

# Standard Three: Organization and Governance

## OVERVIEW

Northeastern's bylaws establish the University's basic governance structure. This structure includes the Corporation, the principal governing body; the Board of Overseers; and the Board of Trustees.

The latter board elects the University's President. The President appoints the University's other senior officials, subject to approval by the Board of Trustees. Since Northeastern's last accreditation, the board has conducted a presidential search that led to the election of a new President who took office in August 2006.

A Faculty Senate, chaired by the Provost, serves as the principal deliberative and legislative body for university faculty.

The undergraduate student body is represented by the Student Government Association. The graduate student body is represented by a University-wide Graduate and Professional Student Association.

## DESCRIPTION

### *University Governance*

Pursuant to University bylaws, the Northeastern University Corporation is the University's primary governing body. The Corporation is a self-perpetuating organization that may not exceed 200 members, not including lifetime trustees emeriti. The Corporation meets annually to elect new members and officers, promote or reelect members to the Board of Overseers and the Board of Trustees, amend the bylaws, approve an external auditor, and hear various reports from senior university officials. Corporation members generally may serve no more than three consecutive four-year terms.

The bylaws also provide for a Board of Overseers, drawn from the members of the Corporation. Board of Overseers members may number no more than 36. In addition, the President of the University, the chairman of the Corporation and Board of Trustees, and the President of the Northeastern University Alumni Association serve as *ex-officio* members.

Overseers serve no more than eight years, generally in two four-year terms. The Board of Overseers generally meets twice per year, usually to hear a presentation regarding some aspect of university life and a report from the President. Each overseer is a full voting member of a Board of Trustees committee. Most newly elected trustees have held membership on the Board of Overseers, which serves as a transitional body between the Corporation and the Board of Trustees.

The bylaws also establish the Board of Trustees, which may contain no more than 36 members. Board members are elected by the Corporation to a four-year term, which is generally renewable for one additional term.

All nominees to the board must be Corporation members. Nominees and candidates for re-election are reviewed and approved by the board's Committee on Trusteeship, as well as by the board itself. A slate of candidates is then presented to the Corporation at its annual meeting. The University President is an *ex-officio* member of the Board of Trustees.

Corporation and Board of Trustees officers are elected by the Corporation to one-year terms. Currently, the board has seven officers: the chair, three vice chairs, a secretary, and two assistant secretaries.

The Board of Trustees sets policy matters for the University. Its members stay knowledgeable about and involved in the life of the University through board meetings, committee meetings, annual retreats, special committees, and a variety of University functions.

The entire board meets four times per year. In months when the board does not meet, the Executive Committee is vested with the authority to act in the name of the board. The Executive Committee is primarily composed of officers of the board and chairs of the various committees. Minutes from all Executive Committee meetings are sent to the full board, informing all trustees of any actions taken.

The roles and functions of the Board of Trustees are effectively carried out through its committees. Its nine standing committees are the Executive Committee, the Academic Affairs Committee, the Audit Committee, the Compensation Committee, the Development Committee, the Financial Affairs Committee, the Long-Range Planning Committee, the Student Affairs and Alumni Relations Committee, and the Trusteeship Committee. The chairs of the standing committees are appointed annually by the Board of Trustees chairman and generally may serve five one-year terms.

The Financial Affairs Committee has two subcommittees: Funds and Investments, and Facilities. The Trusteeship Committee is a relatively new committee that has subsumed and coordinated the responsibilities of the former Nominating and Governance Committees. The board has also established special committees to address such topics as presidential selection, cooperative education, and graduate education.

University bylaws provide for the election of the President by the Board of Trustees, a responsibility the board takes most seriously. Since the University's last accreditation, the board has conducted a presidential search. The University's seventh President, Joseph E. Aoun, took office in August 2006.

The performance of the President is reviewed annually by the Compensation Committee of the Board of Trustees. This committee also makes recommendations to the board regarding the compensation of all senior officers of the university.

A special committee of the board periodically carries out comprehensive reviews of the President. These reviews provide committee members the opportunity to meet with representatives of the faculty and other internal and external campus constituencies to assess the President's performance in a number of critical areas.

## *Faculty Governance*

The Faculty Senate is the principal deliberative and legislative body for the University faculty. Its 40 members include 30 faculty members, proportionally representing the colleges from which they have been elected, and ten administrators. The Provost serves as the Faculty Senate chair.

The Senate Agenda Committee, composed of six faculty members elected from the Faculty Senate, appoints members to and charges senate committees, sets the agenda for all Faculty Senate meetings, and serves as the nexus of communication among the faculty, the President, and the board. This committee also nominates faculty members for various University committees.

The Faculty Senate considers resolutions on academic and other policy matters and transmits them to the President for his and, when necessary, the Board's consideration. Broad educational policy is established through the Faculty Senate. The Faculty Senate oversees the quality of academic programs as well as the ethical standards necessary to ensure the integrity of academic life.

The principal standing committees of the Faculty Senate are the committees on Academic Policy, Athletics, Faculty Development, Financial Affairs, Information Technology Policy, Library Policies and Operation, and Research Policy Oversight. The Senate also takes responsibility for overseeing an evaluation process for academic administrators. In addition, the Faculty Senate may constitute special ad hoc committees as the need arises.

To ensure ongoing program and curriculum oversight, the Faculty Senate has established four additional organizational bodies:

- The Graduate Council, chaired by the Vice Provost for Graduate Education.
- The University Undergraduate Curriculum Committee (UUCC), chaired by the Vice Provost for Undergraduate Education.
- The Joint Undergraduate-Graduate Review Committee (JUGRC), chaired by the Vice Provost for Undergraduate Education and the Vice Provost for Graduate Education in alternating years.
- The Academic Council for Lifelong Learning, chaired by the Vice President of the College of Professional Studies (CPS), which carries out the academic business, including educational policy, of CPS. CPS does not have tenured faculty members.

Once approved by the appropriate University-wide committee, a new program, major, or degree must also be approved by the Faculty Senate, the President, and the Board of Trustees.

Detailed educational policy and policies for individual programs are most often made by the faculties and units of the individual colleges. The College of Arts and Sciences, the largest college at Northeastern, has formed a College Council to handle most policy issues, though its most important decisions still require approval by the full college faculty.

Study-abroad programs in the regular undergraduate colleges are overseen by the Vice Provost for International Affairs and managed by the Office of International Study Programs. Study-abroad programs in CPS are under the aegis of the senior associate dean for international engagement. Continuing education courses and other noncredit programs are generally administered by CPS.

Off-campus, evening, and weekend degree and certificate programs are an integral part of Northeastern's offerings. They are overseen by the college faculties and are subject to the same oversight procedures as on-campus day programs.

The university's primary faculty governance document is the *Faculty Handbook*. (<http://www.facultysenate.neu.edu/documents/facultyhandbook.pdf>) It sets forth general policies and procedures regarding the rights and responsibilities of all faculty members, as well as more specific explanations of policies relating to tenure, promotion, leaves, grievances, and many other operational activities.

### ***Student Governance***

The undergraduate student body is represented by the Student Government Association (SGA), an active organization of long standing. The SGA president is elected by the undergraduate student body. Other officers are elected from within the student senate. Members of the SGA work closely with staff in Enrollment Management and Student Affairs.

The graduate student body is represented by a university-wide Graduate and Professional Student Association (GPSA), a more recently established organization. Members work principally with the Vice Provost for Graduate Education, who facilitates their relationships with other University leaders.

Because graduate students complete their degrees more quickly than do undergraduates, the GPSA experiences more turnover than the SGA, and its work has less continuity. Graduate students also tend to identify more strongly with their departments or programs than with the wider University; consequently, active graduate student associations exist in many departments. Both factors have tended to lessen the GPSA's impact. To help counterbalance this, GPSA officers are currently preparing a standard operating procedures manual to guide the work of future members.

Undergraduate and graduate student representatives frequently serve on University-wide committees that address issues directly relevant to students.

### **APPRAISAL**

Over the past few years, the Board of Trustees has made a concerted effort to assess best practices in governance. This exercise, coupled with annual reviews and meetings with well-known consultants on governance matters, has resulted in a number of changes to increase accountability and efficiency. For instance, the board has adopted a Statement of Commitment to succinctly describe what is expected from board members. Elements of this statement are also used in evaluating board members.

The most important changes have been made in the areas of board composition, and meeting structure and substance. Three major changes have affected board composition:

- Term limits have been instituted to encourage the service of younger individuals and ensure that new ideas are always being considered. With limited exceptions, members can now serve no more than two consecutive four-year terms.

- A mandatory retirement age of 70 has been instituted for Corporation members. The mandatory retirement age for trustees and overseers has been lowered from 72 to 70.
- The size of the board has been reduced from a maximum of 44 to a maximum of 36. The board currently has 30 elected members.

While making these changes, the board has also made efforts to increase its diversity. During the past five years, the board has added three women, one of whom is a person of color. Nine women and two persons of color now serve as members. Because the board is still not as diverse as members would like, it is strengthening its efforts to enhance diversity of all kinds.

The Faculty Senate Agenda Committee (SAC) meets annually with the Academic Affairs Committee of the Board of Trustees. Although faculty members and trustees share an ongoing commitment to improve the quality and reputation of Northeastern and its programs, these meetings have not been satisfying to participants. In discussion, both SAC members and board members have noted that these meetings are too narrowly focused and therefore are not strategic; both desire more meaningful contact. In general, it would be useful to have more direct contact between the board and faculty to facilitate communication around issues of broad faculty concern.

The Student Affairs and Alumni Relations (previously called Student Affairs and Commencement) Committee of the Board of Trustees has not held its annual meeting with the undergraduate student government for the past two years. This has been a concern to both parties. The committee has had several major issues before it, chief among them working with University leaders to strengthen the bridge between student affairs and alumni relations, and addressing concerns about the support for athletics. However, the committee is dedicated to meeting with the students and will do so in the upcoming months.

It should be noted, however, that board members have a regularly scheduled lunch with undergraduates, which serves as a line of communication between the board and the students.

In recent years the Student Affairs and Alumni Relations Committee has not interacted with graduate students on a regular basis, but it is committed to reinstating meetings with graduate students in view of Northeastern's rising investments in research and the concomitant growth in graduate program size and visibility.

## **PROJECTION**

Two major recent changes will certainly have an impact on Northeastern's organization and governance. First, the longstanding chairman of the Corporation and Board of Trustees stepped down and a new chairman was elected at the Corporation's annual meeting in May 2008. Transition to new Board leadership provides a natural opportunity to continue to evaluate best practices.

The composition of the Board of Trustees is critical to achieving the University's goals. Although significant progress has been made in the past five years, greater diversity along various dimensions will ensure that the board includes a breadth of views, enhancing exchanges that will benefit Northeastern.

The Trusteeship Committee is committed to seeking and recommending new members of the governing boards who will bring multiple talents to University governance. It assesses the overall

achievements and expertise of potential candidates, including business acumen, community service, proven interest in and dedication to the University's mission, and academic perspective. It increasingly takes such factors as development potential and racial and ethnic diversity into account. It also considers geographical diversity, the appropriate balance of members from business and nonprofit sectors, and the appropriate balance of alumni and non-alumni members.

Second, a new Senior Vice President for Academic Affairs and Provost — the second-ranking officer at the University — recently arrived, joining Northeastern in July of 2008.

Since the current President arrived in 2006, the University has placed increasing emphasis on its academic ambitions. By the end of the 2006–2007 academic year, Northeastern had developed an Academic Plan, essentially a strategic plan with an academic focus. There has been, and continues to be, an increased financial investment to enhance the academic enterprise, including strengthening the number and stature of new faculty hires and the support for research and instructional infrastructure.

The academic deans have been empowered to take more control over their colleges' strategies for implementing the Academic Plan and their advancement efforts. Both efforts represent a shift from the way Northeastern has functioned in the past.

The new Provost, besides bearing responsibility for guiding the implementation of the Academic Plan, furthering the internationalizing of Northeastern, enhancing the research mission of the University, and strengthening its faculty, will oversee the University's transition into a more decentralized model of academic governance. This transition will require of the Provost both structural innovation and the ability to manage significant cultural changes within Northeastern's large and diverse community.

## **INSTITUTIONAL EFFECTIVENESS**

For some time Northeastern has been in a process of transformation, trying to optimize many things simultaneously. The resulting challenges have been embraced by the University as opportunities for reviewing and improving its organizational structure and system of governance.

In particular, two changes have prompted deep analysis of the University's organizational and governance structures: the implementation of the last strategic plan, rooted in the outcomes of the university's last accreditation, and the appointment of a new President in 2006.

A strong and shared governance system has been an important factor in ensuring that each of these efforts advanced the common goal of a more excellent and distinctive university.