

WHAT DOES
BOARD SERVICE
ENTAIL?

How the three main roles of the board relate to the 10 basic responsibilities of nonprofit board members:



Sources: [Board Fundamentals](#), [Ten Basic Responsibilities of Nonprofit Boards](#), [Leading with Intent](#), [Legal Responsibilities of Nonprofit Boards](#)



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The three legal duties of a nonprofit board member:

- Care**
Pay attention to the organization's activities and operations
- Loyalty**
Put the interests of the organization before personal and professional interests.
- Obedience**
Comply with applicable federal, state, and local laws; adhere to the organization's bylaws; and remain the guardians of the mission.

How current boards rate themselves on the ten basic responsibilities:

Responsibility	CEO	Chair
Mission	A-	A-
Financial Oversight	B+	B+
Legal/Ethical Oversight	B+	B+
CEO Support	B	B+
Strategy	B-	B
CEO Evaluation	B-	B
Monitors Performance	B-	B
Community Relations	C+	C+
Board Composition	C	C+
Fundraising	C	C

OWNER/LEADER

TIMELINE/DUE DATE

GROW yourself.
GROW your organization.
GROW your impact.

Contact us for more information :

1027 Hooper Avenue, Building 1, 2nd Floor
Toms River, NJ 08753

732.244.4010

info@gruninfoundation.org

Find additional resources at:

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THE HIGH-IMPACT
Nonprofit Board

➤ Friday, February 22, 2019
➤ 8:00 am – 1:30 pm



Presented By:



In Partnership With:



Special Guest:



FACILITATOR:
Sharmila Rao Thakkar, MPH, MPA

Sharmila is a philanthropy and nonprofit consultant at SRT Advising & Consulting based in New York City.

sthakkar@supportcenteronline.org

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THE HIGH-IMPACT NONPROFIT BOARD
Friday, February 22, 2019 | 8:00 am – 1:30 pm

Learning Objectives

Perhaps the greatest asset of a nonprofit organization is its leadership. Yet, nonprofit organizations can fall short of achieving their missions as a result of poor board governance planning and practices. Understanding the critical role that the board of directors plays in nonprofit success and sustainability is paramount. Research demonstrates that nonprofit organizations that are fueled and powered by strong boards have greater mission focus, more resources, and greater impact. This workshop presents proven building blocks for creating a board that is effective, efficient, and impact-full! **In this workshop participants will:**

- BUILD UNDERSTANDING OF THE 10 CORE ROLES AND RESPONSIBILITIES OF A NONPROFIT BOARD
- DISCUSS THE BOARD'S ROLES IN FUND DEVELOPMENT, AMBASSADORSHIP AND ADVOCACY AND HOW TO HELP THEM PLAY THESE ROLES
- EXPLORE HOW TO CREATE DYNAMIC STRATEGIC AND "GENERATIVE" BOARD MEETINGS
- UNDERSTAND HOW TO BUILD THE REAL "SATISFACTION" IN GOVERNANCE

8:00 AM	Breakfast & Networking	10:30 AM	Building a Better Board <i>Case Study: Board Meetings vs Bored Meetings?</i>
8:30 AM	Lead U: Ice Breaker		
9:00 AM	Welcome & Introductions		
9:05 AM	Opening Circle / "Warm Up" Exercise <i>Community Agreements</i>	11:15 AM	Re-energizing Your Board & Refreshing Your Board Meetings <i>Discussion: Getting to Exceptional</i>
9:15 AM	Passion is Not Enough		
9:30 AM	Understanding Board Service <i>How We Are Doing: Shifting the Conversation to Action</i>	11:40 AM	"Pave the Way"... One Step at a Time
		11:50 AM	Questions and Comments
10:15 AM	Break	12:00 PM	Innovation Lab Lunch

**"PAVE THE WAY" ...
ONE STEP AT A TIME
I Commit To:**

SPECIFIC ACTION

ON BOARD GOVERNANCE:

Shifting the Conversation to Action

Getting Started: Taking Stock of Your Board

1. What are our strengths? What’s working well?
-
2. What are our challenges? What’s not going so well?
-
3. What can we do better?
-

Deeper Dive: Self-reflection about your Board

1. How are we doing in terms of providing organizational oversight and planning?
-
2. How are we doing in terms of our own internal functioning?
-
3. How are we doing in terms of fundraising and other outreach functions?
-
4. How are we doing in terms of reflecting our organization’s values, especially with regard to diversity, equity and inclusion?
-
5. What areas of expertise are we missing?
-

Getting to the Next Level: Setting Board Development Goals

1. Develop a one-line statement of your goal and/or vision for your board.
-
2. What is your pie-in-the-sky dream or hope for your board?
-
3. Jot down three measurable and achievable board development objectives (think: change, eliminate, add, do better).
-
-
-

CASE STUDY:

Board meetings or “Bored” meetings... Would you want to attend your own board meetings?

Sylvia Costa is the third executive director of the Disability Rights Alliance (DRA). Founded 13 years ago, DRA, a 501(c)(3) nonprofit organization has grown from a small, grassroots organization with a budget of \$150K per year and three staff people to a \$2.5 million per year organization with more than 30 employees. Yet, Sylvia is feeling frustrated.

Sylvia, together with her board chairperson, has diligently recruited some of the best and brightest from the community to serve on the DRA Board of Directors. While in the past Board meetings had a good turnout (usually a minimum of 12 out of 15 Board members were attending), there has recently been a drop-off in attendance. Sylvia senses that the meetings have become dry and unproductive.

She has come to dread these meetings as board members tend to focus on what she considers as “micro-view” questions. Inquiries such as “How stable is our staffing – are we experiencing turnover?” or “Shouldn’t

staff go through an extensive orientation after they are hired?” or “How did we handle the snow closing last week?” seem to drain her and her senior staff’s energy.

Sylvia and her team have been trying to create a sound and full agenda for each of the board meetings. She and her senior directors send out program and financial reports in advance and rehearse the presentation of reports prior to the meetings so they can stay on track and provide board members with all the info they’ll need. They try to anticipate questions so that they are well prepared to respond. While the organization faces some funding and financial sustainability issues, Sylvia and her management team would like the board to think more deeply about issues like their role in being good advocates for the cause, leading on the strategic vision of the organization and participating more actively in fundraising.

The next meeting of DRA is soon approaching. Already four board members have called to say that they are unable to attend. Sylvia is beginning to feel that the meeting will be unproductive. She calls in her senior managers to discuss the problem of dull board meetings and how they might “fix” the situation.

- What should the team consider as they discuss? What should they ask themselves regarding the board and board meetings?
- What dynamics could be contributing to the deteriorating energy and attendance at board meetings?
- Are there structural issues getting in the way of engaging, meaningful and productive board meetings?
- What is the staff management team’s role in making board meetings more engaging and productive?
- What is the board’s role in enhancing the board meeting and board service experience?



BECOMING A HIGH-IMPACT BOARD

- Be clear about collective and individual expectations
 - Design a true governance committee that builds a culture of leadership and monitors effectiveness & satisfaction
 - Create an annual board satisfaction & effectiveness assessment process
 - Commit to implementing changes to respond to findings
 - Periodically review bylaws and amend if necessary
 - Sharpen understanding and ownership of finances
 - Board is committed to engaging new supporters
- Board is active in stewardship of committed, long-term supporters
 - Board and CEO prioritize communicating openly and often
 - Implement generative board meetings:
 - Focus on solutions, not problems
 - Prioritize higher-level thinking and visioning
 - Board members individually and collectively fuel strategy
 - Utilize consent agenda and maximize board time together
 - Lead with a mindset of innovation and sustainability

IF YOU WANT TO GO FAST, GO ALONE.

IF YOU WANT TO GO FAR, GO TOGETHER.

– African Proverb

12 PRINCIPLES OF GOVERNANCE

That Power Exceptional Boards

- 1

CONSTRUCTIVE PARTNERSHIP

Exceptional boards govern in constructive partnership with the chief executive, recognizing that the effectiveness of the board and chief executive is interdependent. They build this partnership through trust, candor, respect, and honest communication.

2

MISSION DRIVEN

Exceptional boards shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and organizational values. They treat questions of mission, vision, and core values not as exercises to be done once, but as statements of crucial importance to be drilled down and folded into deliberations.

3

STRATEGIC THINKING

Exceptional boards allocate time to what matters most and ensure the congruence between decisions and core values.
- 4

CULTURE OF INQUIRY

Exceptional boards institutionalize a culture of inquiry, constructive debate, and engaged teamwork that leads to sound and shared decision making.

5

INDEPENDENT-MINDEDNESS

Exceptional boards are independent-minded. When making decisions on behalf of the organization, board members put the interests of the organization above those of the chief executive, themselves, or other interested parties.

6

ETHOS OF TRANSPARENCY

Exceptional boards promote an ethos of transparency and ethical behavior by ensuring that donors, stakeholders, and interested members of the public have access to appropriate and accurate information regarding finances and operations.
- 7

COMPLIANCE WITH INTEGRITY

Exceptional boards govern with full recognition of the importance of their fiduciary responsibilities, developing a culture of compliance through appropriate mechanisms for active oversight.

8

SUSTAINING RESOURCES

Exceptional boards ensure that the organization’s resources are balanced with its strategic priorities and capacities. Individual board members extend the reach of the organization by actively using their own reputations and networks to secure funds, expertise, and access.

9

RESULTS ORIENTED

Exceptional boards track the organization’s advancement towards mission and evaluate the performance of major programs and services.
- 10

INTENTIONAL BOARD PRACTICES

Exceptional boards make form follow function when it comes to their own operations. To provide stable leadership to the organization, they invest in structures and practices that transcend individuals and thoughtfully adjust them to suit changing circumstances.

11

CONTINUOUS LEARNING

Exceptional boards embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value that they add to the organization.

12

REVITALIZATION

Exceptional boards revitalize themselves through planned turnover, thoughtful recruitment, and intentional cultivation of future officers.