

# Salesforce's Certificate Series of Nonprofit Board Education

Webinar Week 2

BoardSource®

# Welcome Back!



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# Check-in

## Last week's topics:

- Board roles and responsibilities
- Board structure
- Governance documents



# Week 2 Agenda

*Ingredients for Effective Governance:  
Where and How the Board Does its Work*

1. Board/Staff Partnership
2. Board Meetings
3. Building a High Performing Board

# 1. Board-Staff Partnership

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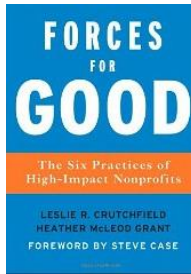
# Constructive Partnership

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Exceptional boards govern in constructive partnership with the chief executive, recognizing that the effectiveness of the board and chief executive are interdependent.



# Forces for Good: Six Practices of High-Impact Nonprofits



- “most of the (CEOs) we interviewed maintained that their relationship with the board was critical”
- “high impact boards—
  - CEOs **share power & leadership**, each has a critical but different role to play;
  - are highly **engaged**;
  - **work well with the executive leadership**;
  - **have evolved** as the org has grown”



# Chat

Which kind of information would you rather receive in preparation for board meetings? Why?

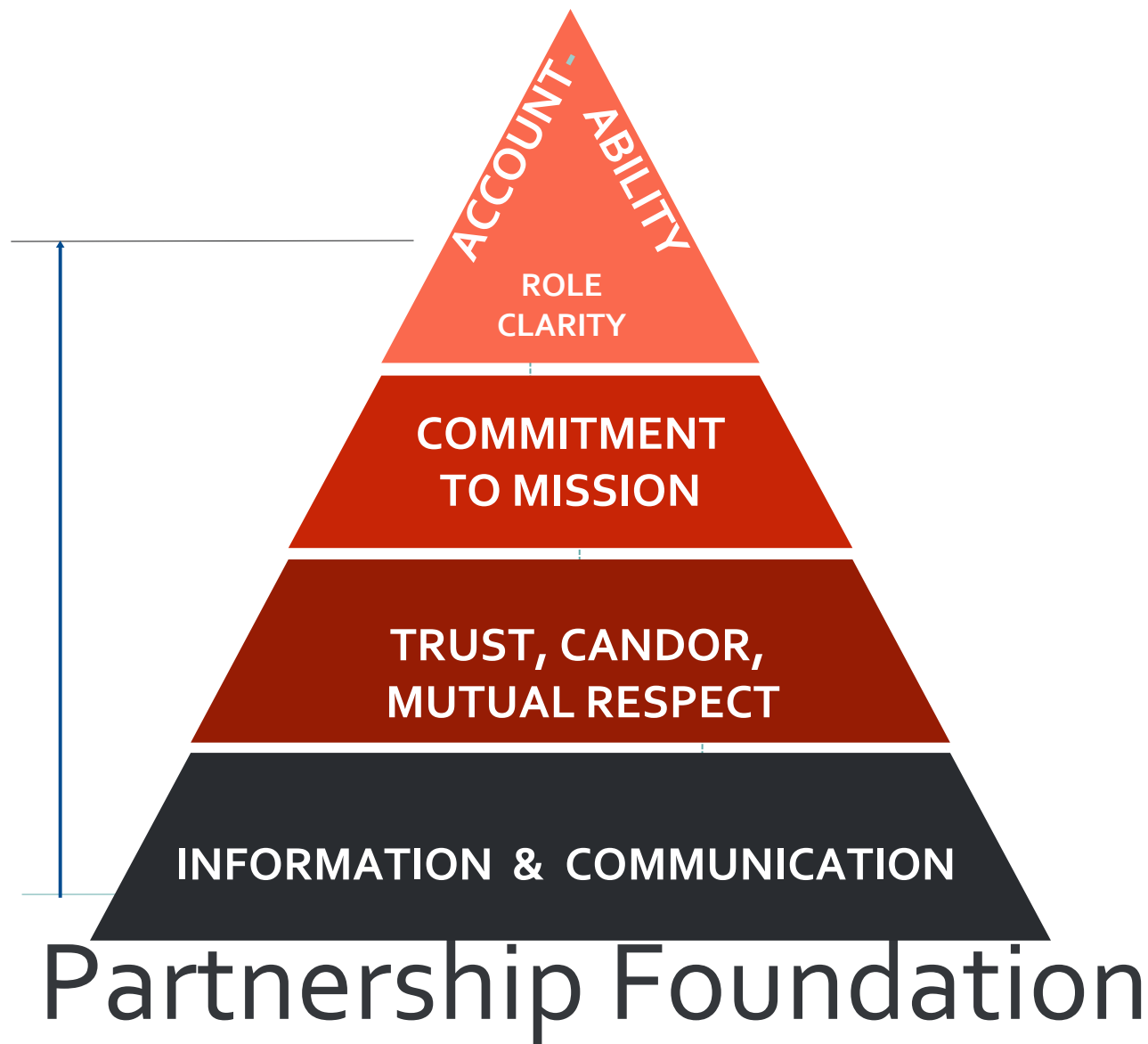
A



B



## Constructive Partnership Elements



## **Chief Executive**



**Coordinates and directs the affairs of the organization**  
–has immediate responsibility  
–is accountable to the board

## **Board**

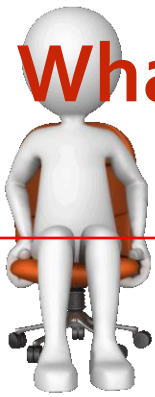


**Governs the life of the organization**  
–has ultimate responsibility  
–is accountable to the public trust

# What Expectations Have You Set?



# What should the **board** expect from the CEO?



1.

2.

3.

4.

5.

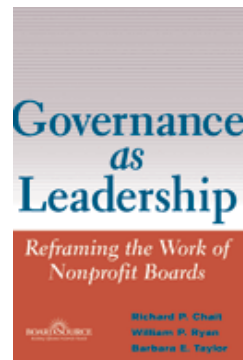
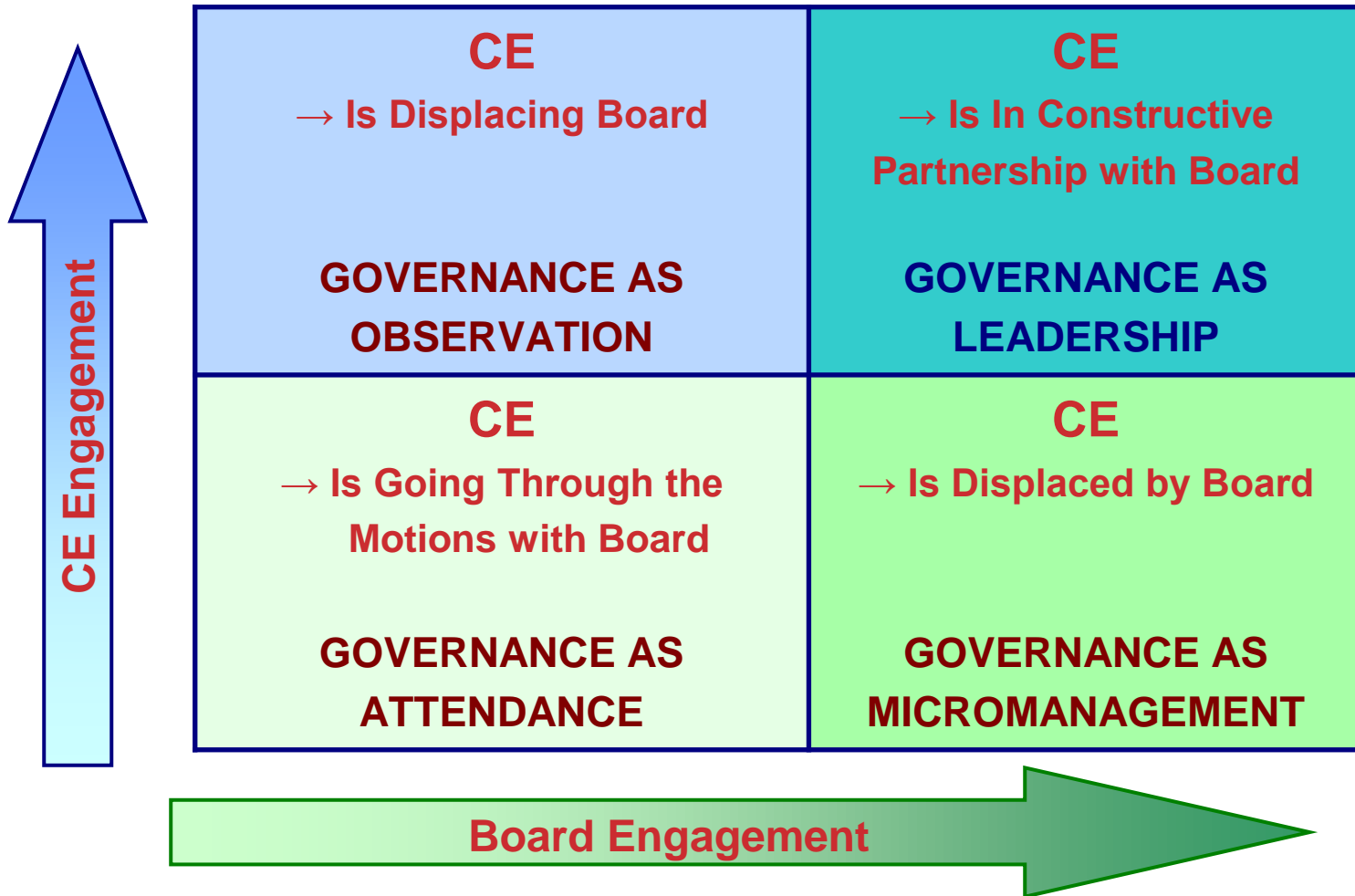
1. Positive attitude toward partnership
2. Identification of issues; strategic information
3. Proposals for policy changes
4. Engage board in advocacy & resource development
5. No surprises

# What should the **CEO** expect from the board?



1. Informed and prepared directors; questions
2. Timely and clear decisions
3. No micro-managing
4. Advocacy/fundraising/access
5. No surprises

# Chief Executive and Board Balance



Source: Richard Chait, et.al, "Governance as Leadership"

# Why Do Board Members Manage?

- Near term always seems more urgent
- Management issues create immediate satisfaction
- Want to help and near term seems more helpful
- It's what board members know best – as a result of our jobs, other boards
- It's what is modeled by others



# Your Thoughts/Questions



## 2. Board Meetings

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# Chat

How frequently do you meet as a full board?



# Leading With Intent Meeting Data

## What We Found

Half of nonprofit boards meet 6 or fewer times per year.

52% of boards meet every other month or less

16% meet between 7 and 9 times per year

33% meet almost monthly

78% of boards meet for 2.5 hours or less

**These findings must be taken in the context of other factors:**

- Geographic scope corresponds to meeting frequency and length
  - Multistate & national boards meet less often and longer
  - Local and state boards meet more often and shorter

# Roles of Nonprofit Boards

Set  
Strategic  
Direction

Ensure  
Adequate  
Resources

Fiduciary  
Oversight

# Intentional Board Practices



“Exceptional boards purposely structure themselves to fulfill essential governance duties and to support organizational priorities. Making governance intentional, not incidental, exceptional boards invest in structures and practices that can be thoughtfully adapted to changing circumstances.”

(Intentional Board Practices: Principle 10, The Source)

# Meetings that Matter



# Consent Agenda

- Written set of proposals that requires board action but not discussion/debate (e.g., minutes, dates of meetings)
- Circulate to board in advance
- During meeting, remove any issues that the board would like to discuss
- Board votes approval of amended agenda and moves on to critical issues



# Sample Consent Agenda

- A. Welcome and Chair's Remarks
- B. Consent Agenda
  - Approval of Minutes of May 15, 20XX
  - Accept Chief Executive's Report
  - Accept Committee Reports

# Culture of Inquiry - Checklist

- ☐ Questions are welcomed
- ☐ Differing viewpoints are encouraged
- ☐ Unwritten rules are explained
- ☐ Timely information exchanges
- ☐ Open communication
- ☐ Actively seek different viewpoints
- ☐ Tolerate ambiguity
- ☐ Brainstorm silently and openly
- ☐ Consult outsiders
- ☐ Search widely for information



# Ways to Avoid “Group Think”

- All board members are “essential evaluators”
- Leadership should avoid stating their position or preference at outset of deliberations
- Appoint a “devil's advocate” to question assumptions and plans for key decisions
- Ask for everyone’s opinion on critical matters
  - Five Finger Consensus or Index Cards or Round Robin

# Ways to Deliberate Differently

## Catalytic Questions

What is the biggest gap between the case we make for support and our actual accomplishments and actions? What does that say about the organization?

## Retrospective Thinking

What are our organization's successes or setbacks? How and why did they happen? What does this mean to the future?

## Future-Perfect History

It is the year 2020 and we have achieved the desired recognition! This achievement could not have happened if this board of directors had not \_\_\_\_.

## Dominant Narratives

How do you trace the organization's past trajectory or saga? What does it mean? What does it say about what to do next?

# Executive Sessions



- Opportunity for the full board to meet in private with and without the chief executive
- Must be used when confidentiality is required
- May also be used more routinely to strengthen mutual understanding, board cohesion, and the board/chief executive partnership
- Should be used consistently to alleviate feelings of apprehension and lessen the secretive and covert atmosphere

# Board Meeting Evaluation

<b>Agenda</b>	The agenda was clear, supported by the necessary documents.	Y/N
<b>Prepared Board</b>	Board members were prepared to discuss materials sent in advance.	Y/N
<b>Reports</b>	Reports were clear and contained needed information.	Y/N
<b>Strategic</b>	We focused on strategically important issues.	Y/N
<b>Diversity of Opinions</b>	A diversity of opinions was expressed and issues were dealt with in a respectful manner.	Y/N
<b>Board Chair</b>	The chair guided the meeting effectively.	Y/N

# CONTINUOUS LEARNING



“Exceptional boards embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value they add to the organization. They embed learning opportunities into routine governance work and in activities outside the boardroom.” (Continuous Learning: Principle 11, The Source)

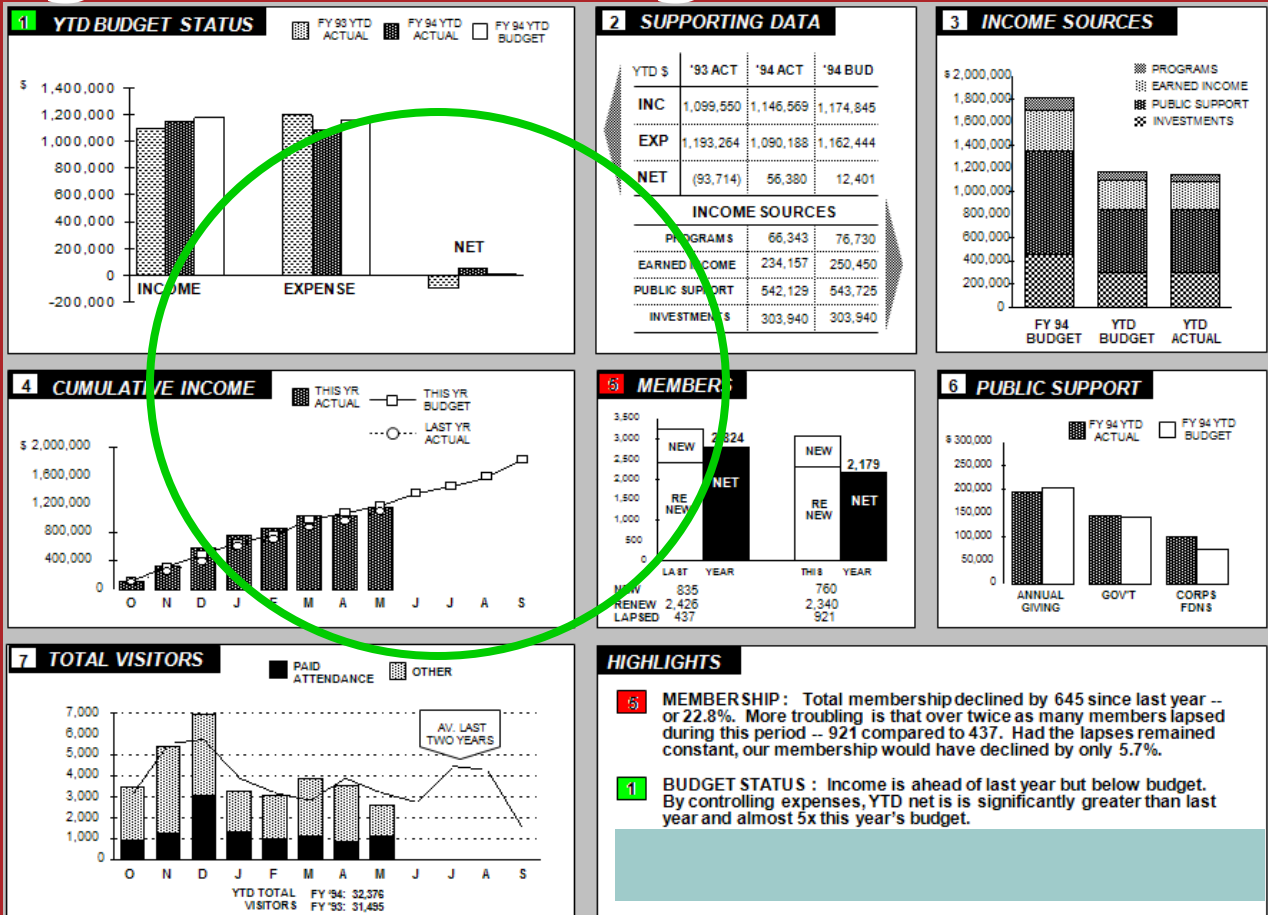
# What are Dashboards

- Brief reports of results over time
- Early warning devices for board and staff
- A supplement to what the board receives from the CE
- Can take many forms depending on the needs of the organization



# Graphic Dashboard

## Program Oversight Tool



# http://dashboard.imamuseum.org



# In Conclusion: Meet Smarter

## **PLANNING AND PREPARATION**

- Annual board meeting calendar
- Pre-reading materials and reports
- Consent agenda
- Dashboards
- Experts, guests, facilitators

## **IN THE BOARDROOM**

- Foster boards' ability to seek more information, question assumptions, and challenge conclusions
- Draw on multiple sources of information and perspectives
- All voices are heard
- Use Executive Sessions
- Periodically evaluate meetings

### 3. Building a High Performing Board

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# Responsible vs. Exceptional Boards: What's the Difference?

“The difference between ***responsible*** and ***exceptional*** boards lies in thoughtfulness and intentionality, action and engagement, knowledge and communication. This difference – this source of power – serves as the multiplier that powers exceptional boards.”

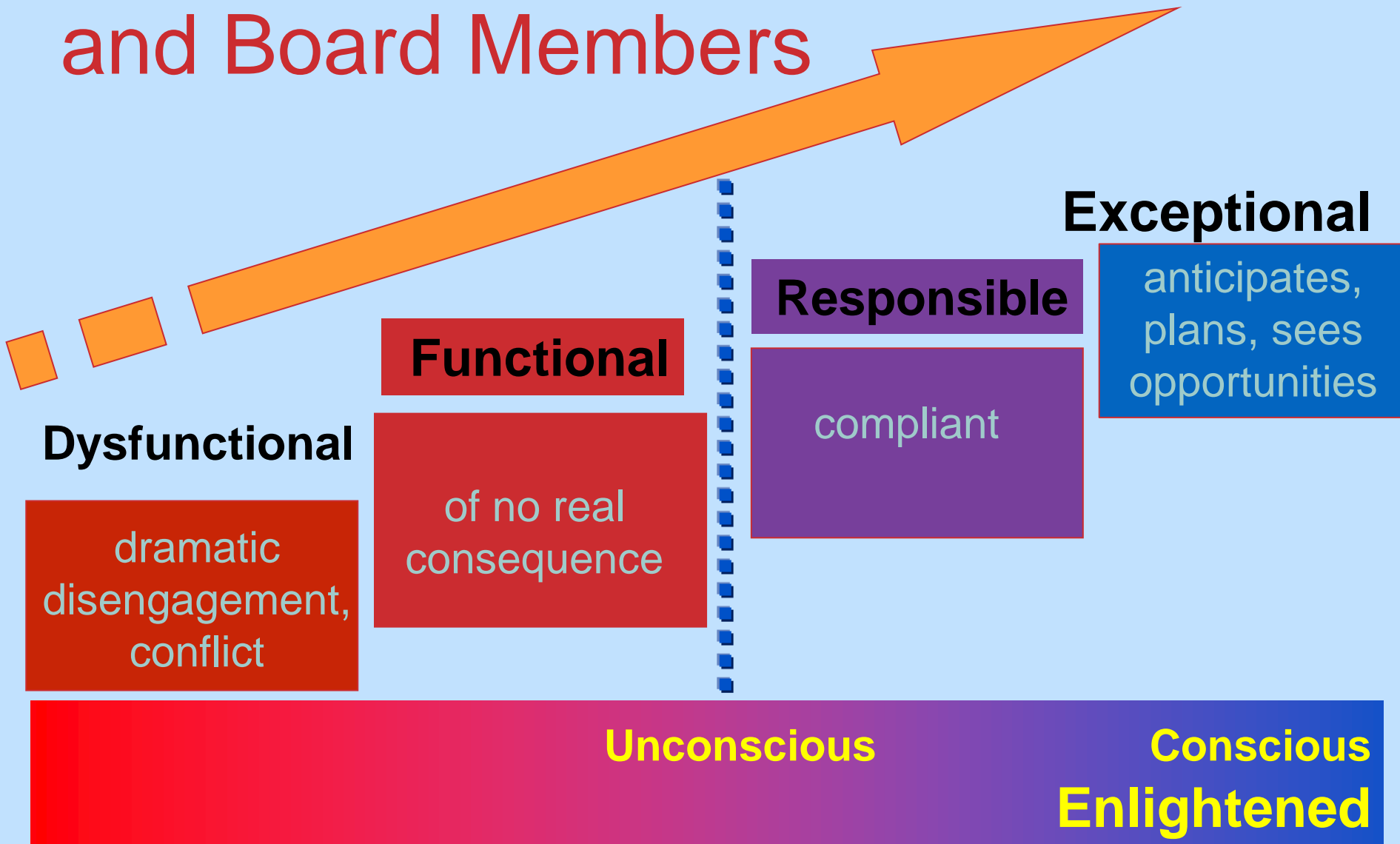
*The Source: Twelve Principles of Governance that Power Exceptional Boards*

# Twelve Principles of Governance That Power Exceptional Boards

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1. Constructive Partnership
2. Mission Driven
3. Strategic Thinking
4. Culture of Inquiry
5. Independent-Mindedness
6. Ethos of Transparency
7. Compliance with Integrity
8. Sustaining Resources
9. Results-Oriented
10. Intentional board practices
11. Continuous Learning
12. Revitalization

# Our Goal – More Effective Boards and Board Members



# CREATING A CULTURE OF INQUIRY



“Exceptional boards institutionalize a culture of inquiry, mutual respect, and constructive debate that leads to sound and shared decision making. They seek more information, question assumptions, and challenge conclusions so that they may advocate for solutions based on analysis.”

*Principle 4: Culture of Inquiry, The Source*



# CULTURE OF INQUIRY

## **IS AN ENVIRONMENT WHERE BOARD MEMBERS:**

- Solicit and explore divergent views in a respectful manner
- Have equal access to information
- Question assumptions
- Are willing to gather relevant information to inform decisions
- Voice their concerns before reaching a collective decision

## **IS NOT:**

- Endlessly questioning every issue or recommendation brought to the board
- Meddling
- A culture of indecision and avoidance



**Thursday,  
March 2nd  
9:00 – 10:30AM**

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