgeable advisors to the governing body, offering guidance to help board members navigate complex issues and challenges. Finally, they support governing boards in setting and driving the strategic agenda by facilitating topical discussions and anticipating and addressing possible areas of interest or concern in order to lead boards toward outcomes that contribute to their institutions' long-term success.

Building and Navigating Relationships

Managing key relationships is a central aspect of governing board professionals' roles that underpins all facets of their work, enabling effective operations and decision-making. Participants delineated the relationship-management aspect of their roles into two broad categories. First, they cultivate a strong network of professional relationships with key stakeholders, enhancing their capacity to work effectively on behalf of the governing board. Second, they facilitate the board's relationships, including fostering interpersonal connections among trustees and managing interactions between the board and various institutional stakeholders. The relationship management aspect of their role entails not only forging strong connections with board members, institutional leadership, and external stakeholders, but also includes harmonizing divergent interests and ensuring effective communication.

Building Strategic Partnerships: Cultivating Key Stakeholder Relationships

The role of governing board professionals in building strategic partnerships and cultivating key stakeholder relationships is foundational to their effectiveness in advancing the institution's mission and objectives. Participants elaborated on building

strong relationships with trustees, the university president, and the board chair.

Additionally, respondents spoke of effective communications as the means through which governing board professionals foster and uphold trust-based connections among key stakeholders.

Trustee Relations

Board professionals hold a crucial position as the primary institutional liaison for trustees. Respondents revealed that they view their role as fulfilling a duty of care to the board of trustees by ensuring that every trustee is armed with the necessary information and resources to effectively execute their responsibilities as board members. Anne summarized her obligations the board:

I'm the confidant for board members. They obviously have a direct line to the President as they need to and they should, but I'm there to really kind of amplify that. The first person I ever worked for would say, "the care and feeding of the board." You know. If we don't do a good job setting up our meetings, if we don't have a comfortable space, if we haven't met their needs, if in between meetings we're not communicating, if they don't feel like they're connected to the institution, I've not done my job. And so those are all the things at the meetings and then in between. Information I'm trying to feed them, meetings that we're setting up to give briefings on things. Part of my role is to say to the president, "Hey, you need to let the board know about that."

Trustees frequently rely on these professionals for a wide array of matters and inquiries that may extend beyond their direct scope of responsibilities. Many respondents emphasized that board members approach them when they may not feel comfortable

seeking guidance from others, highlighting the crucial element of trust in this professional relationship. Ethan elaborated on this dynamic:

To be effective in that role means that the board feels that they can trust me, that they can ask questions, and then, I'll get back to them with an answer and that they can trust the answer that I give them. That they can trust that I will let them know if there is something they need to know. So, it's kind of a two-way communication, that they know they can ask me any question that they are curious about, that they need an answer to, and that I will make an effort to communicate with them if there is something I think they need to know.

In a similar vein, Natalie emphasized the significance of cultivating personal relationships with board members as a means of staying attuned to their individual perspectives and viewpoints on various issues. By fostering these personal connections, she found that it allowed for a more nuanced understanding of each member's stance, facilitating effective communication and alignment on critical matters within the board's purview. She said:

I do think an effective board professional is one that helps everybody stay on the same page. I listen to the trustees and make sure the board chair and the president know what's in the trustees' heads because sometimes they'll tell me things they won't say out loud in meetings. So, I think really effective is helping everybody understand their role, what's on each other's minds, how they work together as a whole on college priorities and being on the same page with the college's strategic plan and strategic priorities.

Respondents viewed it as their responsibility to ensure that trustees feel engaged and connected to the institution. A few interviewees commented on their role in facilitating those relationships and ensuring that all perspectives are heard. For example, Krista said:

We also want to make sure there's an opportunity for all voices to be heard and perspectives to be heard. And if you haven't established those relationships, there's always going to be somebody who's quieter, and somebody who's probably more verbose and has more to say. So, you have to find that balancing act, and part of that is a board chair conducting the meetings, and some of that is me behind the scenes, having trusted relationships with board members where I can have candid conversations with them, or encouraging conversations with them, especially our younger board members.

She further expounded on her relationship with younger board members:

For example, our recent graduate trustees. I always meet with them and say, "Look, you have one vote just like everybody else has one vote. Your voice is as important as everyone else's voice. So, I really want you to take a step back, listen and learn, but also participate because it's going to be very important."

Participants in the study acknowledged the existence of challenging dynamics when working with certain board members. Trustees are often high level executives with busy schedules and limited time. Beth discussed the importance of having a highly competent team who can manage high powered individuals with intimidating personalities. Matthew and Carla spoke about the challenges in getting board members to respond on items of necessity. Carla further shared:

In higher education, there's always a handful of your problem children who just don't do what they're supposed to do. So, you know, I have a few of those who are kind of important executives that I cannot stand having to follow up to get stuff from. That drives me really crazy. After going on 25 years, I just don't have any more patience or tolerance for it. Do your job. [Laughter] Be responsive.

Another challenge articulated by board professionals pertains to the delicate task of handling confidential information entrusted to them as a result of their close relationships with trustees. Carla provided insights into this challenge during our discussion:

I'm being told information constantly by management and by the board, and how I compartmentalize that and also make sure that there's no risks is a constant part of my job. So, the board chair may tell me things or a trustee may tell me things that I cannot share with members of management, but nonetheless have impact or issues around it. So, navigating that is also a huge, huge part of sort of the challenges that I was trying to describe.

Participants recognized that navigating interactions with these individuals can pose particular complexities and require a delicate approach. This acknowledgment suggests an awareness of the nuanced interpersonal dynamics that can arise within governance structures and highlights the importance of effective communication, conflict resolution skills, and diplomacy in managing such situations. It also underscores the need for board professionals to employ strategies that foster collaboration and constructive engagement even in the presence of challenging personalities, ensuring that the board's overall effectiveness is not compromised.

Relationship with the President

There was consensus among respondents that establishing and maintaining a trusting and supportive relationship with the institutional president is essential for the effective execution of their duties. To that end, Anne shared:

That relationship, I think, is what's most important. If you get a president who is trying to keep you at arm's length because they're intimidated by, or they're concerned about, or they're scared by a relationship that you have with the board, you're not going to be effective no matter what your title is, or even if you're at the leadership table because that president's not helping you be effective. That partnership with the president is critical. The partnership with the president is even more important than the partnership with the board chair or the board in my estimation to really be able to do our jobs well.

Similarly, Beth commented on the necessity of the president and his chief of staff's support in her being able to influence others:

I would say the trust and support of the [president] is huge. None of these other leaders report to me, but I'm asking them to do things on behalf of the [president] or on behalf of the board and knowing that the [president] is behind me is really, really critical. So, the relationship with him and his chief of staff is really, really important.

Carla shared that her president prefers to be kept out of the weeds and trusts her to make proper judgment calls and inform him when necessary. She further commented on the need for a trusting relationship between the board professional and the president:

I need to know that the president has 100% confidence that I'm doing a great job

at managing the board and bringing to him the issues around which he's got to be informed or involved and not question that or second guess that. If I had to go back constantly to reassure him that we were getting our job done or I was handling it in the right way, it would be an impossible position for me. What I need is for both the president and the board chair to know that I am providing the best possible support to both of them and to the board.

Matthew spoke about his role in managing issues that pop up. His president trusts him to handle issues of the day, and his broad perspective of the institution affords him the knowledge and relationships to effectively handle a range of matters. He said:

If it's something of a serious nature, I'll bring it to the president's attention, but nine times out of ten, I'm either responding or being the traffic manager in terms of "Okay. This is more of an academic issue," or, "This is more of an athletics issue," or whatnot, and just making sure that those loops get closed.

He further explained that board members expect expediency, and he must have these things to be able to be responsive to their needs.

Relationship with the Board Chair

Board professionals commented on the close and trusting relationship they shared with their board chair. Anne commented that her board chair enjoys stopping by her office and checking in with her whenever he is on campus for various events. Many discussed their role in understanding the unique personalities and needs of each board chair and ensuring that they are adapting their style to best serve each individual. Anne said:

What a board chair needs at the beginning of their term could be very different

than what the board chair needs at the end of their term. Or the board chair, as they change, have different needs. It's like a chemistry experiment. You've got to find exactly the right connections for the right people, at the right time, at the right path on their journey.

Joyce similarly shared, "It's sensing what those learning styles are and the communication styles are. And I'll share with you, I have a fairly new board chair, and he's been a trustee for a number of years. And his approach and his communication style as board chair are very, very different from what they were when he was a trustee." Joyce went on to share that her current board chair has asked for her to serve as spokesperson on his behalf. Carla discussed how she interacts with the board chair when an issue arises:

If there is an issue that the board needs to deal with, contentious or complicated, I typically come to the board chair... mapping out what the issue is and what the steps are for us to work through them. I'm very detailed. So, down to deadlines of when we would hit key decision-making and communications or board actions related to it.

Ethan described his board chair's view of his role as a facilitator at the university on his behalf. In our discussion, he recounted his initial interaction with his board chair shortly after Ethan had assumed the position of board professional. During their first meeting, the board chair provided Ethan with a list of priorities, clearly outlining the areas he expected Ethan to concentrate on. Ethan elaborated:

He had a list of things that I needed to help the president with. He said, “She will need help here, here, and here. And it’s going to be up to you. So, if she is successful in those areas, I will know that you’re doing your job well.”

Effective Communication

Board professionals transmit crucial information between various actors in the governance process to move board work forward. Beth shared, “I help facilitate internal communication flow; I also do that between the board and leadership. I think it’s the biggest, the most important part of my role, you know.” She went on to underscore her point by saying:

That’s a big part. We’re sharing information and the leadership team understands what’s going on. My biggest fear.... I don’t want people coming to me being like, “Why didn’t I know about this?” And so, you know, sometimes you can’t know certain things of course, but I try to share information and loop people in as much as possible because, again, people are like, “Oh, it goes to the boards. We’re good to go.” But making sure that internally folks also understand, “Okay, this is why it’s going to the board now. This is how I’m involved.”

Elements of board communication encompass broader context that extends from institutional dynamics to the intricacies of the higher education sector and even global trends. This requires board professionals to stay attuned to the unique challenges and opportunities facing the institution, understand the evolving landscape of higher education, and recognize the potential impact of global developments and trends on the institution's mission and operations. Anne explained:

Part of our responsibilities is to make sure that boards understand our institutions

and what's happening specifically at our institution. But, a big part of our responsibility is to help the board understand the national context. What are the national best practices? What is happening in the higher education ecosystem that is impacting this? And so, it's not just sharing information about our institutions. It's about sharing information about the industry and about what's out there. It might be using our retreat to dive into one of these topics more in-depth. It's to bring in a third-party to say, "You know what? What they're saying is right. Here's the context of what's going on."

Carla described her role in determining whether the board may need to be aware of certain news in a timely manner. In this way, Carla serves as a gatekeeper, filtering through news and events to identify information that is relevant and crucial for the board's awareness. Carla explained:

We have a commitment, in partnership with communications and marketing, that the board needs to hear about it from us first rather than hearing about it in the news. And so, we have a very rigorous process where the minute they see something is bubbling up that may – even a slight percent chance of it being in the news or having social media coverage, we meet. We discuss the matter. We make a determination. "Okay, should the board get a notice about this or should it not?"

Joyce referred to her job as "translator in chief" and had this to say:

For me to be effective, I need to have provided the trustees with the information they need to be informed and make informed decisions. You know, still their decisions, their opinions, but also to have explained the question and the situation as clearly as possible, so that they understand it clearly.

Beth measures the success of her role by the moments when her board feels connected and in tune with what's going on. She described ultimate success to her:

When they feel like they're being brought along with everything that's happening, right? So, they're only coming together three times a year, so there's a lot happening in between. So, making sure that they know, "Oh, yeah, I get why this is coming to us now and I get the context." That's a big focus for us right now.

When we're moving very fast and getting a lot of things done, how do we effectively share that? So, that's a big part.

Ultimately, board professionals described their role as being relationship-driven. While participants acknowledged that managing relationships can be the most challenging part of the role, they also described it as one of the most rewarding parts of the role. Ethan's remarks serve as an example:

For me, I'm in the work because of relationships. I'm very relationship-driven. And so, being able to interact with them during those meetings and after those meetings in positive ways, is what keeps me motivated to do it. I like it when they reach out and ask for things. I like it when they reach out for communication because it means they feel comfortable enough to do so.

Effective communication serves as the conduit through which governing board professionals cultivate and sustain trust-based relationships, solidifying their position as authoritative figures among crucial stakeholders involved in the governance process.

Navigating Board Dynamics: Facilitating Trustee and Institutional Interactions

Governing board professionals also facilitate interpersonal relationships between trustees and serve as brokers of relationships between the governing body and various

stakeholders, including university administrators and the broader campus community. Gayle discussed her role in ensuring that the board remains visible and transparent with various institutional stakeholders, including institutional leadership, faculty and staff, and students. To do so, she maintains a log of trustee engagements and coordinates their presence at various events with key constituencies. Similarly, Beth regularly provides insights to the campus community regarding board discussions, temperament, and actions to ensure that campus stakeholders are well-informed about the board's decisions and the underlying rationale.

Board professionals discussed their role in supporting campus partners in navigating board governance. They act as liaisons between the governing board and the broader campus community, helping to bridge any gaps in understanding or communication. Diane recalled a time when her institution wanted to evaluate the effectiveness of their accrediting body and consider whether a different accrediting agency would be more beneficial for the institution. This scenario required information sharing back and forth between faculty governance and the institutional governing board. She spent time with faculty to help them understand why it was important to bring the governing board in on these discussions as the body accountable for the institution's quality assurance. She also helped the board understand the faculties' position on the issue and facilitated discussions so the groups could come together to decide on the best path forward.

Board professionals offer guidance, share expertise, and facilitate coordination to empower campus partners to effectively engage with the board and achieve successful outcomes. Diane said:

I think effectiveness is helping various colleagues recognize the need and how to use the board to help them do what they need to do. So, an example would be any big strategic initiative and working with the vice president in that area to say, “Okay, if you wanna get this to this point on the board, let's talk about how we do this, how we work our way through.” So, being a partner with my cabinet colleagues on thinking about where board work needs to be inserted or not inserted, or how do we get to the end goal.

Similarly, Natalie described her role in connecting campus colleagues to board members so they can articulate issues the institution is facing in a certain area and help board members better understand how they can lend support in various ways. In this way, Natalie explained that she would set up meal times or visits to various areas for board members to have first hand knowledge and experience of a specific area of concern or focus. By bridging this gap between campus stakeholders and the governing board, Natalie ensures that the board's decisions and actions are well-informed, responsive to campus needs, and ultimately contribute to the institution's overall success.

Board professionals also communicate the institution's progress and challenges back to the board, enabling the board to remain connected to the operational realities of the institution. Krista described this part of her role:

To stay abreast of what's happening on campus, I am interacting with my colleagues, not only with the other vice presidents because I do sit on the president's cabinet, but deep into the organization to understand what issues might be on the horizon, what is concerning individuals, or what people are just generally happy about.

Some respondents gave examples of their involvement in fostering interpersonal relationships-building between trustees during board meetings and gatherings. Hal discussed his role in strategically sitting groups together to encourage discussions on strategic subjects. By carefully orchestrating these group dynamics, he facilitated a conducive environment for meaningful conversations and deliberations among stakeholders. His efforts aimed to ensure that key issues are thoroughly explored, diverse viewpoints are considered, and decision-making processes benefit from a comprehensive range of perspectives. Similarly, during our interview, Diane provided a visual representation, presenting a seating chart she employed for a recent board dinner. This chart exemplified her careful arrangement of board leaders, institutional representatives, and other trustees within the room. She prompted each table with a set of specific questions designed to stimulate purposeful discussions on specific topics. The overarching goal was to promote substantive interactions and conversations that could foster new connections among board members and expand their collective knowledge and insights.

Managing the Triadic Relationship

Governing board professionals occupy a unique role that requires them to navigate a complex triadic relationship involving the board chair and the institutional president. In addition to establishing trust and rapport with both the board chair and president as discussed in the previous section, the successful management of the triadic relationship relies on skillfully navigating the interpersonal dynamics between the university's top two leaders.

Depending upon how the role is situated within the institution, respondents reported various perspectives of the nature of these relationship dynamics. Anne recalled the relationship being referred to as a “three-legged stool” by a former board chair. Matthew, who serves a dual role as board professional and chief of staff to the president, shared that 40% of his time is board-related duties, with the other focused on the president. Ethan, who serves as both chief of staff and board professional, gave insight into how he navigates the dual reporting relationship when he said, “[The president] knows everything I hear from [the board chair], just because I want to make sure and preserve my relationship with both of them, and that my ultimate goal is to have [the president] succeed in everything she does.” Krista shared:

I have a dual reporting relationship. So I report both to the board chair and to the president, which makes for interesting times. Because there are times in which I have confidential information that cannot be shared beyond the board chair and myself, or confidential information that cannot be shared beyond the president and myself. So, there’s a balancing act there.

Others shared that they report solely to the board while maintaining a direct line of communication with the president, thus considering their role to be oriented towards serving both the board and the president's needs. Diane said, “I’m elected by the board to be the secretary. While I report to the president in terms of how I get [laughter] paid, I actually do report to the board, even though in some ways I’m kind of between the president and the board.” Similarly, Carla responded:

This is sort of a sensitive piece of it, but I think it’s important to say that I do consider my job to be the success of the president and the success of the board

have to be equally important to me, but I am accountable to making sure that the Board of Trustees can do its job. I'm not really accountable to making sure that the president has what he needs to do his job.

She further expounded upon her relationship with the president:

I need to make sure he can stand up in front of a board when he is presenting information. I have a piece of his responsibility as it relates to what he is personally doing at board meetings, or what his role is in advancing the work of the board, but as a whole, I'm not responsible for his success. I want him to succeed. I'm committed to his success, but I'm not responsible for that. I am responsible for the full picture of the Board of Trustees being able to do its job. And so that really does define how I approach my work.

Fred, who serves in a dual capacity as board professional and legal counsel to his institution, viewed his role clearly in service to the institution and to the board, rather than the president. He shared, "my reporting line as secretary is to the board itself. And so, the expectation is that you have the institution as your best interest, and that may or may not coincide with the president's best interests or my personal best interest from time to time, but you've got to be an honest broker of information." He went on to say:

I negotiated with my president when I came in to say, if push comes to shove, my allegiances are to the institution and to the board, and I take direction from the board unless I think it's illegal or invalid. And I may communicate with you about that, but at the end of the day, that's where I need to make sure the board is assured that that's the way things will work.

Participants reported that they act in a liaison capacity between the board chair and president, sharing information back and forth and ensuring that there is alignment between them on a range of issues. Anne viewed her role as ensuring that the relationship between the board chair and the institutional president remains strong:

The best thing I can do as a board professional is to make sure they have a strong relationship. I don't need to be in the middle of that, except when I do. And when I do, I think both of them say, "Hey, we need to talk to her about this," or, "She's going to bring this up or she's going to follow up about whatever that is." And so they have a regular standing call... every three weeks or monthly. They get together that way. That serves us well. I know of other institutions where it's every single week.

Study participants viewed the delicate balance in reporting both to the board chair and to the institutional president as a challenge in navigating their roles. Anne spoke to the complexity of navigating the relationship between the board chair and the president when they are in two different places on an issue. She said:

These jobs get really challenging when the board chair and the President are in two different places, you know? Or when there's a chasm between the board and the President or when there's a chasm within the board. That's where the job gets really tough.

She went on to say that she is always looking out for "daylight" between the board chair and the president and working to ensure that when they do have a misunderstanding or disagreement, it is addressed quickly. She views her role as helping each individual understand the perspective of the other and come to a workable solution. Carla discussed

the ethical responsibility that comes with being in this role and spoke specifically to how she navigates making decisions while having a great deal of autonomy. She commented, “I have to be careful about where my loyalties are, how I manage my job, and make sure that I’m doing the right thing for [university] because I could do the wrong thing.” To that end, Diane asserted that this role “requires someone who can become a trusted resource for both the president and for the board members and will tell it straight to both.”

Governing board professionals hold a unique position at the center of the governance structure, managing the triadic relationship between the board chair and the institutional president. They described their ability to navigate this relationship with care, discretion, and commitment to the institution's welfare as essential for fostering effective governance and advancing the institution's mission and goals.

Summary

Participants were found to rely heavily on the relational aspects of their roles in stewarding governance. They described the maintenance of a strong professional network with various stakeholders, including board members, administrators, and institutional partners, as essential for effectively carrying out their job responsibilities. Respondents also conveyed their roles as intermediaries between the governing board, which entails fostering personal connections among trustees and managing interactions between the board and various institutional stakeholders. Serving as a facilitator of the relationship between the president and board chair was identified as a prominent aspect of their responsibilities.

Conclusion

The governing board professionals involved in this study were eager to discuss their roles in supporting board governance and were enthusiastic about the work they do. Consistent across each interview, participants held their roles in high regard and spoke favorably about their contributions to facilitating board governance toward achieving institutional outcomes. Many participants spoke of their roles as a “behind the scenes” operator, navigating the intricacies of governance, facilitating relationships, and supporting trustees and institutional leaders in working together toward successful outcomes.

Although governing board professionals serve in various capacities across institutions of higher education, commonalities existed in the ways they perceived their contributions to board governance. Findings revealed three broad areas of impact. First, governing board professionals were found to be instrumental in ensuring the seamless functioning of day-to-day governance activities. They coordinate the regular cadence of meetings and activities, drive communication and material development, and ensure compliance with laws and policies to facilitate proper governance outcomes while mitigating risk. Second, they described playing a pivotal role in setting and driving the board’s strategic agenda toward long-term outcomes. They reported navigating processes, personalities, and politics to troubleshoot and steer the board's agenda toward achieving institutional outcomes. Their ability to troubleshoot challenges and align the board's actions with broader objectives was portrayed as essential in ensuring the institution's sustained success. Finally, they described leveraging relationships for effective execution of their roles and serving as the orchestrators of connections within the complex network

of stakeholders that encompass the university's ecosystem. Ultimately, their multifaceted contributions were found to be central to the success of board governance within higher education institutions.

CHAPTER 5

DISCUSSION AND CONCLUSION

Governing boards of colleges and universities are entrusted with setting the strategic direction, overseeing operations, and ensuring the overall well-being of the institution they govern (Chait et al., 2005). Their collective decisions and oversight contribute to an institution's overall success. The weight of responsibility on governing boards has increased over time with heightened scrutiny around various issues including undue influence, presidential appointments, tuition decisions, scandals, and declining public confidence in higher education (McGill Peterson, 2020). Governing board professionals—utilized widely across various institution sectors and types—are charged with supporting governing boards in meeting these obligations and navigating the complexity of their roles (AGB, 2020). In a recent article on board professionals, *The Chronicle of Higher Education* described the role as “a pocket of power advising both the board and the administration” (Jesse, 2023, para. 3).

Historically, board secretaries have been used to support clerical and administrative functions of governing boards (AGB, 2020). In more recent years, catalyzed by the corporate sector, the role has shifted into a senior staff position and has taken on greater responsibilities in supporting board effectiveness (Dawkins, 2018; Llewellyn, 2009). While empirical research has been conducted on various aspects of higher education governance, there are few mentions of the governing board professional in existing studies. In those few instances, the role has been referred to as a key

individual in the governance process (Dawkins, 2018; Rall, 2014), a fixer in the wake of scandal (Legon, 2006), a supporter of trustee development and self-efficacy (Rall, 2014), and a provider of key information in decision making (Kezar, 2006). Literature that focuses on the role and influence of the governing board professional in facilitating governance and supporting the fulfillment of a board's fiduciary duties remains limited. This study sought to add to what is known about this "linchpin job" at the center of an institution's governance structure (Jesse, 2023).

I interviewed twelve governing board professionals at independent, nonprofit institutions of higher education to understand perceptions of their role and their influence. This basic qualitative study contributes to the existing research in this domain, shedding light on the responsibilities of governing board professionals, their utilization of various skills and tactics to execute their role, and their methods of exerting influence within the governance framework. Further, this study provides insights for governance and institutional leaders on the contributions of governing board professionals to enhance board effectiveness. Interviews were conducted across institutions of various sizes, scope, and geographic locations across the U.S., allowing for insights to be considered from across a range of settings. The use of semi-structured interviews provided a space for study participants to share their experiences and for their insights to be interpreted within the context of rich descriptions and details. The research questions that guided this study are:

RQ1: How do governing board professionals perceive their roles and influence on governing boards at private, nonprofit institutions of higher education?

RQ2: What challenges do governing board professionals encounter in their roles?

Tenets of organizational role theory (Kahn et al., 1964), stewardship theory (L. Donaldson & Davis, 1991), and stakeholder theory (Freeman, 1984) were used to lend theoretical understanding to the findings presented in Chapter Four. The research questions, literature review, and theoretical framework will guide the interpretation of the findings discussed in this chapter.

Discussion of Findings

As detailed in Chapter Four, three themes emerged from the findings representing shared perspectives amongst participants in this study. First, governing board professionals described their roles as instrumental to ensuring the seamless execution of governance activities, supporting the board in carrying out its duties as fiduciaries for the institution. Second, they conveyed their work in shaping and advancing the board's strategic direction, leveraging their knowledge and expertise to drive its overarching agenda forward. Third, they emphasized prioritizing relationships to facilitate effective governance, nurturing essential connections with various key stakeholders and serving as facilitators of trustees' relationships with one another and with various constituent groups on behalf of the board.

Subsequent pages delve into the findings pertaining to the role and influence of governing board professionals, including an examination of their contributions to enhancing board effectiveness, as elucidated by Eckel and Trower's (2018) concept of a time-balanced approach, their management of stakeholders, and their role as organizational stewards. Furthermore, findings relevant to challenges encountered in their roles are described below, including the balance of serving both the president and board chair as well as the need for sufficient resources and staffing to effectively fulfill their

role obligations. Additional findings are also presented, followed by implications for both research and practical application.

(RQ1) The Governing Board Professional's Role and Influence

Governing board professionals were found to be central actors in facilitating governing board effectiveness. Anne summarized the governing board professional's role in the effectiveness of boards:

Effective boards are boards that contribute to the vibrancy, the strategy, and the success of the institution in appropriate ways....Part of my job is to help the board have all the information that they need so that they can make the best decisions for the institution long term and so that they can be effective fiduciaries for the institution. Part of that effectiveness is it's not just a one-way street, that they're getting information from us and then acting on it, but that we're doing everything we can to draw out all that great knowledge that they have to pull it back through the entire institution as well.

As described in Chapter Two, Eckel and Trower (2018) delineated the work of effective boards into three categories of time—past, present, and future—and suggested that the most effective boards balance time across the three areas. Findings of this study indicate that respondents mirror this balanced approach in facilitating board effectiveness across past, present, and future dimensions. The "work of the past" involves oversight and accountability and ensuring actions and decisions align with ethical and legal standards. Respondents shared that they play an essential role in maintaining institutional memory, documenting board proceedings, and ensuring compliance with regulations and best practices. The "work of the present" necessitates the board's proactive engagement in

addressing immediate concerns and responding to emerging challenges. Participants conveyed their responsibilities in sharing timely information, resolving pressing issues, mediating conflicts, and orchestrating board meetings to equip the board with the tools and strategies needed to effectively address unforeseen issues as they arise. The "work of the future" encompasses the board's authority over long-term strategy, goal-setting, and decision-making that considers the institution's future trajectory and growth. Participants discussed their role in keeping the board forward-focused by helping to shape the board's vision, set institutional goals, and ensure alignment with the organization's mission. As Hal described:

I say to trustees, "... you need to be thinking 10 years, 20 years, 50 years down the road, and how does this impact our mission and what we think our mission to be?"

Board professionals offer counsel to the board chair and president on strategic planning and board development, and they provide data, insights, and guidance that steer the board toward a purposeful direction. Joyce aptly summed up how the governing board professional navigates the time elements of governance work:

You want respect for tradition and history but you also have to have a sense of not only what today's students need but what tomorrow's students are going to need. So, you have to be forward thinking while understanding what your culture and your mission are and how they came to be.

Prioritizing Relationships with Stakeholders

When asked to describe their responsibilities, respondents readily enumerated the tactical aspects of their roles in carrying out board operations and logistics but spent

considerable time delving into the intricacies of their relationships, interpersonal dynamics, and strategies they employ to navigate these relationships in order to achieve board objectives. This observation can be understood through the lens of stakeholder theory (Freeman, 1984), which emphasizes the importance of considering the array of an organization's stakeholders when making decisions. Considering stakeholder perspectives is particularly important in the realm of higher education given the structural nature of higher education, the diversity of stakeholders involved, and the far-reaching impact that higher education institutions have on individuals and society as a whole (Burrows, 1999).

Study participants recognized the critical nature of their relationships with key stakeholders in their ability to effectively do their jobs. They spoke at length about how they broker relationships with various stakeholders on behalf of the board, collaborate with campus partners to achieve institutional goals, and leverage personal relationships with trustees to promote key decisions and actions of institutional importance.

Respondents also described the significance of understanding stakeholder perspectives on various issues in order to best advise the board when making decisions. Findings related to the relational aspects of this role are supported by previous research (Llewellyn, 2009; McNulty & Stewart, 2015). Llewellyn (2009) asserted that board professionals serve as a “bridge” between institutional and governance leadership and various constituencies. In corporate governance, McNulty and Stewart (2015) discovered board secretaries to serve as “boundary-spanners,” fostering connection and collaboration between the board and external groups. This study affirms previous findings and expounds upon what we know about board professionals’ roles in managing various stakeholder relationships.

Stewards of Governance

Respondents were found to share common characteristics and values when discussing how they carry out their roles and navigate relationships. These findings can be analyzed through the lens of stewardship theory (L. Donaldson & Davis, 1991), which asserts that an individual in a position of authority or leadership within an organization will choose to act in the best interest of the organization. According to stewardship theory, stewards are intrinsically motivated and connect deeply with the institution they serve due to their belief in the organization's mission. Most prominently connected with stewardship theory, respondents viewed their roles in service to the institution above any one individual or specific group. While they acknowledged their responsibility to support institutional leadership, particularly the president, board chair, and board members, their overarching objective was centered around advancing institutional success and outcomes, rather than the success of any particular individual.

Davis et al. (1997) suggested that individuals acting as stewards derive satisfaction when the organization achieves success. Aligned with Davis et al.'s findings, respondents conveyed a stewardship mindset in executing their roles, revealing a commitment to the institution's holistic prosperity and a dedication to a broader, mission-driven approach in their roles. Participants expressed the need to understand, and accept, that this role operates most often in the background, with little to no public recognition for their contributions in shaping and propelling the strategic trajectory of institutions. In my conversations with these individuals, a prevailing sense of selflessness in this aspect of their role was evident.

The research findings also unveiled a set of shared values among the respondents in support of stewardship theory. Stewardship theory posits that organizational stewards are trustworthy in nature (Davis et al., 1997) and that better organizational outcomes result when stewards are entrusted with the authority to act (L. Donaldson & Davis, 1991). Similarly, research conducted by Kakabadse et al. (2016) presented evidence indicating that when board professionals are granted greater discretionary authority, it results in a higher degree of value creation within their roles. Trustworthiness was notably identified as a pivotal factor contributing to the success of participants in this study. Given the considerable autonomy they possess in shaping the board's strategic agenda, respondents emphasized that without the trust of board members, institutional leaders, and the wider campus community, their capacity to effectively drive this agenda would be significantly constrained. Furthermore, they placed a strong emphasis on their own knowledge base and having a mindset of continuous learning to ensure the accurate dissemination of appropriate information. One respondent pointed out that any inaccuracies in their communication would erode their credibility and impair their ability to convey information effectively in the future, underscoring the value they assign to accuracy and expertise in their roles.

RQ2) Challenges Encountered by Governing Board Professionals in Navigating their Roles

The scholarly literature on governing board professionals suggests that role composition and internal structures largely determine how much impact and influence these professionals can have (Kakabadse et al., 2016; McNulty & Stewart, 2015). In congruence with the literature, governing board professionals expressed common

challenges in executing their roles related to the organizational positioning of the role and internal support structures. Specifically, two challenges emerged.

Duality of Service to President and Board Chair

Peij et al. (2015) highlighted a significant challenge faced by corporate board secretaries to be effectively managing the dual reporting relationship between board leadership and institutional leadership. Similarly, the most prominent challenge brought forth by study participants was the delicate balance in reporting both to the board chair and to the institutional president. Respondents spoke about the complexity of navigating the relationship between the board chair and the president when they are in two different places on an issue and described their role as a broker between the two, helping each individual understand the perspective of the other and coming to an agreeable solution. Participants emphasized the importance of building trusting relationships to ensure that there is no doubt or questioning of the governing board professional's intentions when offering guidance.

Sufficient Staff Support to Manage the Demands of Governance

In congruence with findings from a national survey of governing board professionals (AGB, 2020), respondents in this study acknowledged the increasing demands of their roles over time. Participants mentioned the extensive scheduling responsibilities, with hundreds of board meetings annually requiring dedicated staff support to manage the logistics and operations of board governance. There was also a shared recognition of the need for meticulous document management to ensure materials sent to the board adhere to standards and are disseminated accurately and promptly. These demands were found to be compounded with the growing imperative of educating

the board, requiring additional time and effort to gather and share information that board members want and need to know. Respondents noted that their ability to serve the board in the way that is necessary hinges upon their ability to have a support team to carry out the day-to-day demands of the role.

Additional Findings

Participants in this study exhibited a diverse array of professional backgrounds prior to assuming their current positions. Interestingly, there were relatively few consistent factors that characterized their journeys, with a few notable exceptions. The first was that many participants also held positions as chief of staff to the institutional president. The second commonality was that most of them had extensive experience within the higher education sector, albeit their expertise within higher education was quite varied. Their backgrounds encompassed a wide spectrum of specialties, including but not limited to institutional effectiveness, financial aid, and fundraising. Their backgrounds also reflected a wealth of expertise in steering and managing large-scale initiatives.

While there was variability in institutional size and scope associated with participants, a notable consistency emerged in how this role was implemented across institutions. Irrespective of an institution's size, governing board professionals consistently expressed that they were entrusted with executing board governance activities and steering the board's strategic direction. The most significant variation observed pertained to the size and scope of the office of the governing board professional. Smaller institutions had a single professional responsible for board

governance, whereas larger institutions had established teams of professionals to manage these responsibilities.

A common thread among all participants was that they had been invited to assume their roles as governing board professionals, rather than actively seeking out this career path. They expressed a sense of unfamiliarity with the role before taking it on, yet there was a prevailing sentiment that it had become a pivotal aspect of their career trajectory. Many expressed hope that the role will gain prominence and become a sought-after career path in the future.

I made an interesting observation that suggests there might be differences in how respondents view and communicate about their roles based on gender. I observed that female respondents provided detailed explanations about the operational aspects of their positions, discussing protocol adherence, operations management, and the logistical intricacies involved. In contrast, male respondents placed less emphasis on these operational aspects. Instead, they emphasized their expertise in navigating the relational dimensions of their roles, being relied upon as advisors and authority figures, and shared their strategies for influencing outcomes and steering board decision-making processes. It's worth noting that this observation does not consider other factors that could have influenced how participants discussed their roles, such as their professional backgrounds and the characteristics of their organizational and role structures. Additionally, it's important to acknowledge that this sample included only eight females and four males. This finding is suggestive and future research should explore whether differences exist relative to gender.

Additional findings from this study highlighted the diverse professional backgrounds and experiences of governing board professionals in higher education, with participants often coming from varied specialties and holding additional responsibilities outside of board governance work. Participants spoke favorably of their roles, despite not having sought out the role initially. Additionally, gender-related differences in how participants described their roles were observed, although these findings were subject to various influencing factors and could not be generalized due to the study's sample size.

Implications

Findings from this study support the existing literature on governing board professionals, both in corporate and higher education contexts, and extend what we know about the role and its influence and impact on governance. Existing research on governing board professionals indicates that they serve in a unique position at the center of governance, orchestrating its various elements and propelling institutional governance forward, but few scholars have explored how they accomplish this. The findings from this study align with Llewellyn's (2009) research on board professionals in U.K. higher education. Much like the results of that study, board professionals in the United States higher education context were discovered to be deployed in comparable capacities, functioning as intermediaries in building relationships, providing strategic counsel, and wielding influence across various dimensions of governance. This study's results augment our understanding of governing board professionals by shedding light on their stewardship approach, their shared values as it relates to their professional work, and their contributions to board effectiveness as described by Eckel and Trower (2018).

Prior research has indicated that some board members may exhibit resistance when it comes to accepting advice from governing board professionals (Peij et al., 2015). Interestingly, while I anticipated encountering this sentiment during discussions with the participants in this study, none of the board professionals mentioned this type of resistance as a challenge in fulfilling their roles. This intriguing omission could be attributed to their organizational positioning within their institutions. As senior staff members with direct connection to the president and other institutional leaders, they may be perceived to hold a level of organizational authority and credibility that mitigates resistance from board members, potentially rendering their advice more influential and readily accepted by trustees. This finding can be understood through the lens of organizational role theory (Katz & Kahn, 1978), which suggests that organizational factors—including organizational structure, rank, and responsibilities—impact how a role is carried out. The findings from this study demonstrate the presence of role consensus (Biddle, 1986) among the respondents, their institutional leadership, and their governing boards. Within organizational role theory, role consensus implies a shared understanding and agreement among all parties regarding the governing board professional's role, which is pivotal in enabling these professionals to effectively carry out their duties. Findings revealed perceived alignment amongst key governance actors regarding the authority of the governing board professional in facilitating governance.

The literature review on higher education governance revealed ambiguity surrounding what boards do and how decisions are made (e.g., AGB, 1996; Duderstadt, 2002; Kezar, 2006). This research sheds light on the elusive realm of influencers involved in board decision-making and draws attention to the governing board

professional as a key actor at the center of governance. This research also peers through a previously overlooked window into board governance work through the lens of the staff support role, lending a fresh perspective to the intricacies of governance.

Directions for Future Research

This study aimed to gain insights into the perspectives of governing board professionals occupying senior leadership positions within twelve independent, nonprofit doctoral-granting institutions across the United States. The diversity of the participants in this study mirrors the broader diversity observed among governing board professionals as a whole (AGB, 2020). Because this study was limited in size of participants, institution type, and role definitions, it is not possible to make generalizations about perceptions of all governing board professionals in the field. Participants in this study expressed that serving at the leadership table—with direct access to the president and leadership team and knowledge of a wide range of institutional issues and context—is critical for proficient execution of their duties. Because this study exclusively focused on participants holding senior leadership positions, it was not possible to compare this assertion with those who may lack similar levels of access. Future research endeavors should contemplate broadening the scope to encompass board professionals working within diverse organizational structures and with varying levels of access to senior leadership to enable a more comprehensive examination of how structural variations may influence the roles and impacts of board professionals.

This study sought to understand how governing board professionals are deployed within independent, nonprofit higher education institutions led by institution-level governing boards. It's important to note that private governing boards may possess a

higher degree of autonomy from state governments and elected officials when compared to their public counterparts. As a result, the findings from this study may not represent characteristics and dynamics of how governing board professionals operate within public higher education contexts. Future research should examine the role of governing board professionals who serve public governing boards as well as state systems.

This study had a specific focus on investigating the viewpoints of governing board professionals within their roles. Future research should aim to incorporate the perspectives of university presidents, board chairs, and trustees to gain deeper insights into how governing board professionals execute their roles and how their interactions with other key figures within the institution contribute to effective governance. This broader approach would provide a more comprehensive picture of the intricate workings of governance in higher education and offer valuable insights into the interpersonal dynamics between various stakeholders involved.

An unexpected observation in this study was the way in which governing board professionals articulated their roles according to gender. This observation prompts the need for future research to delve deeper into how gender may influence the narratives and self-perceptions of governing board professionals. Future research should consider shedding light on the nuanced ways in which individuals from different genders navigate their roles in governance and possibly uncover disparities or challenges that may arise within this professional context associated with gender differences.

A few of the board professionals I interviewed served not only as the primary staff member supporting board governance, but also as an officer on the board itself. To gain a deeper understanding of the potential distinctions between individuals who serve

on the board and those who serve in staff capacities to the board, future research should explore the dynamics surrounding how board professionals are perceived and how their opinions are weighed within these particular structural contexts.

Examining these nuances can offer valuable insights into how various contexts in which board professionals are situated influence their effectiveness, their ability to exert influence, and the nature of their interactions. These endeavors would contribute to a more comprehensive understanding of the diverse and multifaceted roles that board professionals play in the realm of governance.

Implications for Practice

In the increasingly complex landscape of institutional governance within higher education, where the stakes are higher than ever for charting the future direction of institutions, institutional leaders will continue to heavily rely on the expertise and guidance offered by governing board professionals. University administrators should recognize the value that governing board professionals bring to institutional governance and leverage the broad knowledge, experience, and relationships they bring to the table in order to help steer institutions towards their goals.

Higher education administrators should take into consideration the organizational structure and staff support provided to governing board professionals and how these aspects impact their ability to fully support board governance. The organizational structure can influence the extent of their authority; their ability to attribute sufficient time and attention to the needs of various stakeholders, including board members, institutional leaders, and other staff members; and their efficiency and effectiveness in managing the demands of their multifaceted roles.

Furthermore, this research provides valuable insights into the role of the governing board professional toward shedding light on this position as a viable and rewarding career path within the higher education landscape. The findings illuminate the diverse backgrounds and unique career journeys of individuals who have assumed the role, revealing that there are varied experiences and pathways that contribute to success. This research further emphasizes the shared traits and competencies that form the foundation of governing board professionals' effectiveness. Key skills encompass relationship cultivation, adept communication, meticulous organization, and strategic planning. Likewise, common characteristics identified include trustworthiness, possessing an extensive repertoire of knowledge of the institution and higher education, the capability to exercise discretion, and a deep-seated commitment to service. These attributes collectively contribute to the professionals' capacity to excel in their roles within the realm of higher education governance. This research can serve as a resource for those aspiring to enter this profession, as well as for institutions seeking to cultivate a robust and diverse talent pool of governing board professionals who can navigate the complexities of board governance with strategic acumen.

Conclusion

The findings from this study serve as a compelling testament to the strategic and indispensable role that governing board professionals play within the high-stakes and high-pressure environment of higher education governance. This research provides a new perspective characterizing the dedication and service-oriented ethos of these professionals and contributing to a deeper understanding of influencers shaping the governance landscape.

Governing board professionals conveyed a sense of pride in their work and a deep reverence for governing boards' responsibilities in driving the strategic direction of institutions. Their commitment to advancing the mission and vision of their respective institutions reflected not only their professionalism, but also their unwavering passion for the betterment of higher education and for the success of students. These insights illuminate the significance of governing board professionals within the governance ecosystem, underscoring their contributions in steering institutions toward success in a complex and ever-evolving educational landscape.

REFERENCES

- Alderfer, C. P. (1986). The invisible director on corporate boards. *Harvard Business Review*, 64(6), 38–52.
- American Association of University Professors. (n.d.). *Mission*.
<https://www.aaup.org/about/mission-1>
- American Association of University Professors. (1966). *Statement on government of colleges and universities*. <https://www.aaup.org/report/statement-government-colleges-and-universities>
- Archibald, M. M., Ambagtsheer, R. C., Casey, M. G., & Lawless, M. (2019). Using Zoom videoconferencing for qualitative data collection: Perceptions and experiences of researchers and participants. *International Journal of Qualitative Methods*, 18, 1–8. <https://doi.org/10.1177/1609406919874596>
- Areen, J. C. (2010). *Governing board accountability: Competition, regulation, and accreditation* (Georgetown Public Law and Legal Theory Research Paper No. 10-35). Georgetown University Law Center. <https://ssrn.com/abstract=1625360>
- Association of Governing Boards of Universities and Colleges. (1996). *Renewing the academic presidency: Stronger leadership for tougher times. Report of the Commission on the Academic Presidency*.
- Association of Governing Boards of Universities and Colleges. (2009). *Faculty governing boards and institutional governance*.

- Association of Governing Boards of Universities and Colleges. (2010). *Board responsibility for institutional governance*.
- Association of Governing Boards of Universities and Colleges. (2012). *AGB statement on external influences on universities and colleges*.
- Association of Governing Boards of Universities and Colleges. (2014). *Consequential boards: Adding value where it matters most. Report of the National Commission on College and University Board Governance*.
- Association of Governing Boards of Universities and Colleges. (2020). *2020 survey of board professionals*. AGB Press.
- Baldrige, J. V. (1971). *Power and conflict in the university*. Wiley.
<https://katalog.ub.uni-heidelberg.de/cgi-bin/titel.cgi?katkey=1170225>
- Barringer, S. N., & Riffe, K. A. (2018). Not just figureheads: Trustees as microfoundations of higher education institutions. *Innovative Higher Education*, 43(3), 155–170. <https://doi.org/10.1007/s10755-018-9422-6>
- Barringer, S. N., & Slaughter, S. (2016). University trustees and the entrepreneurial university: Inner circles, interlocks, and exchanges. In S. Slaughter & B. J. Taylor (Eds.), *Higher education, stratification, and workforce development: Competitive advantage in Europe, the US, and Canada* (pp. 151–171). Springer.
- Barringer, S. N., Taylor, B. J., Riffe, K. A., & Slaughter, S. (2022). How university leaders shape boundaries and behaviors: An empirical examination of trustee involvement at elite US research universities. *Higher Education Policy*, 35(1), 102–132. <https://doi.org/10.1057/s41307-020-00193-y>

- Barringer, S. N., Taylor, B. J., & Slaughter, S. (2019). Trustees in turbulent times: External affiliations and stratification among U.S. research universities, 1975–2015. *The Journal of Higher Education, 90*(6), 884–914. <https://doi.org/10.1080/00221546.2019.1574695>
- Bastedo, M. N. (2005). The making of an activist governing board. *The Review of Higher Education, 28*(4), 551–570. <https://doi.org/10.1353/rhe.2005.0034>
- Bastedo, M. N. (2009a). Conflicts, commitments, and cliques in the university: Moral seduction as a threat to trustee independence. *American Educational Research Journal, 46*(2), 354–386. <https://doi.org/10.3102/0002831208329439>
- Bastedo, M. N. (2009b). Convergent institutional logics in public higher education: State policymaking and governing board activism. *The Review of Higher Education, 32*(2), 209–234. <https://doi.org/10.1353/rhe.0.0045>
- Beamer, S. A. (2011). Private vs. public higher education budgeting: Key differences exist between private and public institutions that affect budgeting in critical ways. *Planning for Higher Education, 40*(1), 7–11. <https://link.gale.com/apps/doc/A298504023/AONE?u=uga&sid=googleScholar&xid=bc4ab0d3>
- Bess, J. L., & Dee, J. R. (2008). *Understanding college and university organization: Theories for effective policy and practice: Vol. 1. The state of the system*. Stylus.
- Bevins, F., Law, J., Sanghvi, S., & Valentino, R. (2020, November 12). *Shaping university boards for 21st century higher education in the US*. McKinsey & Company. <https://www.mckinsey.com/industries/education/our-insights/shaping-university-boards-for-21st-century-higher-education-in-the-us>

- Biddle, B. J. (1986). Recent developments in role theory. *Annual Review of Sociology*, 12, 67–92. <https://doi.org/10.1146/annurev.so.12.080186.000435>
- Birnbaum, R. (2000). *Management fads in higher education: Where they come from, what they do, why they fail*. Jossey-Bass.
- Bowen, W. G. (1994). *Inside the boardroom: Governance by directors and trustees*. John Wiley & Sons.
- Brumwell, C. (2015). *Survey of college clerks 2015: Summary report and questions for college boards*. The Education & Training Foundation.
- Burns, G. P. (1966). *Trustees in higher education*. Independent College Funds of America.
- Burrows, J. (1999). Going beyond labels: A framework for profiling institutional stakeholders. *Contemporary Education*, 70(4), pp. 5-10.
- Carnegie Classification of Institutions of Higher Education. (n.d.). *Size & setting classification description*. <https://carnegieclassifications.acenet.edu/carnegie-classification/classification-methodology/size-setting-classification/>
- Carver, J. (1997). *Boards that make a difference*. Jossey-Bass.
- Chait, R. (2016, May/June). The bedrock of board culture. *Trusteeship*, 24(3).
- Chait, R. P., Holland, T. P., & Taylor, B. E. (1991). *The effective board of trustees*. MacMillan.
- Chait, R. P., Holland, T. P., & Taylor, B. E. (1996). *Improving the performance of governing boards*. American Council on Education.
- Chait, R. P., Ryan, W. P., & Taylor, B. E. (2005). *Governance as leadership: Reframing the work of nonprofit boards*. Wiley.

- Cohen, M. D., March, J. G., & Olsen, J. P. (1972). A garbage can model of organizational choice. *Administrative Science Quarterly*, 17(1), 1–25.
<https://doi.org/10.2307/2392088>
- Commodore, F. (2018). The tie that binds: Trusteeship, values, and the decision-making process at AME-affiliated HBCUs. *The Journal of Higher Education*, 89(4), 397–421. <https://doi.org/10.1080/00221546.2017.1396949>
- Commodore, F., Rall, R. M., & Morgan, D. L. (2022). Equity as leadership: The role of boards in advancing the equity agenda. In R. M. Johnson, U. Anya, & L. M. Garces (Eds.), *Racial equity on college campuses: Connecting research and practice* (pp. 61–82). State University of New York Press.
- Corbetta, G., & Salvato, C. (2004). Self-serving or self-actualizing? Models of man and agency costs in different types of family firms: A commentary on “Comparing the agency costs of family and non-family firms: Conceptual issues and exploratory evidence”. *Entrepreneurship Theory and Practice*, 28(4), 355–362.
<https://doi.org/10.1111/j.1540-6520.2004.00050.x>
- Cornforth, C. (2001, November 29–December 1). *Understanding the governance of non-profit organizations: Multiple perspectives and paradoxes* [Paper presentation]. ARNOVA Conference 30th Annual Meeting, Miami, FL, United States.
- Cornforth, C. (2003). The changing context of governance – emerging issues and paradoxes. In *Routledge eBooks*. <http://oro.open.ac.uk/15880/>
- Creswell, J. W. (2014). *Research design: Qualitative, quantitative, and mixed methods approaches* (4th ed.). Sage.

- Davis, J. H., Schoorman, F. D., & Donaldson, L. (1997). Toward a stewardship theory of management. *Academy of Management Review*, 22(1), 20–47.
<https://doi.org/10.5465/amr.1997.9707180258>
- Dawkins, A. P. (2018). Active authority or latent legitimacy? The institutional visibility of the university governing body amongst staff as a factor in its effectiveness. *Educational Management Administration & Leadership*, 46(5), 764–781.
<https://doi.org/10.1177/1741143217711191>
- Deakin, H., & Wakefield, K. (2014). Skype interviewing: Reflections of two PhD researchers. *Qualitative Research*, 14(5), 603–616.
<https://doi.org/10.1177/1468794113488126>
- De Cooman, R., De Gieter, S., Pepermans, R., & Jegers, M. (2011). A cross-sector comparison of motivation-related concepts in for-profit and not-for-profit service organizations. *Nonprofit and Voluntary Sector Quarterly*, 40(2), 296–317.
<https://doi.org/10.1177/0899764009342897>
- De Freitas Langrafe, T., Barakat, S. R., Stocker, F., & Boaventura, J. M. G. (2020). A stakeholder theory approach to creating value in higher education institutions. *The Bottom Line: Managing Library Finances*, 33(4), 297–313.
<https://doi.org/10.1108/bl-03-2020-0021>
- Del Favero, M., & Bray, N. (2005). The faculty-administrator relationship: Partners in prospective governance? *Scholar-Practitioner Quarterly*, 3(1), 53–72.
- Donaldson, L., & Davis, J. H. (1991). Stewardship theory or agency theory: CEO governance and shareholder returns. *Australian Journal of Management*, 16(1), 49–64. <https://doi.org/10.1177/031289629101600103>

- Donaldson, T., & Preston, L. E. (1995). The stakeholder theory of the corporation: Concepts, evidence, and implications. *Academy of Management Review*, 20(1), 65–91. <https://doi.org/10.2307/258887>
- Duderstadt, J. J. (2002). *Governing the 21st century university: A view from the bridge*. Association for the Study of Higher Education.
- Duryea, E. D. (1971). Reform in university government. *The Journal of Higher Education*, 42(5), 339–352. <https://doi.org/10.1080/00221546.1971.11778638>
- Eckel, P. D. (2003). *Changing course: Making the hard decisions to eliminate academic programs*. Greenwood/Praeger.
- Eckel, P. D. (2019). *Why governing is so difficult: A synthesis of the (other) literature*. University of Pennsylvania Graduate School of Education, Alliance for Higher Education and Democracy (Penn AHEAD). https://www.researchgate.net/publication/331673726_Why_Governing_is_So_Difficult_A_Synthesis_of_the_Other_Literature
- Eckel, P. D., & Kezar, A. (2016). The intersecting authority of boards, presidents, and faculty: Toward shared leadership. In M. N. Bastedo, P. G. Altbach, & P. J. Gumport (Eds.), *American higher education in the twenty-first century* (4th ed., pp. 155–187). Johns Hopkins University Press.
- Eckel, P. D., & Trower, C. A. (2018). *Practical wisdom: Thinking differently about college and university governance*. Stylus Publishing.
- Eddleston, K. A., & Kellermanns, F. W. (2007). Destructive and productive family relationships: A stewardship theory perspective. *Journal of Business Venturing*, 22(4), 545–565. <https://doi.org/10.1016/j.jbusvent.2006.06.004>

- Ehrenberg, R. G. (2002). *Tuition rising: Why college costs so much*. Harvard University Press.
- Engel, R. E., & Achola, P. P. W. (1983). Boards of trustees and academic decisionmaking: A review of literature and research. *Review of Educational Research*, 53(1), 55–74. <https://doi.org/10.2307/1170326>
- Faculty participation in college and university government: Statement of principles approved by the council, October 26, 1962. (1962). *AAUP Bulletin*, 48(4), 321–323.
- Floyd, C. E. (1995). Governing boards and trustees. *The Review of Higher Education*, 19(1), 93–110. <https://doi.org/10.1353/rhe.1995.0004>
- Forrest, C., Goodall, J., Hill, R., & James, C. (2018). The role of the clerk to the corporation in promoting the legitimate governance of further education and sixth form colleges in England: A role in the governance of all educational institutions? *Educational Management Administration & Leadership*, 46(1), 158–174. <https://doi.org/10.1177/1741143216670647>
- Frantz, A. C., & Lawson, J. N. (2017). Faculty expressions of (no) confidence in institutional leadership. *Change*, 49(1), 62–70.
- Freedman, J. O. (2004). Presidents and trustees. In R. G. Ehrenberg (Ed.), *Who is in charge of the modern university?* (pp. 9–27). Cornell University Press.
- Freeman, R. E. (1984). *Strategic management: A stakeholder approach*. Pitman.
- Freeman, R. E., & McVea, J. F. (2001). A stakeholder approach to strategic management. In M. Hitt, E. Freeman, & J. Harrison (Eds.), *Handbook of strategic management*. Blackwell Publishing.

- French, J. R. P., Jr., & Raven, B. H. (1959). The bases of social power. In D. Cartwright (Ed.), *Studies in social power* (pp. 150–167). Institute for Social Research.
- Gevurtz, F. A. (2004). The historical and political origins of the corporate board of directors. *Hofstra Law Review*, 33(1), 89–173.
- Goodpaster, K. E. (1991). Business ethics and stakeholder analysis. *Business Ethics Quarterly*, 1(1), 53–73. <https://doi.org/10.2307/3857592>
- Greer, D. (1997). *Prospective governance* (AGB Occasional Paper No. 31). Association of Governing Boards of Colleges and Universities.
- Gumport, P., & Pusser, B. (1999). University restructuring: The role of economic and political contexts. In J. Smart (Ed.), *Higher education: Handbook of theory and research* (Vol. 14, pp. 146–200). Agathon.
- Hammarberg, K., Kirkman, M., & de Lacey, S. (2016). Qualitative research methods: When to use them and how to judge them. *Human Reproduction*, 31(3), 498–501. <https://doi.org/10.1093/humrep/dev334>
- Hanson, M. (2022, July 26). *College enrollment & student demographic statistics*. Education Data Initiative. <https://educationdata.org/college-enrollment-statistics>
- Harbor Compliance. (2014, April 21). *Corporate governance by state*. <https://www.harborcompliance.com/information/corporate-governance-by-state>
- Hearn, J. C., McLendon, M. K., & Gilchrist, L. Z. (2003, June 12-14). *Governing in the sunshine: The impact of state open-meetings and record laws on decision-making in higher education* [Paper presentation]. Higher Education Governance Roundtable, Sante Fe, New Mexico. www.usc.edu/dept/chepa/gov/roundtable2003/heam.pdf

- Hendrickson, R. M., Lane, J. E., Harris, J. T., & Dorman, R. H. (2013). *Academic leadership and governance of higher education: A guide for trustees, leaders, and aspiring leaders of two- and four-year institutions* (Vol. 1). Stylus Publishing.
- Hermalin, B. (2004). Higher education boards of trustees. In R. Ehrenberg (Ed.), *Governing academia* (pp. 28–48). Cornell University Press.
- Hewson, C. (2008). Internet-mediated research as an emergent method and its potential role in facilitating mixed-method research. In S. N. Hesse-Biber & P. Leavy (Eds.), *The handbook of emergent technologies in social research* (pp. 525–541). The Guildford Press.
- Holmes, A. G. D. (2020). Researcher positionality – A consideration of its influence and place in qualitative research – A new researcher guide. *Shanlax International Journal of Education*, 8(4), 1–10. <https://doi.org/10.34293/education.v8i4.3232>
- Hung, H. (1998). A typology of the theories of the roles of governing boards. *Corporate Governance: An International Review*, 6(2), 101–111. <https://doi.org/10.1111/1467-8683.00089>
- Ingram, R. T. (1980). *Handbook of college and university trusteeship*. Jossey Bass.
- Ingram, R. T. (1993). *Governing public colleges and universities: A handbook for trustees, chief executives, and other campus leaders*. Jossey-Bass.
- International Finance Corporation. (2016). *The corporate secretary: The governance professional*. <https://documents1.worldbank.org/curated/en/419151477994170489/pdf/109543-WP-CG-CoSec-June-2016-PUBLIC.pdf>

- Jensen, M. C., & Meckling, W. H. (1976). Theory of the firm: Managerial behavior, agency costs, and ownership structure. *Journal of Financial Economics*, 3(4), 305–360. [https://doi.org/10.1016/0304-405X\(76\)90026-X](https://doi.org/10.1016/0304-405X(76)90026-X)
- Jesse, D. (2023, September 8). The ‘linchpin’ job that sits between the president and the board. *The Chronicle of Higher Education*. https://www.chronicle.com/article/the-linchpin-job-that-sits-between-the-president-and-the-board?cid=gen_sign_in
- Kahn, R. L., Wolfe, D. M., Quinn, R. P., Snoek, J. D., & Rosenthal, R. A. (1964). *Organizational stress: Studies in role conflict and ambiguity*. Wiley.
- Kakabadse, A., Khan, N., & Kakabadse, N. K. (2016). Company secretary: A role of breadth and majesty. *Society and Business Review*, 11(3), 333–349. <https://doi.org/10.1108/sbr-04-2016-0023>
- Kakabadse, A., Khan, N., & Kakabadse, N. (2017). Leadership on the board: The role of the corporate secretary. In J. Storey, J. Hartley, J.-L. Denis, P. Hart, & D. Ulrich (Eds.), *The Routledge companion to leadership* (pp. 241–259). Routledge.
- Kaplan, G. E. (2004). How academic ships actually navigate. In R. G. Ehrenberg (Ed.), *Who is in charge of the modern university?* (pp. 165–208). Cornell University Press.
- Katz, D., & Kahn, R. L. (1966). *The social psychology of organizations*. Wiley.
- Katz, D., & Kahn, R. L. (1978). *The social psychology of organizations*. Wiley.
- Kerr, C., & Gade, M. L. (1989). *The guardians: Boards of trustees of American colleges and universities*. The Association of Governing Boards of Universities and Colleges.

- Kezar, A. (2006). Rethinking public higher education governing boards performance: Results of a national study of governing boards in the United States. *The Journal of Higher Education*, 77(6), 968–1008.
<https://doi.org/10.1080/00221546.2006.11778953>
- Kezar, A., & Eckel, P. D. (2004). Meeting today's governance challenges: A synthesis of the literature and examination of a future agenda for scholarship. *The Journal of Higher Education*, 75(4), 371–399.
<https://doi.org/10.1080/00221546.2004.11772264>
- Knott, J. H., & Payne, A. A. (2004). The impact of state governance structures on management and performance of public organizations: A study of higher education institutions. *Journal of Policy Analysis and Management*, 23(1), 13–30.
<https://doi.org/10.1002/pam.10176>
- Legal Information Institute. (n.d.). Sunshine laws. In *Wex*.
https://www.law.cornell.edu/wex/sunshine_laws
- Legon, R. D. (2006, June 19). Lessons in university governance. *The Washington Examiner*. <https://www.washingtonexaminer.com/richard-d-legon-lessons-in-university-governance>
- Association of Governing Boards of Universities and Colleges*. <https://agb.org/blog-post/engagement-and-culture-matter-in-the-foundation-boardroom/>
- Legon, R., Lombardi, J. V., & Rhoades, G. (2013). Leading the university: The roles of trustees, presidents, and faculty. *Change: The Magazine of Higher Learning*, 45(1), 24–32. <https://doi.org/10.1080/00091383.2013.749144>
- Lincoln, Y. S., & Guba, E. G. (1985). *Naturalistic inquiry*. Sage Publications.

- Llewellyn, D. G. (2007). *The role and influence of the secretary in relation to governing bodies in higher education* [Doctoral dissertation, University of Bath]. University of Bath's Research Portal. [https://researchportal.bath.ac.uk/en/studentTheses/the-role-and-influence-of-the-secretary-in-relation-to-governing-](https://researchportal.bath.ac.uk/en/studentTheses/the-role-and-influence-of-the-secretary-in-relation-to-governing-bodies-in-higher-education)
- Llewellyn, D. G. (2009). *The role and influence of the secretary in UK higher education governing bodies*. Leadership Foundation for Higher Education. <https://citeseerx.ist.psu.edu/document?repid=rep1&type=pdf&doi=3cc042b146a205ce415863b23c5af6d7a80f6f8c>
- Longanecker, D. (2006). The “new” new challenge of governance by governing boards. In W. G. Tierney (Ed.), *Governance and the public good* (pp. 95–116). State University of New York Press.
- Marshall, C. M., Rossman, G. B., & Blanco, G. L. (2022). *Designing qualitative research* (7th ed.). Sage Publications.
- Martin, H. C. (1974). Accountability: The trustees' role in academic policy. *Management Forum*, 3(5), 1–4.
- Maxey, D. B. R. (2015). *Making sense of trusteeship: Examining the construction of roles among public higher education governing boards* [Doctoral dissertation, University of Southern California]. ProQuest.
- McGill Peterson, P. (2020). Public trust and the public good. *International Higher Education*, (100), 19–20. <https://www.internationalhighereducation.net/api-v1/article/!/action/getPdfOfArticle/articleID/2818/productID/29/filename/article-id-2818.pdf>

- McGuinness, A. C. (1993). Strengthening relationships with government agencies and political leaders. In R. T. Ingram (Ed.), *Governing public colleges and universities: A handbook for trustees, chief executives, and other campus leaders* (pp. 196–210). Jossey-Bass Publishers.
- McGuinness, A. C. (2016). The states and higher education. In M. N. Bastedo, P. G. Altbach, & P. J. Gumport (Eds.), *American higher education in the twenty-first century: Social, political, and economic challenges* (4th ed., pp. 238–280). Johns Hopkins University Press.
- McLendon, M. K., & Hearn, J. C. (2006). Mandated openness in public higher education: A field study of state sunshine laws and institutional governance. *The Journal of Higher Education*, 77(4), 645–683.
<https://doi.org/10.1080/00221546.2006.11772310>
- McNulty, T., & Stewart, A. (2015). Developing the governance space: A study of the role and potential of the company secretary in and around the board of directors. *Organization Studies*, 36(4), 513–535.
<https://doi.org/10.1177/0170840614556919>
- Merriam, S. B., & Tisdell, E. J. (2016). *Qualitative research: A guide to design and implementation* (4th ed.). Jossey Bass.
- Miles, M. B., Huberman, A. M., & Saldaña, J. (2020). *Qualitative data analysis: A methods sourcebook* (4th ed.). Sage.
- Mission*. (2022, June 3). AAUP. <https://www.aaup.org/about/mission-1>
- Mitchell, B. C., & King, W. J. (2018). *How to run a college*. Johns Hopkins Press.

- National Center for Education Statistics. (2022). *Number of educational institutions, by level and control of institution: 2010–11 through 2020–21* [Data set]. U.S. Department of Education, Institute of Education Sciences.
<https://nces.ed.gov/fastfacts/display.asp?id=1122>
- Paltridge, J. G., Hurst, J., & Morgan, A. (1973a). *Boards of trustees: Their decision patterns*. Center for Research and Development in Higher Education.
<https://eric.ed.gov/?id=ED085035>
- Paltridge, J. G., Hurst, J., & Morgan, A. (1973b, February 28). *Significant relationships between types of trustee boards and their decision patterns in public four-year colleges and universities* [Paper presentation]. American Education Research Association Conference, New Orleans, LA, United States.
- Patton, M. Q. (2002). *Qualitative research and evaluation methods* (3rd ed.). Sage Publications.
- Peij, S., Bezemer, P.-J., & Maassen, G. (2015). Role ambiguity and conflicts: A study of company secretaries and two-tier boards in the Netherlands. *Corporate Ownership & Control*, 12(3), 114–123. <https://doi.org/10.22495/cocv12i3p10>
- Pierce, S. R. (2014). *Governance reconsidered: How boards, presidents, administrators, and faculty can help their colleges thrive*. Jossey-Bass.
- Pusser, B., Slaughter, S., & Thomas, S. L. (2006). Playing the board game: An empirical analysis of university trustee and corporate board interlocks. *The Journal of Higher Education*, 77(5), 747–775.
<https://doi.org/10.1080/00221546.2006.11778943>

- Putnam, M. L. (1996, April 8–13). *The role of formal and informal sources of information in trustee decision making at small private colleges struggling for survival* [Paper presentation]. Annual Meeting of the American Educational Research Association, New York, NY, United States.
- <https://www.semanticscholar.org/paper/The-Role-of-Formal-and-Informal-Sources-of-in-at-Putnam/80bc987538085d128d2975fcbd8b8f3e190f13ff>
- Rall, R. M. (2014). *Assuming the trusteeship: Studying the influence of learning and preparation on the decision-making practices of members of public multicampus boards of higher education* (Publication No. 10799170) [Doctoral dissertation, University of Southern California]. ProQuest.
- Rall, R. M., Ramirez-Stapleton, M., & Galan, C. A. (2021). A contrarian's guide to the student trusteeship: Stories modeling purpose, persistence, and legacy on the UC Board of Regents. *College Student Journal*, 55(4), 440–456.
- Rhoades, G. (1995). Rethinking restructuring in universities. *Journal for Higher Education Management*, 10(2), 17–30.
- Rhodes, F. H. T. (2004). Governance of U.S. universities and colleges. In L. E. Weber & J. J. Duderstadt (Eds.), *Reinventing the research university* (pp. 213–226). Economica.
- Rubin, P. G. (2021). Political appointees vs. elected officials: Examining how the selection mechanism for state governing agency board members influences responsiveness to stakeholders in higher education policy-making. *Education Policy Analysis Archives*, 29(115). <https://doi.org/10.14507/epaa.29.5214>
- Saldaña, J. (2016). *The coding manual for qualitative researchers* (3rd ed.). Sage.

- Schofield, A. (2009). *What is an effective and high performing governing body in UK higher education?* Leadership Foundation for Higher Education.
<http://www.bris.ac.uk/media-library/sites/university/migrated/documents/highperforminggoverningbody.pdf>
- Schroeder, R. (2021, May 18). A second demographic cliff adds to urgency for change. *Online: Trending Now*. <https://www.insidehighered.com/digital-learning/blogs/online-trending-now/second-demographic-cliff-adds-urgency-change>
- Scott, R. A. (2018). *How university boards work*. Johns Hopkins University Press.
- Scott, W. R. (2014). *Institutions and organizations: Ideas, interests, and identities*. SAGE Publications.
- Shattock, M. (2006). *Managing good governance in higher education*. Open University Press.
- Simon, H. H. (1957). *Administrative behavior* (2nd ed.). The Free Press.
- Statista. (2021). *College enrollment in the United States from 1965 to 2020 and projections up to 2031 for public and private colleges* [Data set].
<https://www.statista.com/statistics/183995/us-college-enrollment-and-projections-in-public-and-private-institutions/>
- Stoeber, H. (2021, July 1). AGB president & CEO update: Your board professional is a strategic asset. *Association of Governing Boards of Universities and Colleges*.
<https://agb.org/blog-post/ceo-update/agb-president-ceo-update-your-board-professional-is-a-strategic-asset/>

- Stoeber, H. (2022, February 2). AGB president & CEO update: Maximizing stakeholder input while mitigating undue influence. *Association of Governing Boards of Universities and Colleges*. <https://agb.org/blog-post/agb-president-ceo-update-maximizing-stakeholder-input-while-mitigating-undue-influence/>
- Tandberg, D. A., Fowles, J. T., & McLendon, M. K. (2017). The governor and the state higher education executive officer: How the relationship shapes state financial support for higher education. *The Journal of Higher Education*, 88(1), 110–134. <https://doi.org/10.1080/00221546.2016.1243945>
- Tandberg, D. A., & Ness, E. C. (2011). State capital expenditures for higher education: “Where the real politics happens”. *Journal of Education Finance*, 36(4), 394–423.
- Tiede, H.-J. (2013). Faculty communication with governing boards. *Academe*, 99(3), 8–12.
- Tierney, W. G. (2004). A cultural analysis of shared governance: The challenges ahead. In J. C. Smart (Ed.), *Higher education: Handbook of theory and research* (Vol. XIX, pp. 85–132). Kluwer Academic Publishers.
- Tierney, W. G., & Rall, R. M. (2018). Lessons not yet learned: Culture, governance, and the Jerry Sandusky case. *Journal of Higher Education Management*, 33(2), 12–27.
- Toma, E. F. (1990). Boards of trustees, agency problems, and university output. *Public Choice*, 67(1), 1–9. <https://doi.org/10.1007/BF01890153>
- Van Puyvelde, S., Caers, R., Du Bois, C., & Jegers, M. (2012). The governance of nonprofit organizations: Integrating agency theory with stakeholder and

stewardship theories. *Nonprofit and Voluntary Sector Quarterly*, 41(3), 431–451.
<https://doi.org/10.1177/0899764011409757>

Veblen, T. (1918). *The higher learning in America: A memorandum on the conduct of universities by business men*. B. W. Huebsch.

Welbourne, T. M., Johnson, D. E., & Erez, A. (1998). The role-based performance scale: Validity analysis of a theory-based measure. *Academy of Management Journal*, 41(5), 540–555.

Wickham, M., & Parker, M. (2007). Reconceptualising organisational role theory for contemporary organisational contexts. *Journal of Managerial Psychology*, 22(5), 440–464. <https://doi.org/10.1108/02683940710757182>

Wise, W. M. (1974). *Reflections on new configurations in campus governance*. [Paper Presentation]. American Association for Higher Education, Washington, D.C., United States.

Wittmer, D. (1991). Serving the people or serving for pay: Reward preferences among government, hybrid sector, and business managers. *Public Productivity & Management Review*, 14(4), 369–383.

Woodward, A. R. (2008). Land-grant university governance: An analysis of board composition and corporate interlocks. *Agriculture and Human Values*, 26, 121–131.
 DOI 10.1007/s10460-008-9174-5

Xing, L., Duan, T., & Hou, W. (2019). Do board secretaries influence management earnings forecasts?. *Journal of Business Ethics*, 154, pp. 537–574.
<https://doi.org/10.1007/s10551-017-3478-6>

- Xu, W., Cao, H., Qin, S., & Kong, X. (2021). Board secretary and market information efficiency: Evidence from corporate site visits. *China Journal of Accounting Research, 14*, pp. 275-293. <https://doi.org/10.1016/j.cjar.2021.02.003>
- Zahra, S. A., Hayton, J. C., Neubaum, D. O., Dibrell, C., & Craig, J. (2008). Culture of family commitment and strategic flexibility: The moderating effect of stewardship. *Entrepreneurship Theory and Practice, 32*(6), 1035–1054.
- Zoom Security Guide. (2021, August). Zoom.
<https://explore.zoom.us/docs/doc/Zoom-Security-White-Paper.pdf>
- Zwingle, J. L (1980). Effective trusteeship: Guidelines for board members. *Association of Governing Boards of Universities and Colleges*.

APPENDIX A

PARTICIPANT CHARACTERISTICS

Pseudonym	Role(s)	Reports To	Cabinet	Institution Carnegie Classification	Institution Size
Anne	Vice President for Strategic Initiatives and Chief of Staff	President and Board Chair	Yes	Doctoral	Medium
Beth	Governing Board Professional	Board Chair and Vice President	No	Very High Research	Large
Carla	Vice President and Governing Board Professional	Board Chair	Yes	Very High Research	Large
Diane	Chief of Staff and Governing Board Professional	President and Board chair	Yes	Baccalaureate	Medium
Ethan	Chief of Staff and Governing Board Professional	President and Board Chair	Yes	Doctoral	Medium
Fred	General Counsel and Governing Board Professional	Board Chair	Yes	Baccalaureate	Small
Gayle	Senior Vice President and Governing Board Professional	Board Chair	Yes	Very High Research	Large
Hal	Special Assistant to the President	President and Board Chair	No	Baccalaureate	Small
Joyce	Executive Director	President and Board Chair	No	Masters	Medium
Krista	Vice President and Governing Board Professional	President and Board Chair	Yes	Baccalaureate	Small
Matthew	Assistant to the President and Governing Board Professional	President and Board Chair	No	Masters	Medium
Natalie	Associate Vice President and Governing Board Professional	President and Board Chair	Yes	Baccalaureate	Small