

Six Steps to Becoming an Effective, Engaged Non-profit Board of Directors

In red: simple direct ways to achieve them

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A board that is well organized and effective serves as a model for staff and puts the Board in a strong position to ask the chief executive to set the same kind of tone for all staff activities. Marketing and fundraising flourish, and the task of becoming more diverse is much easier for a Board that has a positive reputation.

STEP 1) Govern the Board: Clarify Roles and Expectations

a) Adopt clear statements of responsibilities for all Board members and for the chief executive.

Committees responsible for Bylaws, Agency Policies, and the position description of the chief executive should recommend these for review and adoption by the full Board.

b) Maintain clear, and high, expectations of board members; follow up with those who do not meet them

Committee responsible for Board development should recommend a statement of Board expectations for inclusion in the Bylaws; this committee, or the Board chair, should have responsibility to communicate with members who are not meeting expectations to find out whether they have the time to serve on the Board.

c) The Board, each of its members, and all of its committees and work groups have a statement of duties and an annual work plan that flows logically from the agency strategic plan.

d) All of the above people and groups evaluate their own work.

Committee responsible for Board development facilitates the process of developing work plans for each Board member, the Board as a whole, and all committees/work groups; the same committee facilitates the process of self-evaluation at year-end.

The Board should review and approve/amend all work plans.

STEP 2) Govern the Board: Thoroughly Plan All Meetings and Conduct Them in a Manner that Makes Them Lively and Engaging

a) Plan all Board and Board committee meetings in advance

Planning meetings well before each meeting involving chief exec, Board president (and Exec Committee?). All duties in red in this document are great candidates for Board meeting time.

Working agreements for all Board meetings should be developed during a meeting, posted thereafter, and changed when needed.

b) Members receive agenda several days in advance.

Without fail; all Board members get a full weekend to review. Agenda should include expected time for each item, an item description, purpose of the item, and the person who will lead the discussion.

c) Expect all members to arrive at meetings well prepared.

Committee responsible for Board development should contact Board members who are not living up to this and find out whether they have the time to serve on the Board.

d) No verbal reports are provided unless a major event has occurred since the agendas were prepared; time is provided to discuss any questions or concerns about written reports that were part of the agenda packet.

Needs to be a clear working agreement – reminders from Board chair and/or Board development committee.

e) The chair takes concrete steps to make the meetings engaging.

If the chair does not have a high level of facilitation skills s/he should consider using a professional facilitator to assist in conducting the meetings – if at all possible. There are many techniques that facilitators know that make it possible for all members to hear and be heard, and to have fun doing it.

f) Participants evaluate all meetings.

In two minutes right at the end of the meeting (and prior to executive session if there is any). First, presiding officer asks for any public positives or negatives about the meeting that anyone wants to state; then all have the chance to fill out a very brief sheet that was passed out at the start of the meeting stating the best and least good parts of the meeting.

STEP 3) Govern the Board: Ensure that Members are Dedicated, Diverse, and Skilled

a) Recruit with the involvement of all board members; cultivate new members (and donors!) year-round, and think long-term

Identifying potential members is a great use of Board meeting time and

should not be left just to the Nominating Committee; that Committee should facilitate this process.

Cultivations should be face-to-face and should actively involve the chief exec and all Board members.

b) Thoroughly orient new members

Should include: Agency history; Bylaws; key board policies; most recent strategic plan including current mission, vision, values, strategic goals; current year agency work plan; Board member profiles; key staff profiles; key agency facts; most recent CPA audit; most recent P&L and balance sheet; most recent Board work plan; an executive session update on the status of the chief exec performance review process.

Mentors appointed for each new member. Mentor job descriptions are developed by Board development committee. New members fill out a mentor evaluation form for the Board development committee at the end of their first year – about the process and about the helpfulness of the person who assisted them.

c) Conduct exit interviews with departing members

Can be brief, even on the phone (although a thank-you lunch is a great idea). Conducted by Board president or member of the Board development committee. What was best about serving on our board? What could be better?

d) An annual education plan for the board includes presentations at most full board meetings

This is a key aspect of Board development, should be facilitated by the committee in charge of that area. HSC has online feedback surveys in which Board members name what they think are the strongest and least strong aspects of the Board. Education topics can then focus on the least strong areas – and also on strong areas when circumstances dictate.

e) Recognize departing members, acknowledge major events in members' lives, conduct some social events including a staff recognition event.

Someone needs to be in charge of this or it will sometimes be neglected – this person should feed info to the Board pres. Development staff often perform this function – not a good use of paid staff time that could be spent raising funds.

f) Monitor attendance and involvement; follow up with disengaged members.

Carried out by Board development committee; Board chair is kept up to date.

STEP 4) Govern the Organization: Define and Guide It

a) Adopt and periodically update statements of mission, vision, and values

- b) Act upon the chief executive's recommendations for organizational strategy

Usually a special committee working with chief exec facilitates this process. Staff leadership should draft the statement of strategic goals that is sent to the Board; these are based on all the info gathered during the process. Chief exec should report regularly on progress toward the specific, time-limited goals.

- c) Evaluate the chief executive and monitor the progress of the organization's work.

Annually approve and monitor the agency work plan and the chief executive's job performance. Monthly or semi-monthly – review progress.

The budget process should begin with establishment of budget guidelines that are recommended by the chief executive, then by the finance committee, and approved by the Board.

Fiscal and HR policies should be recommended by the chief executive, reviewed by the appropriate committee(s), and approved by the Board. They should include clear goals and guidelines in all areas, including clear guidelines of the chief executive's leeway and limitations under the approved budget, and with respect to staff hiring, discipline, and reorganization.

Evaluate and guide the chief executive in a thorough manner – with check-ins throughout the year that include the full board and that include *two-way, candid communication*; this includes evaluation of the quality and quantity of services delivered, the appropriateness of the targeting and cost of services, employee engagement, community presence, fundraising leadership and fiscal targets.

This should never be delegated 100% to a committee – Board involvement throughout the year, including regular exec sessions, is critical. HSC has a really good model policy on this.

STEP 5) Support the Agency as Volunteers, Not as Governing Board Members

- a) Give a gift to the agency that is a “stretch” (to be defined by each member)
- b) Provide regular volunteer time in support of agency fundraising
- c) Become an active, effective ambassador for the agency in the community.

Board policies should make it clear that when Board members are working as volunteer staff members they work under the supervision of paid staff and are expected to provide hard work, not supervision.

Members who do not follow through on a) and b) should be told by a member of the Board development committee that, as stated in the Bylaws, these are expectations of every member. No exceptions should be made, even for very hard workers and very generous donors – we love them and we appreciate them, but they cannot serve on the Board because that is who our Board members are.

STEP 6) Use a strong a board chair/chief executive partnership to put it all together.

Take the time to learn each others' working style.

Meet as often as needed. If the chair simply cannot devote the time needed, find another trusted board member who can and delegate some duties.

Stay focused on the five steps detailed above.

When in doubt about whose job it is to do something, discuss it. It is the board's job to organize and carry out its own responsibilities, but every board needs support from its chief executive. It is the chief executive's job to organize and carry out her/his own responsibilities, but every chief executive needs support from his/her board.

Go to <http://www.hsctc.org/index.php?page=capacity-building-templates-and-links> and read the articles in the "Board Chair and Chief Executive" section.