

1 Purpose

The purpose of this charter is to define the membership, roles, responsibilities, and administrative guidelines of the Virginia's Community Colleges System (VCCS) Shared Services Center Governance for the management and success of the VCCS Shared Services Center (SSC). The SSC will contain a collection of services, programs, projects, and operations managed as a group to achieve the strategic objectives of the VCCS.

2 Overview of the Governance for SSC at VCCS

A solid culture of strategic planning and tactical operations is essential for successful implementation and execution of the Shared Services Center. The goals and objectives of the organization must be defined in order to establish the management oversight, decision-making authority, and processes to evaluate performance of the SSC. The VCCS has established the following councils to ensure that these goals and objectives are met:

- The SSC Executive Council will set the strategic direction of the SSC, to ensure alignment with the priorities and mission of the VCCS, and to hold the SSC accountable for its performance.
- The Management Council will ensure that the SSC is performing to expectations, continuously improving processes, and offering the services that support the VCCS mission and goals.
- The Process Councils will bring subject-matter expertise and process knowledge across varied colleges to promote smarter, faster, and cheaper processes within the totality of the VCCS.

3 Goal of the Councils

The goals of the Governance Councils are to define the nature and extent of the Shared Services initiatives, approve funding to provide maximum value toward the accomplishment of the VCCS's strategic mission goals and objectives, monitor the performance of the center, and create a culture of continuous improvement. The major activities of each goal are:

- Shared Services Initiatives – Recommend, review and approve service catalog changes; Ensure a focus on standardized processes and policy compliance; Improve customer service; Reduce administrative costs and enable the VCCS to focus on educating and serving students.
- Funding – Recommend, review and approve any funding requirements, including but not limited to; staffing, facilities, technology and assessing benefit realization.
- Performance Monitoring – Review SLA adherence and performance metrics; adjust the SLA and metrics; Review customer feedback and surveys; Assign action plans to address issues.

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- Continuous Improvements – Review metric trends and customer satisfaction; Review current state to baseline; Review culture of embedded continuous improvements and lean process review.

4 Roles and Responsibilities

Executive Council

The Executive Council's roles and responsibilities are:

- Strategic Decisions – Define long-term goals of the SSC and ensure alignment with VCCS mission and goals.
- Budget Decisions – Review and approve the annual operating budget for the SSC.
- Investment Decisions – Review and approve funding for improvement initiatives or service additions recommended by the Management Council for initiatives costing more than \$100,000. The Executive Council will submit resource requests through the Enterprise Portfolio Investment Council (EPIC) process when funding for major initiatives exceeds the resources available to the SSC or projects fall within the EPIC scope.
- Service Catalog Decisions – Review and approve strategic changes to the services offered.
- Communications – Seek input from the Presidents and VPs for significant policy changes as appropriate. Communicate decisions and any other change in strategic direction and service catalog to VCCS colleges and entities.

The Executive Council will meet at least quarterly to review SSC strategic direction, performance and major investments requests. The decisions made by the Executive Council will ensure approved projects within the SSC are properly aligned with the VCCS Strategic Plan. **When making SSC decisions, the membership of the Executive Council will represent the VCCS from a system-wide perspective.** The Executive Council Chairperson will report the decisions of each meeting to the Chancellor. The Executive Council Chairperson will also report decisions of the Executive Council and status updates at the Advisory Council of Presidents bi-monthly meetings.

Management Council

The Management Council's roles and responsibilities are:

- Policy Changes – Approve system-wide process changes that have major policy implications (i.e. business rules), ensure changes are aligned with the VCCS Strategic Plan, enhance the SSC service delivery by reducing transactional cost of service, and seek approval from Legal Services and Systems Office for compliance as needed. State policy changes will be recommended by the Management Council to the Executive Council for further action.
- Service Catalog Recommendations – Receive and review Process Council recommendations for changes to the service catalog, ensure recommendations align

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with the VCCS Strategic Plan, are supported by data, and submit recommended changes of the service catalog to the Executive Council for approval.

- Investment Decisions and Recommendations – Review and approve initiatives (within resources available) from funding in budget approved by the Executive Council, reallocated from operational savings, or related to service enhancements up to \$100,000. The Management Council will seek approval from the Executive Council for funding of initiatives or service enhancements costing more than \$100,000.
- Communication – Communicate decisions to Executive Council, Process Councils, and the VCCS colleges and entities.

The Management Council will meet at least quarterly to review the SSC performance, customer concerns, status of SSC initiatives, progress assessments, and investments requests. The decisions made by the Management Council will ensure approved projects within the SSC are properly supporting the VCCS mission and goals. **When making SSC decisions and recommendations to the Executive Council, the membership of the Management Council will represent the VCCS from a system-wide perspective.** The Management Council Chairperson will report the decisions of each meeting to the Executive Council. The Chairperson will also provide status updates to the Executive Council at the quarterly meeting and to the Process Councils as appropriate.

Process Councils

The Process Councils' roles and responsibilities are:

- Policy Recommendations & Process Changes – Identify and implement continuous improvement opportunities, propose policy changes (i.e. business rules, state policies) to the Management Council, implement approved changes that benefit customers or enhance service delivery of the SSC.
- Service Catalog Recommendations– Propose changes to the service catalog to the Management Council.
- Investment Recommendations – Request approval of funding from the Management Council for improvement opportunities or service enhancements.
- Communication – Communicate decisions to Management Council, and VCCS colleges and entities as appropriate.

The Process Councils will meet as needed to identify customer requirements, respond to customer feedback and concerns, identify improvement opportunities and assess progress of current initiatives. The decisions made by the Process Councils will ensure continuous improvement of service delivery to the customers (i.e. smarter, faster, and cheaper) and provide better customer service. **When making SSC decisions and recommendations to the Management Council, the membership of the Process Council will represent the VCCS from a system-wide perspective.** The Process Councils' Chairpersons will report any significant decisions of each meeting to the Management Council. The Process Councils' Chairpersons will also report decisions and recommendations from the councils at the Management Council meetings.

5 Membership

The **Executive Council** has seven (7) members. The membership consists of five (5) College Presidents representing the different regions of the state and sizes of the colleges and two (2) Vice-Chancellors nominated by the Chancellor. The selection of the Chairperson and Vice-Chairperson will be made by the Chancellor.

The **Management Council** has 27 members with a representative from each college (23), and three representatives from the System Office and one representative from senior management in the Shared Services Center. College members of the Management Council are nominated by the respective college president and the System Office members are nominated by the Vice-Chancellor for Administrative Services. The Management Council will be cross-functional with Finance and Procurement, Human Resources, and IT representatives. Each college representative member will be a direct report to the president. The System Office representatives will be the senior level staff in the functional areas supported by the Center. The Vice Chancellor for Administrative Services will work with the college presidents to ensure that each functional area is represented properly. Members of the Management Council may be asked by the Management Council Chairperson to act as a liaison on a Process Council as appropriate/required.

The **Process Councils** will have different number of members depending on the scope of the particular council. The Process Councils will be formed around end-to-end processes such as procure-to-pay and hire-to-retain to ensure a holistic solution. The SSC leader of the end-to-end process will be the Chairperson of the Process Council who will nominate a college representative as the Vice-Chairperson. Process Council Chairpersons may be selected from the System Office or colleges when a SSC functional lead does not exist. The Process Council Chairperson and Vice Chairperson will nominate members for the Process Councils from the colleges, the System Office and the SSC with the objective of having subject matter expertise, cross-functional representation and diverse skills. Members of the Management Council may be asked by the Management Council Chairperson to act as a liaison on a Process Council as appropriate/required.

6 Roles

The VCCS Chancellor

- Review the Executive Council decisions each quarter and notify the Executive Council Chairperson of any issues with Executive Council decisions.
- Select the members and the Chairperson and Vice-Chairperson of the Executive Council.

The Executive Council

The Executive Council Chairperson

- Approve agendas for the quarterly Executive Council meetings.
- Conduct the quarterly Executive Council meetings for the review and evaluation of strategic direction, SSC performance, and major investment requests.
- Ensure that decisions are properly aligned with the VCCS Strategic Plan.

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- Where consensus cannot be reached on a specific project or initiative, call for a vote of the Council with five (5) approval votes required for a specific action on strategic direction, SSC performance and major investments.
- Report decisions of the Council to the Chancellor each quarter ensuring all decisions contain adequate detail and dissenting commentary when consensus could not be reached.
- Report decisions of the Council and provide status updates to the Advisory Council of Presidents at the bi-monthly meetings.
- Appoint the Chairman and Vice Chairman of the Management Council.
- Perform all duties defined below for the Executive Council Members.

The Executive Council Vice-Chairperson

- Fulfill the duties of the Executive Council Chairperson at quarterly Executive Council meetings when the Chairperson is unable to attend or other duties as requested by the Chairperson.
- Perform all duties defined below for the Executive Council Members.

Executive Council Members

- Attend and actively participate in the quarterly Executive Council meetings.
- Review materials received from the Chairperson or SSC Director in advance of meetings in preparation for discussion and to ensure adequate detail has been provided to reach a decision.
- Solicit additional information from the SSC Director or other impacted stakeholders where necessary.
- Review and approve the strategic decisions needed to establish the long-term goals of the SSC and ensure alignment with the VCCS mission and goals.
- Review and approve funding for the operating budget and improvement opportunities or service enhancements provided by the Management Council.
- Prioritize SSC initiatives based on ROI, system-wide benefit, and alignment with VCCS Strategic Plan.
- Approve strategic changes to the service catalog.
- Review the Management Council decisions each quarter and notify the Management Council Chairperson of any issues with these decisions.
- Seek input from the Presidents, Vice Presidents, and System Office for significant policy changes (i.e. business rules, state policies) as appropriate.
- Communicate decisions and any other change in strategic direction and service catalog to the VCCS colleges and entities.
- Work with fellow Executive Council members and the Council Chairperson to obtain consensus on the decisions.
- Fulfill roles and responsibilities for the Executive Council as listed in Section 4.

The Management Council

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The Management Council Chairperson

- Approves agendas for the Management Council meetings.
- Conduct the quarterly meetings to review SSC performance, customer concerns, status of SSC initiatives, program assessment, and investment requests.
- Ensure that decisions support the VCCS mission and goals.
- Ensure that the members of the Process Councils are constituted to include complete representation needed to develop an appropriate recommendation (e.g. Management Council liaison as needed, IT members, or members representing the functional areas).
- Works for consensus on matters, but when consensus cannot be reached, the Chairperson calls for a vote.
- Report decisions to the Executive Council each quarter ensuring all decisions contain adequate detail and dissenting commentary when consensus could not be reached.
- Perform all duties defined below for the Management Council Members.

The Management Council Vice-Chairperson

- Fulfill the duties of the Management Council Chairperson at meetings when the Chairperson is unable to attend and other duties as requested by the Chairperson.
- Perform all duties defined below for the Management Council Members.

Management Council Members

- Attend and actively participate in the Management Council meetings. A substitute may attend a Council meeting when the member is not available and may vote on behalf of the designated member.
- Represent the VCCS from a system-wide perspective.
- Review materials received from the Chairperson, other Management Council Members or the SSC Director in advance of meetings in preparation for discussion and to ensure adequate detail has been provided to reach a decision.
- Solicit additional information from impacted stakeholders to ensure appropriate change management approach and communication plan have been established when implementing changes to process or policy.
- Work with fellow Management Council members to obtain consensus on decisions.
- Act as liaison with Process Councils as requested by the Management Council Chairperson.
- Fulfill roles and responsibilities for the Management Council as listed in Section 4.

Process Councils

The Process Council Chairperson

- Establish agendas for the Process Council meetings.
- Conduct the Process Council meetings to review customer feedback and concerns, identify improvement opportunities and assess progress of current initiatives.

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- Ensure decisions support the VCCS mission and goals.
- Report significant decisions of each meeting to the Management Council.
- Prepare and present recommendations to the Management Council for investments, service catalog changes, and policy & process changes. Recommendations will include appropriate detail and data to ensure the Management Council has adequate information to reach a decision.
- Communicate policy & process changes to all stakeholders.
- Perform all duties defined below for the Process Council Members.

Process Council Members

- Attend and actively participate in the Process Council meetings
- Represent the VCCS from a system-wide perspective.
- Review materials received from the Chairperson, other Process Council Members or the SSC Director in advance of meetings in preparation for discussion.
- Solicit additional information from impacted stakeholders where necessary.
- Develop recommendations for investment decisions, service catalog decisions, and policy & process changes for consideration and approval by the Management Council. Recommendations will include appropriate detail and data to ensure the Management Council has adequate information to reach a decision.
- Work with fellow Process Council members and with the Council Chairperson to obtain consensus on recommendations.
- Fulfill roles and responsibilities for the Process Councils as listed in Section 4.

Shared Service Center (SSC)

Shared Service Center Leadership (Director)

- Recommends agendas for the Executive Council and Management Council meetings. Ensures materials for the Executive and Management Council meetings are sent to members at least five (5) business days prior to the meetings.
- Recommends strategic direction, priorities, and service changes to the Executive Council and Management Council.
- Resolves high-level operational issues.
- Sets SSC culture and tone.
- Ensures that the Executive Council and the Management Council receive regular reporting on SSC initiatives, funding, performance and continuous improvement activities.
- Ensures that the SSC staff provides support and input as needed to the Executive, Management and Process Councils.
- Leads the implementation of decisions made by the Executive Council and the Management Council.

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- Attends the Executive Council Meetings to recommend strategic direction, priorities, and strategic service catalog changes.
- Provides administrative support to prepare notes for the Executive Council and Management Council meetings and other duties as needed to conduct the meetings.

Shared Service Center Operations Management

- Ensures Service Level Agreements (SLAs), metrics, and Independent Verification and Validation (IV&V) standards are met.
- Proposes topics for continuous improvement opportunities.
- Resolves operational issues.
- Participates in and leads, as appropriate, Lean events and use Lean tools to improve processes.
- Provides reporting for the Executive Council and Management Council, as directed by SSC Leadership.
- Support SSC Leadership in implementing decisions made by the Executive Council and the Management Council.
- Provide support and input as needed to the Management Council.
- Implement policy & process changes as approved by the governance councils.
- If nominated as a member of the Management Council, perform all member duties as defined above.

Shared Service Center Functional Operations Staff

- Identify key process and policy changes needed.
- Identify continuous process improvements using Lean concepts, tools, and methods.
- Participate in and lead, as appropriate, Lean events and use Lean tools to improve processes.
- Implement approved key process and policy improvements and decisions made by the Executive Council and Management Council, as directed by SSC Leadership and Operations Management.
- Maintain current and accurate SLAs and Metrics for all existing SSC service offerings.
- Provide support and input as needed to the Process Councils.
- If nominated as a member of a Process Council, perform all member duties as defined above.

7 Administrative Guidelines

Membership

Executive Council

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Appointment of Executive Council Chairperson, Vice-Chairperson, and Members will be made by the Chancellor. As vacancies occur, the Chancellor will be notified and will appoint members to the vacant positions. The Chancellor will review the membership annually and make member changes as appropriate.

Management Council

Nomination of Management Council Members will be made by the Presidents of the colleges for college members and by the Vice-Chancellor of Administrative Services for the System Office. As vacancies occur, the Presidents and Vice-Chancellor of Administrative Services will be notified and will appoint members to the vacant positions. The Executive Council will review the nominations to ensure the members represent cross-functional (i.e., Fiscal, Human Resources, and IT) capabilities across the VCCS as a whole and make recommendations to the Presidents. It is not intended that the membership consist of an equal distribution of members across all three functions.

Appointment of Management Council Chairperson and Vice-Chairperson is the responsibility of the Executive Council Chairperson and the appointments are for a one-year term. The role of Management Council Chairperson will be assumed by the Vice-Chairperson upon completion of the current Chairperson's term. A newly appointed Management Council Vice-Chairperson will have a term of one-year as Vice-Chairperson and a term of one-year as Chairperson.

Process Council

The **Process Council Chairpersons** are the SSC functional leads for the end-to-end processes in production at the SSC. Process Council Chairpersons may be selected from the System Office or colleges when a SSC functional lead does not exist.

Nomination of Process Council Members will be made by the Process Council Chairperson. These members will be nominated from subject matter experts at the colleges, the System Office and the SSC. Members of the Management Council may be asked by the Management Council Chairperson to act as a liaison on a Process Council as appropriate/required.

Dismissal

Dismissal of Executive Council, Management Council, and Process Council members will occur when a member is absent without reasonable cause from three successive meetings. After two successive absences, the member in question will be notified that they have missed two meetings without reasonable cause and further absences will result in dismissal from the relevant SSC Governance Body.

Meetings

Meetings of all Councils will be conducted as scheduled on an annual calendar. Meetings may be conducted electronically as determined by Chairpersons.

Details for each of the Councils are provided below:

- **Executive Council**

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- Meeting notifications and materials will be submitted via e-mail five (5) business days in advance of a scheduled meeting.
- A quorum of five (5) members will be required for action to be taken on a decision at the meeting.
- Teleconference/WebEx access to the quarterly meetings will be made available to the Executive Council membership; however, in-person attendance is encouraged.
- Members attending via teleconference/WebEx will be included in the count to reach a quorum.
- **Management Council**
 - Meeting notifications and materials will be submitted via e-mail five (5) business days in advance of a scheduled meeting.
 - A quorum of seventeen (17) attendees is required for each meeting. A simple majority vote (of quorum) is required for a specific action on investments, service catalog decisions, Service Level Agreements, and policy or process changes. Results of a majority vote will apply across all colleges and System Office. Teleconference/WebEx access to the meetings will be made available to the Management Council membership; however, in person attendance is encouraged.
- **Process Council**
 - Meeting notifications and materials will be submitted via e-mail five (5) business days in advance of a scheduled meeting.
 - Teleconference/WebEx access to the meetings will be made available to the Process Council membership to ensure participation across the members regardless of location.

Decisions and Action Items of each meeting for the Executive Council, Management Council, and Process Councils will be kept. Copies will be disseminated to the members of each of the Councils according to the schedule below:

- **Executive Council** decisions and action items will be logged and reported to the Chancellor within five (5) business days after a meeting. Any dissenting commentary will also be recorded for approved decisions of the council.
- **Management Council** decisions and action items will be logged and reported to the Executive Council within five (5) business days after a meeting. Any dissenting commentary will also be recorded for approved decisions of the council.
- Significant decisions of the **Process Council** will be reported to the Management Council within five (5) business days after a meeting. Any dissenting commentary will also be recorded for approved decisions of the council.

Each Council will determine the most effective tools for information sharing and capture of all relevant content to that Council.

Substitute representatives for members of the **Executive Council** who are unable to attend a scheduled meeting will not be allowed.

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Substitute representatives for members of the **Management Council** who are unable to attend a scheduled meeting will be allowed and may vote on behalf of the designated member.

Substitute representatives for members of the **Process Council** who are unable to attend a scheduled meeting will be allowed as approved by the Process Council Chair.

8 Governance Councils Signatures

With my signature, I accept my appointment and assigned role and responsibilities on the SSC Governance Council.

TYPE COUNCIL HERE

TYPE NAME HERE

TYPE TITLE HERE

TYPE COUNCIL ROLE HERE

Date

9 Version Control

Version	Author/Editor	Change	Approvals	Date
1.0	K. Metts	Original Charter	Executive Council	October 27, 2017
1.1	K. Metts	Updated Section 7 <u>Membership:</u> Appointment of Management Council Chairperson and Vice-Chairperson <u>Meetings:</u> Management Council and Process Council Added Section 9 Version Control	Executive Council	December 5, 2018