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ELEPHANTS IN THE BOARD ROOM

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All groups have secrets. Almost all boards have cliques or factions. Typical behavior in board rooms is that one or more topics or themes are not being addressed openly but are frequently on people's minds and may be simmering beneath the surface.

Sometimes the unspoken "elephant in the room" is the leadership style of the chair. It may be the way the chair runs board meetings, i.e., too tightly for an open dialogue or far too loosely, leading to hours and hours of meeting time. It may be the unruly or erratic behavior of one board member, or the lack of attendance or the constant late arrival of a few (but the same) board members.

Sometimes the elephant in the room is a board member, "rogue" in terms of his/her bullying behavior, but still having significant wealth, influence, power and connections to get his/her way. As one Board member said to me recently: "Why do we all let this person shut down the rest of us and drive away good Board members? Why indeed?"

Sometimes the issues are more ominous.

The "elephant in the room" may be a visceral financial fear such as a worry about financial aid as a percentage of the budget; a floundering capital campaign; or postponed facility or campus improvements that the Board knows the school needs but has never been able to prioritize and find the money to accomplish them. In this case, the underlying problem may be disagreement about the process of setting the budget or raising money and/or tuition.

The unspoken issue may be micro management of the head; too close a partnership between the head and chair; too much tension or distance between the head and the chair; or the head's performance or tenure.

The "elephant" could be either a potent political issue or a seemingly innocent incident that all parties either blow out of proportion or fail to recognize the underlying message it represents. In this instance, the political incident or the event continues to permeate board discussions (without resolution) or is a subject to be avoided. It then undermines the board, at least for a period of time.

I. Why Do Boards Act This Way?



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Boards of independent and international schools act this way for the same reason that all committees, boards, politicians and other groups of professionals do: it seems easier either to bury or avoid the unpleasant issue or personality involved than it is to muster the will collectively to confront it.

We are all basically conflict averse, with the exception of bullies. They engage in conflict because they were bullied in some way and thus have a need to control and take charge because they still may feel inferior. Most of us have experienced bullying directly or indirectly at some point in our lives.

There are many examples of the "elephant" avoidance mode. In one recent example, a Board member called me to say that the Head was under fire and a rump group of Trustees had decided to drive the Head from office. The Board member said that the majority of the Board was too afraid to confront the small coterie of "bullies" who were driving this decision. I recently checked the website of this School. There is an announcement about the Head's departure along with an acknowledgement of his great service to this School.

What is hidden in this School communication was the seizure of power by the Board's Officers and a decision to terminate the Head without a full Board discussion. The "elephant" in this room, i.e., the Head's performance, came out too late without being confronted openly and appropriately with an honest discussion and outcome. Maybe the Head would still have left. Maybe he would not. But the fact that there was a coup d'état and that it was brewing for some time without a frank dialogue, is an example of what we are speaking about here.

In another incident, a Trustee with a very powerful and insistent voice in the board room, recently missed a key meeting at which the rest of the Board decided to extend the contract of the Head, a decision that this Board member would have opposed. The elephant in the room was that no one dealt with the dynamics of the Board interactions with one another until the dominant party missed a meeting and some submerged feelings of resentment came to the surface.

In another case, a Board member who chairs the Advancement Committee has a charming personality but she crosses boundaries of policy into operations and enjoys doing so. Everyone has observed this behavior, but no one had called her on it. Recently the Chair became much more assertive and was adamant that the boundary crossing stop. The Trustee acted as if she was doing nothing out of the ordinary or inappropriate so this Chair may need to continue to play the role of the disciplinarian. Interestingly enough, this Trustee usually missed regularly scheduled board governance workshops. This Consultant often finds in his work with schools worldwide that those who could most benefit from governance training are frequent "no shows".



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At another School, the Board Chair liked his role, but seldom met with the Head, and drove her and the other administrators to distraction with his micro management of the mathematics curriculum. Other Board members saw this behavior, understood the Head's frustration but did nothing about it. Why? This Chair was a powerful, prominent, well spoken and articulate leader who moved in the same social circles as other Board members in a small community. Despite his many talents, this Chair was not the most appropriate choice to lead this Board. The Head has announced her intention to leave.

In another example, a Trustee wounded in his relationship with the Head as a result of some prior disagreements has suppressed his anger in the board room. However, he tells other Board members on the side that he cannot speak openly and honestly at meetings because he fears that the Head will "retaliate" against his children. Those of us who work in the independent and international school world cannot imagine that a head would behave in such a way. But that is not the point. This is an example of the type of passive/aggressive behavior that this Consultant sees worldwide in school cultures. It undermines board effectiveness when trustees engage in it and school climate when teachers tell everyone except the head about their unhappiness over the handling of a particular issue.

Another School Board was split into three clear factions: one supporting the contract renewal for the Head; one in a neutral position of being open but somewhat doubtful; and one not in favor of the renewal. Instead of dealing with the Head openly and frankly by conducting a thoughtful evaluation process and setting goals for her continued growth, the opposing faction decided to contact parents in order to mobilize them against the renewal. The goal was to use parents to support the election at the upcoming AGM of Board members who would take that stance. Taking issues in the board room to the larger community is a clear "no no" in the book of good governance. Fortunately, this story has a happy ending: the School community voted in a neutral group of Board members who renewed the Head's contract. A no longer polarized community has moved to focus on more healthy topics. This is not to say that vestiges of hurt feelings do not remain.

II. When Will We Confront These "Elephants"?

How will these issues be addressed? What price do schools, boards and ultimately students pay for the unwillingness of leading adults to talk about the difficult issues and even personalities that are disrupting the thoughtful strategic leadership of the board?

While we speak of "generative" board governance, i.e., the appropriate thematic discussion of major strategic issues that do not reflect micro management of the head, we should ALSO be speaking about a much more basic and even more important aspect of the board leadership and stewardship. That is, the issues that we side step because they represent: awkwardness and a fear of being



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impolite or offending a fellow board member who is demonstrating inappropriate behavior. Sometimes the issue is the overly sensitive or domineering style of the head.

The corrective steps are not just up to the chair or the committee on trustees/governance chair but the entire board of peers. Peer pressure is powerful when correcting board dysfunction.

This Consultant is an advocate for calling in the doctor, and by doctor I mean any really good consultant who can listen thoughtfully and objectively, reflect carefully and analytically and relay purposefully and directly, the nature of the problem and some of the potential cures. The elephants need to be where they ought to be: out of the board room and back in the herd, where they are taught good manners by their peers and relatives.

But sometimes a direct opinion, taking the elephant in the room "on", is the only way to lance the wound, cure the illness, solve the problem and move on. However, nonprofit boards tend to be very poor at doing this. Non profit boards are often dominated by powerful personalities, and not always for the better.

In this consultant's experience in working with thousands of boards (and faculties by the way, as they behave often in the same way), some refreshing honesty is needed. It does not have to be hurtful or harsh honesty, but it is needed nonetheless.

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