



Leading in Uncertain Times: Why Policy Governance is Essential for Community College Boards

ACCT Congress | New Orleans | 10.24.25 | 2:15P - 3:15P

Dr. Dorey Diab, President & CEO, North Central State College, OH

Elisabeth Morando, Trustee, North Central State College, OH

Dr. Daniel Phelan, President & CEO, Jackson College, MI

Presenter

Daniel J. Phelan, Ph.D.

I have served as President & CEO of Jackson College (MI) since 2001, and served as President of Southeastern Community College (IA) prior. I hold a Ph.D. in higher education administration from Iowa State University.

I serve on a variety of boards (public and private) including the Henry Ford Health System Board, the Community College Center for Student Engagement (CCSE), Phi Theta Kappa, the League for Innovation in the Community College, the Enterprise Group, and the Henry Ford Jackson Hospital Board

I have studied and written about governance for over 20 years. The Jackson College Board practices the Policy Governance Methodology popularized by John Carver.

I'm married to Dr. Adriana Phelan, and we have four daughters: Katie, Michelle, Maggie and Isabella, and a dog named Oreo.





Serves 8,000 credit students annually;

Tri-County area in the south-central region of the lower peninsula of MI;

Board Member College in the League for Innovation in the Community College;

A comprehensive mission, and provide housing for traditional students and single parents.

Regionally accredited by the Higher Learning Commission.

Founded in 1928 as Jackson Junior College



CENTER FOR INNOVATION
SANDBOX

Presenter

Dorey Diab, Ph.D.

Named the fifth President of North Central State College on December 22, 2012, officially beginning his role in February 2013 after leaving his position as Provost and Chief Academic Officer at Stark State College

He brings over 20 years of higher education experience in Ohio, including more than 14 years in executive and leadership roles across both technical and non-technical areas.

An immigrant who began his studies at Cuyahoga Community College while learning English, President Diab deeply relates to community college students and is passionate about access, success, and student achievement.

He has built strong connections with students, industry, community organizations, and government at all levels, and holds degrees in engineering from Cleveland State University and business from Kent State University.



Presenter

Elisabeth Morando, JD.

Elisabeth L. Morando, J.D., serves as a Trustee of North Central State College, representing Richland County. Her current term runs from 2012 through 2027. She is the Chief Member of African Sporting Creations, LLC, based in Lexington, Ohio.

On the Board, she has held leadership roles including Past Chair and has actively participated in governance and nominating committees. With a background in law, holding a Juris Doctor degree, she brings legal and business expertise to her work as a trustee, supporting the college's mission and oversight responsibilities.



North Central State College

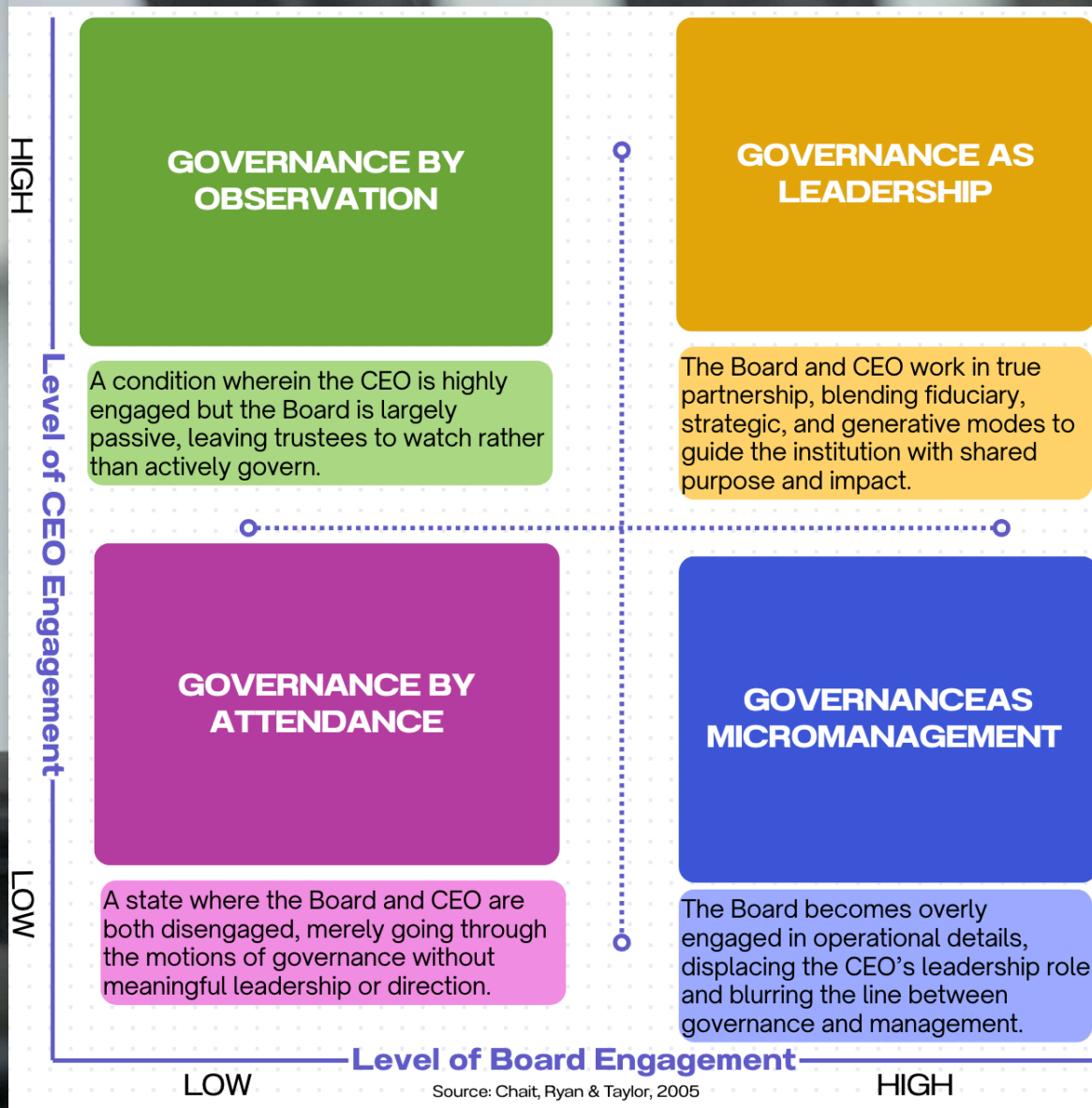
Mansfield, OH

North Central State College is a public two-year community college serving the north-central region of the state. The college is located on a large shared campus with The Ohio State University at Mansfield.

It offers more than 60 associate degree and certificate programs in areas such as health sciences, business, engineering technologies, and public service. Each year, the college enrolls thousands of students, many of whom attend part-time and come from the surrounding region.

The college emphasizes transfer opportunities, workforce training, and close partnerships with industry and community organizations, while also sharing student life and recreational resources with OSU-Mansfield.



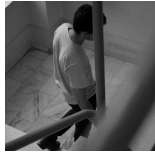


Optimally, how should this work?

Why is it important to
examine Board-CEO
Leadership and
Governance Practice in
the present moment?



In Order to Effectively Navigate Our Changed Reality...



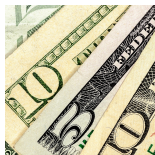
Demographic Decline

Fewer young people are leading to lower college enrollments. The US lost 2M students since 2010.



Political Scrutiny & Instability

Growing regulatory burden and political pressure over curriculum, outcomes and governance.



Funding and Policy Shifts

Funding instability while demands on colleges rise; Policy and process practices are unfamiliar .



Technological Disruption

AI & rapid tech change requires constant updates to programs. Cognitive off-loading.



Student Basic Needs

Students struggle with mental health, food, housing, & transportation is balanced against social services.



Workforce Alignment

Colleges must match programs to changing job market needs. Shift to flexible, career focused programs and credentials.

Situation

Response

Volatility



Vision

Uncertainty



Understanding

Complexity



Clarity

Ambiguity

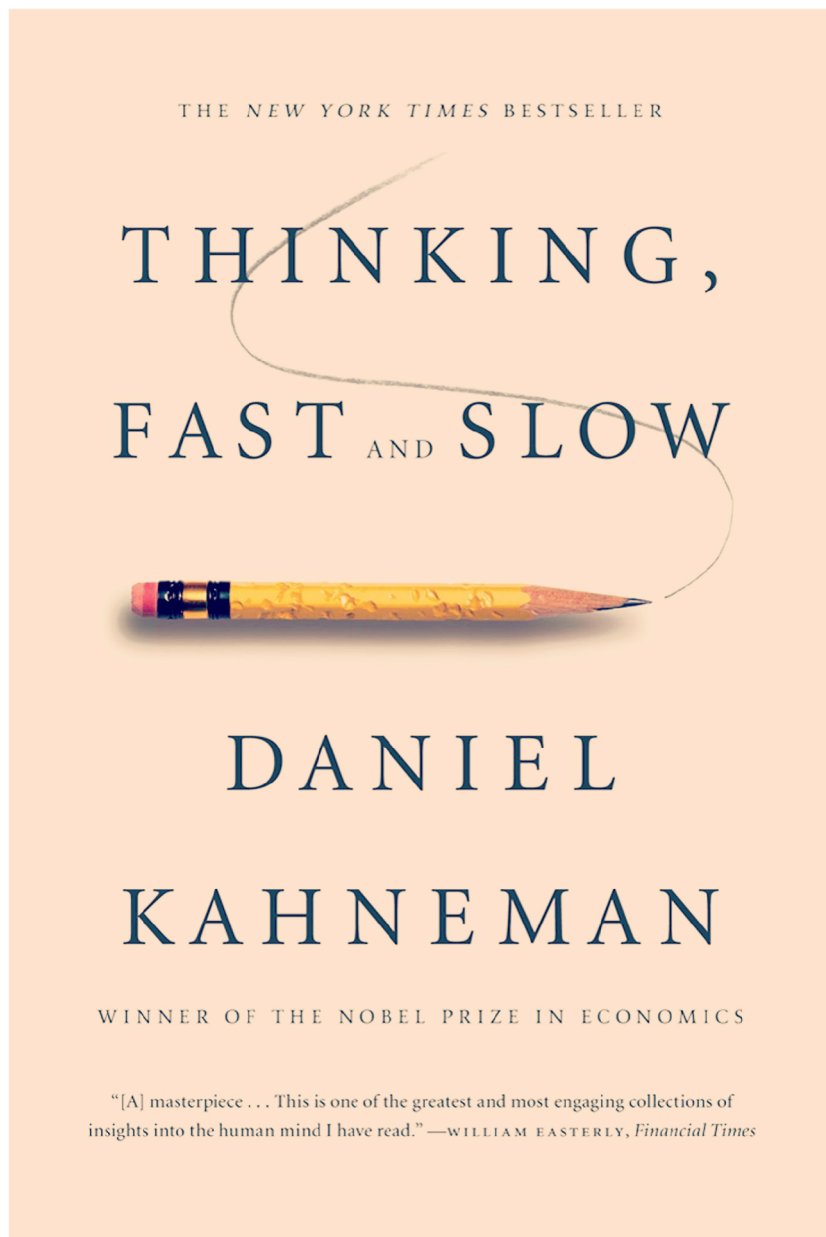


Agility

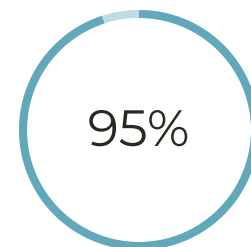
STRATEGIC GOVERNING: GETTING FOCUSED

How much time
do you spend on
matters of
yesterday, today,
and tomorrow?

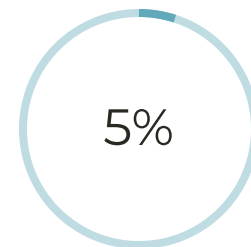




Board & CEO Engagement



Fast on the familiar and comfortable. It is intuitive thinking, even unconscious thought. It's the every-day decision-making. This type of thinking is highly susceptible to bias



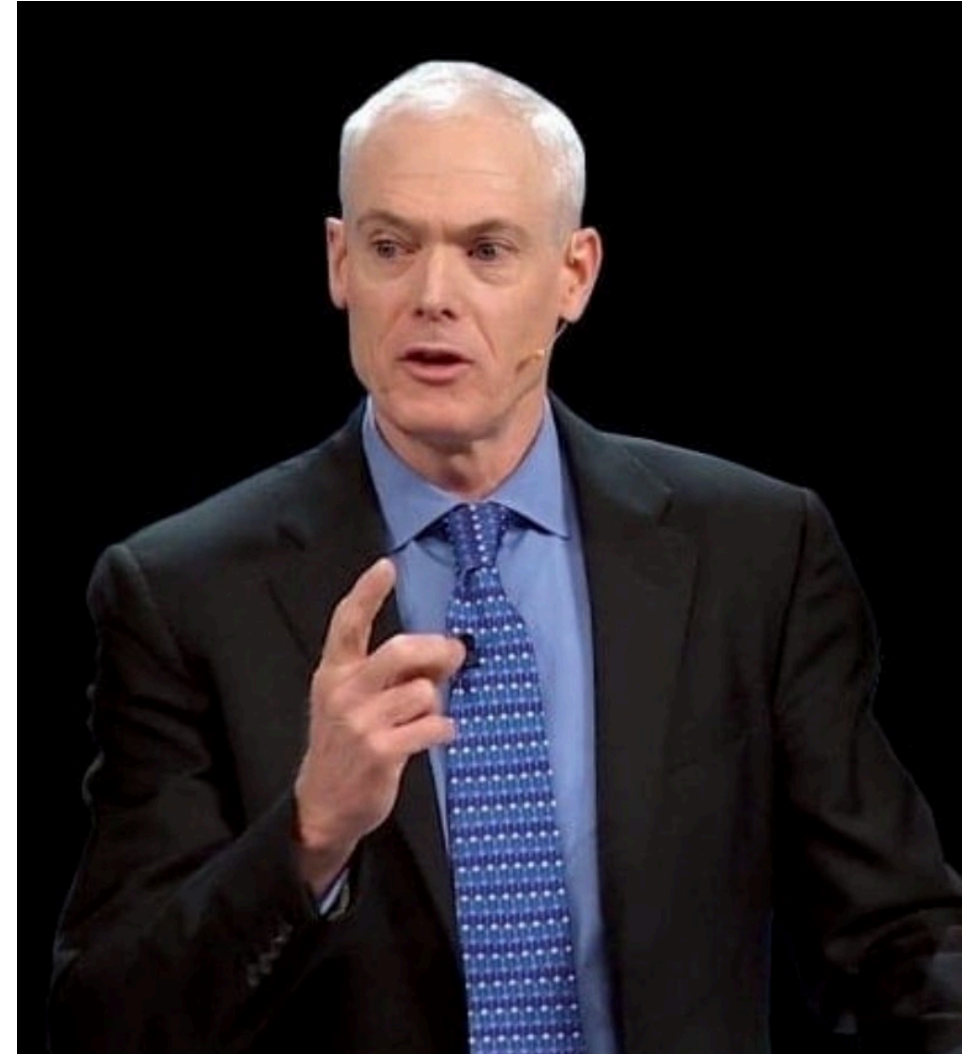
Slow to the difficult, and the unfamiliar. It is hard work and requires conscious, calculating thought. This type of thinking is more resistant to cognitive bias.

Trustees can strengthen their decision-making by slowing down questioning their instincts, and grounding choices in evidence rather than impulse. By recognizing biases, inviting dissent, and using structured criteria, boards ensure they act as wise, deliberate stewards of the college.

“We have a **strong tendency** to
replace a difficult question
with one we can easily answer,”

“

Greatness is not a function of circumstance. **Greatness, as it turns out, is largely a matter of conscious choice and discipline.**



Fanatical Discipline

Discipline means a board never lets day-to-day turbulence (political, economic, social) throw it off mission or policy or paralyze it with fear.

It focuses on policy, and insists on clarity of outcomes and governs by them with rigor.

Empirical Creativity

Highly effective boards and leaders mix boldness with evidence. They don't bet the institution on unproven trends; they experiment, learn, and then scale.

Boards should support innovation in programs, but insist on evidence of effectiveness.

Productive Paranoia

Even in good times, 10x prepare obsessively for setbacks.

Boards must expect uncertainty (demographics, funding, politics) and ensure the college builds adequate reserves, diversifies revenue streams, and manages risk wisely.



A Policy Governance Model Primer

The Policy Governance Model is a **universally applicable, principle-based, system of governance** that provides boards of trustees with a comprehensive set of policies to guide their decision-making.

It is designed to ensure that the board focuses on the organization's mission and long-term goals of **meeting the expectation of the Ownership.**



The John Carver model of governing, known as **Policy Governance**, provides a universally applicable, principle-based framework for effective and strategic leadership and decision making for nonprofit organizations.

It promotes clearly defined roles for both Board members and the President, and establishes policies for accountability and monitoring performance of the President, while concomitantly holding the Board accountable to its own processes.

The Carver Policy Governance Model



Separates Board Governance from Management and Operations

The Board sets policies and oversees the President, but does not interfere in day-to-day operations.



The Board's focus is an outward vision rather than internal preoccupation

The Board looks outward to ensure the organization fulfills its public purpose, connecting with the owners, rather than focusing inward on organizational processes



Encourage diversity of viewpoints

Board members bring different perspectives to encourage thoughtful and rigorous debate on issues



Motivate through shared values rather than rules and regulations

The Board operates through shared morals and mission rather than relying on extensive policies and procedures

The Carver governance model provides an effective framework for nonprofit boards to provide oversight and strategic guidance.

TYPES OF BOARD POLICY

Directions to the Board

GOVERNANCE PROCESS

The philosophy,
approach, and processes
of governing

BOARD-CEO RELATIONSHIP

Delegation, accountability,
support, evaluation of the CEO

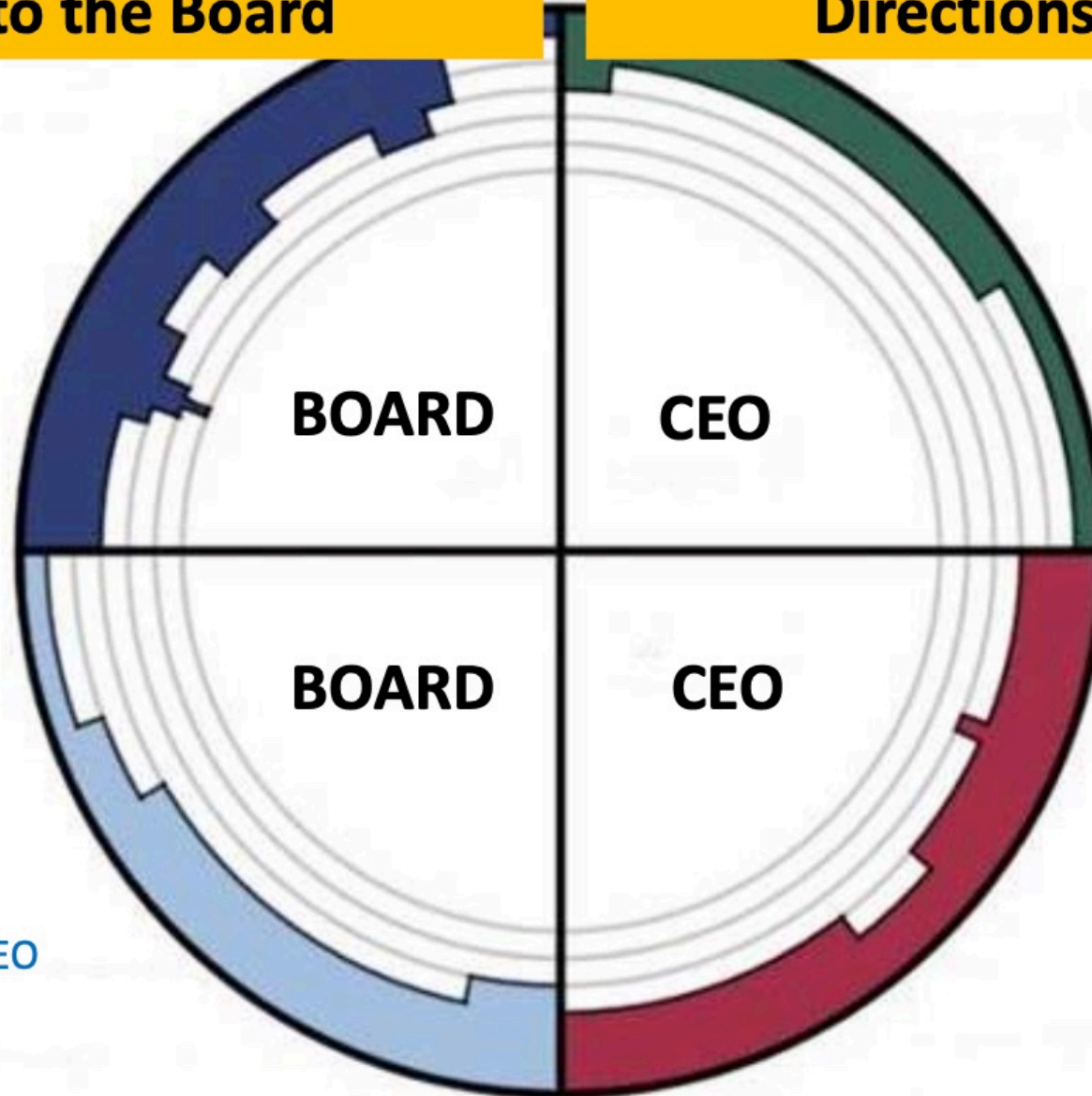
Directions to the CEO

ENDS (Critical Outcomes)

Results for who at what
value

EXECUTIVE LIMITATIONS

Operational boundaries
governing risk



The Carver Policy Governance ® Model

The model enables board to be accountable for organization they govern while focusing on the larger issues through four policy categories:

1. Ends (expected results while acting on behalf of ownership – What Good, For Whom, @ What Cost)
2. Executive limitations on CEO (avoid prescribing means; reasonable interpretation; based on legal/ethical/prudent principles)
3. Board-CEO relationship (Board focuses on What, CEO on How)
4. Board's own governance process (board holism; owners above and operation below; future rather than past or present; proactive not reactive)



Effective Boards – Policy Governance® (developed by John Carver)

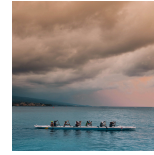
- Act as a unit
- Operate by policy. Define decisions and directions in policy. Delegate authority through policy
- Begin with fewer broadest policy statements. Narrow the focus as needed. Stop when accepting “any reasonable interpretation.”
- Define vision and goals as “ends” (obsessed by ends).
- Establish limits through “means” in policy (delegated to CEO).
- Define governing processes and standards.
- Monitor CEO performance against policy criteria.

In Policy Governance, Boards...

Areas of Emphasis



Have an outward vision for the College rather than an internal preoccupation with operations.



Appreciate of the value of collective, rather than individual decisions.



Emphasize a diversity in viewpoints.



Remain Future-Focused.



Focus on the Board's strategic leadership versus administrative detail.



Retain a bias for action versus reaction.



Have unconfused roles of Board and Chief Executive Officer.

The Carver Policy Governance® Model

Carver Model 10 Principles

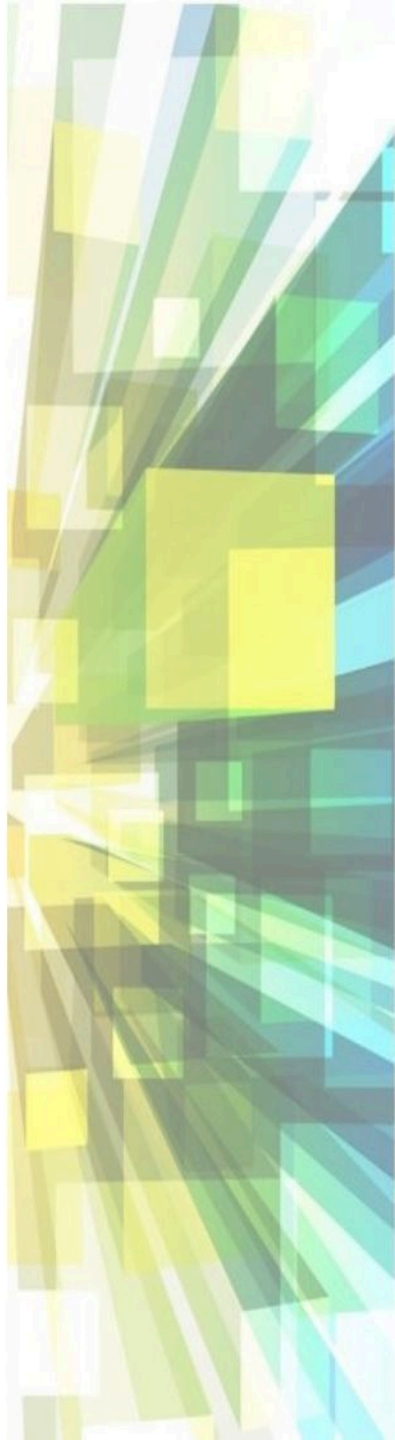
- 1 | **Ownership** (board as servant to shareholders who morally and legally own the organization)
- 2 | **Governance position** (owners above and operation below; strategic rather than administrative; future rather past or present; proactive rather than reactive)
- 3 | **Board holism** (authority only as a group, not per individual; diversity of viewpoints)
- 4 | **Ends policies** (reflect purpose based on **what good, for whom, at what cost**)
- 5 | **Means policies** (everything that is not Ends)



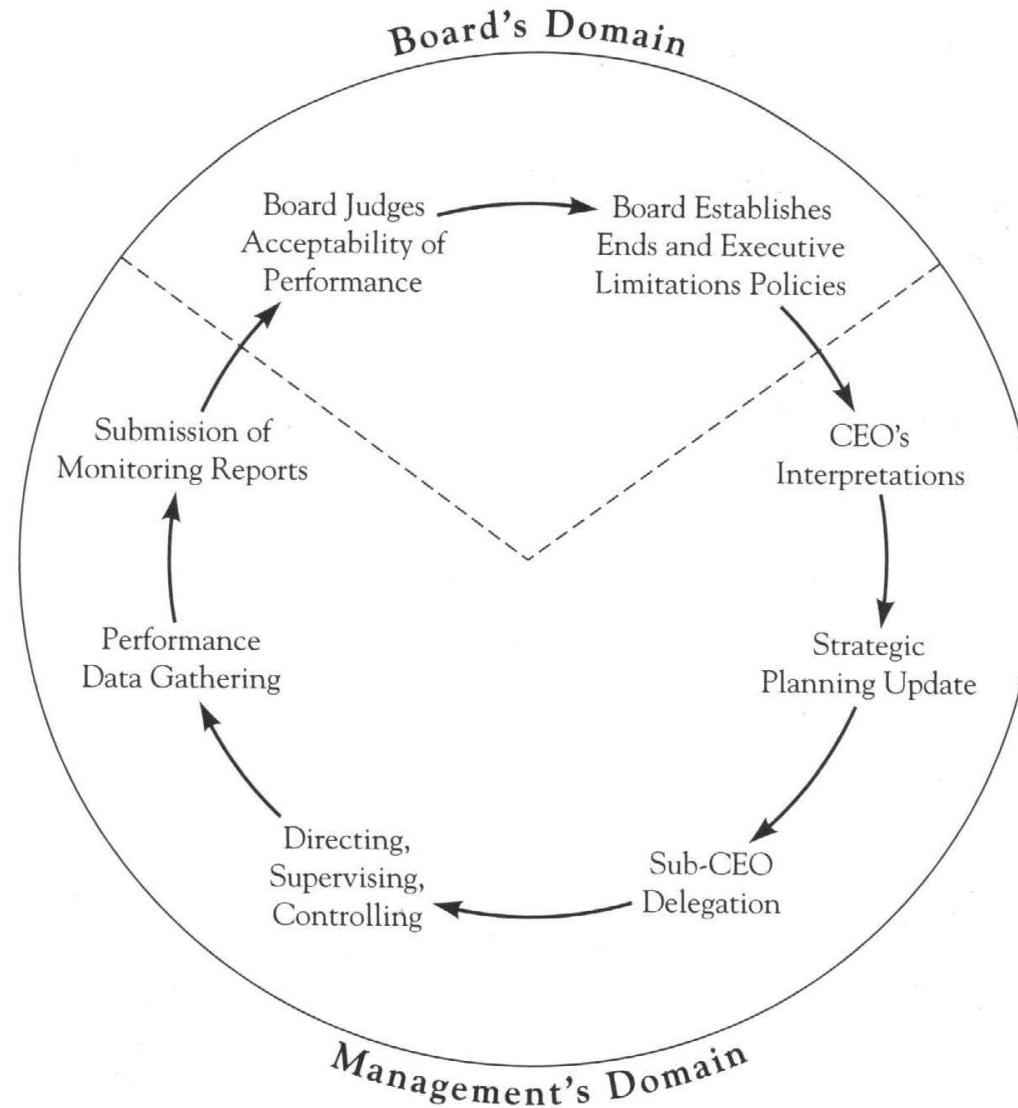
The Carver Policy Governance ® Model

Carver Policy Principles (continued)

6. **Executive limitations** (to avoid prescribing means)
7. **Policy sizes** (starting at the broadest and most inclusive; then narrowing one level at a time)
8. **Delegation to management**: CEO has sole accountability; distinction between board and CEO roles
9. **Reasonable interpretation**: to any policy not stated (as long as it is not Illegal, Unethical, or Imprudent)
10. **Monitoring**: Evaluation of CEO based on Ends and Executive Limitations



Effective Governance Practices

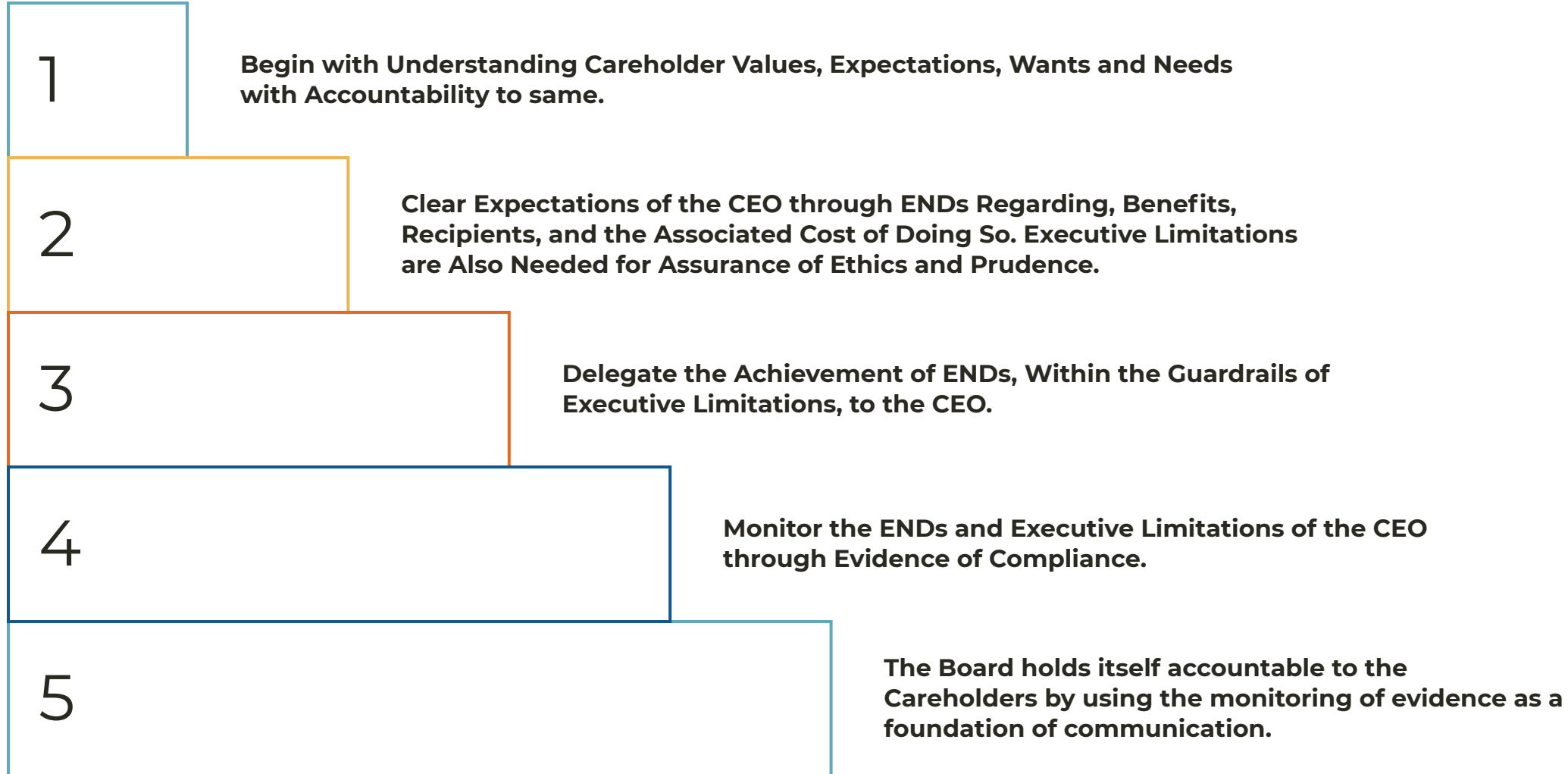


BOARD POLICIES...

Decisions of the
Board of Trustees
should
predominantly
be policy
decisions.



The Accountability of Monitoring





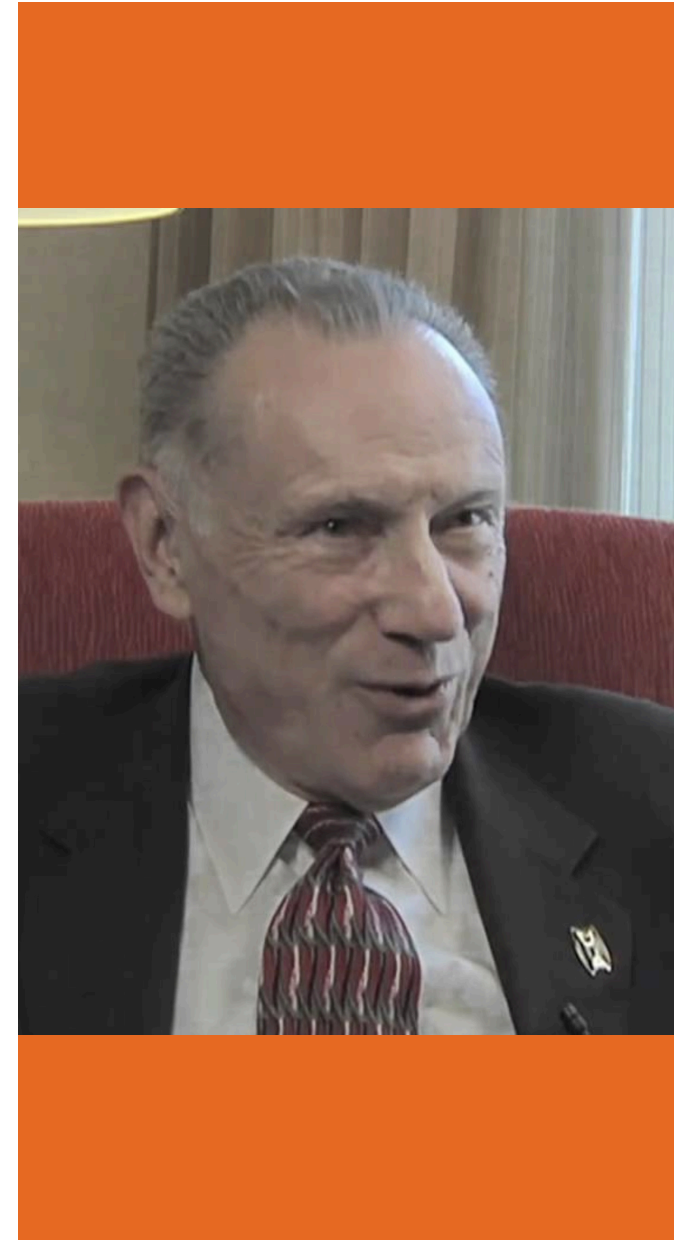
North Central State College

BOARD OF TRUSTEES 2025 Policy Governance Training Schedule

<u>NCState Meeting Date</u>	<u>Principle Discussion</u>	<u>Discussion Leader</u>	<u>PolGov Policy Review</u>	<u>Discussion Leader</u>
January 15, 2025	Rehearsal Scenario 3.18	K. Aspin	4.9 Executive Limitations	K. Winkle
February 26, 2025	Rehearsal Scenario 3.9	D. McElfresh	2.0, 2.1, 2.2 Governance Process	S. Stone
March 26, 2025	Rehearsal Scenario 5.10	P. Williams D. McElfresh	2.3, 2.4, 2.5 Governance Process	E. Morando
April 23, 2025	Rehearsal Scenario 6.5	L. Nelson	2.6, 2.7, 2.8, 2.9 Governance Process	M. Masters
May 28, 2025	Rehearsal Scenario 4.3	K. Winkle	3.0, 3.1, 3.2 Board-CEO Relationship	L. Nelson
July 23, 2025	<i>None Scheduled</i>	<i>Planning Retreat</i>	1.0, 1.1, 1.2, 1.3, 1.4, & 1.5	<i>Planning Retreat</i>
August 27, 2025	Rehearsal Scenario 4.6	S. Stone	3.3, 3.4 Board-CEO Relationship	D. Patton
September 24, 2025	Rehearsal Scenario 6.5	E. Morando	4.0, 4.1, 4.2 Board-CEO Relationship	K. Aspin
October 15, 2025	Rehearsal Scenario 4.9	M. Masters	4.3, 4.4, 4.5 Executive Limitations	D. McElfresh
December 3, 2025	Rehearsal Scenario 5.11	D. Patton	4.6, 4.7, 4.8 Executive Limitations	P. Williams
NOTE: ENDS Policies 1.0, 1.1, 1.2, 1.3, & 1.4 will be reviewed throughout the year and discussed at the July BOT Planning Retreat.				

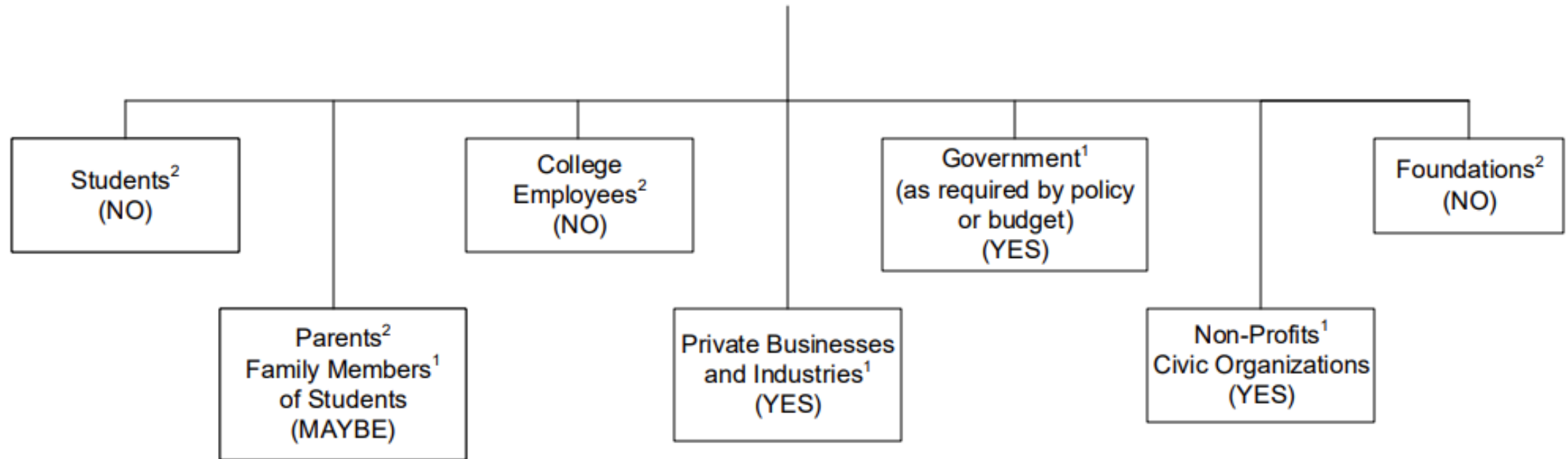
“In Policy Governance, governance by the Board of Trustees is a downward extension of the owners as opposed to an upward extension of the administration.”

John Carver



Owners

(Not all Stakeholders are Owners)
(Owners are more like Shareholders in an Equity Corporation)



¹ **Owner** (Input tends to be focused on the good of the organization or general public/civic good)

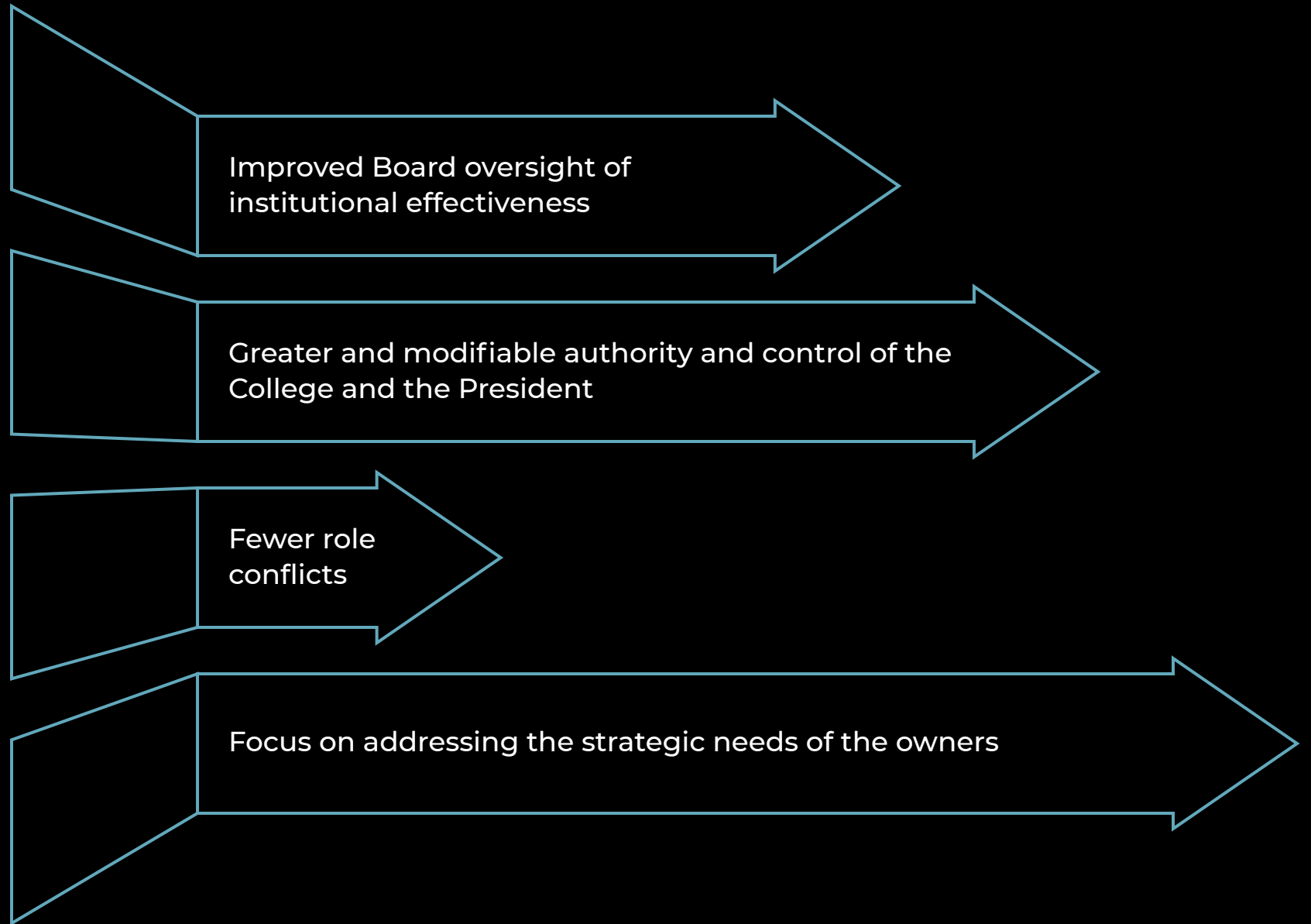
² **Consumer/Customer** (Input tends to be focused on the good of the individual)

Owners (moral or legal) issues are more board issues, while consumer/customer issues are more CEO issues

High Schools and Universities can be both

Generally, a community member can also be both, depending on the situation

Outcomes



Board Self-Assessment

BOT Meeting held on: _____

Rate the Board's general meeting behavior by assigning a numerical rating using the following scale:

0	1	2	3	4	5
Not Applicable	We failed	Unacceptable	Acceptable	Commendable	Met our best expectations

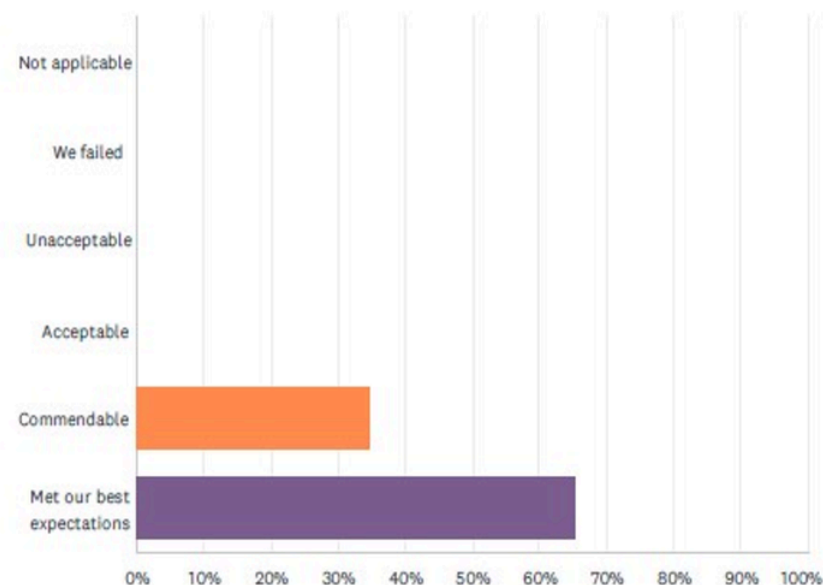
Note: Please comment on all ratings of 1 or 2 in addition to other comments you may have to offer.

Monthly: (following each regular meeting)

1. The Board followed its agenda and did not allow itself to get sidetracked.
2. The agenda was well planned to focus on the real work of the Board.
3. The meeting was well attended.
4. The Board's decision-making processes followed Carver Policy Model (focused on Ends not Means).
5. Participation was balanced. Everyone participated, no one dominated.
6. Meeting participants treated each other with respect, courtesy and openness. Board members avoided side conversations.
7. The Board regularly provides evidence of Owner Linkage.
8. The Board supports the president in any reasonable interpretation of applicable Board policies.

Q8 The Board supports the President/CEO in any reasonable interpretation of applicable board policies.

Answered: 23 Skipped: 0



ANSWER CHOICES	RESPONSES	
Not applicable	0.00%	0
We failed	0.00%	0
Unacceptable	0.00%	0
Acceptable	0.00%	0
Commendable	34.78%	8
Met our best expectations	65.22%	15
TOTAL		23

#

NOTE: PLEASE COMMENT ON ALL RATINGS OF 1 OR 2 IN ADDITION TO ANY RECOMMENDATIONS FOR IMPROVEMENT IN THIS AREA YOU MAY HAVE TO OFFER.

DATE _____

There are no responses.

REGARDING BOARD POLICIES...

A policy is an expression of the will of the Board, based upon a value that underlies the intended action.





Policy Governance in the Wake of Uncertainty...

Practical applications to help your board and your CEO skillfully address what is visited upon you.



COVID

Something to Avoid - There is a Better Way...

Inside Higher Ed (04.14.20)

- **Colleges Grant Presidents Emergency Powers**
 - Many boards temporarily gave presidents authority to make budget, personnel, and operational decisions without full board approval.
 - Example: Montgomery College's board passed an emergency resolution to allow the president to adjust contracts, budgets, and operations rapidly.

EdSource (03.18.20)

- **California Community College Trustees Grant Emergency Powers**
 - Foothill-De Anza CCD and others temporarily suspended certain board policies, quick purchasing, and academic delivery decision during the crisis.



Stress Testing

Think back to your days in school...

.

According to The Association of Governing Boards, nearly 40 percent of boards have not done scenario planning or have no plans to do it.

Scenario Planning/Stress Testing is a fundamental aspect of fiduciary responsibility.



Rehearsal 4.9

TITLE: Should Board Members Intervene in Staff Disputes?

SCENARIO: A board member gets a call from a staff member complaining about low staff morale. How should the board member respond?

Resolve this scenario by answering the following questions:

1. What has the board already said in its relevant policies?

Ends: N/A

Executive Limitations: The CEO may not allow staff conditions that are unfair, undignified, disorganized, or unclear ([2.2](#)); operate without written rules that provide for effective handling of grievances ([2.2.1](#)); or fail to acquaint staff with the CEO's interpretation of their protections under this policy ([2.2.3](#)).

Board-Management Delegation: The board's sole official connection to operations is through the CEO ([3.0](#)). All authority and accountability of staff, as far as the board is concerned, are considered the authority and accountability of the CEO ([3.2](#)). The board will never give instructions to people who work for the CEO ([3.2.1](#)). The board will not evaluate any staff member other than the CEO ([3.2.2](#)). As long as the CEO complies with Ends and Executive Limitations policies, the board will respect and support the CEO's choices ([3.3.4](#)). The board can monitor any policy at any time ([3.4.5](#)).

Governance Process: The board will cultivate a sense of group responsibility ([4.1](#)). The board will have discipline regarding respect of roles ([4.1.3](#)). Board members' interactions with staff must recognize that individuals lack authority except when authorized by the board ([4.5.3.A](#)).

2. According to the board's policies, does this scenario refer to anything that has been delegated to the CEO?

(*underline*) Yes No

Personnel issues are under the control of the CEO, subject to applicable Executive Limitations policy.

IF YES:

2a. Does this scenario suggest that the CEO is in compliance with a reasonable interpretation of the board's Ends and Executive Limitations policies?

(*underline*) Yes No Unsure

(Explain your answer.) The Executive Limitations policies establish, at the broadest levels, appropriate standards regarding the treatment of staff. An allegation of low morale does not necessarily mean that these standards have been violated.

IF NO:

2b. Does this scenario reflect behavior consistent with the board's Governance Process and Board-Management Delegation policies?

(*underline*) Yes No Unsure

(*Explain your answer.*)

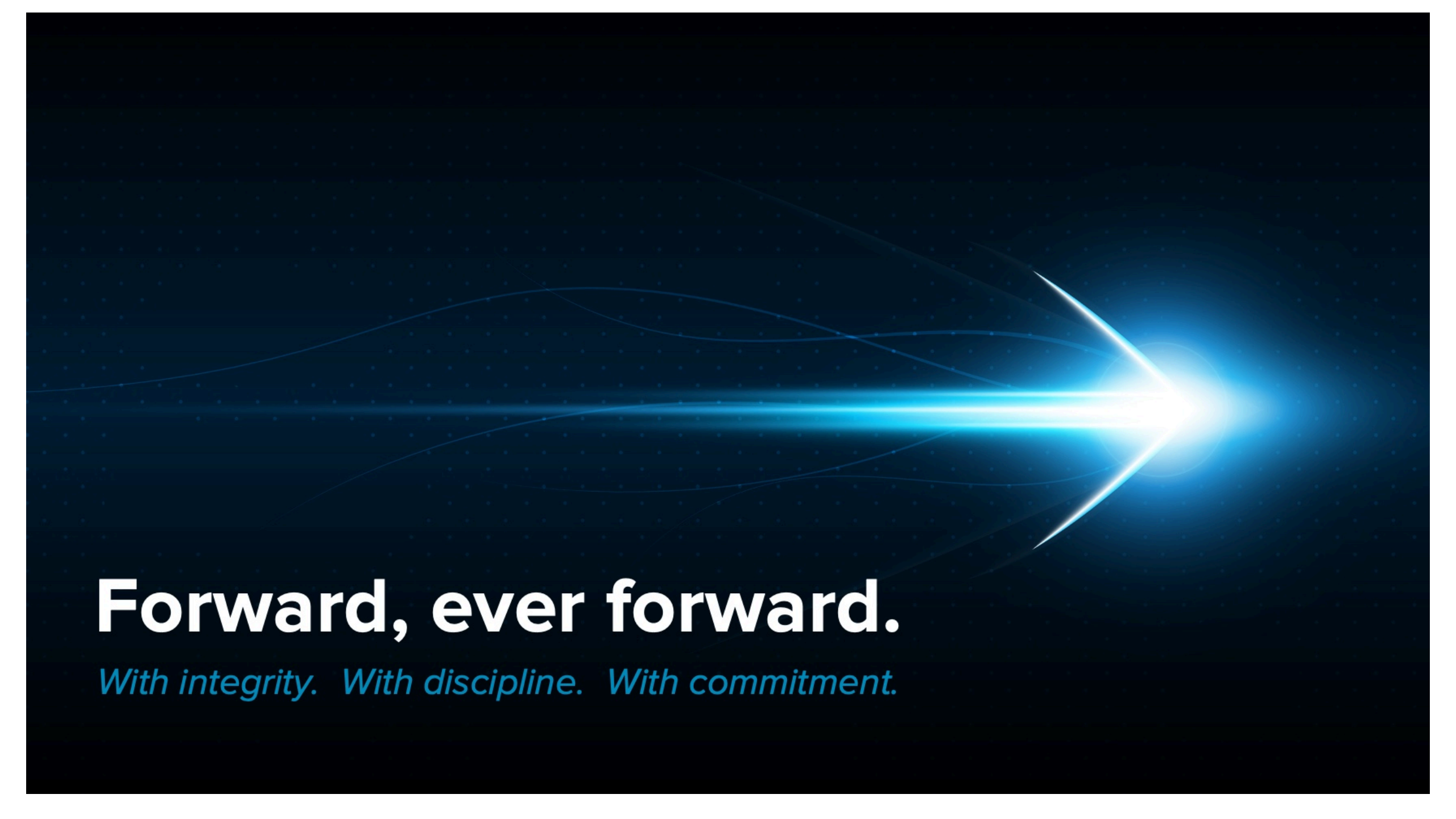
- 3. What action, if any, should the board or board member now take? (*Specify the board or board member actions that you believe would be consistent with Governance Process and Board-Management Delegation policies.*)** The board member should refer the staff member to the internal grievance system and may choose to tell the CEO that she has heard from a staff member who is unhappy with personnel conditions. The board member should note that the board has prohibited personnel decisions and personnel treatment that it regards as unacceptable. It did not and cannot require that staff feel a certain way. If the staff member alleges a violation of board policy, the board member can request that the board require an extra monitoring of policy [2.2](#). The board member should not attempt to intervene in the problems of individual staff members.
- 4. If the action you propose involves a possible board policy change:**
- 4a. What amendments or additions do you suggest?**
- 4b. What further information, if any, does the board need before deciding on this change?**

You are now ready for full board discussion and decision.



Urgent Questions that Boards & CEOs Should Be Asking About Their Governance Partnership

- 1 | What is the governing practice of our board?
- 2 | How is governance a collective work between the board and the CEO?
- 3 | Have we established clear Executive Limitations that allow the CEO sufficient flexibility to act decisively, yet prevent unacceptable risk?
- 4 | How will the board avoid slipping into operations during a crisis, while still providing support and accountability?
- 5 | What monitoring reports or “reasonable interpretations” of policy will assure the board that crisis actions are aligned with Ends and within Executive Limitations?
- 6 | Do our financial condition and asset protection policies give the CEO clear guidance on maintaining solvency, reserves, and prudent use of emergency funds?
- 7 | How will the CEO interpret Ends in light of external mandates and how will the board remain focused on its owners rather than regulators?
- 8 | Are we prepared for a crisis when it comes?

A bright blue light beam originates from the right side of the frame, pointing towards the left. The beam is composed of multiple overlapping layers, creating a sense of depth and intensity. The background is a dark blue gradient, overlaid with a fine grid of small, light blue dots. Several thin, wavy lines in a slightly lighter shade of blue sweep across the background, adding a dynamic, flowing quality to the composition.

Forward, ever forward.

With integrity. With discipline. With commitment.