

REINING IN THOSE “Maverick” Trustees

Trustees whose special interests, personal needs, or disruptive behaviors derail collaboration can thwart efforts to create effective boards.

MAXIMIZING BOARD PERFORMANCE has never been more critical than it is in today’s environment of rising expectations for governance and demands for greater accountability.

Hence one of the most complex and time-consuming tasks for board chairs and campus leaders is managing relationships with board members who see their trusteeships as a means to advance their own professional, political, or personal agendas. This phenomenon largely plays out on the stage of public higher education, though a different breed of “maverick” trustee sometimes confronts boards of private institutions.

Boards simply cannot afford to be distracted by members whose special interests, personal needs, or disruptive behaviors derail effective collaboration and prevent decisive action.

The troublesome conduct of maverick board members is not a tendency to be tolerated as a matter of “personality” or “style.” Such behavior divides the group, drains its energy, wastes valuable time, and may lead to unwanted compromises in decision making. A board code of conduct is a must for heading off maverick behavior, preferably before it gets serious.

However, even institutions with meticulous and well-publicized codes are sometimes plagued by the distracting behavior of some board members. “It is one of the most serious governance problems we face today,” says Molly Broad, president emerita of the University of North Carolina. “The magic in university governance is creating a board composed of strong individuals with connections to the political leaders and the university’s constituencies, and who also bring expertise about complex organizations,” she says. “But these individuals must be willing to set aside their special interests to operate as members of a body corporate.”

The Five Types. Getting persistent mavericks on track is challenging and time-consuming. But once board leaders understand the motivations of the various types of mavericks commonly found on boards, they can tactfully implement common-sense strategies to guide them toward productive governance behavior. I don’t wish to stereotype, but my experience working with higher education boards has led me to identify five basic types of mavericks:

- *The Micromanager.* Micromanagers blur the

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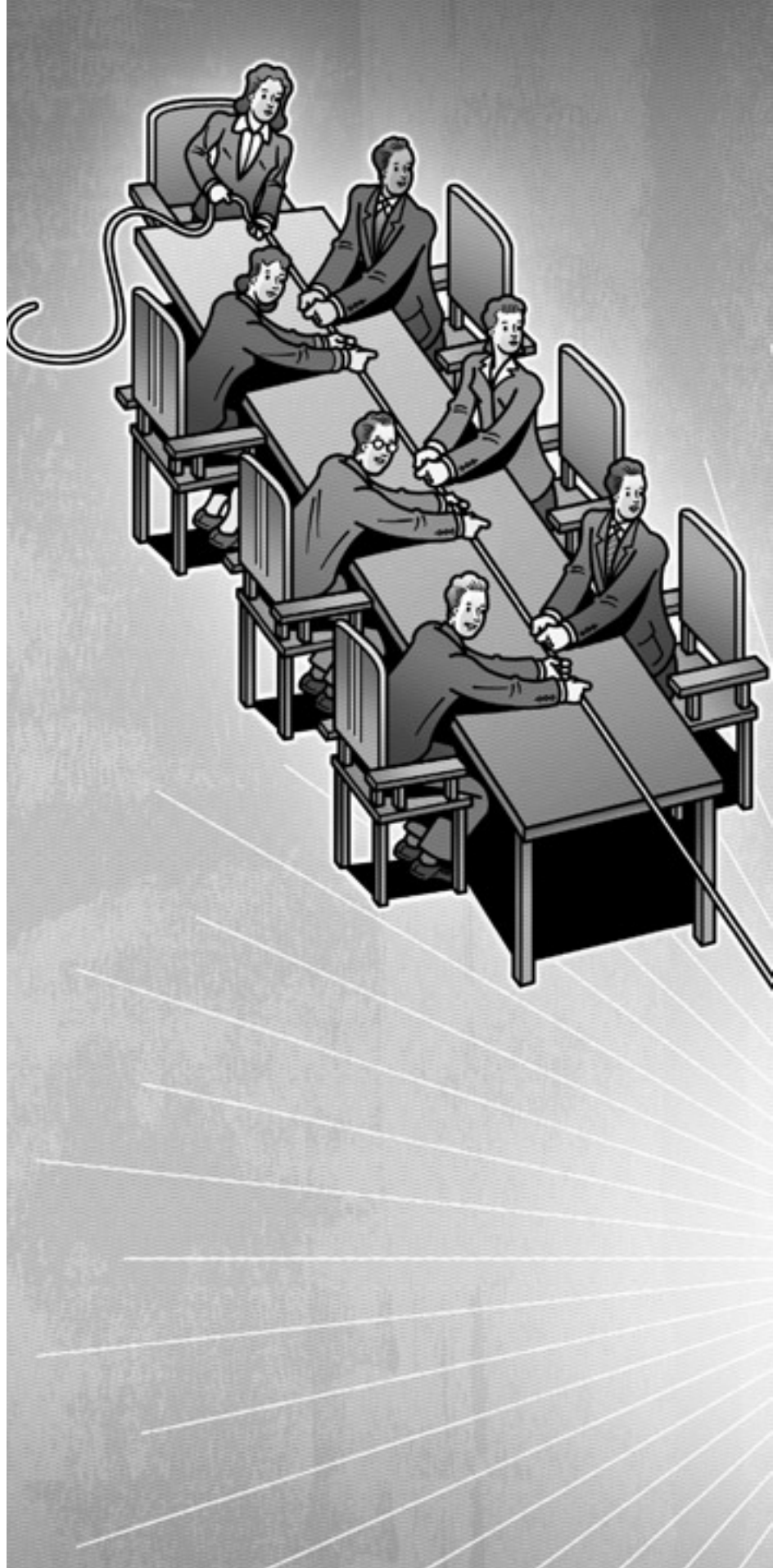
lines between management and governance by failing to keep their focus and comments at meetings at a policy level. When this happens, other members often lose interest or disengage, and the board loses valuable input and discussion time. Micromanagers also tend to make frequent phone calls to board officers and staff to request details about particular issues, or they may call for special meetings. Some even drop in on employees to ask for reports or confer with them about board matters. Because staff members usually want to maintain positive relationships with board members, they end up enabling this inappropriate behavior.

- *The Know It All.* Passionate about matters related to their areas of technical expertise, Know It Alls consistently advocate for one “right” solution without actively listening to options. They tend to focus on the technical aspects of an issue and take up valuable time drilling down to a tactical level to demonstrate their expertise, diverting the board’s attention from fully exploring alternative policies.

- *The Missing in Action.* Some mavericks do not prepare for board meetings and then prompt resentment by asking basic questions already answered in materials provided beforehand. Others miss meetings, leave early, or arrive late and then ask the chair to review what they missed. Another type of Missing-in-Action board member feels uncomfortable speaking up in group settings. MIAs may be reticent to suggest items for discussion and then either leave the meeting unsatisfied or try later to insert their views through informal channels.

- *The Special-Interest Flag-Bearer.* These folks often have unfulfilled personal visions that may relate to athletics, diversity, status, or need for attention. Others feel compelled to advance their own professional or personal interests. Their strengths may include being powerful speakers, having strong command of the issues, or enjoying grass-roots support in their communities or with special-interest groups.

These mavericks may hold their ground even after the board has made a decision, or they may attempt to persuade colleagues to vote a certain way before the issues are fully vetted. Some go



so far as to leak information to individuals on campus or the press to promote their point of view. At times, they may act out their frustrations by attacking the board chair.

As California State University Chancellor Charles B. Reed puts it: “The most ineffective trustees come in with single, narrowly defined agendas. It may be geographical—caring only about one university in the system—or touting a policy issue such as teacher certification, or advocating on behalf of one particular group. They may meet with the community without informing the campus president or chancellor, or they may invite their special-interest constituents to board meetings or give them access to faculty, deans, or staff. They appear to be blind to the needs of the institution at large.”

- *The New Board Member.* Rookies can unwittingly become mavericks when another maverick or board faction “kidnaps” them and their votes. This is particularly common when a board orientation is nonexistent or provides only a cursory overview of board structure and trustee responsibilities.

Getting on Track. It’s rarely too late to redirect mavericks’ energies. The best strategy is to discourage unwanted behavior before it takes hold. This means recruiting and encouraging the right people to join the board, a process that in private colleges and universities is the purview of the committee on trustees. It is this committee’s job to align new members with the needs of the organization.

On the public side, the environment is different. “In California, where the governor has the prerogative of appointing trustees, you need to be careful that the chancellors and presidents do not get involved in the appointment process,” Reed says. “You don’t want a situation in which a campus chancellor or president has opposed an appointment and then the governor appoints the individual anyway. However, it is up to the system chancellor or president to keep the governor informed about the current and future needs of the board and the skills and backgrounds that will strengthen the board.”

A thorough orientation for new board mem-

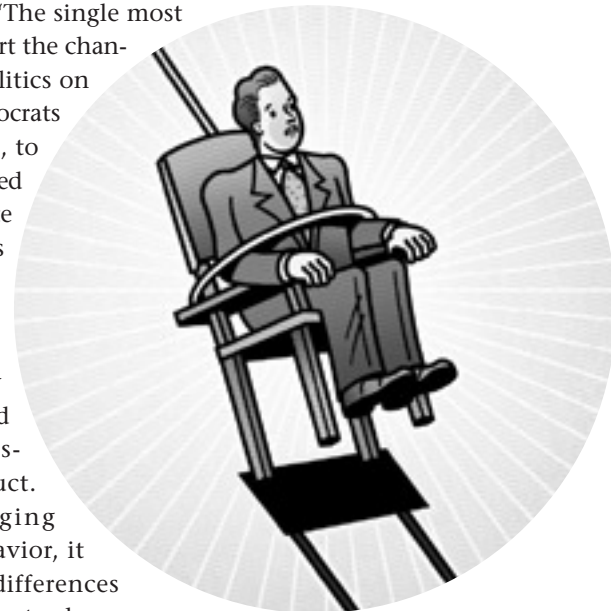
bers goes a long way in preventing undesirable conduct. To be effective, an orientation program must focus not only on the needs of the campus and its various initiatives but also on trustee roles and responsibilities and the norms of board behavior. Failing that, new board members may bring their prior assumptions to their trusteeship, which may be counterproductive.

At CSU, Reed meets one-on-one with new board members for two hours. Additional orientation is provided at a retreat. “I invite retired board members who discuss the most important aspects of trustee effectiveness,” he says. “They will say things like, ‘The single most important thing is to support the chancellor,’ or ‘There are no politics on this board; we are not Democrats or Republicans here.’ Then, to get the new members involved in the big picture, I articulate our three biggest challenges for the future.”

Strong orientations use recent issues the board tackled as examples of how decisions are made and devote ample time to discussing the code of conduct. To prevent micromanaging and similar maverick behavior, it is essential to clarify the differences between oversight and day-to-day management responsibilities.

What Makes Mavericks Tick? Most board members are well-meaning individuals who strive to do their best for the institution. Establishing personal bonds to understand members’ unique interests and priorities, before and after inappropriate conduct becomes apparent, makes it easier for presidents and board chairs to shape and channel behavior. Why has each trustee agreed to join the board? What is their passion for the university? Where do they want to make a contribution?

Once that is apparent, it becomes easier to match the backgrounds, skills, and interests of members with organizational needs. Board



chairs can partner with the president to ensure that a trustee's interests are aligned with committee assignments. A Micromanager, for example, may be a retired executive who misses the action of managing. Recognizing that this individual needs to feel productive will enable board chairs and presidents to align his or her strengths with committees that need the relevant expertise.

Similarly, knowing the passions and talents of Know It Alls makes it possible to focus them by matching their knowledge with board and committee needs. In the case of Special-Interest Flag-Bearers, uncovering the root cause of the behavior is critical. The challenge is to find common ground and acknowledge that though their interests are worthy, they may not be the

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organization's highest priority at this time. Then, the board chair can find a committee role or assignment toward which such members can channel their passions.

Knowing what excites a Missing-in-Action maverick makes it easier for board chairs and presidents to solicit the board member's input. The board chair can find a private moment to persuade such individuals to reveal the reasons behind their lack of engagement or why their participation varies from one meeting to another. Once any type of maverick demonstrates desirable engagement, specific praise is positive reinforcement.

"But the board chair can't be everywhere," notes UNC's Broad. "Some boards are just too large and unwieldy, so you must leverage staff resources effectively. You can use vice presidents who staff committees to regularly touch base with committee chairs and guide them toward well-informed decisions."

The Code of Conduct. A common understanding of the board's governance structure—committee responsibilities, decision-making processes, board protocols, and unwritten norms of behavior—can help avert or correct maverick behavior. In this effort, creating an up-to-date, clearly written trustee code of conduct is vital.

These codes routinely address such interpersonal expectations as setting aside personal animosities before entering the board meeting, showing respect for diversity of opinion, and supporting board action by speaking in one voice once a decision is made. Other expected behaviors include active listening to alternative points of view, managing conflict effectively, giving timely and appropriate feedback to one another, and maintaining confidentiality. Some board chairs ask trustees for formal declarations on the degree to which they have lived up to these commitments.

A solid code of conduct can help board leaders get mavericks on track without making them feel singled out. Occasionally, however, a board chair must ask a tardy Missing in Action to prepare better for meetings and arrive on time so that everyone's time can be used efficiently. "You cannot be a player if you do not attend every board meeting," Reed says. "If you miss two meetings, you lose continuity and don't understand the issue that is being debated. It is also discourteous to others."

In North Carolina, Broad found that "some of the toughest situations occur when boards are operating in the political frame, trading votes as a way of doing business rather than using the consensus-building protocols more typical of the university's shared governance model. Board members who are not clued in to the strategies of groups that work off-line to align votes on a given issue are likely to feel left out, uninformed, and unable to engage the issue at meetings."

A strong partnership between the board chair and president is essential in warding off such behavior, and regular board self-assessments are effective in establishing a culture of board accountability. "At the end of the day,"

Broad says, “the board chair is the guardian of the board’s role as a public trust.”

Mentor the Mavericks. New board members who are mentored by experienced colleagues are much less likely to become indoctrinated to counterproductive causes and behaviors. Mentors also can guide Know-It-All mavericks in understanding how decisions are made, how the committee structure works, and how to discuss sensitive topics. The board chair may even ask a trusted, astute mentor to engage a maverick over dinner to find the emotional component that may be triggering undesirable behavior. Board chairs should enlist colleagues who are capable of forthright discussions for the mentoring role.

For the Missing in Action, mentoring offers a safe environment to provide candid feedback about the pattern of unproductive behavior. MIAs should be apprised of how others experience their conduct and helped to see the adverse impact on board functioning. Particularly for Missing-in-Action trustees who are uncomfortable speaking up in meetings, mentoring can create a comfort zone that ultimately will encourage them to share personal views with the group.

For Micromanagers and Special-Interest Flag-Bearers, a peer mentor can provide education on board responsibilities. If this fails, however, it may be necessary to confront the maverick about inappropriate behavior in a more formal meeting with the board chair to ensure that the lines do not blur between appropriate policy inquiries and management tasks.

Sometimes, a board self-monitoring process can be effective. “Other board members may simply choose not to second a motion of a board member who behaves inappropriately or to vote the motion down,” says CSU’s Reed. “This sort of self-policing can be painful in terms of interpersonal relationships, but sometimes it is necessary.”

Creating Partners. Information sharing prevents surprises, develops trust, and ensures a common understanding of mission, strategic direction, and key initiatives. When board fac-

tions emerge, it often may be traced to an information vacuum or unclear data presented by the administration. Reliable, comprehensible data help prevent maverick attacks.

In addition, well-organized meeting agendas reinforce the strategic direction of the organization and the policy-level nature of discussions. Finally, board members respect a president whose interaction with them shows respect for different points of view, a willingness to listen without being defensive, the flexibility to accommodate individual communication preferences, and a genuine effort to reach out to all board members.

There’s no question that orienting trustees about the board’s structure, roles, responsibilities, and expectations is challenging and time-consuming. But mavericks derive power from ambiguity about governance practices. They

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also co-opt power from board chairs who abdicate responsibility through inaction.

For board chairs, trustees, and presidents frustrated by the behavior of mavericks, the task is to use existing board structures to redirect destructive or unproductive behavior toward common interests and the good of the organization. Those who tend to avoid conflict or who hesitate to act for fear of damaging individual relationships will need support to take the necessary steps to rein in the mavericks. Organizations function best when board leadership and management work as partners. ♦

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T’SHIP LINKS: Richard P. Chait, “Why Boards Go Bad,” May/June 2006. Nancy A. Axelrod, “In the Boardroom, Culture Counts,” May/June 2005.

