



Board Basics & Best Practices

Building a culture of strong governance



**Great
Boards**

**Accomplish
Great Things!**

**What are the
challenges that
can prevent a
board from
being great?**

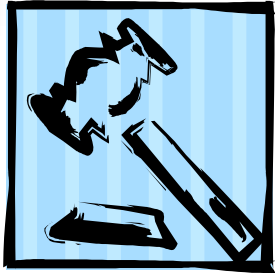




Board Responsibilities

Board members are the fiduciaries who steer the organization towards a sustainable future by adopting sound, ethical, and legal governance and financial management policies, as well as by making sure the nonprofit has adequate resources to advance its mission.

The Basics of Governance



Legal Obligations

- Duty of Loyalty
- Duty of Care
- Duty of Obedience

Ten Basic Responsibilities

1. Determine Mission and purpose
2. Select the chief executive
3. Support and evaluate the chief executive
4. Ensure effective planning
5. Monitor and strengthen all programs/services
6. Ensure adequate financial resources
7. Protect assets and provide financial oversight
8. Build a competent board
9. Ensure legal and ethical integrity
10. Enhance the organization's public standing

Board Expectations

- ✓ **Terms & Term Limits**
- ✓ **Attendance**
- ✓ **Time Commitment**
- ✓ **Board Work** (Committees, Task Groups, other)
- ✓ **Preparation for meetings**
- ✓ **Financial Contribution**
- ✓ **Participation in Fundraising activities**
- ✓ **Participation in Organizational activities**
- ✓ **Enhance Public Standing**
- ✓ **Building the Board**



Board Building



Governance Tools

<https://www.catalystnonprofit.com/resources-news/governance-tools/>

- ✓ **Board Profile**
- ✓ **Board Candidate Form**
- ✓ **Board Expectations**
- ✓ **Board Orientation**
- ✓ **Annual Calendar**
- ✓ **Mini Board Self-Assessment**

- ✓ **Conflict of Interest**
- ✓ **Directors & Officers Insurance**

BoardSource
PANO



Board Meetings

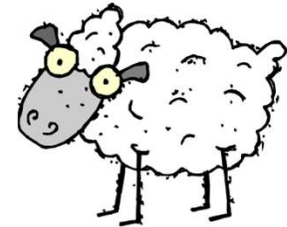
- ✓ Regular meetings & communications
- ✓ Make Important Decisions
- ✓ Document decisions made
- ✓ Set/monitor strategic direction
- ✓ Exchange of ideas/information
- ✓ Oversee organizational activities
- ✓ Achieve meeting purpose
- ✓ Give voice to all board members



Critical Conversations

Critical Conversations:

- ✓ Success
- ✓ Programs & Finances
- ✓ Executive Director Performance
- ✓ Organizational Crisis
- ✓ Difficult Board Members
- ✓ Opportunities & Threats
(Strategic Thinking)



Board Structure

Committees

- Job Description
- Meet Regularly
- Ongoing Work
- Standing or Necessary (per Bylaws)

Task Groups

- ✓ Defined Purpose
- ✓ Beginning, Middle, End
- ✓ Set-time Frame
- ✓ Form as Needed



Policies



- ✓ Conflict of Interest
- ✓ Whistle Blower
- ✓ Document Destruction
- ✓ Confidentiality
- ✓ Financial Controls
- ✓ Gift Acceptance
 - ✓ Digital Assets
- ✓ Must Have, Should Have, When We Get to It

Board & CEO

Board	CEO
Deals with the whole, develops concepts	Deals with the parts, responsible for all the parts coming together
Long-term focus of governance	Short-term focus
Deals only with ED	Bridge from Board to staff
Establishes policies	Implements policies
Full Board has authority over ED	Has authority over all staff
Accountable to membership	Accountable only to full Board
Determines priorities and measurements for organization	Implements priorities of the Board
Articulates organization's priorities	Helps Board to articulate and carries out organization's priorities
Analyses information provided; evaluates	Provides information to the Board on the results achieved and decisions made toward priorities
Evaluates ED, re-establishes priorities	Evaluates staff

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