

# The Board Member's Seven Responsibilities

1. **Attendance.** To attend board meetings and participate in some committee work.
2. **Mission.** To define the mission and participate periodically in strategic planning to review purposes, programs, priorities, funding needs, and targets of achievement.
3. **Chief executive.** To approve the selection, compensation, and, if necessary, dismissal of the chief executive, and assure regular evaluation of the executive's performance.
4. **Finances.** To assure financial responsibility by:
  - approving the annual budget and overseeing adherence to it
  - contracting for an independent audit
  - controlling the investment policies and management of capital or reserve funds.
5. **Program oversight and support.** To oversee and evaluate all programs, support the staff, and be an advocate in the community.
6. **Fundraising.** To contribute personally and annually and participate in identification, cultivation, and solicitation of prospective supporters.
7. **Board effectiveness.** To assure the board fulfills the foregoing governance responsibilities and maintains effective organization, procedures, and recruitment.

*from Fisher Howe, "Philanthropy is Not Business: Advice to New Nonprofit Board Members."  
Nonprofit World, Sept.–Oct., 1995, pp. 16–18.*

# What to Expect of Your Board

By Bob Greene

A few years ago I was called by a small start-up nonprofit in trouble. Some of their Board members, who had originally been recruited by the executive director because they were friends, had shared their criticisms of the executive directly with the organization's primary funder. The executive countered that the Board members, were not pulling their weight. Not surprisingly, the tensions led to Board resignations. Those who remained wanted to make a fresh start and realized that part of the problem had been their collective inexperience as Board members, and their confusion about their own role.

On most issues, some disagreement is healthy on a Board, even essential. But in a few key areas, all members should share the same expectations. As you read this article, conduct a simple Board self-assessment: ask yourself if you are clear about each point in regards to your organization, and whether you are confident that there is consensus among the Board on these points.

## **Board Responsibilities: The Basics**

Boards of directors of nonprofit organizations hold the public's trust, and therefore have ethical, legal, and fiduciary: responsibilities to make sure the organization meets its mission. Boards of the most effective organizations focus on *governance* and provide direction and oversight, monitor progress, and hold the executive director accountable for implementation. Unfortunately, too many Boards involve themselves primarily in day-to-day tasks (leading to complaints of "micro-management"). Although Board members may help with day-to-day tasks (especially in organizations with few staff), their primary focus must be on larger-scale policy concerns.

*Planning* is a critical area that many Boards neglect. By joining together with staff and others to create a strategic plan, the Board fosters innovation and ensures that everyone understands and supports the organization's strategic direction and commits to its long-term goals. Allison Newell, executive director of Alabama Water Watch Association (AWWA), puts it this way: "open communication between directors and staff and clear goals set forth by our strategic plan have proven to be the keys to our sorting out 'who does what by when' and keeping everything moving smoothly."

The Board's role in *fundraising* is often a source of tension. How actively should they be involved? How much should each Board member be expected to donate? Different groups answer these questions differently what's crucial is to have the discussion and agree to a set of expectations: If Board members are expected to make a financial contribution, they should know this before they join the Board. As Stephen Sedam, Executive Director of the Audubon Ohio, explains, "if you are clear with people up-front, they will follow through."

## **Relationship with Staff**

If an organization has staff, the Board of directors is obliged to be a responsible employer. An effective Board hires, supports, evaluates, and, if necessary, dismisses the executive, and it delegates other hiring and supervision decisions to him or her. Overall, successful Boards establish *a clear division of labor with the executive*. AWWA's Board and Allison Newell, the organization's first executive director (and former Board president), are currently negotiating roles and responsibilities. It is a challenging discussion, in part because Allison works half-time, but by taking the time to clarify role expectations, they are creating a firm foundation for a successful long term relationship.

*Open communication and information flow* may be the single most critical ingredient in a Board/executive relationship. Openness requires clear expectations regarding the type, format and frequency information the Board needs. Board meetings are more productive when necessary financial and budget data, program information, briefings on emerging issues, and the like, are distributed to Board members in advance (and read!). Both AWWA and Audubon Ohio provide each Board member with a three-ring binder, and essential information is printed on paper with pre-punched holes. The Board notebook also contains the organization's mission, bylaws, and committee reports. In addition, AWWA publishes a yearly calendar of meetings and important events, so Board members who live across the state can plan their schedules well in advance.

For larger organizations with multiple staff members, *clear lines of communication* are crucial; I've consulted with several organizations that experienced conflict because Board members and staff communicated (complained, planned, made requests) directly with each other, bypassing the executive. In a few cases, this may fine—for example, when a committee chair works directly with a staff liaison. But if Board members, staff, or the executive feel the need to side-step clear channels to talk about serious issues, it's often a sign of deep-seated trouble.

## **Board development**

Another area for attention and one that is frequently overlooked or rushed is *Board development and renewal*. Stephen Sedam explains that during an effective nominating process, a Board: (1) takes a careful look at what the organization is trying to accomplish and how the Board can help; (2) considers the Board's effectiveness and make-up (including skills, experience, racial and ethnic diversity, etc.); and (3) identifies pools of candidates from which to recruit. Potential Board members are told what's expected of them up front. Allison Newell agrees: "By informing nominees about the time and financial resources expected of them as directors, we've received the level of commitment required to govern a rapidly growing organization like ours."

Is everyone on your Board playing by the same rules? One way to find out is to discuss this article at a future Board meeting. For additional ideas, contact the Institute for Conservation Leadership. We have considerable experience supporting effective Boards and helping to build strong Board/executive teams.



# Project Expectation Worksheet

Project title: \_\_\_\_\_

Links to strategic plan (specific goal and strategy): \_\_\_\_\_

Assigned to: \_\_\_\_\_

Reports to: \_\_\_\_\_

Specific results/standards expected: \_\_\_\_\_

Decision-making authority delegated: \_\_\_\_\_

Guidelines that must be followed: \_\_\_\_\_

Budget available: \_\_\_\_\_

Other resources available: \_\_\_\_\_

<b>Objective</b>	<b>Task</b>	<b>Who is responsible</b>	<b>Timeline</b>	<b>Review (when, who)</b>
1	1a.			
	1b.			
	1c.			
	1d.			
2	2a.			
	2b.			
	2c.			
	2d.			
3	3a.			
	3b.			
	3c.			
	3d.			

## Board Profile Worksheet

This tool helps to identify some desired characteristics and current gaps on your board at this stage of your organization's life. Mark the grid for each characteristic that is filled presently by one or more board members. After that, you can more easily identify gaps that you wish to be filled. Please note that each number represents the name of a current board member. Each letter represents the name of a prospective board member. Each board member may represent several attributes, qualities, and skills..

Categories to consider if relevant	Current Board Members (200____)				Prospective Board Members (200____ - ____)			
	1	2	3	4	A	B	C	D
<b>Area of Expertise/Professional Skills such as:</b>								
Organizational and financial management								
Special program focus of our nonprofit (e.g., education, environment, policy)								
Fund raising (both professional fund- raisers and those with leverage in obtaining funds)								
Government representative								
Law								
Marketing, Public relations								
Strategic or long-range planning								
Group and meeting facilitation								
Representatives of clients served by nonprofit								
Other								
<b>Diversity</b>								
Age								
Gender								
Race/Ethnic Background								
Other (Disability, sexual orientation, urban/rural, other characteristics important to your organization)								
<b>Programs, Projects, Committees</b>								
Specific program(s)								
Development/Fund raising								
Finance								
Other								

Adapted from *Six Keys to Recruiting, Orienting, and Involving Nonprofit Board Members*,  
by Judith Grummon Nelson

## Board Self-Assessment (Brief)

	<b>Your Rating</b>  Key: 1=Strongly agree 2=Somewhat agree 3=Somewhat disagree 4=Strongly disagree 5=don't know or n.a.
The organization is working on a cause worth getting excited about.	
The programs of the organization make a significant and unique difference for the cause.	
The mission statement is appropriate to the organization's role in the next three to five years	
The board is knowledgeable about the organization's current programs and their strengths and weaknesses	
The board focuses much of its attention on long-term, significant policy issues rather than short-term, administrative matters.	
The board has a strategic vision of how the organization should be evolving over the next three to five years.	
Board members promote a positive image of the organization in the community	
The board understands the fundraising strategy for the organization	
Board members actively ask others in the community to provide financial support to the organization	
The board receives and reviews financial reports on a regular basis	
The board has an effective process to identify the qualifications and expertise that new board members should bring to the organization	
Board members engage in high quality discussion appropriate to the topic at hand and purpose of the board	
Current committee structure contributes to board productivity	
Board members cooperate with each other and act as a team	
Roles and responsibilities for specific projects are clearly recognized among all board members	
There is clear accountability for all work carried out by board members	
A climate of mutual trust and respect exists between board members	
The board puts difficult issues on the table and discusses them productively	
▪ <i>For groups with staff</i>	
The respective roles of the board and staff are clearly defined and understood	
A climate of mutual trust and respect exists between the board and the chief executive	
The board gives the chief executive enough authority and responsibility to lead and manage the organization effectively	