



Welcome



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Week 1 Recap

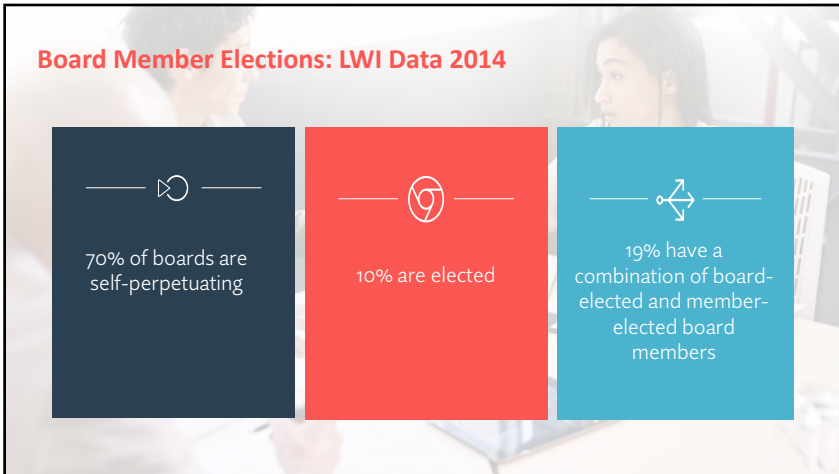
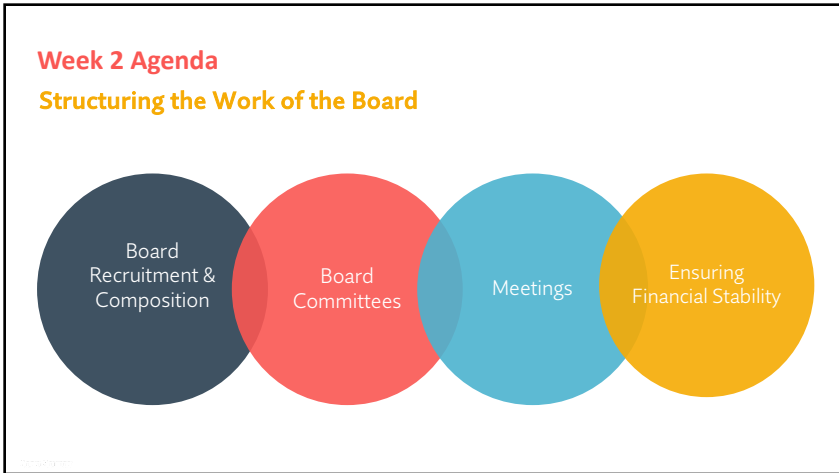
Exceptional boards govern in *constructive partnership* with the CEO, becoming allies together in pursuit of the mission, and building a relationship based on trust and forthrightness.

CEOs can encourage a constructive partnership with their boards – starting with the Board Chair – by cultivating relationships, evaluating strategies to inform the board, and facilitating a balance in roles and responsibilities.

Week Two Learning Objective

Structuring the Work of the Board for Engagement and Effectiveness

List at least three of the five areas in which the Chief Executive and the board chair have the opportunity to positively structure the board's work.



Finding the Right Board Members

“High-performing boards approach recruitment as a year-round board responsibility and typically use the governance committee to spearhead this effort ...A continuous cycle of identifying potential candidates, exposing them to the work of the organization and current board members, and getting them actively involved early in the process results in a more well-rounded pool of candidates”.

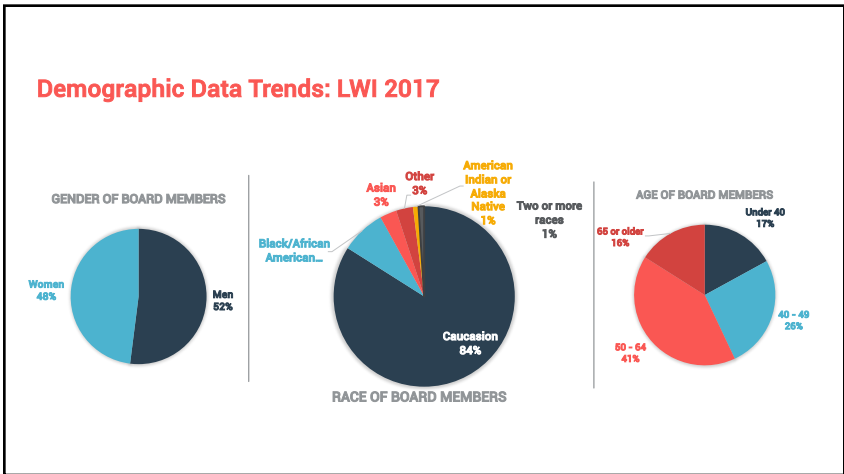
Recruiting Board Members: LWI Data 2014

CEOs report:
Having the right
board members is a
determinant of
effective board
performance

Yet, only 73% of CEOs
believe they have the
right board members

Finding board
members is getting
harder:

58% of CEOs vs. 44%
in 2012 report it's
difficult finding the
right board members



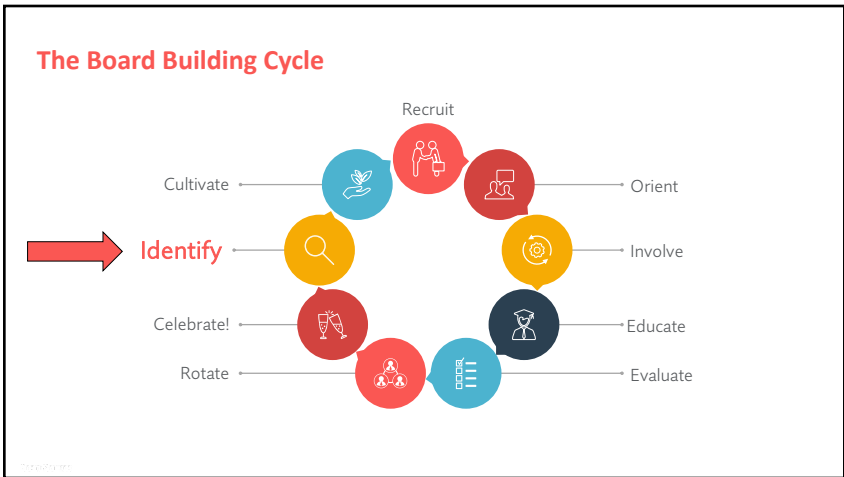
The Chief Executive's Roles in Recruitment

How Chief Executives Help Recruit Prospects:

Spot talent to
develop a diverse
and inclusive board

Develop
relationship
with board
and chair

Share strategic
objectives and
board action
needed



Board Recruitment TOOL The Board Recruitment Center

[Lay the Foundation](#) | [Envision Your Ideal Board](#) | [Find Candidates](#) | [Help Board Candidates Find You](#) | [Board Posting & Matching Programs by Region](#) | [Evaluate Board Candidates](#) | [Nominate and Elect New Board Members](#) | [Orient and Develop Your Members](#) | [Additional Resources and Assistance](#)

Nothing is more important to the health and sustainability of your organization than getting highly qualified and enthusiastic people to serve on your board. But many organizations struggle to identify the right leaders.

- More than half – 58 percent – of nonprofit leaders report that it is difficult to recruit new members. *(Leading with Intent 2015: A National Index of Nonprofit Board Practices)*
- Only 73 percent of chief executives state that they have the right board members to effectively govern their organizations. *(Leading with Intent 2015: A National Index of Nonprofit Board Practices)*

BOARD RECRUITMENT MATRIX TOOL Board Matrix

This matrix can be adapted to assist your organization's recruitment efforts by assessing your current board composition and identifying opportunities to diversify and/or expand your board.

Every organization is different. Use the table below to help distinguish the skills and strengths depending on your organization's stage of development, community served, and other circumstances.

In considering board building, an organization is legally obligated to follow its bylaws, which define board size, structure, and composition. Keep in mind that your organization's bylaws may need to acknowledge changes in the environment and community that have made board structure of

COMMUNITY CONNECTIONS	NUMBER OF CURRENT MEMBERS	NUMBER OF PROSPECTIVE MEMBERS
Religious organizations		
Corporate		
Educational		
Health		
Political		
Philanthropic		
Small business		
Social services		
Other		

AREAS OF EXPERTISE/LEADERSHIP QUALITIES	NUMBER OF CURRENT MEMBERS	NUMBER OF PROSPECTIVE MEMBERS
Administration/Management		
Early-stage organizations/start-ups		
Financial oversight		
Fundraising		
Government		
Investment management		
Law		
Leadership skills/coach		
Marketing/public relations		
Human resources		
Strategic planning		
Physical plant (architect, engineer)		
Real estate		

PERSONAL STYLE	NUMBER OF CURRENT MEMBERS	NUMBER OF PROSPECTIVE MEMBERS
Corporate leader		
Small business owner		
Strategic		
Team member		
Volunteer		

AGE	NUMBER OF CURRENT MEMBERS	NUMBER OF PROSPECTIVE MEMBERS
Under 40		
40-49		
50-59		
60-69		
Over 70		

Board Orientation



BOARD BUDDIES



MISSION & HISTORY



ORG CHART



EXPECTATIONS & BEST PRACTICES



POLICIES, PROCEDURES, PLANS



MEETING DETAILS



FINANCIAL INFO



COMMUNICATION



CULTURE

Engagement Activities



Letter of Commitment



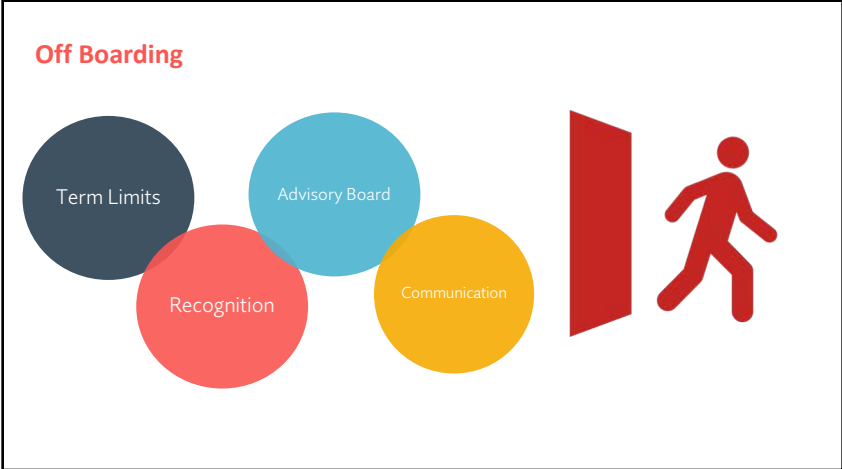
Engagement Activities



Board Self-Assessment



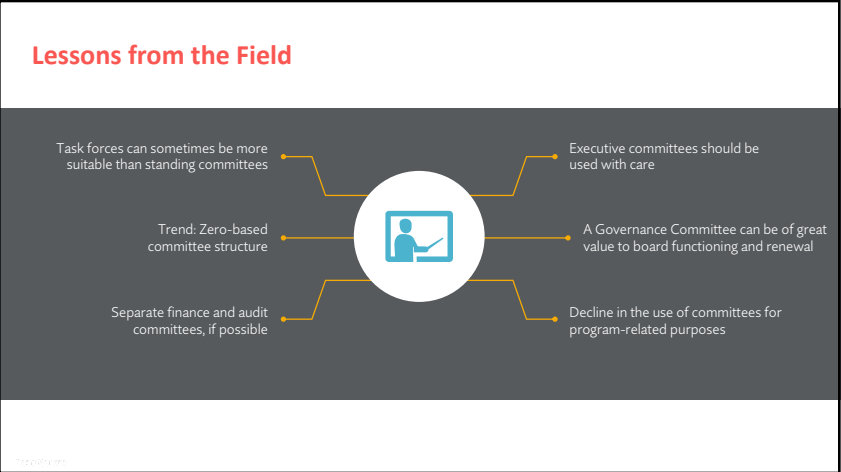
Recognition



Leading With Intent

Most Common Committees in 2016 and 2014

Committee	2016	2014
Executive	63%	78%
Development/Fundraising	44%	60%
Finance & Audit	37%	47%
Finance Standalone	25%	33%
Governance/Nominating	33%	37%



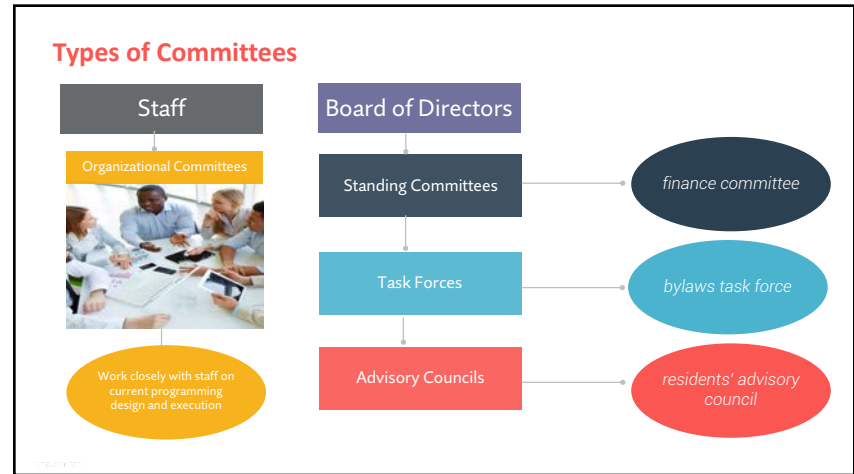
The Executive Committee



Usually made up of the officers of the board	Needs a clear charter	Promptly reports to and is accountable to the full board	Its limited role should be defined in the by-laws	Should not marginalize other board members or become a "shadow board"
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The Executive Committee Should Not:

Amend Bylaws	Elect or remove board members	Hire or fire the Chief Executive	Approve or change the budget	Make major structural changes
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Chief Executive Roles in Committee Structure



- Ensure committee charges, objectives and work plans
- Ensure the chair provides orientation
- Provide ongoing support to committee chairs

TOOL Sample Committee Charter



Sample Governance Committee Charter

The governance committee is commissioned by and responsible to XYZ board to ensure board effectiveness, maximum participation, and performance, to recommend new board members in a timely fashion; to ensure board policies are being observed; to implement board development and growth opportunities throughout the year, to ensure all board members receive orientation; and to annually recommend a slate of officers to the board for approval.

(Sample # 1 from the E-Policy Sampler, BoardSource)

3 Board Meetings

Poll Question:
Do you feel as though your board meets...

A. ——— too often	B. ——— not often enough	C. ——— the right amount	D. ——— no opinion
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Leading with Intent 2016 Data

Average amount of board meetings per year	7
Less than 5 meetings per year	33%
Boards with an annual retreat	42%
Meet for 2.5 hours or less	84%

Why This Matters

- Boards must meet often enough to fulfilling their fiduciary responsibilities without compromising efficiency
- An inverse relationship exists between meeting frequency and length of meeting
- One meeting a year is insufficient – See: BoardSource Recommended Governance Practices

Effective Meetings


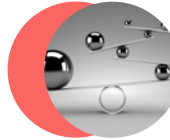
- Board chair and chief executive set the agenda
- Informally assess board meetings
- Establish a Governance Committee

Meet Smarter

PLANNING AND PREPARATION	IN THE BOARDROOM
<ul style="list-style-type: none"> Annual board meeting calendar Pre-reading materials and reports Consent agenda Dashboards Experts, guests, facilitators 	<ul style="list-style-type: none"> Pairs, triads, small groups Loyal opposition, devil's advocates Foster boards' ability to seek more information, question assumptions, and challenge conclusions Draw on multiple sources of information and perspective All voices heard

Board Meeting Tips

ROBERTA'S RULES OF ORDER – WHO'S ROBERT ANYWAY??

 <p>Board reports Strategic priorities Mission moments Ask questions No micromanagement</p>	 <p>Consent agendas Shared responsibilities Create accountability Follow through</p>	 <p>Guests, staff Chief executive Board members Honor time Sunshine laws</p>
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TOOL Consent Agenda

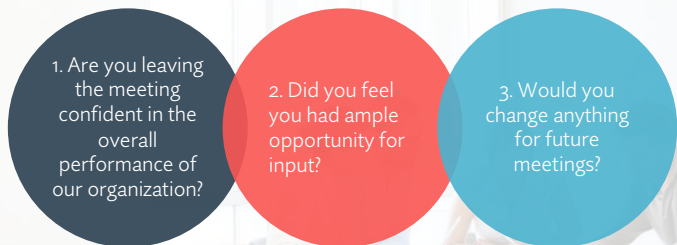


Strategic Thinking

Responsible Boards x The Source of Power = Exceptional Boards

<ul style="list-style-type: none"> Set direction Establish and review strategic plans Monitor performance against plans 	<ul style="list-style-type: none"> Considerable time spent on consequential issues Constant strategic thinking Joint board-staff efforts to frame and explore issue Alignment of agendas, CEO's goals, priorities 	<ul style="list-style-type: none"> Become a strategic asset, source of leadership Sharpen direction, address difficult issues, identify opportunities Generate solutions that are understood and supported
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Tool: Sample Board Meeting Evaluation Questions



1. Are you leaving the meeting confident in the overall performance of our organization?
2. Did you feel you had ample opportunity for input?
3. Would you change anything for future meetings?


TOOL Executive Sessions

Opportunity for the full board to meet in private with and without the executive director.


Open Meetings - <http://www.rcfp.org/browse-media-law-resources/digital-journalists-legal-guide/open-meetings>



4 Ensuring Financial Stability



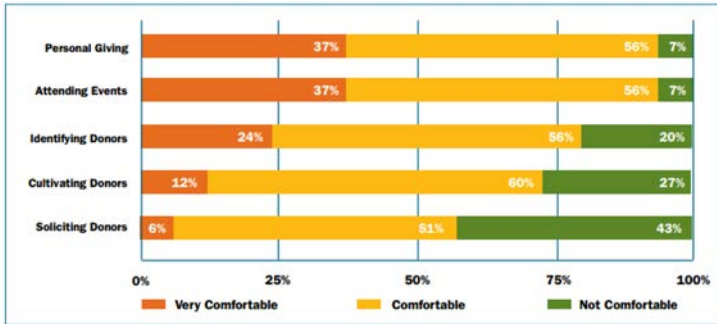
The Board's Fiduciary Role



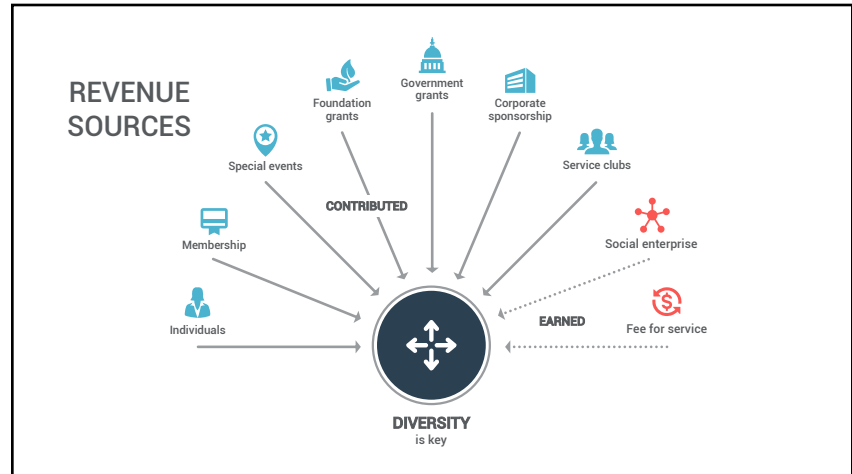
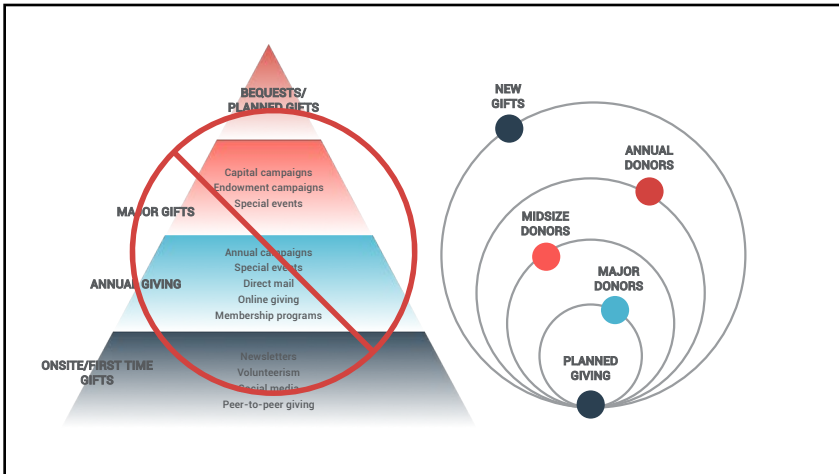
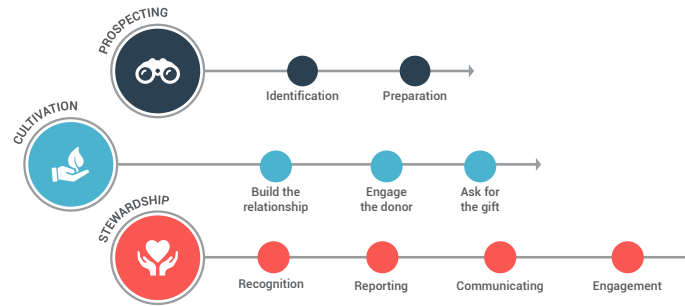
- Understand nonprofit financial foundations
- Set up & monitor key financial indicators
- Ensure financial control mechanisms
- Approve the budget
- Oversee legal obligations
- Understand roles of board, treasurer, financial committees, financial staff, internal controls
- Plan for financial diversity and sustainability

Board Roles in Fundraising

Figure 22. Boards and Fundraising: Perception of Chair about Board Member Comfort (Q27 Chair)



Fundraising Process

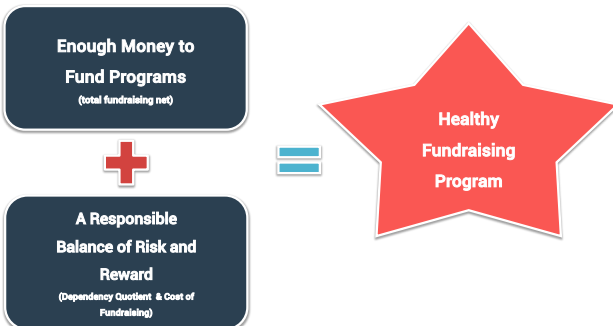


Pre-Requisites to Successful Fundraising



- Strong board and staff partnership
- Current strategic plan
- Fundraising plan
- Passionate board members
- Understanding the strategy of fundraising for your organization
- Willingness of board members to be advocates for your mission

Measuring Fundraising Effectiveness



Enough Money to Fund Programs
(total fundraising net)

A Responsible Balance of Risk and Reward
(Dependency Quotient & Cost of Fundraising)

Healthy Fundraising Program

Measuring Fundraising Effectiveness



Our Total Fundraising Net:
Is this enough to fund our work?

Our Dependency Quotient:
Are we at risk if a top donor changes its giving?


Our Cost of Fundraising:
Are our fundraising efforts paying off efficiently?





RESOURCE Impact + Profitability

Mission Impact ↑	High Mission Impact Low Profitability Keep, contain costs	High Mission Impact High Profitability Invest and grow
	Low Mission Impact Low Profitability Close or give away	Low Mission Impact High Profitability Water & harvest, increase impact
		Financial Profitability ⇒


Source: Nonprofit Sustainability: Making Strategic Decisions for Financial Viability by Bell, Masaoka, and Zimmerman (Jossey-Bass © 2010)

Strategic Planning and Fundraising: Role of the Chief Executive



				
Serve as the organization's representative to potential funders and the community	Ensure compliance with funding sources and regulatory requirements	Hire and supervise resource development staff	Initiate and assist the board in developing resource development policy	Help the board set fundraising priorities

5 Recap, Questions, and Close



Week 2: Recap

<h4>Board Recruitment and Composition</h4> <ul style="list-style-type: none"> Active role identifying and vetting prospects 	<h4>Board Committees</h4> <ul style="list-style-type: none"> Form follows function Clear charters, objectives 	<h4>Board Meetings</h4> <ul style="list-style-type: none"> Invest in well-crafted agendas Evaluate 	<h4>Ensuring Financial Stability</h4> <ul style="list-style-type: none"> Engage board members as individuals Board and staff each have a role to play
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Up Next

Week 3

Supporting and Evaluating Performance

BoardSource

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 Phone: 202-349-2500 Fax: 202-349-2599
 www.boardsource.org