

Guide to Developing and Supporting a Board of Directors

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Introduction

There are many books written that include information on Not-for-Profit Boards of Directors. There are many books on non-profit management and leadership. Our goal also is to help organizations develop strong, effective, and diverse Boards of Directors. We wanted to create a working, dynamic document to help organizations figure out how to create and support the most effective Board of Directors. We also wanted to assist individuals in making decisions about how best to participate on Boards. We decided that we could help you the most by asking you the questions you need to answer. We believe that effective leadership is about asking the right questions. We hope this guide provides that leadership.

We wanted this to be a guidebook; a document that you could create to assist you in developing a strong and effective Board of Directors. We wanted to look at responsibility from the individual and the organizational perspective. What does each individual need to do to create an effective organization and what does the organization need to do to create individual effectiveness? The format provides questions and space for your answers. Share this guide with your current Board members. A review and integration of your collective answers will direct you toward excellence.

Organizations need to start with their vision...what is their ideal picture of the future? If they are successful, how will the world be different? The first section of this guide asks questions about the vision and the mission of the organization. It is essential to start here.

Subsequent sections offer questions to guide you through critical issues: Recruitment and Retention of Board Members; Making the Decision to be on a Board (Individual Candidates); Orientation and Training of Board Members; Board Leadership; Effective Functioning (How to Work Together); Staff and Board Relationships; On-Going Evaluation.

Rather than prescribing remedies, we offer some suggestions for things to consider to further develop your Board of Directors, including training possibilities, accommodations, support, and information websites. Please think about these questions. Write in the spaces provided. Cross out. Write again. Start again. Find YOUR way to creating the best organization you can. Create your way to a strong, effective and diverse Board of Directors, and, thereby, create a strong, effective and diverse organization.

Good luck. Enjoy the journey.

Board Development

Mission / Vision / Values

The Board of Directors for any organization has the task of leading the organization to its vision while being true to the mission and values of that organization. Major responsibilities of the Board are:

- ▶ Decision-making based on the organization's Mission and Vision
- ▶ Developing and implementing of a Strategic Plan
- ▶ Leading the organization to provide quality services

Some questions the Board should address:

Is the current mission appropriate and easily understood by all stakeholders?

How do we lead the organization in relation to our mission?

When did we last revisit or revise the mission?

Where does this organization plan to go in the future?

Who is the ownership? How are we accountable to them?

What are the values of this organization? How do we express these values in our services?

When did we last take time to dream or create a vision for the future? How do we encourage dreaming of the future?

What outcomes are we attempting to achieve?

What is the strategic direction that we wish to pursue?

Recruitment and Retention of Board Members

It is the responsibility of the Board to set the guidelines for its membership. Those membership guidelines are tied to the mission, vision, and values of the organization. There are a number of questions the Board must address in seeking new members. There are also questions an individual Board candidate must ask him or herself before fully assuming the role of Board member.

Some questions the Board should address:

What types of members would best fulfill the mission of our organization?

What should be the requirements for membership on this Board? Why?

What are the particular talents, skills, or background we need to be seeking for the Board?

What type of time commitment is required of Board members?

Is there a financial commitment required of Board members? If so, what is this commitment?

What is the best way to educate a new Board member about the organization, its mission, vision, values and goals?

Is it important that we seek diversity in Board membership? How do we define diversity? How do we ensure Board diversity? How do we best recruit people with disabilities, people of color, women, and other minorities for the Board?

What support will Board members need to do their best? For example, will a person with a disability need special support to be successful? Or, will materials for the Board meeting be provided in advance?

Will we be able to provide other special support, such as childcare?

Individual Candidates

Individual candidates for Board membership should be encouraged to ask themselves the following questions:

Do my personal values match the mission, vision and values of the organization I am being asked to represent?

Is there more I need to know about the organization before I join the Board? What do I need to know?

Why do you want me on the Board?

How much time do I have to think about my decision?

How will I learn about the work of this Board?

Can I observe a Board meeting before I decide?

Are there some seasoned Board members I might talk with about the Board? Who are they?

What commitment is expected of me in terms of time, years of service, or financial contributions?

Will I be reimbursed in any way for my time, transportation, or expenditures?

Will I be listened to seriously? Does everyone on this Board have equal power or are some members more powerful than others? How is power shared?

Orientation and Training of Board Members

The success of each Board member is often dependent upon how quickly he or she develops an understanding of the organization, the general nature of Board functioning, how this particular Board operates, and how to effectively communicate and take responsibility within the Board structure. The education of each Board member is paramount, and it will occur with or without a formalized program. Success for the entire Board will be dependent on what this education entails.

Questions the Board should address in educating its members:

What types of organizations have Boards? What type of organization do we serve? How is this organization alike or different from other organizations?

What are the different types of Boards? What type of Board is this one? How is this Board alike or different from other types of Boards?

What is the mission and vision of this organization and how are they used in decision-making?

What are the values that guide our decision-making?

How are we expected to communicate during meetings, between meetings?

Will materials be provided in alternative formats (e.g., Braille, audio tape, other languages, etc.) if needed?

What listening skills are needed? Do we need training in effective listening?

How can we assure respectful dialogue and behavior between Board members?

How can we best encourage discussion of diverse opinions, yet make decisions collaboratively?

Is there a way to assure that all Board members have training in problem solving, negotiation, and facilitation?

What are some appropriate team building exercises or approaches?

Do staff members or people receiving services or products through the organization play a role in the education of the Board members?

What are the roles and responsibilities of the Board chair/president? How is this evaluated? Are there pre-determined criteria?

What are the roles and responsibilities of a Board member? How is this evaluated?

If a Board chair/president or Board member does not fulfill the responsibilities of his or her role, how is this handled?

Effective Functioning

Every organization has its own culture and way of functioning. The size and complexity of the organization can produce various structures and ways of interacting. Since the Board is charged with leading the organization, the effectiveness of the Board functioning has a significant impact on the entire organization. There is a need to ensure effective and efficient processes and practices as the day-to-day work of the Board is accomplished.

Some questions the Board should address:

What information do we need to govern effectively?

**What governance model is best for our organization? Multiple models exist, but which one is best for us?
Operational? Traditional? Policy governance? Results based?**

How can we avoid rubber-stamping the work of the staff?

How can we balance over-control with under-control? How do we avoid micro-managing?

How can we conduct meetings that are more effective?

How can we avoid the pitfall of reactive governance? Do we spend our time looking backwards over work completed or looking forward toward the future? Are we being pro-active or reactive?

Are we continually focused on the internal operations of the organization or are we focused on the needs of our ownership? Are we focused on the purpose, outcomes, and mission of the organization?

How do we assure a healthy balance between large issues and small details?

Do we have mechanisms for self-discipline? What are they?

Do we need an outside facilitator for our meetings? How often do we need a facilitator to assist with meetings?

How have we clearly defined the roles and responsibilities for all Board members?

How can we ensure effective communication with all stakeholders?

Have we defined the use of officers, committees, who runs the meetings, who takes minutes, format of minutes, etc.? How are these defined: informally or formally?

Are committees organized around the functions/responsibilities of the Board rather than around management responsibilities? How have we done this?

Staff and Board Member Relationships

The Board's relationship with the Executive Director and staff of the organization is critical to effective functioning. Problems between the staff and the Board are generally based on a lack of understanding. Focus on the organization's vision or its value system and such issues must be addressed.

Some questions the Board should address:

What is the staff relationship with the Board members?

Is there clear delineation between staff roles and Board member roles? What is this delineation?

What staff members attend Board meetings? Is specific staff member attendance mandatory? Why?

Are meetings or portions of meetings open or closed? When? Why?

On-Going Evaluation

The Board must detail expectations for itself and how it will operate, delegate duties, use committees, monitor delegated functions, and perform its duties based on pre-established criteria. Evaluation of the Executive Director or CEO, the Chair and other officers, and holding them accountable for pre-established criteria of performance is another major responsibility of the Board.

Some questions the Board should address:

How will we assess our effectiveness as a Board? How will we assess our effectiveness as individual Board members?

How will we measure the success of the organization?

What are the criteria for performance evaluation of the Executive Director/CEO and his or her performance with the staff?

What procedures do we have in place to assess and evaluate the Board, each individual Board member, and the Executive Director/CEO?

What do we do with assessment information?

**Tools and suggestions that may be helpful
to all Board members**

Team building opportunities
Clear job descriptions
Clear policies and procedures
Leadership training
Identification of individual skills and interest
Identification of individual communication styles
Clear and current agendas
Clear, consistent, and timely minutes
List of terms and abbreviations frequently utilized
Consistent meeting practices and process
Accessible meeting places
Color-coded documents

Websites and references

<http://www.boardsource.org>
<http://www.iknow.org>
<http://www.genie.org>
http://www.managementhelp.org/fp_progs/brd_mod/boards.htm
<http://www.mapnp.org/library/boards/boards.htm>
<http://carvergovernance.com/>
<http://www.help4nonprofits.com>
<http://www.boardcafe.org/bc1197.html>
<http://www.ascs.org/governnfp/ncnb.shtml>
<http://www.mentoringcanada.ca/training/Boards/>

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