

THE THREE HATS OF A BOARD MEMBER

Board members wear three different hats as they make various contributions to their non-profit organizations. The board will enhance its effectiveness and avoid confusion and conflict if all members are clear about those hats.

- **Governance Hat** — Worn only when the full board meets, proper notice has been given, and a quorum is present.
- **Implementation Hat** — Worn only when the board gives one or more board members authority to implement a board policy.
- **Volunteer Hat** — Worn at all other times, when board members are involved with organizational activities as volunteers.

Problems arise when board members and/or staff members confuse these hats or when board members assume that *individual* and *collective* board responsibilities are interchangeable. They are not. Much of the confusion has to do with authority. Here is how to distinguish the three hats for individual board members:

- **Governance Hat** — The board is the ultimate legal and moral authority for the non-profit corporation. The government authorizes the board to be accountable to the public for running the organization. An *individual* board member has no authority in governance. Governance is *group* action.
- **Implementation Hat** — Occasionally the board delegates at least one of its members to act in its behalf— to represent the organization's interests with another group, for example, or to negotiate the purchase of some item. Such authority is not automatic just because a person is a board member. It depends on the board's having given its authority, acting by resolution in an official meeting.
- **Volunteer Hat** — As a volunteer, a board member has no individual authority simply by virtue of his or her position on the board. When wearing a volunteer hat, the board member is accountable to another person whether the chief executive, the volunteer coordinator, another staff member, or a task force chair.

The most misunderstood and abused principle of governance is *the requirement for group action*. The chief executive and staff cannot serve two (or 22) masters. The full board sets policy, not individual board members who feel strongly about something and voice their opinions to the chief executive. Board and staff members must understand and operate consistent with this principle. Otherwise, confusion and conflict reign, and board and staff effectiveness is diminished.