

contribution to that legacy. We encourage you to give the attached list some consideration in the appointment process.

AGB offers a wide array of services in educating boards and board members, including statewide board education programs. We would welcome the opportunity to visit with you or your education administrators about board member appointments, education, and assessment. Please feel free to contact me at [rlegon@agb.org](mailto:rlegon@agb.org) or 202-776-0812.

Best wishes.

A handwritten signature in black ink, appearing to read "Richard D. Legon", followed by a long horizontal line.

Richard D. Legon  
President

A handwritten signature in black ink, appearing to read "Jim Geringer".

The Honorable Jim Geringer  
*Former Governor, Wyoming*  
*AGB Board of Directors*

Enclosures

CC: Chief of Staff  
Secretary of State

February 19, 2015



Governor Nikki R. Haley  
1205 Pendleton Street  
Columbia, SC 29201

1133 20th Street, N.W., Suite 300  
Washington, D.C. 20036  
P 202.296.8400 F 202.223.7053  
[www.agb.org](http://www.agb.org)

Dear Gov. Haley:

As the chief executive of your state, you bear an important responsibility to select the men and women who serve on public college and university boards and assume the sacred trust of setting policy for your state's institutions and systems. While you must make a substantial number of board and commission appointments, perhaps few are as transformative as those affecting higher education.

The Association of Governing Boards of Universities and Colleges (AGB) has a close relationship with most or all of your state institutions. Since 1921, we have advocated on behalf of our country's unique system of citizen boards and oversight; it is a model of accountability that in many ways defines our values and ensures a vibrant higher education system.

We know that the challenges associated with academic quality, access, student success, degree attainment, and affordability are clearly priorities for you and your administration. As higher education is facing calls to change, your board appointments represent an important signal about state education priorities and your commitment to developing independent, accountable governing boards.

Your state's colleges and universities look to you for leadership, support, and guidance, and they seek the engagement of individuals on their governing boards with a commitment to and interest in higher education. AGB has worked over many years to develop a set of criteria for state leaders such as yourself to consider in making these most essential decisions. Our work with the National Governor's Association (NGA) and the National Conference of State Legislatures (NCSL), and the leadership of the former Governor of Virginia, Jerry Baliles, has focused on criteria-based selection of board members. I have attached a list of suggested criteria that we hope you will consider when making these critical appointments.

I have also enclosed a copy of the report of our recently completed National Commission on College and University Board Governance, which was chaired by Philip Bredesen, the former governor of Tennessee. It highlights the need for boards to assume a more proactive level of strategic engagement.

The impact of the appointments you make to the boards of your state's higher education institutions will be part of your legacy of service; each appointee can make a substantial

## Responsibilities of Individual Trustees and Regents

- Seek to be fully informed about the university or system.
- Understand the responsibilities of the university or system in addressing the public interest and public good.
- Understand the mission of the university or system and where it fits into the overall state higher education policy agenda.
- Support positive change and responsiveness of higher education while being cognizant that preserving tradition, culture, and long-term stability is tantamount.
- Speak one's mind at board meetings, but support policies and programs once established.
- Understand that the board's responsibility is policymaking and not involvement in administration or the management process.
- Strengthen and sustain the chief executive while being an active, energetic, and inquisitive board member exercising critical judgment on policy matters.
- Communicate promptly any significant concern to the chief executive and board chair.
- Defend the autonomy and independence of the college, university, or system.
- Maintain an overriding loyalty to the entire college, university, or system rather than to any part of it or constituency within it.
- Represent all the people of the state and no particular interest, community, or constituency.
- Help enhance the public image of the college, university, or university system and the board.
- Recognize that authority resides with the board as a whole and not with individual members.
- Recognize that the president or chancellor is the primary spokesperson for the institution or university system, and the chair of the board is the only other person authorized to speak for the board.
- Foster openness and trust among the board, administration, faculty, students, state government, and the public.
- Maintain a respect for the opinions of one's colleagues and a proper restraint in criticism of colleagues and officers.
- Recognize that no board member should request actions that violate written policies, rules, and regulations of the board or the institution or make inappropriate requests for special perks or privileges.
- Maintain the highest ethical standards and address personal conflicts of interest.

### A Note on the Appointment Process

**To assist with university and system board appointments, several states have external screening committees to review candidates' qualifications. They include: Hawaii, Minnesota, Massachusetts, North Dakota, and Virginia.**



# Public Board Members: Appointments and Responsibilities

## Qualifications Sought in Individual Board Members

### PERSONAL

- Integrity, breadth of vision, and independence.
- An inquiring mind and an ability to speak articulately and succinctly.
- An orientation to the future with an appreciation for the heritage of the university or system.
- The ability to function as a member of a diverse group in a collegial atmosphere.
- An appreciation of the public nature of the position and the institution, including the open process of decision making and service.

### PROFESSIONAL/EXPERIENTIAL

- Knowledge and experience that can bear on university challenges, opportunities, and deliberations.
- An understanding of the board's role in governance and a proven record of contribution with the governing body of one or more appropriate organizations.
- A record of personal and professional accomplishment.

### COMMITMENT

- A commitment to education and to the mission of the university or system.
- A willingness to commit the time and energy necessary to fulfill the ongoing responsibilities.
- A willingness to forego any partisan political activity that could be disruptive or harmful to the university or system.
- An overriding loyalty to the university or system and to the public interest rather than to any region or constituency.

**“Student success in college means being in an environment that matters, an environment that is set by a board whose members have a commitment to education, the time and energy to fulfill fiduciary responsibilities, and an overriding loyalty to institutional autonomy. Good appointments make good boards.”**

*The Honorable Jim Geringer,  
Governor, Wyoming, 1995-2003*

[www.AGB.org/NationalCommission](http://www.AGB.org/NationalCommission)