

## High-Performing Boards

*Effective Governance Practices in Member-Serving Organizations*, by Beth Gazley, PhD and Ashley Bowers

### Embraces being a learning organization

- + Performs Self-Evaluation
- + Measures progress against performance goals
- + Supports learning and growth
- + Invests in board training, development and management

### Pays attention to process

- + Identifies and follow effective practices
- + Uses disciplined decision making processes

### Practices a culture of active responsibility

- + Has clearly defined outcomes and holds themselves accountable for their work and actions
- + Takes responsibility for their own performance and how they work together

### Speaks with one voice

### Is open and transparent

### Engages its membership vigorously

- + Takes every opportunity to communicate with stakeholders

### Has a strong strategic focus

#### High-Performing Board Best Practices

- Board Size = 12 to 15 members
- Board Terms = 2 to 3 years
- Term limits = 2 to 3 terms
- Has an Executive Committee
- Uses committees and task forces to delegate board work and fully air issues before board review
- CEO is ex-officio/non-voting board member
- Has a CEO evaluation process
- Has board self-evaluation processes
- Develops processes to support efficient and effective governance
- Has formal decision-making processes
- Has bylaws, policies, a board manual and governance documents
- Conducts regular meetings
  - Annual meeting + Teleconferences
- Board meetings are focused on strategic rather than operational issues
  - Uses a consent agenda
- Facilitates open discussion and deliberation before votes
  - Decisions are informed and consensus-based
- Has a Nominating Committee
  - Screens prospects before election via a nomination process
  - Has open nomination and election processes
  - Prepares a slate of candidates for the board
- Has formal board training/development
  - Formal orientation, job descriptions, board manual, governance documents, retreats, mentors

## Ten Responsibilities of the Board

The board can protect itself, and govern the organization, by understanding what is required of it:

### 1. Determine the Organization's Mission and Purposes

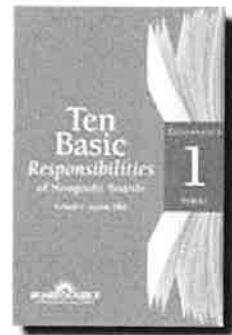
A statement of mission and purposes should articulate the organization's goals, means, and primary constituents served. It is the board of directors' responsibility to create the mission statement and review it periodically for accuracy and validity. Each individual board member should fully understand and support it.

### 2. Select the Chief Executive

Boards must reach consensus on the chief executive's job description and undertake a careful search process to find the most qualified individual for the position.

### 3. Support the Chief Executive and Assess Performance

The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the organization. The chief executive, in partnership with the entire board, should decide upon a periodic evaluation of the chief executive's performance. [CEO is responsible unless the actions of the board prevent the CEO from performing his or her job.]



### 4. Ensure Effective Organizational Planning

As stewards of an organization, boards must actively participate with the staff in an overall planning process and assist in implementing the plan's goals.

### 5. Ensure Adequate Resources

One of the board's foremost responsibilities is to provide adequate resources for the organization to fulfill its mission. The board should work in partnership with the chief executive and development staff, if any, to raise funds from the community.

### 6. Manage Resources Effectively

The board, in order to remain accountable to its donors, the public, and to safeguard its tax-exempt status, must assist in developing the annual budget and ensuring that proper financial controls are in place.

### 7. Determine, Monitor and Strengthen Programs And Services

The board's role in this area is to determine which programs are the most consistent with an organization's mission, and to monitor their effectiveness.

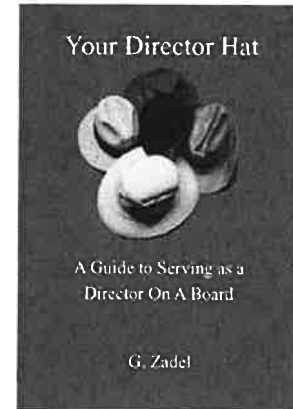
### 8. Enhance the Organization's Public Image

An organization's primary link to the community, including constituents, the public, and the media, is the board. Clearly articulating the organization's mission, accomplishments,

and goals to the public, as well as garnering support from important members of the community, are important elements of a comprehensive public relations strategy.

**9. Ensure Legal and Ethical Integrity and Maintain Accountability**

The board is ultimately responsible for ensuring adherence to legal standards and ethical norms. Solid personnel policies, grievance procedures, and a clear delegation to the chief executive of hiring and managing employees will help ensure proper decorum in this area. The board must establish pertinent policies, and adhere to provisions of the organization's bylaws and articles of incorporation.



**10. Recruit and Orient New Board Members; Assess Board Performance**

All boards have a responsibility to articulate and make known their needs in terms of member experience, skills, and many other considerations that define a "balanced" board composition. Boards must also orient new board members to their responsibilities and the organization's history, needs, and challenges. By evaluating its performance in fulfilling its responsibilities, the board can recognize its achievement and reach consensus on which areas need to be improved.

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From Ten Basic Responsibilities of Nonprofit Boards. Washington, DC: BoardSource, formerly the National Center for Nonprofit Boards, Adaptation.