

DOCUMENT RESUME

ED 051 755

HE 002 230

TITLE The Organization and Functions of the Governing Boards and the President's Office. A Discussion Memorandum.

INSTITUTION Harvard Univ., Cambridge , Mass. Univ. Committee on Governance.

PUB DATE Mar 71

NOTE 78p.

EDRS PRICE EDRS Price MF-\$0.65 HC-\$3.29

DESCRIPTORS *Administrative Organization, Administrator Responsibility, Administrator Role, *Governance, *Governing Boards, *Higher Education, Leadership Responsibility, Power Structure, *Presidents

IDENTIFIERS *Harvard University

ABSTRACT

This paper identifies the problems observable in the organization and operations of Harvard University's Governing Board and President's office. It poses issues requiring decisions and in some instances makes recommendations. The report first examines the Board of Overseers: the issues of power, such as lay control over universities, and the distribution of power among faculties, administration and governing boards; issues of composition, election, and terms of office, including the nominations process; issues of effectiveness, including the consent function and staff organization; the adequacy of the Committee structure; and faculty and student interaction with the Board of Overseers. These same issues are also examined as they pertain to the Corporation. For the Office of the President, issues of power, including limitations to this power, are discussed, as well as administrative functions, educational functions, and new functions, including: transactions with the Governing Board, leadership of the Council of Deans and Senate, leadership of a strengthened central staff, and relating Harvard to its external communities. A chart of the composition of Harvard University is included in the appendix. (AF)

The University Committee on Governance was established in late 1969 by President Pusey, at the request of the Board of Overseers, to devise ways to improve the governing processes of the University. In order to seek the advice and comments of the Harvard community and others who may be interested, the Committee has published a series of reports as follows:

Discussion Memorandum Concerning the Choice of a New President (April 1970)

Tentative Recommendations Concerning Rights and Responsibilities (April 1970)

Harvard and Money: A Memorandum on Issues and Choices (March 1970)

Supplementary Memorandum on the Choice of a New President: Term of Office and Review of Performance (October 1970)

The Nature and Purposes of the University: A Discussion Memorandum (January 1971)

Tentative Recommendations Concerning Discipline of Officers (March 1971)

The Organization and Functions of the Governing Boards and the President's Office, published now also as a discussion memorandum, is the latest of these preliminary reports. It was prepared for the Committee by Professor Kenneth R. Andrews after interviews with present and past officials of the University, members of the Governing Boards, and Directors of the Associated Harvard Alumni and after committee discussions of the issues and early drafts. He is indebted to the persons who under the assurance of no subsequent attribution shared the first-hand experience and observation that constitute virtually the only source (in view of the absence of a literature of the subject) for the factual portions of the report. John C. Read prepared the Appendix summarizing the components of the University.

In its detailed discussion of drafts of this report, the Committee has not taken irreversible positions on any of the questions raised or any position at all on some of the questions. Comments and suggestions, which are earnestly sought, will be useful in our consideration of final recommendations. They should be sent to the Committee on Governance, Wadsworth House, Cambridge, Massachusetts 02138.

JOHN T. DUNLOP
Chairman

ED051755

THE UNIVERSITY COMMITTEE ON GOVERNANCE
HARVARD UNIVERSITY

The Organization and Functions
of the Governing Boards
and the President's Office

A DISCUSSION MEMORANDUM

CAMBRIDGE, MASSACHUSETTS

MARCH, 1971

HE 002 230

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I.

INTRODUCTION

This report to the Harvard Community from the University Governance Committee is concerned with the Board of Overseers, the Corporation, and the President's Office. It deals with each of these venerable bodies in turn. Its purposes are three:

- (1) To inform students, faculty, alumni, and staff of the distribution of power among these central institutions and of the little known interaction of formal and informal authority throughout the University;
- (2) To raise questions for discussion about the suitability of historic forms of central governance, their proper relation to the exercise of very great powers delegated to the University's Faculties; and the ways in which the functioning of the Governing Boards and the President's Office might be improved;
- (3) To invite new suggestions and criticism of the implied and stated recommendations for change.

The three-century history of these centers of responsibility, the unique distribution of final responsibility (in parallel with and supervision over the considerable autonomy of the Deans and Faculties in the conduct of the University), and the quality of the University developed under these arrangements make the intricate subject matter of this report worthy of study. For anyone who cares about Harvard or about how to lead organizations, the information presented and the issues raised here should be intensely interesting. In view of the degree of interest already stirred by earlier drafts of this report and the magnitude of changes which may well be finally recommended, the Committee has particular reason to expect that the response to this report will be full and helpful.

HOW HARVARD IS GOVERNED

The Board of Overseers. The General Court of the Colony of Massachusetts Bay created in 1636 the institution which was named Harvard College in 1639. To govern it the Court appointed the first *Board of Overseers* of six magistrates, including the

Governor and Deputy-Governor of the Colony, and six ministers. In 1642 the General Court formally defined the composition, duties, and powers of the Board as full authority to receive and manage all gifts and property, to establish all "orders, statutes, and constitutions" necessary for the guidance of the College. At this point, the College had the single governing board of trustees which with a more varied lay membership was to become the standard form of governance for American universities.

The Corporation. In 1650, however, the General Court, on petition from President Dunster, granted a charter establishing the College as a corporation in charge of a president, a treasurer, and five resident-instructor fellows, all named in the order. This body was given the power to elect a new president, treasurer, and fellows as any of the original group died or was removed. The President and Fellows of Harvard College (now referred to in synecdoche as the "Corporation"), thus granted perpetual succession, was given the Overseers' original powers to receive, manage, and dispose of the property of the College, to staff the College, and to draw up the by-laws to order the work of the College, "provided the said orders be allowed by the Overseers." With an appendix to the charter of 1657, despite a passing reference to decisions being "alterable" by the Overseers, the role of the Corporation as the principal decision-making body of the University, with its decisions on appointments, statutory changes, and its own membership subject to the consent of the Overseers, became somewhat more clear. The University has thus had two governing boards since the charter of 1650. The constitution of the Commonwealth of Massachusetts confirmed in 1780 this still unique mode of academic governance in the section called "The University."

The many changes which have occurred in the form of the Governing Boards — most of which required legislative action — and the even more important unrecorded changes in informal organization have not altered this basic form. The Corporation still consists of the President, the Treasurer, and five Fellows, who with the consent of the Overseers arrange their own succession and serve without limit of time.¹ With one exception, none of the resident instructors has been chosen to be a Fellow

¹ The Corporation has adopted an "understanding" or "self-denying ordinance" that its members will resign upon reaching the age of 70. This method can be used in various ways to make changes within the existing legislative framework.

since 1800. The Corporation passes on or originates all the decisions which go to the Overseers for consent; it manages the financial affairs of the University without need of consent to specific transactions. It is thus in one sense the *principal board*.

The Overseers, by virtue of the Act of 1642, are the *senior board*. They consist now, in addition to the President and Treasurer *ex officio*, of 30 persons, serving for one term of six years each, elected via postal ballot by the alumni of the University. Normally, five new members are elected each year from a slate of at least ten nominees proposed by the Committee to Nominate Overseers and Elected Directors of the Associated Harvard Alumni. The Board of Overseers meets seven times a year. The Board first performs its consent function, which is exercised chiefly in approving all appointments of more than one year's duration. It receives also periodic reports from the chairmen of visiting committees detailed to various parts of the University, which are now 44 in number. In its *consent function* the Board retains a kind of veto over the non-financial enactments of the Corporation; in its *visiting function* the Board maintains contact with the departments of instruction, the professional schools, and such administrative organizations as the Library.

The Presidency. The President presides at meetings of the Corporation and is the leading participant in the meetings of the Board of Overseers. The first of the sixteen statutes of the University presently provides that the President be the "ordinary medium of communication between the Corporation and the Overseers," be a member and presiding officer of each Faculty, and "exercise a general superintendence over all the University's concerns." He is assisted in this leadership by the Deans. Each Dean is the chief executive officer in the Faculty, College, or School to which he belongs and as such is responsible to the President for the "proper preparation and conduct of its business" through its own Faculty and administrative staff. The Deans, each of whom has considerable autonomy and responsibility, comprise a Council which meets regularly with the President and his staff.

The President's staff consists principally of an Administrative Vice-President to whom more than a dozen heads of logistical and planning departments (like Buildings and Grounds) report, and five Assistants to the President who advise the President separately in such areas as community affairs, governmental re-

lations, minority affairs, and fund raising. The Secretary to the Corporation and to the Board of Overseers, the General Counsel to the University, the University Marshal, and the General Secretary of the Alumni are part of the President's immediate staff. Details of the formal structure comprised of two governing boards, the President's office, nine faculties, twelve student bodies, and ancillary institutions may be found in Appendix A.

NATURE OF THIS INQUIRY

The University Committee on Governance has been asked by the Overseers to examine the present validity of this administrative structure. This paper will therefore identify the problems observable in the organization and operations of the Governing Boards and the President's office. It will pose issues requiring decision, and in some instances suggest recommendations. It will not report the Committee's recommendations for resolving all these issues. A separate paper will deal with the Council of Deans and the dormant University Council described in the fourth statute. The Committee hopes to have its ultimate recommendations informed by alumni, faculty, student, and staff response to this document.

GENERAL PROBLEMS OF THIS INQUIRY

The history of Harvard is not well told in an account of its formal structure or statutes. The adaptation of ancient governing structures to changing problems and increasing complexity testifies to the flexibility of the University's formal constitutional provisions and to the strength of the unwritten constitution. For this structure to have been effective so long, the dedication, competence, integrity, and mutual trust of the persons working within it have had to be considerable. These qualities are indeed much celebrated among all those who make these organization forms work. In view of the preeminence Harvard has reached under a long evolution of 17th century forms of governance, many of the basic questions raised here may seem to some either over-zealous, ungrateful, or profane. In fact, the commonest reaction to inquiry into Harvard's ancient forms is a somewhat defensive "They have worked, haven't they?" To this question the answer may be "Yes, until lately." Although the forms still evolve, events have over-

taken their evolution. Whether this development requires structural change is made hard to answer affirmatively by a three-century record of recurring crises successfully dealt with without disturbing the simplicity of topside organization and the decentralization of the University's principal functions. Because we have conducted this inquiry with more attention to future than past demands upon governing structures and procedures, we have not left any tradition of our topside structure unexamined. Neither have we raised questions about or praised the competence of individuals.

Another consideration complicates any inquiry which purports to reach fundamental issues. Any major change in the Governing Boards or the presidency means returning to the General Court for amendments to the Charter or the Statutes. In some quarters reluctance to put Harvard's fate up for legislative disposition is very strong. We are mindful of this view, but we have decided not to limit our *initial* identification of issues and alternatives to those exempt from legislative jurisdiction. Our recommendations may ultimately be influenced by this constraint, but our questions will not. We will in any case weigh all the risks raised by our recommendations. It is already clear that very substantial improvements in effectiveness can be made without recourse to the General Court.

II.

THE BOARD OF OVERSEERS

Examination of the organization and functions of the senior board begins with this question: Who should have ultimate authority for the governance of a private university? The Harvard answer, painfully evolved over time, has been to distribute authority delegated by charter from the Commonwealth to elected alumni representatives, to a corporation (essentially a self-perpetuating lay cabinet), to a professional-educator president, and to a number of separate faculties. The power of the elected alumni to decide is formally limited to consent, but its initiative to inform itself about the effectiveness of the University by "visiting" is not narrowly restricted and can be highly influential. Subsidiary questions about the composition, election machinery, and term of office and the structural or procedural constraints on the

effectiveness of the Board of Overseers follow naturally. If the propriety of the present board is reaffirmed by our inquiry, then whether the consent function provides the optimum check on the power of the Corporation and the powers of the Faculties or students, whether its present organization enables it to be as independent and objective in giving or withholding consent as is possible, whether it can be accurate in evaluating the effectiveness of the Corporation and the Faculties, and how faculty and students could be better informed about the activities of the Board all must be decided in the course of the Governance Committee's inquiry and the consideration of its recommendations by the Governing Boards.

ISSUES OF POWER:

What Should be the Distribution of Power Among the Faculty, Administration, and Governing Boards?

The principal alternative to two governing boards mostly composed of non-resident outsiders (mostly non-educators) is of course a single board, with an outsider membership or a faculty membership or some combination of both. The underlying issue is whether the property of the University and legal responsibility for the conduct of its affairs should be in the hands of the academic body — as at Oxford or Cambridge — or in the hands of men of affairs, representing various publics and sources of financial support. The latter resolution has been universal for American universities.

The argument for faculty control of university property and for final authority over investment decisions, appointments, and administration of the university's logistical and educational activities must rest on the highly debatable supposition that of all its constituencies — the general public, the alumni, the Faculty, the students and the staff, it is the Faculty to whom the University principally "belongs" and who knows most about its needs. Similarly, it is sometimes argued (though not with complete success in meetings of alumni), the Faculty knows best who should be its president and deans and can produce from its specialized ranks the kind of leadership required to run it. The Faculty is already entrusted with responsibility for initiating appointments and promotions, for designing curriculum, and for deciding educational policy; its decisions are seldom reversed by the Gov-

erning Boards. If it is granted that both academic and non-academic elements are required in the management of a university, then why should the absentee non-professional element be nominally the final authority?

President Lowell took up this question in his Report for the Year 1919-1920. While dismissing any analogy between the board of directors of a business firm and the trustees of a college, he found that the large endowment of our institutions of learning require for prudent investment both knowledge and experience of business affairs; that even private education has a public character, must keep in touch with public needs, and must maintain access via men of affairs to means to attain aims approved by the public; that teaching, like all public services, must in its administration be comprised of both expert and lay elements. (Laymen are necessary to inform experts about results expected — not the means to attain them.) The governing board, Lowell continues, must have final authority because it is the trustee for the public which even for a private university determines its objectives, because “the body that holds the purse must inevitably have the final control,”² and because the non-academic board is the best available arbiter between conflicting groups of experts.

The faculty group which studied recently the governance of Princeton University had somewhat more contemporary arguments leading to the same conclusions. In *The Governing of Princeton University*,³ the justification for placing legal power and responsibility in non-resident trustees whose principal occupation is unconnected with the university begins with the disinterestedness of the approach to budget decisions, which can contain biased interests and balance future against present needs. The second argument is that properly qualified non-resident trustees can explain the university's needs and policies to others and protect it against infringements of intellectual freedom. Third, by bringing to bear a diversity of view, “trustees can help to insure a better definition of the public interest in the affairs of a university, an interest that the boards of trustees of all charitable corporations are by law bound to represent.”⁴ Unchecked by students or laymen, university faculties, the Prince-

² A. Lawrence Lowell, *Report 1919-20*, p. 26.

³ Final Report of the Special Committee on the Structure of the University, April 1970, pp. 51-56.

⁴ *Ibid.*, p. 54.

ton report argues, would favor graduate over undergraduate education, specialized over general courses, and the support of established over new fields. The usefulness of trustees in helping to raise funds and provide various kinds of expert knowledge not available in the faculty concludes the report's rejoinder to demonstrators who had challenged the legitimacy of lay control. "The university," they had said, "is a community of students and faculty, not businessmen."⁵

The differentiation of function which has occurred in university governance distinguishes sharply between fiscal and educational affairs. In the Harvard combination of two boards, the Corporation under the leadership of the President brings educational and administrative matters together for close scrutiny by a small group of people who have characteristically either worked in harmony or resolved their differences without publicity. The traditional limitation of the Overseers' power to consent prevents a group at once representative of alumni and the public from interfering in the conduct of educational affairs by the Faculty. Yet their visiting function leads them to raise questions which if properly posed and understood can influence the course of the University and through suggestions, criticism, and help in fund-raising affect educational policies and priorities.

In the Harvard system, the President, who leads the Corporation but is influenced by the Fellows to adapt internally acceptable decisions to external considerations represented by Overseers who must approve, is a most powerful figure. But the structure suggests that unless he is so strong that he dominates the Corporation and makes impotent the Overseers' veto power he must seek decisions satisfactory to a variety of interests. To the extent that he educates Fellows and Overseers to be supportive of well conceived Faculty decisions and programs, he tempers their responsibility to be critically evaluative with their desire to assist the processes of preserving, imparting, and increasing knowledge. Morison has taken note of the characteristic support of the Faculties by the Corporation. He thought the age of the Overseers (who in this day are younger than they used to be) made them conservative and critical of change but that the close contact with the President made the Corporation more "radical and enterprising."⁶

⁵ *Ibid.*, p. 52.

⁶ Morison, *The Development of Harvard University*, p. xxxi.

As this abbreviated reference to the arguments suggests, proper distribution of power among the Faculties of the University, the Administration, and the Governing Boards is an issue which can be debated at length. What is later said here about the Corporation and the Presidency bears on this discussion. It is apparent, however, that the burden of demonstrating the need for change in the structure and in the allocation of authority probably lies as usual with the innovator. The principal reason for this conclusion is that no written constitution can ever prescribe with sufficient subtlety the division and coordination of responsibility that takes place in arriving at both a wise and an acceptable academic decision. An example is the appointment of a professor from departmental consideration and recommendation, through Dean's office and presidential participation in Ad Hoc committees, through Corporation discussion of key or controversial appointments, through advance notification of Visiting Committee chairmen of the decision made and ultimate consent of the Board of Overseers. The very presence of authority in the governing boards conditions the quality of earlier decisions; the need to justify decisions may in effect make it rare for the body with final authority to do anything but concur. How to keep such a body from being or feeling like a corporate rubber stamp, how to preserve its capacity to discriminate between good decisions and others and to evaluate the effectiveness and quality of the University, how to encourage in it imaginative response to the needs of faculty and students are surely more important than devising elegant structures and revised distributions of authority.

ISSUES OF COMPOSITION, ELECTION, AND TERM OF OFFICE

By almost any test the Board of Overseers is now and generally has been distinguished by its members' eminence, experience, and willingness to serve. The men and women attracted from the professions and public affairs to the Visiting Committees have been generally of the same calibre. The representativeness, ability, outlook, and experience of a membership wholly subject to election are shaped not by the Board itself or by its President or by the President of the University but principally by the Nominating Committee of the Associated Harvard Alumni. One Overseer, the chairman of the Overseers' Committee on Committee Assignments, is designated currently (in what is thought to be

desirable future policy as well) to serve with the Nominating Committee to inform that committee of the Board's view of its own needs for diversification — as for members these days who are black, or female, or young — or for special skills required by visiting committees to the medical school or biological sciences, for example. Since twice as many candidates are nominated as elected, the priorities of need can be altered by the electorate.

The Committee on Nominations takes very seriously its behind-the-scenes role in shaping the variety of experience ultimately available to the Board. Its membership is comprised of one AHA director from each class of directors, five members at large appointed by the committee selecting AHA officers, and since 1968 the First Marshal of the classes that graduated five and six years earlier. The chairman of the committee solicits suggestions through alumni channels and through the University, with particular emphasis currently on younger classes. The committee reviews the nominees with less rigor than it would like, but as best it can and ultimately presents a slate to AHA Directors and then all alumni of Harvard. Alumnae of Radcliffe are now not allowed to vote, but this exclusion could be remedied by the governing boards of Harvard. This outcome is more likely if the Board of Overseers comes to "oversee" Radcliffe as well as Harvard.

The problems in this process are several. First the number of alumni suggested and the difficulty of estimating their quality and appeal to voters make the already thankless job of the Nominations Committee a somewhat frustrating one. Although the committee is satisfied with the quality of the slate finally selected, it has no way of assuring itself that it has chosen the best candidates and that they will make good overseers. The search for younger men, who are generally not famous, is attended by more uncertainty; it is difficult for a younger man to be elected when several younger men are proposed. These problems are currently being met by increasing the time spent on the task and by broadening as much as possible the sources of information. A satisfactory process for narrowing the number of qualified candidates to the final handful has not been perfected. Furthermore, alumni do not generally know what the overseers do or what qualifications are required. (This may be the reason why ballots are returned by only one-third of the alumni body.)

These problems cannot be thought of as urgent, perhaps,

given the conscientiousness and liberal imagination of the present chairman of the committee and his immediate predecessor and the values of the AHA chairman who appointed them. The governance problem is first how to provide assurance that the criteria applied by the Nominations Committee membership are consistent with the Board's own definition of its needs. Second, what assurance exists that the conscientiousness, objectivity, and desire for diversity which characterize the present committee can be relied upon to continue in future years?

The nominating process is typical of Harvard's government in that it is simple, regulated by a minimum of formal rules, and dependent upon its effectiveness upon the intelligence, good will, energy, and broadmindedness entrusted to manage it. For those impressed with past results and satisfied that the quality of judgment of AHA directors and Nominating Committee members will not decline, no change is necessary. For others who think the burden put upon a few men and the dangers of present liberal values being replaced by others are too great, some structuring of the process may be desirable. No question has been raised about the term of office. The provision that at least one year must lapse before an overseer can be nominated for reelection is especially appropriate if the Board is to be open to new kinds of experience and the points of view of younger candidates.

The alternatives for change could be multiplied far beyond the urgency of the problem. To formalize somewhat the qualifications and diversity of experience desired in the Board, the Executive Committee and Committee on Committee Assignments might discuss in the presence of the President of the University the appropriateness of the present range of experience, its representativeness of Graduate School Alumni, the needs of Visiting Committees and a more explicit and informative definition of the duties and judgment expected of an overseer. To give the Nominating Committee broader contact with the needs of the Board, a second Overseer could be assigned to join the Committee. The Chairman of the Overseers' Committee on Assignment might, within proper bounds, provide information about the effectiveness of Overseers once they are elected. The information about persons included in the ballot might be less cryptic and factual and more informative about the candidate's ideas and values. The ballot itself could summarize a little more fully the prior composition of the Board so that the voter could make his own choice of the new kind of

experience he thinks should be added. A succinct statement in the ballot of what is expected of Overseers and what they do would help many voters find some rationale for their choices and consequently encourage more of them to return their ballots. A study of the degree to which Harvard College alumni may be over-represented in the nominating process in relation to graduates of the professional schools would suggest its own corrective action, if required.

To assure the Board some control of its own composition (including the ability to compensate for imbalances resulting from successive elections), a seventh class of "Overseers at large" or to avoid legislation and remain experimental "Advisors to the Overseers" could be elected by the Board — probably after appropriate consultation with the President. (Given the nature of committee work and plenary sessions, enlarging the Board by five members need not unduly impede its discussions and would provide more chairmen for visiting committees. The problem of second-class citizenship for "Advisors" would, however, require attention.) Staff assistance might be provided to the Alumni Nominations Committee to secure more information about candidates' qualifications and availability. If the committee were to record its procedures and keep a cumulative history of its criteria for selection, the likelihood of decay over time of conscientiousness and objective interest in diversity may be lessened. The election of younger alumni can be assured by direct Board action or by structuring choice to insure that one of several younger candidates must be elected.

The best source of definitive recommendation for clarifying the role of the Board and determining the mechanisms for achieving appropriate membership might be the Executive Committee or the Long Range Study Committee of the Board. The members of these committees should be aware of the need for a wider understanding of the Board's function in the community and the supportive-evaluative nature of its relation to the President and the Corporation. The Committee on Governance should probably not aspire to more detailed recommendations of the issues of Board composition and election. Its considered conclusion about the role of the Board, on the other hand, should be as interesting to the Board as the latter's view of itself.

ISSUES OF EFFECTIVENESS

Consent Function. Closely allied to issues of power which require reexamination or reaffirmation of the dual-board structure is the real impact of the consent function. Some members of the Harvard community believe that its force should be minimal, that the Board should be largely honorary, active in financial support and in interpreting the University to the outside world, but inactive, except in emergencies, in overseeing its operation. On the other hand, some Overseers, reflecting concern stirred by the events of recent years, believe that the power to withhold approval is not the best check on the power and judgment of the Corporation and Faculties especially when the Board is not introduced to the alternatives which may or may not have been earlier considered by the President and Fellows and by the Faculties. As a group, it is said, the Overseers once tended to be strongly sympathetic to the President, who always met with them and whose leadership they saw their role as supporting, but somewhat suspicious of the Fellows, who did not meet with them and seemed occasionally to thrust their decisions upon the Overseers on very short notice, or (more often) to deliberate without reporting (through the President) their deliberations. More recently, some Overseers have felt that the Fellows are more willing to share their concerns with the Overseers than is the President. Some of these believe that the President may regard the necessity to secure the Overseers' consent as a nuisance — a formality to be dealt with as expeditiously as possible and sometimes after an appointment of a Dean, for example, has been announced to a Faculty. It is indeed possible to imagine that a strong president presenting his conclusions, debated and long since settled in the Corporation, may appear somewhat summary in controversial matters in his request for approval and his lack of interest in the Overseers' preferences for other choices.

Tension between the executive function and the trustee function is inevitable; that it be tempered by understanding is highly desirable. The initiative for undertaking and maintaining rapport belongs with the President of the University, the President of the Board, and perhaps in inter-regnum situations, the Senior Fellow, probably in that order. Members of the Administration and Corporation should remember that sensitivity to finding themselves

in an automatic approval mode (the "rubber-stamp" syndrome) characterizes most conscientious boards of trustees and directors under all forms of organization. Members of the Board, on the other hand, have responsibility, under accepted definitions of board roles, to refrain from directly making or originating administrative or educational decisions (as distinguished from initiating attention to a problem or to the shortcomings of a proposal), from intruding otherwise into the conduct of university affairs, or from pressing toward potential intimidation their special interests as individuals — including those derived from political beliefs, occupation, sex, color, and age.

The proper exercise of the consent function requires great care, as would any form of ratification of administrative and faculty decisions. The formal limitation of the consent function to veto does not make inconsiderable its impact upon the President and Fellows and the Deans, whose consideration of alternatives is conducted always with the necessity for ultimate assent in mind. Whether as applied to appointments or extended to other proposals, the requirement to obtain consent provides opportunity to the Board to raise questions about procedures, criteria, and balance which may have important effect upon future decisions on the same class of problems. One may argue therefore that the Board of Overseers has all the formal power — except for the right to remove a President currently reserved to the Corporation — that any board should have or aspire to.

As indicated earlier, the Overseers, in bringing their judgment as individuals and their knowledge of the relation of the University to its external publics to bear on decisions, have an obligation to strengthen the President in his efforts to reconcile internal and external needs, to secure financial support for the University's activities and purposes, and to refrain from the inclination to manage. They have nonetheless a responsibility for the *quality* of the decisions they assent to and for the effectiveness of all the University's governance procedures. President Eliot described this responsibility in his inaugural address on October 19, 1869, in these words:

The real function of the Board of Overseers is to stimulate and watch the President and Fellows.

. . . the University enjoys the principal safeguard of all American governments — the natural antagonism between the bodies of differ-

ent constituting powers and privileges . . . The Overseers should always hold toward the Corporation an attitude of suspicious vigilance. They ought always to be pushing and prying.⁷

(It is interesting to note that the Overseers thus exhorted had in the previous April withheld approval of the Corporation's choice of Eliot as President. If they had had the initial power to name a President, the 35-year-old M.I.T. professor of chemistry, passed over five years before for a Harvard professorship, and an Overseer of one year's service, probably would not have been elected at all.)

Eliot's recommendation, more ingratiating to the Board than the Corporation, of a somewhat more aggressive demeanor than the Overseers have usually adopted does not necessitate a change in the consent function but suggests its limitations. The principal question may not be whether the Overseers should be given additional powers but whether they should not be sufficiently informed so that they can conscientiously concur in the decision whatever their original preferences. The dilemma for a president is that virtually reopening a controversial decision by discussing it fully makes possible overseer commitment to outcomes different from that recommended and overseer frustration at not having power to amend. The implication of the consent function is a presumption of ultimate approval. The President is free, however, to return to the Corporation a decision which seems to him less nearly correct after discussion among the Overseers. In any case preliminary consultation with the Overseers and informed discussion of differences and concerns before a critical decision is submitted for consent are the essential administrative means to avoid contests of power or Overseers' dissatisfaction with the deliberate formal limitations of their authority.

The principal alternative to amending the consent function is therefore to improve the context in which consent is sought. If the Board of Overseers feels that the President is making only a pro-forma presentation of a Corporation decision and itself has no other information about the issues than the President himself reports, it may feel improperly used and become fractious in its response. If through its visiting functions, through enlarged opportunities to become familiar with the members of the Corpora-

⁷ The complete text of Eliot's address may be found in Morison's *The Development of Harvard University 1869-1929*, pp. lx-lxxviii.

tion and the criteria they apply to policy decisions, or through its own staff's contacts with the President's office and the Deans, the Board had broader exposure to developing problems and to the complexity of decisions where the propriety of consent appeared in doubt, constitutional revisions of the Overseers' formal powers would seem unnecessary. To function effectively, in short, the Board must feel properly informed.

The most frequent malfunction of active boards of directors in private corporations and boards of trustees in higher education is "meddling," i.e., too much pushing and prying or an overdetailed and inexperienced exercise of power or personal judgment in the areas in which authority has been delegated to the management in the case of corporations or administration and faculty in the case of universities. The limitations on board initiative implied by the consent function must tend to remind the Board of the proper distance between it and other constituencies. On the other hand, it may be argued that the formal inability to initiate action other than that submitted to its approval reduces the incentive to take the visiting function seriously and thus effectively perform the second assigned function of the Board. This danger probably is seriously threatening only when schools and departments do not actively seek or welcome visitation.

Before the possibility of amending the senior board's formal powers is seriously considered, it would seem wise to consider other improvements in the operations of the Board which are possible under the present charter. These include broadening the Board's access to student and faculty opinion, increased formal and informal interaction with the Fellows, better staff work (including avoidance of surprise) in presenting key appointments and controversial decisions for approval, improvement in the average level of performance of visiting committees and, as always, consideration of how a searching and judicious evaluation of administration, corporation, and faculty effectiveness can be maintained in a context of generally sympathetic support and encouragement. The consent function may restrain the Board of Overseers in ways appropriate to its elective origins, to the extent that alumni are not clearly the most expert constituency of the University in matters of education, though the most important in terms of financial support. The balance of powers providing for election by alumni of an entire governing board without subjecting the University to unchecked alumni control has been thought

of as the particular genius of Harvard's constitutional arrangements. If improvements in communication and relationships show promise of dealing with evident problems, these should surely be tried first before resorting to a conventional single board of trustees in which all final legal authority is to repose.

Staff Organization. The Board of Overseers has the same secretary as the Corporation; his first loyalty is to the President. His relationship to the Corporation and the President has suggested to some that the Overseers should have their own secretary and staff. It has been argued that the Board's independence and objectivity would be strengthened if it were not behind the scenes so subject to the President's own scheduling of agenda and its secretary's triple loyalties and if it had staff to gather and process information to inform its discussions. On the other hand, the possibility of conflict between the Board and the President and Fellows might be enhanced by competitive staffs; the President should not be threatened, some Overseers believe, by an independent and potentially hostile staff capability. An intermediate step of appointing a secretary to the Visiting Committees, already taken, may meet some of the Overseers' conviction that the Board is either improperly or inadequately served by staff. Once again well informed cooperation within the constructive tension of different constitutional functions is probably more important than extensive alteration of formal organization. That the Board of Overseers should have staff support appropriate to its special needs and functions is nonetheless a need to be filled. The superior attractiveness of a competent joint staff over independent staffs separated by friction seems equally obvious.

ADEQUACY OF COMMITTEE STRUCTURE

The Standing Committees. A board of 30 members meeting seven times a year for one day at a time (except for one two-day session annually) must process its deliberations through some sort of committee structure. The formal standing committees are presently three. The Executive Committee of seven members is the only committee which considers in advance the matters presented to the full Board. This committee (like the President of the Board) is nominated by the members of the Board serving the last year of their terms — perhaps not an ideal detail of the Board's practice, whatever the appropriateness of the implied recognition of service and quest for objectivity. Currently it consists of two

members each of the two most senior classes and one each from the next junior classes. Its membership — particularly if its role is to increase in importance — should presumably be nominated by the second standing committee, the Committee on Committee Assignments, in consultation with the President of the Board and the President of the University. The Committee on Committee Assignments has as its most extensive task the naming of the Visiting Committees, the membership of which is initially suggested by each chairman. The Overseers' Long-Range Study Committee is an *ad hoc* committee established after the disturbances of the Spring of 1969. A standing committee on University Resources is comprised mostly of non-overseer members; its purpose is to advise on capital resources, but its potential seems to some to be inadequately developed.⁸

If the Overseers were the only governing board, the standing committee structure would be clearly inadequate. A Committee on Education or Faculty and Curriculum Committee would be needed to inquire into administration-recommended new educational programs, to examine recommended appointments for compliance with policy and established procedures, to consider questions of faculty compensation and morale, to examine and ratify long-term priorities, objectives, and plans. Committees on student affairs to monitor student concerns, on facilities-planning to oversee investment in plant, on budgetary and financial planning to approve budgets and approve policy on faculty compensation, and on investments to oversee the management of the University's capital — all would probably exist as a matter of course. Under the Harvard system, the President and Fellows perform most of these functions in their closed meetings as a committee of the whole — except that little surveillance of educational programs established by Faculties is attempted. It may still be true that the Overseers may wish to set up small standing committees to oversee the Faculties' decisions in education and the Corporation's investment management decisions and to confer with the Corporation on crucial questions of policy. The Visiting Committee on Administration and Accounts with only one or two Overseers as members is not able to make a searching examination of the effectiveness either of internal financial management or of portfolio

⁸ For the importance of all University efforts to develop financial support see *Harvard and Money: A Memorandum on Issues and Choices*, an earlier report of the University Committee on Governance.

management. The Executive Committee would be hard pressed to do more than consider the agenda items now presented to it. The alternative to be considered is whether extension of standing committee consideration of faculty, administrative, and corporation decisions should be pursued to inform the consent function or whether the visiting function should be relied upon almost exclusively for this purpose.

It should be noted that little pressure to extend the Board's standing committee structure has so far been observed among its members. Some Overseers doubt the capacity of the Board to deal in detail with appointments and matters of education. Some observers, on the other hand, argue that board consent to appointments, already largely nominal except for key positions, would be satisfactorily speeded up and made authoritative if an Education Committee could report briefly that the processes producing the current docket of appointments were in order and the policy implications appropriate. Some sentiment for an Investment Policy Committee is observable; it should be taken into account when the question of investment management by the Corporation is considered. The simplest way for the Board of Overseers to test the need for additional committee capacity is to extend the work of the Executive Committee — the natural existing body to work in liaison with the President and Fellows — until it becomes necessary, if ever, to subdivide the burden.

The Visiting Committees. The 44 visiting committees enroll about 800 non-overseer alumni and non-alumni in visiting the various schools, departments, and auxiliary activities of the University. Each member is typically a distinguished representative of the disciplines represented by the departments or of professional and public affairs related to the department or school. The structure of committees is kept flexible to meet widely varying needs of the University, but all committees are asked to report through their overseer chairmen annually in an informal oral report and every three years in a formal written report. (Currently the annual reports are also written.) Visiting committees are expected primarily to report to the Board of Overseers on the effectiveness of the department, to bring new viewpoints to the departments, to inform alumni and friends of what is happening at Harvard, to serve as liaison between departments and related professions, and to help raise funds — or at least encourage a climate favorable to financial support.

The visiting committee idea, and the success it meets in attracting distinguished men and women to its service, is widely believed to be the principal contribution of the Overseers to the University and the principal contribution of Harvard University to university governance. It is widely envied and emulated by other universities who seek also to bring their work into the purview of outside observers, critics, and sources of financial support. On the other hand considerable complaint, especially among the Departments of the Faculty of Arts and Sciences, attends the working of the system and suggests at least that improvements should be made in it.

A number of problems traceable probably to inattention diminish the potential effectiveness of the visiting committees. The number of committees exceeds the number of overseers; some overseers must serve as chairman of more than one committee — on occasion in areas in which they may not be particularly interested. The fragmentation of assignments leads to committees on virtually every department of the Faculty of Arts and Sciences. The formal deployment of committees is oriented to schools and departments rather than to problems involving more than one organization unit. Thus, the Harvard University Press has a visiting committee (which it welcomes), but it is attended as well by a Board of Syndics and a Board of Directors. No visiting committees exist to consider such University-wide problems as physical facilities (including housing), community relations, the future of private education, faculty compensation, admissions policy, religious life of the University, or the House System. Each activity for which there is a committee is apparently assumed to be worthy of as much attention as every other.

Although the diligence of the Overseers, who spend an average of 10–12 days a year each on their assignments, is well known, the energy of the committees is unevenly applied. The flexibility in instructions is desirable but leads to unevenness in seeking faculty and student opinion and in the quality of attention given to the departments. Some chairmen of departments are asked, in effect, to write or draft the report the Chairmen of the Visiting Committees must render to the Overseers. Others occasionally aspire to supervision of appointments. The press of University business has led lately to omission of the annual oral reports or to their reduction to writing. The two most serious problems are unevenness, shallowness, or inaccuracy in the evaluation of the

effectiveness and forward planning of the departments and concern about University inattention to the evaluations which are made. In particular the response of the President (who as will be seen below, is overburdened), customarily embodied in comment on the three-year reports, is not considered adequate. The Faculty membership of departments is frequently uninformed about the content of the reports. The expectation that visiting committee explorations will not result in change or even serious attention diminishes the zeal with which committees seek to identify problems and propose remedy. This problem is of great importance if the visiting function, divorced from the formal power to initiate change, is thought to be important.

The solution to such problems appears to be straightforward, though dependent upon action suggested later in discussion of the Corporation and the office of the President. The Committee on Assignments, awaiting the Governance Committee's recommendations on structure, has tentatively decided to group the many departmental committees of the Faculty of Arts and Sciences into divisions — e.g., the Sciences, Social Sciences, and Humanities. Although these groups are still very large, it would then be possible to detail subcommittees to visit such activities as the Computing Center, with new multi-million dollar problems, more urgently than Classics, the problems of which may be somewhat more stable. Subcommittees identifying current concerns could consolidate their reports before bringing fragmented reports directly to the Board. More attention to annual and five-year programs of visitation in consultation between the Committee on Assignments and key Visiting Committee chairmen might serve to focus board attention on major problems. All Visiting Committees might well be instructed, as many do now, to meet separately with students, or junior faculty and senior faculty as part of their inquiry. An informal and useful "ombudsman" function is thus served in providing outlet for question or disaffection. The Committee on Assignments has already recommended more extended discussion between the President or his designees on the periodic written reports. This will become feasible and valuable as visiting committee attention can be directed to priority problems.

If a University Senate is established, liaison between the Overseers and a senate committee may be appropriate to make the organization and scheduling of Visiting Committees correspond to the University's priority needs rather than to its formal struc-

ture. Discrimination in the roles of professional school and departmental Visiting Committees may prove useful. In any case the edited or summarized content of visiting committee reports should be made known, as often now it is not, to Department Chairmen and probably to Faculty and students as appropriate. The shortage of suitable Overseer-chairmen can be remedied by either using non-overseer chairmen, or more acceptably, former Overseers who have demonstrated interest and capability in this important work. The membership of committees could be enlivened by appointing more younger members and more women of relevant qualifications.

In the work of the Visiting Committees, as in that of the Board of Overseers and the Corporation, the problem of conducting a proper inquiry in order to get a balanced evaluation of effectiveness which is searching without being prejudiced or destructive, requires experience and sensitivity. The function of assisting the department in accomplishing its own purposes is as important as identifying ways in which the department falls short of its own purposes or as what strong-minded members of the Visiting Committee think should be its purposes. The need for outside observers to refrain from unnecessarily substituting their own objectives and values for those guiding the enterprise they are examining is an important one. At the same time it is proper for visitors to express the opinion that the objectives they have identified seem too narrow or too subjectively determined. Visiting Committees should clearly not be concerned in detail with appointments, even though the impact over time upon the department of its manning policy is a proper subject for question and comment.

Instruction in how to be a "visitor" is as important as how to be an Overseer. Time given in initial meetings each year of both Visiting Committees and Overseers would be well spent if it helped the Board approach its evaluative functions in such a way that its findings could be useable and ultimately constructive. It is difficult for a President or a Dean or a Department Head to answer criticisms he considers unacceptable. It becomes easier, especially in the press of overwork, to ignore the recommendations. A more constructive and candid negotiation of views in problem situations should be provided for. Enormous talent, unequaled in the world of education, has been mobilized to extend the supportive-evaluative surveillance by the senior Board

to all parts of the University. Effort to extend discussion of the findings and to effect improvements as a consequence could be invaluable in extending the quality of Harvard education.

Through a combination of its own standing committee capability and its more diffuse visiting committee structure, the overseers, then, should, in the opinion of some, concentrate, without forsaking their constructive supportive function,⁹ on the need for more searching evaluations of effectiveness and for a multidimensional understanding of the state of the University. In particular these would focus on the management of the University's physical and financial resources (i.e., internal financial management and planning and external investments), the implications for the future of the decisions of the President and Fellows requiring knowledgeable consent, the long-range effectiveness and morale of the faculty, and the composition of the student bodies (determined by admissions policies) of the University.

FACULTY AND STUDENT INTERACTION WITH THE BOARD OF OVERSEERS

It has become apparent that more knowledge among alumni, faculty, students, and staff of how Harvard is governed might lessen suspicion, encourage trust, and facilitate the devising and effective operation of needed changes. Many people believe, as indicated earlier, that more information about Harvard's governing structures and processes is more necessary than substantial changes or that at least it should precede advocacy of such changes. In agreement with these observations, the Governance Committee recommends that the Overseers reduce their dependence upon the President for information about the University and seek more direct communication with faculty, students, and members of the Corporation than now occurs in the afternoon sessions of the Board and in the meetings of some Visiting Committees.

Such direct communication must of course be accomplished without undermining or threatening the President and the Deans. Its purpose is to bring to life the dry content of official summaries, acquaint the Board firsthand with new currents in the life of the University, and show students that the Governing Boards are

⁹In addition to their participation in board activities, individual Overseers (and Fellows as well) make invaluable personal contributions in advice and support in particular problem situations and in fund-raising.

interested in faculty and student concerns and are confronted by problems which make instant solutions to longstanding deficiencies hard to come by. Some universities have elected students to governing boards, mixing constituencies in ways too new or too confused to have shown demonstrable effects. Other institutions have named faculty and student representatives, usually elected, to committees of the Board, giving them the right to vote in committees, to attend and speak but not vote in full board meetings. The principal problems of such participation have proved not to be violation of confidence, confusion of authority, or disruption of orderly processes. Much more pervasive have been the transitoriness of students, their unavailability in times of recess, the lack of faculty interest in routine administration, and the problem of sustaining motivation — all this more pronounced than the impact of inexperience. Governance is not the first interest of students or faculty, especially between crises, and it is naive to expect miracles from student and faculty participation in committee work. The pattern of faculty and student participation in the committee work of governing boards is nonetheless well enough established to deserve consideration.¹⁰

Because Harvard's student bodies and faculties are so numerous and diverse, it is the visiting committee structure of the Board of Overseers and the decentralized faculty and administration attention to policy problems in the Schools and Departments that appear to offer the most productive opportunity for student participation. Organized student input to Visiting Committees and regular participation of junior and senior Faculty members should be considered as the least cumbersome of the mechanisms for bringing Overseers, students, and Faculty face to face in discussion of important matters of mutual interest.

The opportunity for some students to observe the Board in full

¹⁰ The experience of Radcliffe College with student participation in the meetings of its Trustees and Council has been authoritatively cited to the Governance Committee as markedly successful. For the last four years two student representatives and the elected president of the Radcliffe Union of Students have attended thirteen meetings of the two bodies each year, except for discussions of appointments and salaries. They do not vote but their "contribution and advice have been respected and constructive. . . . Each of the nine past student representatives has faithfully served the full year of her term," returning to campus for meetings held between terms. ". . . over four years a changing student body has chosen representatives whose calibre of concern, commitment, and common sense matches that of trustees chosen from an older, more established segment of society by far less democratic methods."

session would not be difficult to find. If the press of business were to permit, or the discussion of particular school or departmental problems were to suggest it, students could be brought into discussions of the Board as observers or participants. Student officers or representatives of committees and houses could be invited to the afternoon sessions of the Board, which are already devoted to specific problems, developments, or parts of the University. The subject matter of the meetings would suggest appropriate faculty and student representation. A little of this kind of openness would go a long way toward dispelling the remoteness which engenders suspicion. If a Senate is established to provide regular interchange among faculty, students, alumni, and administration, the burden of communication otherwise coming to rest on the Governing Boards will be much lessened.

The extent to which the historic role of the Board of Overseers might be redefined, clarified, and made more effective and in particular how interaction between the Board and the Corporation may become more flexible and informative will be further treated, at least by implication, in what is said later about the Corporation and the Presidency.

III.

THE CORPORATION

ISSUES OF POWER:

The Corporation as the Principal Board

To approach the functions of the principal board with questions like those we asked about the senior board, we will have to decide ultimately whether it is desirable or practicable to retain it. The principal alternative, of course, would be to assign its functions to a new single board of trustees. If we assume for the moment the propriety of the two-board system and acknowledge the validity of the Corporation's formal function and structure, then

- whether the ambiguities of its multi-faceted current mission can be usefully clarified or rearranged
- whether its membership should be differently determined, enlarged, or drawn from a greater variety of experience

- whether its organization and supervision of the conduct of the financial affairs of the University should be strengthened
- whether its access to knowledge of the University other than through the President should be broadened
- how the Fellows can be freed from executive functions forced upon them by unanticipated events
- and how in total its effectiveness may be increased —

all these are prominent among the questions which must be decided. First we must consider in further detail what the Corporation does.

For the Corporation, only partly through design, is not only the principal board; it has been until recently the principal enigma of the University's governance. For thirty years it has not published minutes of its meetings or accounts of its deliberation. Until precedent-breaking moves of this year, it has not invited to its meetings any non-members, except for part of each meeting the Administrative Vice President and the Assistant to the President for Development. Successive presidents have until recently cultivated the anonymity of its members. Few photographs are published of its deployment at table in the Perkins Room of Massachusetts Hall, with the Treasurer on the President's right, the Senior Fellow on his left, and the other Fellows in order of seniority. Occasionally its progress to lunch is photographed in the Yard. At one time individual Fellows would visit administrative offices of the University or Deans who had problems of particular interest. As individuals, most were busy in fund-raising or other special projects. The impression of some of its members is that the remoteness of the Corporation increased markedly in the years just prior to 1969.

The reasons are no doubt several. The Fellows are already asked to give an evening and a day every two weeks to meetings. One Fellow of many years' service reports that no initiative was exercised by administration or Faculty to induce Fellows to participate in university functions not directly part of the Corporation's program. Another feels that the President should indeed be the only channel through which University affairs come to the notice of the Fellows. A Lowell anecdote is told and retold to the effect that the Corporation once met only in the financial district of Boston so that the Fellows would not be allowed to observe or tempted to interfere with the educational proceedings

in Cambridge. The impression recently abroad in the University, however derived, is that the Corporation remains more aloof from direct contact with the University even than is actually the case. (The Overseers have not publicized their own proceedings but perhaps because they are more numerous, less reticent as individuals about meetings, and more subject to press attention when they come to town, have somehow seemed less mysterious.) At any rate, most members of the University, even those with many years' tenure, did not in mid-1969 know personally or retain the ability to name the Fellows.

Mission: As a consequence what the Corporation does has been little known. In its combination of functions, the Corporation appears to be a unique mixture of administrative and fiduciary activities. It serves at least three functions — as a *cabinet of intimates of the President*, discussing with him the “Matters for Action” and the “Matters for Discussion” which comprise the agenda; as a *governing board* approving the recommendations of the Faculties and President and making all decisions appropriate to the board of trustees of an eleemosynary institution; and recently (against the strong inclinations of many of its members) as auxiliary officers of the *staff of the President*, dealing as individuals with problems of housing, community relations, pension plans, and special problems of particular schools. It thus does not maintain the distance between itself and the University's administration that some would consider appropriate to semi-objective evaluation; it is in some matters part of that administration. It participates in the management of some of the everyday affairs of the University and is responsible as well for fundamental policy and long-range plans in areas in which the Faculties do not have jurisdiction. It receives written documentation on every appointment to be approved by it and processes a detailed agenda which includes specific permission for professors to leave Cambridge for more than a week or the country for as much as a day. It approves budgets for all the elements of the University described in Appendix A and exercises responsibility for the three thousand trusts comprising the endowment of the University.

Entirely unpaid, its members contribute so selflessly to the Corporation at the expense of their own personal and professional lives as to compel admiration and the question whether it is wrong for a governing system to put so much in so few hands with little more staff assistance than was adequate in the 1950's.

The contribution which each member of the Corporation makes to the University is undeniably substantial in quantity, exceeded nowhere in the Harvard system of governance. The system has required that diligence be its own reward.

Each meeting of the Corporation begins with the report of the Treasurer. This report lasts from twenty minutes to an hour, and describes major purchases, acquisitions and sales of securities, short-term obligations, and real estate accomplished since the last meeting. Discussion of detailed transactions includes assumptions about the economic outlook and minor changes in investment policy which are reflected in the transactions completed and contemplated. Major changes in policy to guide future transactions are discussed as appropriate in detail. Within this series of informal discussions, the Treasurer, who has in his own firm a professional research staff, decides on behalf of the Corporation what investments to make and when. (Once a year he reviews the previous twelve months.) The Assistant to the President for Development reports at each meeting on gifts received and on the policy problems and progress of the various existing and future fund-raising programs of the University; he leaves when his report is completed and discussed. The Administrative Vice President reports — sometimes for as much as two hours — on the progress of building contracts, on problems and progress in labor agreements, government contracts and grants, budgets, pensions and other matters which are his responsibility. He leaves the meeting when he is done. The important appointments to tenure and occasionally to deanships are singled out from the mass of individual appointments to be approved.

A detailed study of the dockets of Corporation meetings and the spare records of action taken has not yet been completed. Preliminary examination, together with the impressions of the participating Fellows, shows that the Corporation spends far more time — as would be expected — on matters of administration, including the tangled problems of bequests supporting such institutions as Dumbarton Oaks and the Arnold Arboretum, rather than matters of education. Thus major changes in curriculum and objectives in departments and schools might be made by Faculties without review by the Corporation and thus automatically without review (except for the informal involvement of Visiting Committees) by the Overseers. On the other hand, the President's appraisal of the needs for redirection and renewal of

strength in certain of the professional schools appears frequently in the consideration of candidates for deans and discussions of fund-raising programs. Changes in curriculum involving major logistical or administrative attention — like instituting a two-year course for the B.A. degree or a campus in Europe — would certainly come before the Corporation. The Fellows share the conviction, however, that the Faculties should determine and implement educational policy and expect their own activity to be largely supportive.

The involvement of the Corporation in the actual administration of the University — not usually considered appropriate to a governing board — raises question about the relation of the Fellows to the President in the context of the supportive-evaluative balance of board functions. It is clear that conventional definitions do not apply. On January 6, 1941, Charles Francis Adams described the functioning of the Corporation in words which represent the Fellows' current view of their role:¹¹

The Corporation, of course, is a very intimate and friendly body — different perhaps from any other body in the world, quite different from an ordinary board of directors, partaking, perhaps more than anything else, of the qualities of a President's Cabinet. It was not the duty of a member of the Corporation to represent one line of thought, to represent any interest or indeed to do anything, except to help the President of the University in the conduct of the College. To undertake to direct the President would have been pure folly. Any President who had not the power of leadership ought merely have gone to give place to someone else. No series of experts can direct another expert without spoiling the elan, the spirit, of the real leader. The Corporation, then, exists to guide, to help, — to help form the policies which a President brings to it. That is not an easy task. It is really the bringing together of the ideas of seven men, to carry out the policy of one man, bringing together ideas and giving strength, directness and purpose to the whole. The President may bring his problems to the Corporation at various stages of his thought. Mr. Eliot sometimes liked to bring the problem first, before he had made up his own mind in any sense, and then he would

¹¹ We owe reference to these remarks to William L. Marbury, member of the Corporation from 1948–1970, who feels that, with exceptions in emergency, the Corporation has generally performed exactly as described. See also Charles A. Coolidge, "How to Be a Good Fellow," *Harvard Alumni Bulletin*, February 4, 1956, p. 351.

state the problem so justly that you didn't know what his mind was thinking or which side of the problem was right. He did that so that he could get the fresh, clear views of the Corporation without any bias or anything that would disturb the freshness of what he got. But usually the President brings his policy later; brings his problem after it is formed in his mind somewhat, and you get from him then what is working in his mind, and the Corporation gives to him in return direction, discussion, meeting his thoughts and guiding him, perhaps checking him, or perhaps on the other hand leading him to further action. That is an invaluable aid, of course. Always in discussion there is usefulness; always in meeting opposition, finding what is wrong in what you have done, and perfecting the whole until it represents a joint judgment, is the greatest possible aid; and that is really the function for which the Corporation exists.

It is hard to say what happens to the supportive-evaluative balance in such a combination of initial differences in point of view and ultimate unity of result. The Corporation that chooses the President becomes the President's team, especially as over a number of years new Fellows are appointed. It is sensitive to his leadership and to his need for support. It does not superimpose its judgment upon the President's in academic matters; few such questions come before it. It has in recent years deferred to his strong convictions with respect to organization and administration, about which they have had and freely expressed independent and valid views. Certainly over the years evidence has accumulated to suggest that the Corporation adopts the President's values and conclusions about the nature of the University, the need to defend its purposes against assault, and the crucial importance of academic freedom. The President and Fellows are constitutionally a single unit, but the President obviously is not submerged by this concept.

Yet it is possible to overdraw the President's dominance of the unique closed circle of the Corporation. Fellows do report "hammering out decisions," vigorous challenge to the President's views, criticism and advice made stronger by privacy and not weakened by the underlying acceptance that the principal function of the Corporation is to help the President. Disagreement in the give and take leading to final decision is said to insure against too quick an acceptance of proposals placed before it. The atmosphere is said to be such that even new members can raise

question: challenging past policy and practice without being intimidated by the settled views and long experience of senior members.

We may accept therefore the conclusion that the most important function of the Corporation is not the exercise of its legal powers or the ratification of fully documented decisions placed before it, but provision to the President (and his staff) of private, supportive, constructive, and critical advice. The crucial issue of governance is how wise a balance is struck between the mutual trust, respect, and concern which enable this function to be performed and the psychological distance required to permit a reasonable degree of perspective and objectivity. We hear little of the Corporation's interest in continuing appraisal of the state of the University from sources other than the President. The Corporation is not only the President's Cabinet; it has always been and remains a governing board. It is natural for the Corporation to support the President; it is obligated to assure of the effectiveness of his leadership. To do this, it must have access to at least general evidence on how well Deans and subordinate administrators and Faculties and students are discharging the important responsibilities assigned to them.

The alternatives for clarifying the ambiguities in the relation of the Fellows to the President mostly lead in the direction of reducing the dependence of the Fellows upon the President as their only source of information about the University. This change means in turn reducing the dependence of the President upon the Fellows as his own cabinet by increasing the authority and competence of his own staff. If the minor matters passed before the Corporation were reviewed instead by the President's staff, with summary reports to the Corporation, citing primarily exception to current policy for review and discussion, and if the important matters to be considered by the Corporation were presented to it after the President's staff had studied them, not only as individuals but as a staff, the Corporation might more economically exercise its diversity of point of view and experience in approving of what is presented to it and more directly raise searching questions about major alternatives. Under previous arrangements, the heavy emphasis on sympathetic support has no doubt been appropriate. But with the University governance now complicating beyond the mastery of any single person, the analytical function required for appraisal of effectiveness and

identification of new and developing problems, especially those involving changing student and Faculty attitudes, becomes increasingly important.

The President has been, and those who would rather teach and learn than govern would argue he should always be, the most powerful individual in the Corporation and the Overseers and the Central Administration. He is the only person permitted by the present structure a direct view of the University as a whole. How the accuracy and penetration of his vision may be continually confirmed and how his power should be supported and simultaneously made accountable are the central problems of the Governing Boards and close to the central tasks of all trusteeship.

ISSUES OF COMPOSITION, ELECTION, AND TERM OF OFFICE

An issue of power much less diffuse than the relationships of the President to his Boards, one perhaps too close and the other too distant, is the right of the Corporation to perpetuate its own membership, subject to the consent of Overseers who would seldom have reason to withhold it. For lovers of symmetry it is notable that the Corporation is, except for consent, wholly self-perpetuating, replacing persons only upon retirement at seventy or death, while the Board of Overseers is wholly elective, replacing one-sixth of its membership every year. For students of politics it is evident that in these days legitimacy of self-perpetuation, with its dynastic implications, is in doubt even when purity of motive can be assumed. For students of administration, the criteria by which the President and Fellows determine the points of view the Corporation needs to guide the President and distribute this range across a limited membership would be of interest. So also would be the President's definition of the mission of the Corporation, which must guide his choice of replacements. Neither criteria nor purposes have been publicized to the University.

The alternatives for constructive attention to this issue are essentially two. The power of the Corporation to perpetuate itself could be removed or amended. Alternatively it could be retained but rendered less questionable by more open promulgation of the reasons for naming certain individuals (after their election) and by more deliberate consultation (beforehand) with the Executive Committee of the Board of Overseers. If self-perpetuation were

to be eliminated and the ultimate authority of a lay board were to be retained, then the Overseers might elect the Fellows. This outcome, unless in effect the President strongly influenced or informally determined this election, would be almost certain to produce a group unable to work together or with him as intimately as now on the administrative decisions formulated in the Corporation. It would ultimately serve to reduce the governing boards to one, with the Corporation henceforth almost the Executive Committee of the senior Board, for the differentiation of function between the two boards would disappear.

If the right to determine succession is retained, it could be tempered by giving the Overseers the power to choose, in consultation with the President, one or two of its own members who had the confidence of the President to serve as a sixth or seventh Fellow, for a term or terms of two or three years. Overseers with at least two years of service behind them might serve one or two at a time as rotating, non-voting visitors to Corporation meetings. Either possibility (and variants each suggests) might improve the liaison between the Corporation and the Board of Overseers, inform indirectly the consent function with detailed knowledge of the bases of the original decision, and increase the Overseers' familiarity with the problems of managing the University and of applying wisely a lay judgment to decisions of academic origin.¹² To avoid amendment to the Charter enlarging the Corporation, such an Overseer could meet with the Corporation without being a formal member of it. If in turn the election system of the Overseers were modified formally or informally to permit a degree of self-perpetuation to the senior Board, then the President and Fellows might be asked to nominate one or two members of the Board of Overseers (and perhaps of its Executive Committee as well).

Among all the permutations which might be invented, the points to be kept in mind are these. First, the procedure by which the Fellows are named should seem reasonable and open and its outcome should be understandable as representing an executive appraisal of the needs for particular kinds of ability, experience, and personal qualities. Second, the relation of the Corporation and the senior Board should be characterized by greater

¹² It is interesting to note that before alumni election of Overseers, simultaneous membership in the two governing boards was not uncommon.

respect each for the other's functions and by greater understanding each of the other's decision processes and policy assumptions. At the very least, the Board of Overseers should not be taken by surprise, as has happened, when it is asked in concurrent meetings to consent at once to the election of a new Fellow. If the Executive Committee of the Overseers, and in due course and less detail, the entire Board, were to be consulted earlier, this procedure would be consistent with the better operation of the consent function in total and avoid the Board's resentment at being excluded from the appointment, short of the presidency and treasurer'ship, it probably finds of greatest interest and importance. The same openness in the selection of a new treasurer or Fellow in consultation with the Executive Committee as has accompanied in 1970 the search for a new president should be considered. Similarly, more informal meetings of the two boards would doubtless do more than major formal changes to create confidence and reduce suspicion. If Corporation members, already overburdened, find attending Overseers' meetings unnecessary, other forms of liaison — including reports of Corporation discussions by the President — are available.

Under whatever procedure the Corporation is provided its membership the variety of experience, ability, and point of view should, in the opinion of some, be as broad as the desirability of keeping small will allow. The small size is appropriate to the current nature of deliberations and the limited availability of able persons to devote the time required. The diversity of experience is required by the University's complexity. Until recently, academic experience, to permit knowledgeable extensions of the President's own point of view, has not been available; with two recent appointments of professors from other institutions, this may be said to be remedied.¹³ Without implying criticism of individuals or evaluation of the relative worth of the professions, it has been observed that the law has been in recent history over-dominant. Especially before the recent appointment

¹³ Although the addition of academic experience to college and university boards has grown markedly in recent years, it is possible to argue that academic persons should not be members of the Corporation. The grounds are that their qualifying experience might lead them to meddle in matters of their discipline, while charged with being, on the basis of generalist qualifications, Fellows of the whole University. This objection has less force when applied to the Board of Overseers because of that Board's greater distance from budget and other administration decisions.

of a former corporation president, it has been thought that management and administrative experience, in corporate, public, and academic life, has been under-represented. Some wonder whether the Corporation, because of its small size and unique role, can forever in view of the changing nature of the University be without a woman (especially in view of the evolving merger with Radcliffe) or a black. (Each of these would have of course relevant qualifications in addition to values consistent with sex and color.) Under the present form, not all kinds of appropriate experience can possibly be represented. The President's perception of the needs of the University is more important than universality. So are the self-awareness according to which he seeks strengthening counsel and, as we have seen, the objectivity with which the Fellows follow or question his initial preferences.

The representativeness of the small Corporation could be broadened over time and kept flexible in changing times by applying the same reasoning about length of term to Corporation membership as to the Presidency. If a maximum range of 10-14 years is now appropriate for a president,¹⁴ tenure until 70 appears too long for a fellow. Balancing the advisability of accumulated experience and the need for new points of view suggests that a maximum term of about ten years with a minimum of five might be a proper resolution. The traditional view has been that a Fellow should serve 15-20 years to accumulate perspective and wisdom. The reduction of the maximum age of 70 to 65 has also been suggested. However it is resolved, the Corporation has reason to reconsider term of office in the light of its reconsidered mission, making use of self-denying ordinance to modify the life tenure conferred by the Charter. With unlimited presidential terms, each of Harvard's last three presidents, elected to office by Fellows not of his choosing, was able ultimately to take part in the choice of all their successors. If the next president serves only ten years, he could under present rules have a voice in his last years in the replacement of only one member.¹⁵

¹⁴The Committee on Governance has recommended to the Governing Boards that no fixed term be set for a president but that he not serve beyond a range of 10-14 years. It recommended also that every 4-8 years an evaluation of the state and progress of the University be undertaken. The Boards have not yet acted on this recommendation.

¹⁵For thirteen years of his term, the present President worked with the full Corporation of his predecessor, with the exception of one member elected in his second year. Not until 17 years of his 18-year term had passed did the entire Corporation consist of members elected during his presidency.

Of greater urgency in the future than in the past is the demand of time which the present organization of the dual governing boards imposes on the Corporation's members. As is widely observed, the effectiveness of both governing boards is due most directly to the calibre and conscientiousness of their members. The Corporation in particular depends upon the availability of men who can leave their own affairs for the time to prepare themselves for, travel to, and attend bi-weekly meetings. In these days they must also perform individually such functions as overseeing special projects and participating in the consultations preceding the choice of a president. Persons whose service has been requested in the Corporation in the past have not been able to accept because of time pressures — a circumstance which by itself could explain the imbalance of executive experience in the Corporation's history. The fact that this important service is unpaid, though not yet critical, is pertinent, particularly if younger men and women and academic persons are to serve. Yet if the University were to pay for these services what they are worth, not only the administrative budget but the whole pattern of generous alumni, overseer, and public contribution of service to the University would be disturbed. If it were ever to develop that the Corporation could not be furnished in amount and kind the distinction and variety of experience required, then a most commanding argument would be at hand for the establishment of an administration capable of acting without the intermittent but frequent presence of the Corporation. The possibility of creating a single board of trustees (with ultimate legal authority but with responsibility broadly delegated to the administration and faculty) meeting a half-dozen times a year would then merit serious consideration. It is clear that (so long as two boards are retained) measures must be taken to lighten the current burdens of the Corporation, particularly in the performance of staff functions.

ISSUES OF EFFECTIVENESS

It is not possible for the Governance Committee to evaluate the total effectiveness of the Corporation as a governing body. But in examining the validity of certain organization forms and procedures, it is proper to say that the Corporation, affected by the developments that have overtaken the President's office, is improperly overworked. The detail of the docket, with its many

pages of appointments, leaves, and trivial matters requiring formal action is not bothersome, for thumbing through such pages is at least a rapid way of becoming informed. Small items provoking curiosity give the Corporation notice that proper procedures have been followed or proper exception has been made. Although some dissatisfaction with the level of detail has been noted, the obvious problem is the number and complexity of major questions demanding top-level attention which come to the Corporation too late and without the kind and quality of prior staff work that might permit definitive consideration and prompt decision. For a number of years prior to 1969 opportunities presented to the University, problems resulting from its rapid growth, and new problems internal to the University and disturbing life outside have accelerated the Corporation's consideration of policy questions and lengthened its agenda. Since the Spring of 1969, Corporation members, always willing to look as individuals into special problems of interest to them, have therefore found themselves obliged to take command of critical problems for which they have no special competence, as in dealing with demands for professional use of the Stadium and with the crises of housing in Cambridge and in Boston. The intermixing of trustee and administrative functions becomes under such conditions a distorting demand on men whose considerable qualifications lie elsewhere and whose principal responsibility should be reviewing the judgments of others. Their attention should be partly free for the important problems of the future rather than exclusively occupied by urgent problems of the present. Misapplication of the Corporation's talent leads not only to further overload but to considerable doubt about the wisdom or definitiveness of the action being taken. Lest ingratitude should be attributed to these comments, it should of course be noted that the availability of members of the Corporation for such emergency duty constitutes an important reserve strength and graphic evidence of the Corporation's dedication to its definition of its primary role as assistance to the President.

The only practicable alternative for freeing the Corporation from over-involvement in the administration of the University is effective augmentation of the President's staff. This will be recommended shortly. In the meantime we should note that the objective is not only to return administrative decisions to staff prepared to deal with them adequately but to free the Corporation to deal

with its proper mission. Its role should be redefined to disentangle forward planning and strategic issues from day-to-day emergencies; current problems have swollen in volume to invalidate the informal combination of the two that was workable (but certainly not ideal) until two or three years ago. Its consideration of budgets should go beyond the assurance that deficits will not occur to identifying the future consequences of this year's decisions. Its approval of growth here and growth there should take place within prior consideration of how Harvard will be allowed or encouraged to grow and how much. Individual members of the Corporation, at a loss to ask intelligent questions and frustrated on occasion by the lack of time for deliberate discussion, have sensed the presence of problems not identified but underlying apparently unrelated agenda items. New projects and programs have not been subject, for lack of time, to early review. The absence of predetermined plans and priorities has apparently sometimes left discussion without a perspective which would have simplified analysis and decision.

The arrival of a new presiding officer makes appropriate in any case a searching redefinition of the functions of the Corporation, including its relation to the Overseers and the main units of the decentralized university. A central question to be resolved is how the conduct of the financial affairs of the University should be managed and overseen. The presence in the membership of the Corporation of the Treasurer, or chief financial officer of the University, is wholly appropriate. That he is also the manager of the University's investments and the chief executive officer of an investment company with other important accounts is regarded in many quarters as a questionable feature of Harvard's present structure, even as it is acknowledged that the attention given this problem may well be the best available, is certainly conscientious and competent, and is worth more in the marketplace than the nominal fees charged. The fact that the Treasurer, Financial Vice President, Investment Manager, and Managing Partner of the State Street Investment Corporation are all one person and a member of the Corporation raises not only the familiar problem of overload but doubt about how the rest of the Corporation is to achieve the human distance to monitor his judgment and performance over the full range of his extensive responsibilities.

The current provisions for evaluating the management of the university's assets include biweekly reports of financial transac-

tions to the Corporation, the annual Corporation report in June of the year's experience, consideration by the Corporation's Committee on Inspection of the auditors' report, an annual meeting of the Visiting Committee on Administration and Accounts, and a report to the full Board of Overseers each Fall. Although members of the Corporation and the Board of Overseers have much board experience in overseeing investments, none of the former has the technical experience to equal that of the Treasurer. The Visiting Committee of the Overseers, made up largely of university counterparts (not members of the Board) more skilled in internal financial management than in portfolio management, are not generally credited with the intensity of questioning which might be expected of a Board investment committee. These meetings, characterized by some as searching, are dismissed by others as pleasant gatherings at dinner.

It is difficult to evaluate definitively the performance of an investment manager under the best of circumstances. In addition, the so-called book value method of accounting used by the University until June 1970 made relative investment performance almost impossible to measure. As of July 1, 1970, the unit method was installed and within a year or two more exact measures of performance will be available.¹⁶ The financial advantages to the University accruing from book value accounting were considerable. Given the recorded performance of the State Street Investment Corporation and the presumption that the pattern of common stock selection for Harvard and the other accounts are similar, it is likely that the total return of the unitized portfolio will be judged to be good.¹⁷

The issue is not measurement of performance so much as mixture of role, combination of operations and planning, of financial management and portfolio management, overload, and potential

¹⁶ For fuller consideration of these matters see the earlier report of the Committee on Governance: *Harvard and Money*, especially pp. 8-9 and "Money Management," pp. 31-35. This paper raises many of the policy issues surrounding the procurement, investment, and allocation of Harvard's capital. The question here is one of organization and evaluation of performance.

¹⁷ The concern about evaluation should not be read as supporting an impression of poor performance, just as concern about potential conflict of interest implies no misconduct of individuals. Circumstantial evidence of effective handling can be sought by examining performance of the State Street Investment Corporation. Since the chief executive officer of the State Street Investment Corporation has been Treasurer of Harvard since 1948, the selection of common stock investments has been similar. Over the life of SSIC, total return (capital appreciation and

conflict of interest. Some reassignment of responsibility to segregate internal financial management from external affairs is possible which will permit the addition of a second officer of technical competence and stature to share burdens which a worsening financial crisis will multiply. Nothing in these comments should imply that the University should not have an officer authorized to make investment decisions (within predetermined policy) without recourse to committee. The ability to move quickly is essential to effective investment management. The manager of the portfolio should be free, in fact, of administrative problems which might distract him from his principal mission to maximize total return on the university's investments within the bounds of policy determination of which he should be the principal initiator, but not necessarily the final arbiter. It is expected that the Corporation itself will take up this problem as its own, comment on these recommendations, and propose recommendations of its own.

Finally, the effectiveness of the Corporation is needlessly made suspect by the secrecy surrounding its proceedings. Their studied anonymity and exclusiveness were referred to at the beginning of this section. The anonymity of the Fellows and the absence of publicity (much modified lately of necessity by the assumption of administrative tasks and consultations about the new president) have been partly an aspect of presidential preference and partly the consequence of a crowded agenda. Change in the Corporation's operations might include opening its meetings, at least in part, to the participation of Deans, committee chairmen, and ad-

income) has been at the rate of about 14% per annum. If SSIC per cent changes in asset value are compared to the Dow Jones and Standard & Poor's 500 Averages, the results are as follows:

STATE STREET INVESTMENT CORPORATION
PER CENT CHANGES IN ASSET VALUE
(As compared with the Dow Jones Industrials
Average and the Standard & Poor's 500 Averages)

	SSIC	Dow Jones	S&P 500
1969 - Year	-8.6	-15.2	-11.4
1968 - Year	12.1	4.3	7.7
1967 - Year	23.8	15.2	20.1
1966 - Year	.02	-18.9	-13.1
1965 - Year	15.3	10.9	9.1
Five Years to Dec. 31, 1969	46.4	-8.4	8.6
Ten Years to Dec. 31, 1969	111.7	17.8	53.7
July, 1924 to December 31, 1969	8,465.0	720.0	815.1

Source: SSIC

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ministrators in charge of matters being decided, and student officers on appropriate occasions. Some Fellows believe that every Dean should personally present his annual budget and benefit from the questions it prompts. The opportunity to appear would not only expose the purposes, impartiality, and calibre of board proceedings to first-hand observation by those who have occasion to be present, but would also give the Corporation some impression of the administrative competence of the President's executive staff and Deans. Objection will be raised that such procedures will take more time. It can be dealt with only by making more time for important matters at the expense of others not taken up at all. That the Corporation's meetings should not be public is of course true. That they need to be as narrowly restricted as they have been has not been established.

Beside the contribution to understanding which the presence at parts of Corporation meetings of occasional administrative, faculty, and student representatives from the University would make, an even more important consideration is what these representatives might add to the discussion. They should not be invited except when there is substantive reason — a report to make or comment on or a decision to be made in matters on which they are authorities in either formulation or implementation. In a university as decentralized and complicated as Harvard, the President can hardly in his own person be considered any longer the sole conduit, except for brief assistance by the Administrative Vice President and the Assistant for Development, to and from the Corporation of all the ideas, points of view, recommendations of his administrative subordinates, his faculties, and the student bodies. Needless to say, the participation of others in the Corporation meeting should be concentrated upon its cabinet or presidential staff functions, rather than its role of a governing board accepting or questioning a completed recommendation submitted to it by the President.

However arranged, closer contact between members of the Corporation and various parts of the University would not only be informative to the principal Board in terms of first-hand contact with the attitudes of faculty, administration, and students, but probably most reassuring to the latter three constituencies. In a community seeking reestablishment of trust, a figurative opening outward of the closed doors of the Corporation's records, minutes, and meetings would be salutary, especially if deliberations are as

sensitively conducted as we have been repeatedly led to believe. It is possible — should community interest warrant it — to hold press conferences for the intra-university press, to summarize proceedings in the *Gazette* of the subjects and problems discussed, and the action taken. If Overseer consent is required to action taken, such summaries would occur after Overseers' meetings. Some account of each one of these would be an important addition to the *Gazette*, the recent expansion of which has been an effective response to the need for information.

IV.

THE OFFICE OF THE PRESIDENT

ISSUES OF POWER:

The President as the Chief Executive

Since the function and organization of the Board of Overseers and Corporation cannot be explored without reference to the Presidency, what remains to be said has already been foreshadowed. The unwritten constitution of Harvard establishes the President as potentially the most powerful individual in the University community, more influential in some ways than the presidents of many universities. The same understanding also checks this power by making it impossible for him to decide most questions of educational policy unilaterally and links his opportunity for exercising leadership to the actual achievement of influence. Besides the specific powers of the first Statute already outlined, he has the presumptive support of his boards, no matter what the initial reaction to his specific proposals. He has the opportunity to work with and educate a small group of lay associates so that they understand and support the aspirations of the Faculties and can assist him in his transactions with a board representing other legitimate interests. In such a relationship they make decisions which might be unpopular with a larger, less sympathetic board but which it cannot, unless it wishes to repudiate the President, ultimately refuse to endorse. The President also has the opportunity to comment on prospective Overseers being considered by the AHA Nominations Committee. He plays a crucial role in the election of Fellows, with the rest of the Corporation confining itself to recommendations in behalf of or in opposition to indi-

vidual candidates on the general assumption that the President should have the final say. In normal times, respect for his office as head of the oldest and in the opinion of many the greatest American university contributes importantly to his personal influence. Probably his most concretely potent right is his selection of Deans. Less direct but still weighty is his participation in *Ad Hoc* committees considering tenured Faculty appointments.

Internally the President exercises his leadership partially through a small advisory staff. No one in his office, except in some matters for the Administrative Vice President and in emergencies a professor serving as Deputy President for the management of crises, has power to decide for the President. More importantly, the President directs the University through a number of mostly strong Deans, chosen by the President, who under the historic decentralization of educational and fiscal affairs serve as the heads of their respective Faculties and the executive officers of the President. In this century, the President of the University has generally retained a direct interest in the College and the Faculty of Arts and Sciences. This has meant on occasion less autonomy for the Dean of the Faculty of Arts and Sciences than for deans of the professional schools. Although the President presides over every Faculty's meetings, if he wishes to, his leadership is likely to be more directly felt in Harvard Yard than farther from the center. Before the propriety of this unevenness of autonomy is questioned, we must consider the size, complexity, and financial resources of the Faculty of Arts and Sciences, which in these respects has greater claim on presidential attention than smaller centers with lesser problems.

Whatever the power of the President and however evenly or unevenly he supervises the autonomy of the College and Schools, it is important to note that the President is severely limited in traditional authority by the powers which by statute and in academic tradition now reside in the Faculties and by the command of resources established under the requirement that "every tub stand on its own bottom." (It is possible that this historic delegation should be re-examined.) While the President may, as Mr. Conant did, establish a new educational program in consultation only with the Corporation without Faculty advice at all,¹⁸ he could

¹⁸ The Nieman Fellowships in Journalism. See James B. Conant, *My Several Lives*, New York, Harper and Row, 1970, pp. 398-402. It was a year after the establishment of the Fellowships that the Overseers first heard about this program.

do it only with new money offered to the University which could hardly be claimed by an existing Faculty. He could not have importantly reallocated resources within a Faculty without the assent of those affected. At this moment in history, the President has virtually no free funds to allocate as he might wish and little power to reassign financial resources already committed. The President of Harvard has since President Conant's early years participated in committee decisions that recommend tenure appointments most notably for the Faculty of Arts and Sciences. But the Departments must initiate recommendations and the Faculty thus retains *de facto* control over appointments, though the power of veto rests with the Governing Boards. A university president must have the confidence and the influence to gain consent, especially in educational policy, to establish and maintain the powers the statutes begin by assigning him. In most educational matters his formal power is negative, i.e., not to present a question to the Corporation. Although his direct role in educational policy appears to be small, he is the gateway to the Governing Boards. Their veto power with respect to budgets may become much more influential in the anticipated period of financial stringency.

The traditions of academic freedom and tenure and the entrenched special interests of the departments make him unable to remove persons who may challenge his leadership. He cannot alter course offerings, eliminate obsolete courses, close down weak schools or centers. He has few authoritarian avenues to short cut the achievement of consensus, or to compensate for error or anomie in the Faculties' legislative processes. But when crisis erupts and blame is assessed, he is the lightning rod for the Faculty's recognition of failure in its own as well as his jurisdiction. Then in anger not only his competence but his character is attacked. "If any man wishes to be humbled and mortified," Edward Holyoke said in 1769 at the end of 32 years of successful service, "let him become President of Harvard College."¹⁹ It is abundantly clear that the President of the University is generally held responsible for more than he can personally control or direct and is expected to lead where he cannot command. Under so complex

In 1970 an Overseer observed that he had never known of the President's presenting a new educational program to the Overseers to discuss or approve.

¹⁹ Samuel Eliot Morison, *Three Centuries of Harvard*, Cambridge: Harvard University Press, 1936, p. 99.

a mandate, he might well seek new modes of influence. At the very least, he must design and populate an effective organization to extend his personal effort.

In view of the determination with which the autonomy of the Deans and the Faculties and the checks on the power of the President are maintained, it may be argued that it is futile to discuss whether the President's power should be increased or diminished by constitutional adjustment. Nonetheless those who wish to develop a position on the issue raised for discussion in this memorandum must begin by deciding whether the University should have a strong president, which our constitution explicitly and tacitly provides for, or one who even more than now is subject to specific direction by Governing Boards or Faculty. The proponents of increased Faculty power might turn in a decentralized university to Faculty election of Deans and a greater voice in the election of presidents as the surest routes to weakening the presidency. Under present arrangements, the President chooses the Deans, subject to governing board approval. He consults the Faculty, insures that his final choice has enough support to make it acceptable, but takes no votes and feels unconstrained by the Faculty's ranking of acceptable candidates. If the consulting process is fully used and if the final choice is acceptable to the concerned Faculty, the argument for direct election of Deans is hard to sustain unless the point is to undercut the power of the President to choose an executive officer for a Faculty whom he finds compatible. For those who take a different view of the issue, the procedures for choosing and retaining in office a Dean of a Faculty are of the same importance (but less scope) as those for choosing a President.

It is probably as futile to draw more formal lines between faculty and presidential power as it is to dwell at length on the formal division of authority between the two Governing Boards. Bastions of self-centered power are inappropriate in even a federally decentralized university, which expects the autonomy of its Faculties to be the best route to its purposes and goals. Most members of the Governance Committee appear to feel that only a strong President effective in the internal management of the University and in relating it to outside forces, can serve the real interests of the Faculties.

Effective administration in an academic community, then, turns less on formal assignment of power than on the general acceptance

of University objectives, the support each academic unit feels it is receiving for its programs, the quality of leadership offered by President, Deans, and Department Heads, and the relationship between the President and his Governing Boards and between the President and his Deans. The President's effectiveness turns importantly on his capacity for personal leadership, his understanding of academic organization, and his abilities as an executive. No adjustment of formal authority can give him these skills or totally prevent his effectiveness if he has them.

Particularly since the preferences of the next president and the nature of the University's acceptance of his direct leadership are unknown, the Committee's recommendations will be restrained. It hopes that the President, though recognizing that the Faculty of Arts and Sciences is the center of the University, will not focus his attention upon it at the outset to the exclusion of University management problems to be summarized shortly. Having earlier raised this question as "Issues Relevant to the Functions and Structure of the Office of the President,"²⁰ the Committee now reports a majority position that the new president should "assume leadership of University-wide educational programs and interfaculty activities, propose structural changes in the University, assume direct responsibility for financial and administrative affairs, enunciate goals for the University and suggest curricular innovations or reform. . . ." We hope that he will be interested at the appropriate time to address himself to the problems which private and public higher education will face in the near future in the United States and concern himself as opportunity indicates with redefinition of the role of state and federal support to higher education. The possibility that the President should oversee the entire University and look outward to its national environment can be realized only if grave internal administrative problems are resolved.

ISSUES OF ORGANIZATION:

Administrative Functions

The central problem impeding the more effective functioning of the Corporation and the President's office, complicating the relation of the Corporation and the Overseers and of its Visiting

²⁰ See *Discussion Memorandum Covering the Choice of a New President*, Committee on Governance, Harvard University, Cambridge, 1970, p. 4.

Committees to the Board, is the extent to which the President is overburdened. This condition in turn has resulted from the rapid growth of the University and the determined effort to maintain the decentralization of administrative functions to the Dean's offices and to keep the central staff as small as possible. Despite the growth in the University between 1953 and 1968, the number of administrative officers in the President's immediate staff did not materially increase until 1969. Only two or three more staff assistants have since been added. Very little more space is used now than in 1953, although the quarters in Massachusetts Hall have been outgrown and spillover into nearby buildings has taken place. An assistant to the President reports that the growth of the President's staff has been in comparison to the growth of the University "admirably restrained." The administrative growth, he adds, "has been in response to pressure rather than to planning; there seemed always to be more imperative needs for University funds."

The President, depending principally upon his Deans to run their own affairs, has elected to use his staff principally as advisors, with each assistant reporting separately to him on problems in his area. He has preferred not to have staff meetings and has apparently depended in lieu of staff discussion upon what in President Eliot's case was called an "imperial grasp of fact," and a personal ability to appraise the soundness of the advice offered to him without the cross check of other staff members' opinions. He has resisted suggestions that he share responsibility for educational leadership with a deputy or provost and he has maintained a primary interest in the life of the College, with which at least until recent years he attempted to remain in close contact. He has retained the statutory duty of presiding, when possible, at the meetings of all the principal Faculties throughout the University. He has convened a Council of Deans which until its recent evolution as an administrative body of considerable importance was for years a mutually informative and informally advisory luncheon group.

Those closest to the President believe that this personal, direct, and economical approach to the duties of the president worked well until the Spring of 1969. The choice is consistent with academic values about the relative importance of administration, with a conviction of the appropriateness of Harvard's historic decentralization, and with a greater loyalty to tradition than to

reform. When deans of schools saw the need for administrative support and were willing to provide for it, they could do so at their own expense; when they did not see the need, they could do without. As a consequence, various units of the University have come to be better (or at least more) managed than others and no bureaucracy was installed without a livelier appreciation of its cost than of its potential contribution.

Many important administrative functions, like Buildings and Grounds, Food Services, and Police, have not been decentralized. These have been headed by the only Vice President in the University and the only officer beside the President and Treasurer who has had delegated power of decision and direct access to the Corporation. Although he thus relieves the President of much direct concern for logistical matters and involvement in control of administrative operations, the Administrative Vice President himself has no assistant and no staff apart from the heads of Departments reporting to him. In addition to line direction of major departments, the Administrative Vice President must coordinate the direction of support departments with the demands and needs of the Deans throughout the University. In this coordination function he has no help except his department heads. Everyone who has observed this operation from outside and most people now in it have concluded that the task of the Administrative Vice President has become as unmanageably large in its own sphere of logistical, financial, and other support functions as is the President's assignment. To make matters worse, the level of management competence, with which must be associated low pay, inadequate non-financial incentives, and until recently inattention to management development, available to the Administrative Vice President is generally less than adequate to the tasks. (The Administrative Vice President himself would quite understandably dispute this conclusion as unfair to the best people on his staff, but would no doubt acknowledge that greater allocation of support to administrative activities could increase their effectiveness.) As a consequence, much that might be done to improve service and control costs and to coordinate services and control properly across the decentralized schools cannot now be done. The issue of how an educational institution provides itself with an administration first-rate in technical and managerial qualification has at Harvard an urgency that is rapidly becoming clear.

The issue becomes how to subdivide the office of the Admin-

istrative Vice President without unnecessarily increasing costs or developing an overlarge superstructure that stifles rather than assists decentralized staffs. The alternatives are several. Their virtues depend on the qualifications of available executives and the preferences and personal style of the President. Conceptually, the administrative affairs coming through the schools toward coordination and central direction in the President's office include an internal collection of "finance office" functions including budgeting and control of budgeted performance, cost and financial accounting, disbursement, auditing, insurance, real estate operations not part of the University's plant, and the like. These should be grouped in ways appropriate to the relationship of subfunctions and the availability of people. They should presumably be headed by in effect a Vice President for Financial Management or Business Affairs, whose jurisdiction would include some of the functions of the present Treasurer. He would have line responsibility with respect to his subordinate departments and their direct handling of the fiscal affairs of central University units and staff responsibility for dealing with Deans, with the counterparts of his subordinate departments who report to Deans, and with the financial and budgetary aspects of administrative activities reporting elsewhere in the President's office. He might report to one of two executive vice presidents, but should have direct access to the Treasurer and the Corporation on important technical matters.

A second group of internal administrative functions include important operations conducted centrally for the sake of economy, for example such services as Buildings and Grounds, Computer Services, Facilities Planning, Purchasing, Food Services, Security, Personnel Services, including Minority Affairs. These might well be headed by in effect a Vice President of Administrative Operations, who, besides supervising the department heads, would monitor and arbitrate the relationships between economical centralization of services with the requirements of the Deans. With some of these functions costing the Deans as much as the educational costs of their principal programs, it is a false economy to leave such central operations inadequately supervised and free of a University-wide standard of quality control.

The third group of important administrative functions which need strengthened supervision and leadership to which the power of decision can be delegated is concerned with external relation-

ships, some of which were studied by the Wilson Committee in the report entitled "The University and the City." Their complexity is amply demonstrated by recent events and history more remote; reluctance to award status to these functions constitutes an obsolete prejudice against activities peripheral (but in the long run essential) to the central processes of teaching and learning. The relations with the local community, with the State and Federal governments, with the general public,²¹ with the alumni should be in the hands of staff adequate in numbers and experience to handle present problems and anticipate and avoid future problems. Once again they should be capable, under the policy direction of in effect a Vice President of External Affairs, of taking action without waiting for presidential decision and should be expected from time to time to appear before the Corporation in summary presentations of problems and accounts of progress or in petition for approval of policy.

It becomes increasingly clear that a Vice President for Development should be assigned status and visibility consistent with the stature and qualification required by the urgency of the University's financial situation. If he is part of the office of a Vice President of External Affairs, then the latter should be in effect the principal or highest ranking development officer, while supervising less directly the other functions reporting to him. It is more likely that a vice president with this as his sole responsibility should report directly to the President, with free access to all other members of the President's staff, to the Deans and their staffs, and to individual Faculty members as appropriate. Even more urgently than all other senior members of the President's staff, he must have the stature to command respect from senior members of the academic community and from potential supporters of the University. As indicated in the Committee's discussion memorandum on financial matters, the generation of support for the University, including the increase in funds available to the University account (to pay for the cost of what is being proposed here, but even more importantly for new programs) warrants substantial augmentation and elevation in status of the present development efforts being conducted in the President's office. A major campaign for the University will be appropriate as soon as the needs

²¹ Public relations activities should include, but not be confined to, the present information and news services.

and opportunities for university-wide programs become more clear. The institution of a levy on all capital given to the University for particular programs after a given date or other new means for putting unrestricted funds in the hands of the President will require innovation in the conduct of fund-raising.

These three groups of activities, with the probable exception of the Development office, could report to an Executive Vice President for Administration, who in addition might have attached to him a small staff capability for organization and systems planning. His stature and experience should be such that he would relieve the President and the Fellows of command responsibilities in crises in administrative affairs, could mount direct assault on the problems of rising costs, could manage the activities assigned to him, represent the University effectively in some of the world outside it, and superintend the quality of the coordination between the decentralized educational and administrative activities and those of the central University. In the constitutional tension which should characterize the relationships of a stronger Council of Deans making demands for more service at lower costs and a stronger central administrative staff arguing economy against custom and luxury service, he should be capable of both withstanding the Council and working with it, as appropriate. He could never overrule a Dean; relationships will be sufficiently difficult without that power. He would leave fundamental disputes for resolution by the President and Fellows in a reasoned and studied reconciliation too little available under present arrangements. The executives reporting to him need not all be vice presidents in title, but the magnitude of their potential accomplishment justifies the possibility's being included in our tentative sketch of the administrative augmentation required by the President's office.

Denigration of the administrative function is so pervasive in the University that the sudden assertion of its importance suggested in the alternative just described may send shock waves through the community and cause particular concern among the Deans. To staff and perform properly the neglected functions and to compensate adequately a new level of administrative competence will mean inevitably an increase in the tax imposed on the decentralized schools for services performed by the University. This is as it should be, for hiding costs by not performing essential services or anticipating future problems is no longer tolerable nor

in the long run economical. As the costs of services inevitably increase, increased expenditures for executive personnel capable of planning new ways to perform and finance the service function, of knowing costs and directing and controlling expenditures more precisely, and of integrating academic and fiscal planning should in fact conserve money for educational purposes.

In any case no reduction in the autonomy of the Deans is necessarily implied in this illustrative solution. Two kinds of service are now performed by the central staff. One, as in the case of Buildings and Grounds is centrally directed with liaison on location with a member of the appropriate Dean's staff. Another, as in the hiring of staff, is decentralized, with central recruiting being auxiliary or advisory. The intermixture of centrally performed and centrally coordinated activities, unscrutinized for lack of planning capability and time, has led to archaism in what should be a continuous process of redetermining the trade-offs between economy and attention to special need, and between standardization and variation to meet local conditions. Unsupervised personnel practices, with choices of faculty and staff personnel left to departments, have led to acute embarrassment as University totals in minority employment are revealed in Federal contract compliance reviews. The conflict between on the one hand the quest for quality, which exercised even without conscious discrimination will probably not result in markedly smaller proportions of white male survivors or rapid correction of past discrimination and on the other hand governmental expectation of achieved quotas of women and minority groups is not easily resolved. Centralized Buildings and Grounds budgets contain accounts unexamined by the Deans for the equity of the charges or a current compromise of standard of living aspirations projected by the University and desired by the Schools. Reassignment of authority for logistical functions is not so much the answer to such problems as the informed capacity for analysis and internal negotiations in the administrative staff.

Much adjustment in the balance between centrally executed administration and locally executed administration centrally coordinated is in the offing. It should be possible for the Council of Deans and the Executive Vice President to oversee a total restudy of the deployment of administrative services. Similarly, the coordination between individual Deans or their staffs with the managers of services reporting to the Executive Vice President

should include the satisfactory settlement of conflict without the necessity for taking every problem either to the Executive Vice President or to the Corporation. Essential to this outcome is an administrative staff capable of performing delegated responsibility, sensitive to both the requirements for economy and equity in university-wide practice and those for special service to educational objectives and exceptions to policy in local situations. As in any classic line-staff organization, knowledge and acceptance of general objectives, candid and frequent communication between centers of responsibility put under tension to achieve special objectives, and authoritative resolution of conflict at an organizational level overseeing the forces in conflict are necessary for the organization to function satisfactorily.

ISSUES OF ORGANIZATION:

Educational Functions

As in the instance of administrative functions, it is no longer an issue whether the President should have assistance in educational affairs, but what form that assistance should take. Once again our discussion of alternatives must proceed without knowledge of the new president's special preferences or those of the persons who might be chosen by him to assist him. These values are crucial in determining a distribution of responsibility for educational leadership until now concentrated in one person.

Some difference of opinion exists in the Committee on Governance about the effectiveness or desirability of educational leadership from the President's office. The argument is that all initiative for educational innovation should come from the Faculties and Departments. The task of the President is then said to be essentially to provide the environment and conditions in which excellence in learning, teaching, research and scholarship can flourish.

Committee discussions leading to the reports so far prepared imply a more specific role for the President in planning and proposing educational activities than only responding to proposals from departments and Faculties. In particular, the opportunity for innovation in joint programs to unify and extend research and teaching now performed separately has been repeatedly identified. Particularly as new programs are needed to attract new sources of support and to remobilize latent strengths left untapped by uncoordinated decentralization, the possibility that stimulus

from educators maintaining an overview of the whole University would produce results which would not occur otherwise is attractive. The Faculties of the professional schools appear particularly interested in the possibility of new combinations of the University's teaching and research capabilities and new relationships between a less department-oriented Faculty of Arts and Sciences and the professional Faculties.

Whatever the outcome of such interests, the President needs help. One approach to this office would suggest that the President should have a person capable of speaking for him inside the University and outside in matters of educational policy and in acting for him in relationship to the faculties, student bodies, and governing boards. Whether he is called Executive Vice President for Education, Academic Vice President, Chancellor, or Provost may be insufficiently important to dwell upon. He, rather than the Executive Vice President for Administration, should probably serve, depending on his own and his counterpart's seniority and academic credentials, as president in the President's absence.

Another model for the division of labor would leave the President directly in charge of internal affairs and appoint a Chancellor or Chairman to serve as presiding officer of the Corporation or of the Board of Overseers, as principal liaison with the outside world, including the sources of funds. This assignment of function would alter the disposition of fund-raising made earlier and might take the place of the Vice President for External Affairs and for Development. A disadvantage of this distribution of responsibility is the disruption of the President's relationship with the Governing Boards and an awkward separation of internal and external affairs at the point where some would argue they most need to come together. An alleged advantage is that this assignment could be performed part-time by a senior person of great prestige insulated from inconvenient pressures from faculty and student affairs.

A strong argument is made, in most discussions of this question, for retaining for the top officer of the University undivided responsibility for all the affairs he is authorized to direct, influence, or lead. His burden should be relieved by delegation not only of work but of supervisory responsibility, as to the executive vice presidents — each of whom might be capable of assuming his office.

The introduction of an important second figure sharing by division or delegation the responsibility of the President might again send premonitions of diminished autonomy through the Council of Deans. That the Deans would be affected by the presence of more executive time and capability in the President's office goes without saying, but the import need not be negative. An executive vice president for education might preside over the Council of Deans and serve as an intermediary between the Deans (as a group or individually) and the President. He could try to be interchangeable, so that a Dean might go to him *or* to the President, in a substitution which puts a premium on constant communication between the President and his vice president. Similarly he might preside over Faculty meetings interchangeably with the President.

A less difficult alternative is to conceive of the academic vice president as acting in place of the President only in his absence. His more important functions might be to serve (rather than as deputy president for education) as chief educational planning officer or innovator, particularly with respect to university-wide ventures and combinations of potential now not explored for lack of leadership. His access to the Council of Deans and to all Faculties would not be attended by the President's powers so much as his blessing. He would seek to explore, crystallize, or conceive of new ways for the University to achieve its goals or reconceive its goals. His particular attention, offered as assistance or direction, would be to the chief disadvantage of decentralization to autonomous schools and Faculties in the University and to departments within the Faculty of Arts and Sciences and some Schools, *i.e.* insufficient attention to the cross departmental and inter-school ventures which could mobilize to impressive effect already existing independent partial or specialized efforts. Sometimes this might be a hitherto untreated or unrecognized problem like the optimum diversity of the University's student bodies, or the relation of Harvard College to the professional schools (or the professional schools to each other), or the number, kind, and optimum life span of professional schools and programs already in existence, or the resolution of the Harvard-Radcliffe merger. He might be assigned the kind of university-wide problem that is now somewhat weakly or indeterminately assigned to special university committees or he could oversee or work with such committees.

One problem confronting the President's office and the Governing Boards is resolution of a question which becomes especially pressing as financial resources become inadequate for all purposes. Should Harvard continue to rely on autonomous initiative in the devising of programs and the raising or acceptance of funds or must it turn toward priority-shaped choices of programs and goals? If as seems inevitable we will have more of the latter, a crucial executive function will be the coordination of the priority-determining process, a process not wholly tractable to the collegial deliberations of faculty members of departmental interests and loyalties and highly specialized views of the world. The re-exploration of the University's resources and purposes, the generation of alternatives for the application of the University's strengths and values in educational programs, and the focusing of University attention on matters which our organizational structure now commonly fragments into conventional compartments could be an important role for a vice president of the University. Those who feel that the principal purpose of a university is to provide a shelter for individuals to work by themselves on subject matter of their own choice will look with alarm on such a prescription for increasing the capacity of the office of the President. Those who feel that teaching and learning need not be handicapped by the obsolete organization forms of tradition, however supported it is otherwise by traditional values, will welcome explicit attention to stimulate possibilities of university cooperation which necessarily are submerged by the problems of what we are trying to do now. There is of course no substitute for individual initiative encouraged and supported by leadership at all levels.

Consideration of possible structures can lead to endless variations. Those we have considered turn generally on the distribution of responsibility to three top men. Sometimes the second man is thought to be an *alter ego* for the President, capable of supporting and acting for him in all his responsibilities. In such a case the third man, primarily externally oriented, is principally concerned with financial planning and resources, with an administrative vice president of lesser scope concerned with internal affairs. Because choice of alternatives must depend upon presidential preference and upon the availability of the desired qualifications in potential vice presidents, it is not profitable to pursue these permutations further in this report.

It has been suggested that the two principal aides to the Presi-

dents, virtually his equals rather than subordinates, should be members of the Corporation, serving as Fellows. With the Treasurer's place in the Corporation assigned to an outsider (as to an important degree it is now), the division would consist of four lay members of the Corporation and three University members. The proponents of this proposal have in mind the problems already cited of broadening the Corporation's access to knowledge of the University and improving the liaison with the Board of Overseers and its Visiting Committees. The President's job would be clearly understood as belonging to an office of the President with three men (the President first among equals) rather than as the function of a single individual.

In any case it would be appropriate for the principal vice presidents of the University to meet regularly with the Corporation and the Board of Overseers, whether officially members of those bodies or not.

The President or Executive Vice President for Education should have time, with an administration augmented in such a way as to relieve the present overload on the President and on the Corporation, for explicit attention to the future. The new problems will be different from the old ones. With time to consider them, they can be at least partially foreseen and preparation can be made to deal with them. With the history, prestige, and intellectual resources of Harvard at his back, the President can have some influence on the future, by virtue of his influence in the total academic community and the activities he might undertake to suggest new national policy in matters of public and private education. But before new opportunities for leadership can be availed of, the administrative and academic halls of the University must be put in order. Some form of substantial administrative and academic support is the urgent and overriding need revealed by our study of the governance of the University. Its primacy clouds further analysis of structure and distribution of authority. Until it is relieved, contemplation of more subtle needs is likely to be attended by over-complication in design of an ideal governing structure.

NEW FUNCTIONS OF THE PRESIDENT

Enough has now been said to suggest that a new balance should be struck by the President of the University in the distribution of

his time among the demands made upon it. With the help which we think he should be provided, he has four distinct areas of leadership. First are his transactions with the Governing Boards. He will have now the option to communicate more fully with the Board of Overseers, to deal in more detail, using his staff as appropriate, with the reports of the Visiting Committees, and to discuss with them the larger problems of the University. With a competent staff of his own, the President will now be able to come to his cabinet of Fellows with more finished propositions for the handling of present and prospective problems and be less dependent upon their assistance in crisis management and their direct participation in managing the everyday affairs of the University. With the obstructionism of endless current problems somewhat subdued, he could work with the Boards on their problem of developing a more knowledgeable surveillance of the quality of what is being accomplished under the President's leadership, including the management of financial, logistical, and educational affairs.

Second, in his work with the Deans, the President could if he chose, develop the Council of Deans as his proper cabinet, treating it now as a decision-making body and now as an advisory group, as appropriate. The members of the Council of Deans should be expected not only to represent their important delegated concerns, putting together and defending the importance of the administrative and educational concerns of their jurisdictions. They would also be asked to look at the University's problems and the educational opportunities which lie before it. The preparation of an agenda, the assignment of staff activity to follow up subcommittee work, and a gradual diversion of its attention from administrative problems susceptible to more thorough staff work to larger questions of University policy would, given the quality of educational and administrative experience brought to the Council by the Deans, make its deliberations important in the formulation of educational policy. A gradual evolution has been taking place in this body which might be constructively furthered by displacing the matters on its agenda of little importance or important but unprocessed by preliminary staff work by questions of great importance which have been studied but not resolved. The Council must already be an important channel of communication, not only between the center of the University and its principal component schools, but among the Deans.

The further planned development of the Council of Deans along lines of development now taking place in an evolution stimulated in part by the initiative of the Deans of the larger faculties and in part by the need of the President for advice may be the most natural way to fill the vacuum left by a largely uncoordinated decentralization. The President has been the only person short of the Governing Boards presuming to see the University whole. His preoccupation with appointments in the Faculty of Arts and Sciences, in Governing Boards, and the Deanships, with crises rudely preempting his time, with external affairs; his choice to decline the kind of executive assistance now universally acknowledged to be necessary; his dependence upon the ancient device of presiding at Faculty meetings as a means of knowing the outer regions²² have all resulted in a wholly understandable and inevitable incompleteness of comprehensiveness in his view of the University in all its relationships and time dimensions. One of two bodies which might assist the President in a more detailed and better rounded perception of the University would be the Council of Deans, made up as it is of men of his choice.

In this connection, and in view of the possibility that his term of office will be limited, the next President might well discuss with the Corporation the possibility of reconfirming within the first years of his term the desirability of Deans previously appointed

²² Although a minor matter and once effective in announcing to some of the professional schools that they were part of the University, the present practice of the President's presiding over the faculties tends — in the opinion of some observers — to diminish rather than enhance his leadership. Scrupulous in not using his office to influence discussion, his voice is heard less often in fact in all Faculty meetings than the voice of any active participant. The tending of parliamentary procedures in Faculty meetings where proceedings are still impromptu and unprogrammed necessarily distracts from understanding the issues being discussed. In a time when the President's opinions are especially important, he should be able to voice them without feeling he is prejudicing discussion. Since the same is true of a Faculty's Dean when he presides in the President's absence, an alternative would be to have the Dean and President in places of honor, with the prerogative of speaking whenever they wished, at Faculty meetings, but to turn the conduct of the meeting over to an elected member of the Faculty, who would be expected to be impartial and entitled to provide balanced opportunity for free discussion, to prevent political manipulation of parliamentary procedure, to criticize members' obstructive behavior, to see that legislative needs of both minority and majority groups are met. That his tenure in this office might not be long is unimportant. What is important is that the public leadership of the Dean and the President before the Faculty is made impotent by the local custom that one or the other should preside at Faculty meetings. . . . An alternate view is that the symbolism of the presiding President is still important.

continuing in office and in establishing a maximum range of years for service as Dean. The submission of resignations upon the accession of the new President would be an empty gesture, for securing new deans is hardly his first task. He could not replace everyone at once in any case. But by the time a President enters his third year, he should have reviewed the acceptability of Deans appointed in the prior administration. That Deans should serve at the pleasure of the President and not with the presumption of tenure until retirement may be an important new understanding to inform the present formal fact. The Council of Deans has, in any case, large undeveloped potential for coping with university-wide problems, for the generation and the examination of alternatives in matters which reach beyond their parochial concerns.

No matter how successful a President might be in leading the Council forward to more effective consideration of the more important University problems, their concerns would probably be with matters more administrative than intellectual and more immediate than far out. A president concerned with enlarging the University's understanding of itself, of its problems, and of its future might well welcome the revival of the University Council. With elected and appointed Faculty and student representation proportionate to size of constituency and with its powers restricted to deliberation, such a body might debate issues of education of interest to more than one Faculty or student body. Where practical solutions of administrative problems of considerable concern might be expected of the Council of Deans, intellectual excitement and stimulation to thought might be more the outcome of successful deliberations in the Council. Both bodies would automatically serve as communication agencies, especially if alumni and governing board participation were provided for.

Since a separate paper will be prepared by the Governance Committee on both the Council of Deans and the University Council or Senate, it is inappropriate to elaborate their possible future functions here. The point of course now is that the next President will need organized help in his overview of the University and the enormous range of its activities and possibilities. His leadership must perforce consist of effective direction of organizations, not simply personal preeminence.

The third activity of the President important in a new balance of functions, would be leadership of a capable staff which would demand attention from the President, even though one of his

executive vice presidents might serve as his "chief of staff." To develop as well as to make use of their capability, staff meetings to consider proposals from the Faculties and Deans before their submission to the Governing Boards should parallel separate specialized staff activities. Overriding needs, like a capital drive for University funds for leadership ventures and new programs that do not arise in the autonomous faculties, would be the proper original jurisdiction of this group.

Finally, a president, assisted more now by his own staff than by the Governing Boards and the Council of Deans, must relate Harvard to its external communities. No matter how much in detail his external affairs and development staff prepare the way, on the important occasions he must, as now, appear before Congress, the city, the local and national publics, the press, the sources of financial support, and the world of education. The more he has remained in touch with and in charge of internal affairs, the more he will have to say to and to ask of the outside world. He should not become wholly absorbed in either; he must lend his leadership to both.

To be able to span so wide a range and to make a balanced and orderly contribution of his personal time and effort, the President must have staff support in every quarter of his balanced attention to his four-fold responsibility. He must have senior subordinates who can act for him in routine administrative and educational matters. He must be sufficiently well served by his own office that, rather than responding to pressure, he can more often than now choose what he will give his attention to and turn away from present concerns to consideration of future possibilities.

Nothing in this prescription of an augmented presidential staff is intended to belittle the importance of personal leadership from a man dedicated to the ideals of the University, moved by its history and promise, capable of eloquence in defending it against its enemies and in invoking its future possibilities for members and friends. The Governing Boards should require that the leader they choose for this University be made free by organized support to exercise the intellectual and moral leadership that is the most important function of his office.

V.

SUMMARY QUESTIONS

To facilitate reconsideration of the issues previously raised in this long report, the Committee appends questions which may be helpful in retrospect. These questions flow logically and objectively from the preceding analysis, without deference to the feasibility of pragmatic answers. They are not intended to foreshadow the Committee's ultimate recommendations or to indicate preferences different from those indicated in the text. It is quite possible that better questions can be identified. If so the Committee would welcome suggested extensions of its inquiry.

The subsequent questions quite obviously do not exhaust the relevant considerations. Those raised about the office of the President, for example, do not pretend to embrace the full range of the President's leadership. For that we refer you to the memorandum of April 1970 entitled *Discussion Memorandum Concerning the Choice of a New President*.

I. THE BOARD OF OVERSEERS

1. Who should have ultimate legal authority for the direction of a "private" university? However this question is answered (and even if it is deliberately left unanswered), what is the optimum distribution of formal and informal authority among the major constituencies — alumni, faculty, administration, and students?
2. If ultimate legal authority should remain in lay hands, should the present dual-board structure be retained, or should a single board of trustees be established for the University?
3. In either case, what should be the membership, mode of election, internal organization, and principal functions of the Board or Boards? How should the Board or Boards exercise the control over delegated functions appropriate to their legal authority?
4. If the present structure is retained, how seriously should the Board of Overseers regard the consent function and how active should it be in exercising it?

5. If the visiting function is to be retained, how might it be improved and strengthened for any or all of the following purposes — (1) to support and inform the consent function, (2) to perform an ombudsman role for Faculty and students, (3) to evaluate the effectiveness of graduate and undergraduate education, and (4) to evaluate the effectiveness of university, school, and departmental administration?
6. How should diversity in the composition of the Board and its qualifications to perform the consent and visiting functions be encouraged, controlled, or shaped? How might the nominations procedures be strengthened to serve the outcome desired?
7. What new approaches are possible to employ more fully in the service of the University the extraordinary individual talent enrolled in the Board of Overseers and the Visiting Committees?
8. What new avenues of information and understanding, if any, should be used to improve the relationship between the Corporation and the Board of Overseers and to inform the Board about developments in the University?
9. To what extent should the Board, while exercising its supportive functions as a board and as individuals, attempt (beyond as effective as practicable performance of the visiting function) to undertake a role in the four-to-eight year appraisal of the state and progress of the University already recommended by the Governance Committee?

II. THE CORPORATION

1. If the present structure is retained, what definition of the Corporation's responsibilities would clarify its combination of functions as the President's cabinet and as a governing board responsible for conducting and overseeing fiscal affairs, for approving appointments, and for evaluating (continually and with special emphasis every four to eight years) the effectiveness of the University's administration?
2. What should be the number, diversity, and qualifications of its members and how should the latter be chosen? What

should be their term of office? What proportion of its members should be officers of the University?

3. To what extent, if any, should the privacy of the Corporation's discussions be changed by admitting officers involved in matters being discussed, by reporting more fully to interested publics on the deliberations of the President and Fellows or on the issues under discussion, or by participation of the Fellows in University activities other than Corporation meetings?
4. To effect better communication between the Governing Boards, should the President of the Board of Overseers meet regularly with the President and Fellows? Should the Fellows meet regularly with the Overseers? Should one or two Overseers be designated for short terms to serve as non-voting participants in meetings of the Corporation?
5. Should the Corporation be more concerned than it is now with questions of educational policy? Should it concern itself with the quality of the Faculty's conduct of education in the University?
6. To what extent should the management of the financial affairs of the University be altered? Would it be strengthened by separating the actual management of the University's investments from membership in the Corporation, or from the Treasurer's functions? In any case, how can definitive evaluation of investment performance and financial management, now assigned to a Corporation Committee of Inspection, a Visiting Committee on Administration and Accounts, and to an annual review by the Corporation and the Board, be either strengthened or better publicized or both?
7. What increase or improvement in quality of preliminary staff work in the President's Office or the offices of the Deans would assist the deliberations of the Corporation?

III. THE OFFICE OF THE PRESIDENT

1. How much power or influence and what kind should the President exercise in the initiation, conduct, support, evaluation, or termination of educational activities in the Uni-

versity? To what extent should he be a leader in activities of teaching and learning as distinct from fiscal, administrative, or organizational affairs?

2. In view of the historic decentralization of the University, what is the role of the President vis-à-vis the Deans and the Governing Boards? How should Deans be selected and what should be their term of office?
3. What should be the relationship, either direct or through the Deans, between the President and the various Faculties and student bodies?
4. What augmentation of the President's staff would most effectively relieve the overload in his office without impairing the optimum autonomy of Deans?
5. Should the President have an *alter ego* who might take his place in the direction of both educational and administrative affairs? Or should a number of vice presidents be assigned responsibility for various kinds of activities? Or both?
6. If the President were to have a Provost concerned principally with education, what priority should distinguish the latter's interest in the present programs of the Faculties, his leadership in arranging new university-wide programs, and his identification and planning of other new educational ventures?
7. What should be the relationship between an augmented President's staff and a Council of Deans assigned university-wide concerns and opportunities for coordination?*
8. What are the risks and opportunities for more effective governance of the University of an augmented President's staff, better informed Governing Boards, a more fully developed Council of Deans, and a deliberative but influential University Senate?*

* Consideration of this question will be further informed by an interim report on the Council of Deans and a University Senate.

APPENDIX A
THE COMPOSITION OF HARVARD UNIVERSITY

1. The purpose of the following exhibit is to display concisely the formal composition of Harvard University, with special emphasis on the jurisdictions of the Governing Boards, the President, and the Deans. The distribution of endowment, expenses, faculty, and students throughout the decentralized sub-units is also shown. Faculty and student organizations are not indicated, for they are not the subject of this report. The reader will find here detail on the offices of the President and various Deans which will illustrate the complexity of Harvard's structure, the variety in size and resources of its principal schools, and the range and endowment of its ancillary institutions.

It should be noted that this is not an organization chart. Such a chart could not be drawn, for the nature of changing relationships among the components of the University depicted here defies two-dimensional presentation. Its ordering of elements is approximate and will rapidly deteriorate further with the passing of time. The numbers representing faculty and students are also changing with changes in appointments and second-term registrations. Even without these changes different numbers are often used because of different approaches to computation. With all these shortcomings, this exhibit will be informative to those unaware of the variety of and differences among Harvard enterprises.

This information has been put together from the "Directory of Officers and Students 1970-71," from "Financial Report to the Board of Overseers of Harvard College for the Fiscal Year 1969-70," and from information furnished by the offices of the Harvard University and Radcliffe Controllers, the Registrars, the Deans, the Administrative Vice President and the Assistant to the President for Development.

APPENDIX A

	—Official University Host —Commencement Exercises	—Liasion with the City of Cambridge and Community Groups —Community Housing	—Relations with the State and Federal Government			
President's Staff (2.)	University Marshal	Assistant to the President for Community Affairs	Assistant to the President for Governmental Relations	Assistant to the President for Minority Affairs		
(3.)	THE PRESIDENT AND THE					
Deans	DEAN School of Design	DEAN Law School	DEAN Business School	DEAN School of Education	DEAN JFK School of Government	DEAN School of Dental Medicine
Administration (4.)	—Secretary —Department Chairmen Architecture Landscape Architecture City and Regional Planning —Directors Urban Design Program External Affairs —Librarian —Assistants and Staff	—Associate Dean —Chairman of Graduate Studies —Director of International Legal Studies —Assistant Deans and Staff	—Associate Deans Educational Affairs External Affairs Educational Services MBA Program —Directors Administration Research Course Development International Activities Information —Administrative Directors MBA Program DBA Program EEP Programs AMP Program PMD Program ITP Program TUP Program —Librarian, Assistants and Staff	—Associate Deans —Assistant Deans —Dean of Admissions & Studies —Secretary & Director of Placement —Assistants and Staff	—Associate Dean —Secretary —Assistant Dean —Registrar —Assistants and Staff	—Assistant Deans Student Affairs Hospital Veterans Admini Planning Resource Developm Public Informa —Assistants and Staff
Voting Faculty Corporation Appointees (5.)	Design 52 93	Law 62 145	Business 195 349	Education 93 188	Government 64 53	
Students (6.)	370	1800	2450	847	120	63
Endowment Principal Income from Principal Operating Expenses (7.)	11,256,870 752,000 2,163,000	31,151,609 1,473,000 7,073,000	36,902,474 1,718,000 16,922,000	13,706,745 826,000 7,284,000	13,489,134 581,000 1,807,000	7,660,000 374,000 1,953,000

HARVARD UNIVERSITY (1.)

		—Contact with the Council of Deans —Alumni Affairs —Public Relations	—Fund Raising —Corporate Relations —Relations with Foundations —Alumni Publications	—Chief Financial Officer —Investment Manager	—System —Admission —Studies —Buildings —Grounds —Food —Real Estate —Planning
State Department					
President Relations	Assistant to the President for Minority Affairs	Assistant to the President	Assistant to the President for Development	Treasurer	Adminis

PRESIDENT AND THE GOVERNING BOARDS

	DEAN JFK School of Government	DEAN School of Dental Medicine	DEAN Medical School	DEAN Divinity School	DEAN School of Public Health		Colle
	—Associate Dean —Secretary —Assistant Dean —Registrar —Assistants and Staff	—Assistant Deans Student Affairs Hospital Program Veterans Administration Planning & Resources Development Public Information —Assistants and Staff	—Associate Deans Hospital Programs Admissions Continuing Education International Medical Program Student Affairs Resources Urban Affairs Financial Affairs Medical Care Planning —Dean of Students —Librarian —Registrar —Assistants and Staff	—Associate Dean —Dean of Students —Registrar —Assistants to the Dean —Secretary —Director of the Center for the Study of World Religions —Librarian —Assistants and Staff	—Associate Deans International Programs & International Students Academic Affairs & Director of the Center for Environmental Affairs Community Affairs & Director of Interfaculty Program on Health and Medical Care —Directors Center for Population Studies Center for the Prevention of Infectious Diseases Center for Com- munity Health & Medical Care Development Admissions Alumni Affairs —Assistants and Staff	Director Summer School of Arts and Sciences and Education —Associate Director —Registrar —Assistants and Staffs	Dean of the School of Engineering Applied Sciences —Associate Dean —Assistants and Staff
	Government 64 53	Medicine 908 1,255		Divinity 34 70	Public Health 124 211		
	120	63	605	337	185		
	13,489,134 581,000 1,807,000	7,660,074 374,000 1,953,000	96,965,460 4,637,000 31,025,000	18,915,483 969,000 1,598,000	27,920,530 1,293,000 8,538,000		

THE NOTES ARE AN INTEGRAL PART OF THIS EXHIBIT.

ations	—Chief Financial Officer —Investment Manager	—Systems Analysis —Administrative Studies —Buildings & Grounds —Food Services —Real Estate —Planning	—Security & Civil Defense —University Press —Purchases —Comptroller —Printing Office —Personnel	—Minutes and Central Records of Academic Business —Dockets —Agenda —Contact with Trustees	
ent	Treasurer	Administrative Vice President	Secretary to the Corporation and the Board of Overseers	General Counsel	

Endowment Principal	83,313,082
Income from Principal	4,122,445
Operating Expenses	9,391,409

DEAN School of Public Health	DEAN College and Graduate School of Arts and Sciences					President and Trustees of Radcliffe College	
ate Deans International Programs & International Students Academic Affairs Director of the Center for Environmental Affairs Community Affairs Director of Interfaculty Program on Health and Medical Care ors ter for Population Studies ter for the Prevention of Infectious Diseases ter for Com- munity Health & Medical Care Development missions umni Affairs ants and Staff	—Assistant Deans Resources & Planning Financial Affairs —Dean of Admissions and Scholarships —Assistants for Finances and Facilities —Secretary	Director Summer School of Arts and Sciences and Education	Dean of the School of Engineering and Applied Sciences	Dean of Harvard College	Dean of the Graduate School of Arts and Sciences	Chairman of the Commission on Extension Courses	—Vice Presidents Administration General —Treasurer —Dean of Radcliffe College —Associate Deans —Heads of Houses —Deans Residence Admissions —Director of Financial Aid —Registrar —Dean of Radcliffe Institute —Directors of Administrative Services similar to those under Har- vard's Administra- tive Vice President. —Alumnae Association —Librarian —Assistants and Staff
Public Health 124 211	Arts and Sciences 780 2,464						
185	4,795 — College 2,993 — Graduate School 1,243 — Radcliffe						
\$7,920,530 1,293,000 8,538,000	295,915,580 15,906,000 70,099,000					28,866,000 1,223,000 7,222,000	

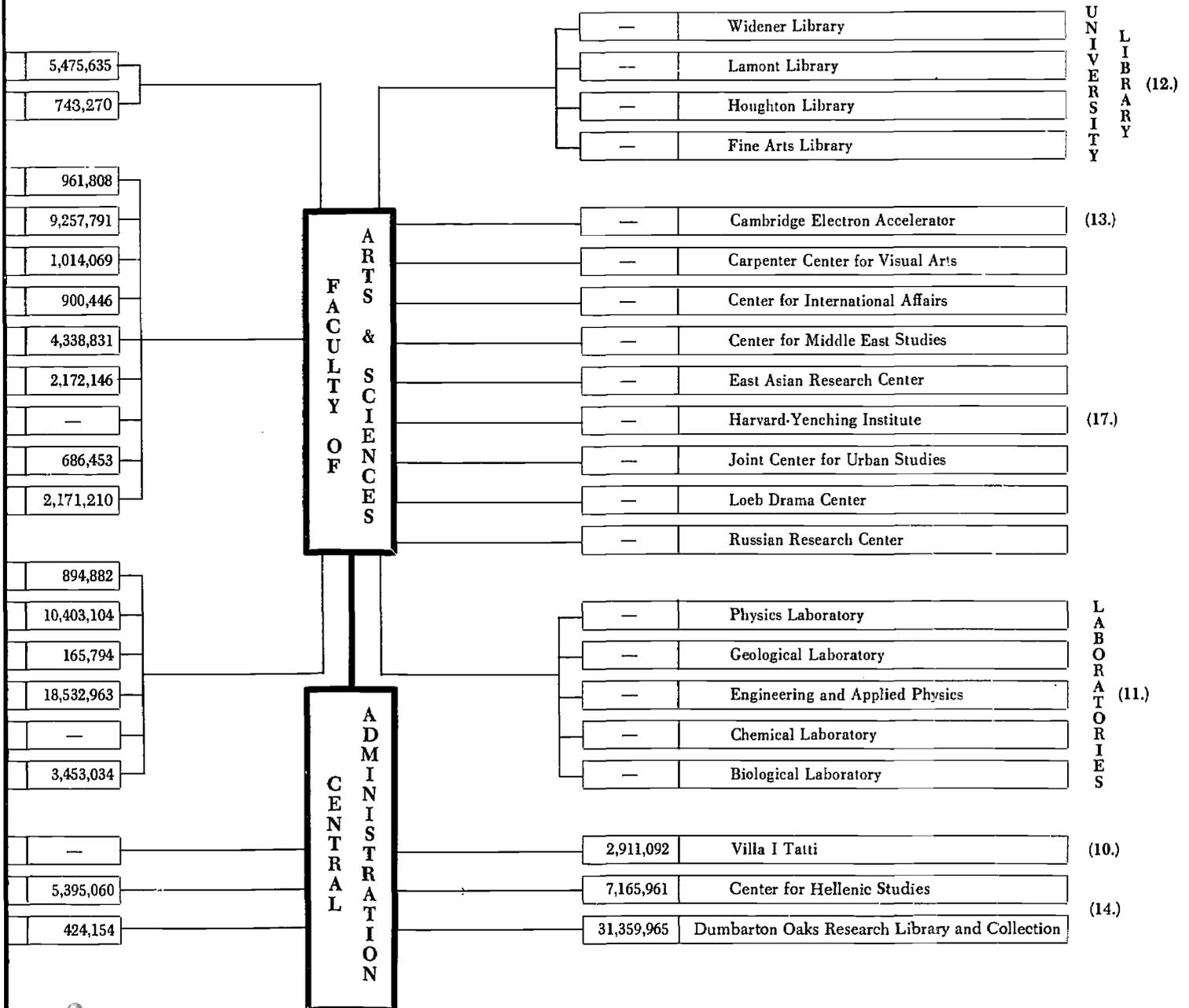
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ANCILLARY INSTITUTIONS (8.)

Key:

INSTITUTION	PRINCIPAL
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Note: Those institutions not showing endowment principal are funded either by Arts and Sciences, the Central Administration, government, or special investments requiring separate investment.



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2. The President's staff are principally staff rather than department heads. There are, however, two clear exceptions. The Administrative Vice President has direct authority over the University's business decisions and the Treasurer is chief financial officer and manages Harvard's portfolio. The Treasurer is also a member of the Corporation.

The President's staff consult with him on matters related to the areas summarized by their titles. However, his most trusted advisors, and the Assistant to the President would be one, advise the President on a wide range of issues not necessarily related to their area of expertise.

3. As indicated in the text of the report, the Governing Boards are the Corporation and the Board of Overseers.

4. There are ten Deans. Each has a separate administrative organization. There are major differences between organizations and, for example, not necessarily parity between Associate Deans at separate schools. The source of information for this section is the "Directory of Officers and Students 1970-1971"; the ordering of administrative positions is generally as it appears there.

5. "Voting Faculty" are those within the separate Faculties who may vote at Faculty meetings. "Corporation Appointees" include voting Faculty and other teachers, researchers, and administrative personnel employed by the University. Unpaid Corporation Appointees are not included in these figures.

Rules governing who may vote at Faculty meetings vary between schools. In some schools, only tenured Faculty may vote; in others, junior Faculty and certain other Corporation Appointees may vote.

The total number of Corporation Appointees is roughly 30% higher than the total number paid by the University. The total number of Corporation Appointees at the Medical School and the School of Education nearly doubles when unpaid appointees are included.

These figures also include Faculty who hold joint appointments at two or more schools. The 53 paid Appointees at the Kennedy School, for example, are practically all paid Appointees of the Faculty of Arts and Sciences or the Law School as well. These figures are constantly changing as new appointments are made. They were developed between October, 1970 and January, 1971 and have changed slightly since then.

6. The total number of students includes all those attending all the programs of a school during the academic year 1970-1971. These

figures were supplied by the Registrars of the separate schools and are subject to change. The various programs at the separate schools, some of which are listed in this exhibit may be found in more complete detail in the "Directory of Officers and Students 1970-1971."

7. Endowment Principal is listed at market value as of June 30, 1970. These figures do not include special funds which may or may not require separate investment. Special investments, at book value, are approximately \$31,431,000. The market value of special investments is unknown but is substantially higher than book value.

Income from Principal includes interest and dividends earned from Principal and special investments during the period July 1, 1969 to June 30, 1970. Operating Expenses are those for the same period and include expenditures of government money (\$61,500,000) as well as University money.

In general, the difference between Income from Principal and Operating Expenses is that which must be raised to balance the budget. Approximately 13% of the total expenses for the separate schools appear as income for another school or the Central Administration. For a more complete explanation of the budgeting process and inter-departmental charges, see "Harvard and Money: A Memorandum on Issues and Choices." University Committee on Governance, November, 1970.

8. Ancillary or allied institutions are those which operate as semi-autonomous units, but are in some way responsible to the Center or the Faculty of Arts and Sciences. Straight lines connecting these institutions to the University may be partially misleading, for the relationship is different in each case. Many of those now reporting to the Dean of the Faculty of Arts and Sciences were originally the responsibility of a Provost. When this position was dropped, responsibility shifted to the Dean.

Several of these institutions are well endowed. The Museum of Comparative Zoology, for example, carries a larger endowment than four of Harvard's graduate schools. Their operations are funded as much as possible from investment income.

9. The Computer Center, until 1970, was attached to the Faculty of Arts and Sciences. It is now funded from the Center and by assessments, since its services are in greater demand.

10. Villa I Tatti is located in Florence, Italy and is the Harvard University Center for Italian Renaissance Studies.

11. The Laboratories are funded through the appropriate departments of the Faculty of Arts and Sciences.

12. The University Library was the sole financial responsibility of the Faculty of Arts and Sciences. Recently, the Center began contributing funds which, in 1969-1970, amounted to \$690,000. Numerous other house and departmental libraries, some of which are separately funded, are not included.

13. The Cambridge Electron Accelerator is a joint Harvard-MIT venture which is funded entirely by the Federal Government. Some others of these institutions also receive funds from non-classified research and contract work.

14. The Center for Hellenic Studies and Dumbarton Oaks Research Library and Collection are located in Washington D.C. Dumbarton Oaks is a research institute for Middle East studies and a separate corporation technically called the Trustees for Harvard University. The actual trustees are the same as the Fellows of Harvard College.

15. The Nieman Foundation and Phillips Brooks House are connected with both the Center and the Faculty of Arts and Sciences.

16. The Harvard Black Rock Forest, while having close ties with the Harvard Forest and the Faculty of Arts and Sciences, is actually a separate corporation.

17. The Harvard-Yenching Institute is a part of a larger institution whose funds are administered separately.