

**Colorado Mountain College
Board Retreat
Alpine Campus – Eagle’s Nest
August 23, 2012**

The meeting was called to order at approximately 9:15 a.m.

In attendance: Glenn Davis, Anne Freedman, Ken Brenner, Mary Ellen Denomy, Kathy Goudy, Pat Chlouber, Bob Taylor, Glenn Chadwick, Dr. Tyndall, Dr. Boyle, Dr. Jensen and Debbie Novak.

I. Geographic Growth

1. Outreach from Grand County Commissioners

Dr. Jensen reviewed the status of the request from Grand County to have a CMC presence in the Kremmling area. A packet was distributed with cover memo about progress made by a group of Grand County citizens and letters of support. Dr. Jensen has told the proponents that any CMC facility or service in Grand County must pay for itself and we will have only one location; we can't go to all the different towns because they are in competition with each other. Grand County is in CMC's service area, but not in CMC's taxing district.

A comment was made that the county could put an advisory question on this November's ballot to see if there is enough interest and they might be willing to pay the mill levy. After discussion, this appears premature.

Trustee comments on procedures:

Trustee Denomy: we need a survey done by us and have our staff, students, and citizens, take the survey. Include the mill levy question and use a 3rd party vendor. She has a concern about adding a community while talking about beefing up our service in existing communities.

Trustee Freedman: Combine On-line with a weekend course where they would travel to one of our campuses. We don't have to have a physical building in your town.

Brad Tyndall: We should begin by just offering courses. We did so in Kremmling in 2004-05 and it didn't work.

Trustee Taylor: We should build our base first by using schools they have in the area and see if there is a positive response. If they find facilities, we will do everything we can to get the professors to teach the classes.

Some things to do:

Develop a "Menu" and letter of clarification:

Dual credit, online/weekend, (or short term in summer) classes

Self-sufficient, partner with other schools for classes (no CMC building). These would be stepping stones to see if it this is feasible.

The board will need to be convinced this step is financially feasible and in the best interest of the college along with all voters in our district. Grand County should not invest further in a survey at this time because an incremental approach would be the wisest right now. CMC should respond to their proposals and let them know what we *can* do for them right now.

Let them know this is not an easy task; the last and only addition to the district was the addition of Steamboat Springs School District RE-2 in 1981. Trustees feel that dual credit is not a problem.

Board Direction: Dr. Jensen to draft the letter responding to Kremmling group, and Glenn Davis and Kathy Goudy to review.

Board Direction: Debbie Novak to put together document addressing:

Develop a process for geographical growth:

1. Demographic research including the tax base and how much it would cost (Cost/Benefit Analysis)
2. Community survey by the college
3. Logistical challenges, financial challenges and geographical challenges Is it contiguous?
4. If a school exists, what are the problems they are encountering; current financial condition, employment base...projections/population trends.
5. What other schools could provide this service?
6. Implications at the state level
7. What services are we considering offering to said communities...menu of options
8. Examine what is not working in other counties...(Chaffee)

Geographic growth-Opinions

Board President Davis: are there areas within the state where it is appropriate to expand? We have a great funding model and may be able to help those without good access to higher education.

Trustee Denomy: the more education we can get to those who can't get it now, the better, and there are alternative ways to provide education.

Trustee Goudy: we need to tidy up own house first; we just started the 4 year program, etc.

Trustee Freedman: not in favor of physical expansion now. We should use alternative ways. We aren't in a position to do this now.

Trustee Goudy: feels the same way as Trustee Freedman. We could help other colleges using our model.

Trustee Chlouber: we need to tread very lightly in this area. We already have customer service problems on every campus. Online opportunities are where we can expand.

Brad Tyndall: feels strongly both ways but we need to work on what we have already. We are a "Mountain" College and are identified as such. We could weaken that identity by moving too fast. We need to fix internal systems as much as we can.

Board President Davis stated that geographic expansion at this time would be a misuse of our resources as there are some management issues to tend to first. We should focus on how we can be the best we can be. This also includes initiatives including the Stanford Institute. We are stretching everything too thinly. There may be some initiatives on an exception basis that could be brought to the board.

II. Task Force Teams Reports/Recommendations

1. Roles & Responsibilities

The task force has not had a full committee meeting but had one meeting with some members. Many Roles & Responsibilities are in the management policies. Board President Davis would like to roll this task force into the Governance Model Task Force as they are overlapping. Trustee Taylor (on the Governance Task Force) agreed to combining the two task forces.

Board President Davis reviewed Section 3.1 in the Board Policies: Communication should be with only the president or his office. Engaging with staff members outside of the executive office can be very detrimental and subversive to our President. Board President Davis hopes Board Members take what is in the policies to heart and communicate with the President or it will undermine the management.

Trustee Brenner and others stated the Board needs to follow statutory duties and be responsive and informed and those responsibilities should be more prominent in the document than they are right now. Policy governance is inconsistent with statutes.

2. Governance Model

Trustee Taylor circulated a one-page report. Executive Limitations are intended to curb micromanagement by a board. Trustee Taylor does not like the negative flavor. The delegation of responsibilities may result in the board not doing its job by giving too much latitude, or it can be too limiting.

There is agreement that the policies need rewriting as there are some inconsistencies both statutorily and internally. Do we need to secure a consultant? (this is just an idea...not a recommendation at this time) Trustees Taylor and Davis have discussed whether the Carver model should be removed, whether the current policy should be "scuttled" entirely, or whether the current policy can be revised to meet the board's objectives. Board President Davis feels we should have something else to adopt, before we get rid of the current policy. Trustee Taylor feels the presidential monitoring reports are not effective, and the board is not doing the vigorous monitoring that is necessary to make this model work. Board President sees the policies as a good guiding document. We may need a list of statutory bullet points ending in "The Board is not here to micromanage."

Trustee Freedman doesn't like the model and none of the board members like the monitoring reports.

Trustee Brenner concurs that something needs to replace the current policy. Some things to consider are a code of conduct and conflict of interest.

Glenn Chadwick said he has the 1986 set of by-laws to which we can refer back to. He also commented that the statutes don't tell us everything and are not always clear. Many duties have been delegated to the administration by policy, past practice and/or statute. There are differences between the "powers" of the board in section 122, and the "duties" of the board in section 123. It might be a good exercise to discuss which items the Board would like to keep and which they want to delegate. If we "scuttle" our present model before having another document all of these duties revert to the Board. Chadwick reported that he has spoken with other college attorneys at National Association of College and University Attorneys ("NACUA") conferences and that NACUA has resources on policy development. Chadwick offered, as a first step, to prepare a summary or outline of board duties and powers, and how they align with current board policy.

Board direction: Put a session on Board duties/powers (statute sections 122-123) on the November Agenda.

Board direction: Glenn Chadwick to prepare analysis of board duties and powers, board policy compared to statutes, and how they have been handled in the past.

Board direction: the committee to go through the list of powers and duties and identify which items to delegate or keep, and bring it to the November meeting.

Board direction: Dr. Jensen will no longer submit the monitoring reports (Board policy 3.3), but all other Board policies are still in place until a new model is decided upon.

3. Strategic Planning

Several board members expressed support for the "Alignment Model" of strategic planning. The Alignment model we have is a good visual as to where the BOT's place is within the Strategic planning.

Trustee Brenner circulated a report with recommendations. BOT should take ownership of the strategic plan and more fully involve campuses and the business community with stronger board involvement in the steering committee and recommends a bottom-up method conducted by an independent professional consultant.

There are 9 steps to Trustee Brenner's process with the first 1 or 2 being very important. Numbers 4 on down are just ideas.

Board President Davis: This will be internal board guidance rather than action at this time ... deliberations on the concept of the document.

Trustee Freedman said she is leery of the "come to a consensus" piece and said to let the leadership lead. Be careful about another consultant.

Board President Davis stated that the prior group of trustees went through this exercise and would like to see some durability since half the board can be changed every 2 years and making big changes can be disruptive to the process.

Trustee Brenner: this is not meant to replace this year's strategic plan.

Trustee Taylor said the alignment model is very clear where the board is involved.

Trustee Goudy: we should flesh out the current plan and is still looking for a capital plan.

Trustee Chlouber: looking at the timeline, the new process looks a lot like what we have now and is not comfortable hiring an outside consultant.

President Jensen went through the current process stating that the administration currently gets input from staff and faculty once or twice a year, also uses advisory groups and an environmental scan (where we get business input, etc.) and survey our population. This is currently a bottom-up process. None of the points in the current plan are Dr. Jensen's points, but based on input from all levels.

Board President Davis: are we allocating enough resources on management/registration etc. with more focus on the areas needing improvement...Is our eye on the ball?

Trustee Denomy is concerned the BOT may not be doing what it is supposed to do by statute. The Board should initiate the process, not simply react to what is brought to the board, and maybe add an evaluation and review.

Dr. Jensen asked if the board want the data before the priorities are set? Yes.

Trustee Goudy would like to serve on the Strategic Plan committee if set

The idea of hiring a facilitator was brought up.

Trustee Denomy is not comfortable with an outside consultant rather than staff; we should try with the staff first and if it doesn't work get a consultant on the next go-around.

Trustee Taylor: suggests we **add a Strategic Planning item at each meeting (one hour)** and at the November meeting would like to discuss long term planning using the information from the staff.

There was a question of how can the Board proceed with Strategic planning if governance documents are not in order. The continuity is difficult with new trustees without a durable plan or policies.

Trustee Denomy would like to see this Board's legacy to be a board that figured out how to get things done; set procedures.

Trustee Taylor was asked to serve on the Strategic Planning Process Task Force.

Board direction: develop a one page guideline document considering Ken's proposal. The Strategic Planning Committee will meet and meld the two together and bring forward an Action item for November: The Sub-committee's recommendation to this process.

Trustee Denomy would like to see it more as philosophical, the board establishes the big picture, which staff implements.

Board direction: Put the collection of data on the agenda and send the data to the Board before the packet.

Other comments:

Trustees must back management and not act upon complaints from staff and/or faculty when things change.

The college will need to look at marketing and processes to accommodate marketing; new process and take a look at the overview.

4. Board Meetings

Dr. Jensen and Board President Davis have not yet met. President Davis is still struggling with content of the meetings which is in his domain. He contends we don't need more meetings if we are efficient in our meetings.

There was discussion of the number of board meetings. Statute requires four regular meetings per year. The Board feels there are enough meetings, although there is a lot of work to do.

Trustee Brenner believes in sub-committee work as a way to make progress. President Davis believes it is most efficient to spend board meeting time on deliberative decision-making rather than spending time during board meetings receiving committee reports. He would like to see the committees bring recommendations, as a basis for the board to deliberate and make decisions.

There are statutory requirements that dictate when the Board must take certain actions.

We may want to use IVS or Skype for December and/or January meetings, to avoid hazardous winter travel?

Board direction: Debbie to schedule IVS for winter board meetings, and/or look into SKYPE or other technology for Board Meetings.

A suggestion was made to allow a period for public comment at board meetings.

Board direction: Add a public comment item in the introductory portion of each regular board meeting, for comments by members of the public regarding items not on the agenda, right after the reading of Mission, Vision, and Values. This is not to be a conversation between members of the Board, but an opportunity for members of the public to comment on matters of college business. The Board President has the prerogative to set a time limit (3 minutes is typical).

5. Budget/Finance/Audit (Board Committee)

The committee did not work on the budget but instead focused on strategic plan alignment, property policy, and other matters.

We will be shifting accounting position to more analytics. Risk management should be considered along with budget and financial planning.

Dr. Boyle provided information on ZBB and financial analysis of programs and campuses. The Funding committee/ZBB committee is in the process of looking at future possibilities on how we fund campuses. There is the possibility of looking at an appropriation system; giving each VP an appropriation and they are responsible for line items. This could incentivize growth by using outcomes for accountability. This will also have an impact on the customer service. The current process can create tension and animosity that is not needed. So far the VPs are on board. Most models are FTE driven. A regionalization plan may help efficiency. ZBB was the first step. It is great to get out of the comfort zone but we need to think more expansively. The model will take a couple of years to see a difference.

6. Communication/Boardroom Discussion

Trustee Chlouber reported on the committee's work and circulated recommendations. There was general agreement. There was a change to recommendation II.b, second-to-last sentence: A board member who voted no or commented against a board decision may publicly repeat what was said in open session, but should add "the Board has made a decision on behalf of the College and I will support it."

The meeting was adjourned at approximately 2:30 p.m.