Agenda

Learning Center Program Objectives
Participants Responsibilities
Session Dates

Today’s session

- Types of Board/Governance Models
- Roles and Responsibilities
- Composition of Boards (Matrix)
- Board Recruitment/Orientation
- Hypothetical Scenario Activity
- Summary, Q & A, Evaluation
Program Objectives

- Provide context that captures the systematic nature of organizations
- Provide tools and knowledge to form specific skill set
- Provide resources, references, templates and forms
- Focus on current and prospective staff and board members
- Nurture and cultivate peer networks
Session Dates

- First Session       April 20 & 21
- Second Session     May 11 & 19
- Third Session      June 8
- Fourth Session     September 14 & 15
- Fifth Session      October 12 & 13
- Sixth Session      November 9 & 17

All sessions are from 11:30-1:30
Participants Responsibilities

- Provide ideas for topics
- Be active participants – fully engaged
- Be willing to share knowledge & experiences
- Encourage peer networks to foster sharing and collaboration
- Learning Center is yours – own it!
Rules of Engagement/Norms

- What are they?
- Who enforces them?
- Norms for the Learning Center
Ideal Characteristics of Board Members/ED

- Introduce yourself to your group
- Write down 5-7 characteristics that you would like a board member/ED to possess.
- Discuss similarities and differences. Agree on top 5 characteristics. (5 min)
- Report out to group
Three Modes of Governance as Leadership

Fiduciary - stewardship of assets, resources to do the work

Strategic - partnership w/management on “What we are going to do?” “What will it cost?” Where?

Generative – Ends, “sense making” “Who are we?”

Chait, Ryan, & Taylor: Governance as Leadership
Board Assumptions

- Responsibilities are same but how they fulfill them varies greatly
- Organizations change over time
- Not one model of size or composition
Board Member’s Roles/Responsibilities

- Setting policy for the organization
- Monitoring the operations
- Serving as public figure
- Fulfilling other board responsibilities
- Legal obligations

*Adapted from Non-profit Board Responsibilities, Estela Kennen (Non-profit-governance.suite101.com)
Ends, What Are They?

What Good?
- Results, Benefits
- Life Change
- Improved Circumstance
- Other Gains

For Whom?
- For people Outside the organization

What Cost?
- $$ $$ $$
- Opportunity Cost
- Other Intangibles (i.e. public favor)

Bill Charney & Associates, Ltd.
John Carver Boards That Make a Difference
Boards in General

- Large vs. Small Boards
  What are some of the perceived advantages of each?

- Is there a perceived traditional governance model? Committees?
Board’s Roles/Responsibilities

Ten Basic Responsibilities

- Mission and Purpose
- Select Chief Executive
- Evaluate Chief Executive
- Planning
- Monitor, strengthen program & services
Ten Responsibilities of Nonprofit Boards (continued)

- Adequate financial resources
- Protect assets, provide financial oversight
- Build a competent board
- Ensure legal and ethical integrity
- Enhance the organization’s public standing

Richard Ingram, *Ten Basic Responsibilities Of Nonprofit Boards*
Board Responsibilities to Avoid

- Day-to-day management of the organization
- Rubber stamp decisions
- Sources of role confusion?
Board Chair Duties

- Provides leadership for setting policy and to whom CEO is accountable
- Chairs meeting (sets agenda w/CEO)
- Encourages role in Strategic Planning
- Appoints chairs of committees (ex-officio)
- Monitors financial planning and financial reports

*Adapted from BoardSource and Free Management Library: Board Chair Job Description*
Board Chair Duties (continued)

- Plays leading role in fundraising
- Reviews with CEO any issues of concern to Board
- Formally evaluates CEO
- Evaluates annually the performance of organization in achieving mission
- Help recruit new members/succession
Composition of Boards

- Board Diversity – why is it important?
- What does your board look like?
- Who is missing? (talents, skill sets, expertise, energy, generational, ethnicity, gender, etc.)
- Board Matrix
Recruitment of Board Members

- Most volunteered because they were asked!
- Successful tactics used to recruit board members?
- Sources of candidates names?
Sources of Board Candidates

- Current Volunteers
- Nominating Committee
- Financial Donors
- Current/past board members
- Contact Stakeholders
- Talk with other Nonprofits
What should I expect when I join your board?

- Is there mutual trust and respect?
- What are your expectations of me?
- What are the benefits?
- Are the meetings meaningful, well organized, and do they start and end on time?
- Community perception of organization?
- Others?
Board Orientation

- How many of your organizations have a great board orientation?
- Do you have new board members evaluate the orientation?
How do you Deal with a Rogue Board Member?

• Disruptive behavior – what is it?
• Solution: Have preventive measures in place
• Note: Remember silence is affirming
• Examples that have worked in other organizations?
Preventive Measures

- Code of conduct or norms
- Include in recruitment and board self assessment
- Educate on constructive ways to raise issues
- Distribute agenda early
Scenarios
Activity Instructions

● In groups of 4-5 people please discuss the scenario your group has been given.

● Two groups will be working on the same scenario.

● You will have 10 minutes to come up with a recommendation that you will share with the entire group.
Ten Principles of Policy Governance

- Remember the TRUST in Trusteeship
- Speak with ONE Voice
- Make Decisions Most POLICY Decisions
- Decide LARGER Issues First
- Be PROACTIVE not Reactive
- Focus on ENDS
- PROSCRIBE the Limits
- Author OWN Policies
- EMPOWER through Safe Delegation
- MONITOR Performance

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Concluding Comments

- Questions?
- Please Complete the Evaluation
- Next Session Date & Place
- Thank You!
Learning Center for Nonprofits
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Thank You!

The Sherwood Trust        Walla Walla Community College