Understanding Governance
Working With Boards

Session 2

Board – Executive Director Relationship

• “No single relationship in the organization is as important as that between the board and its chief executive officer.”

   John Carver, Boards that Make a Difference

Leadership Questions

• Who do you think of as leaders?
• What was his/her chief leadership characteristic?
• Who do you think of as managers?
• What was his/her chief manager characteristic?

Governance and Management

• In simplest terms a board governs, while staff, led by the Executive Director manages
• Board sets policy and establishes mission and agenda
• Staff implements policy, delivers services and manages day-to-day operations

Governance

• Defines the organizations needs and ensures its success
• Board selects and evaluates the ED. Encourages a respectful, harmonious partnership
• Communicates strategic plan, goals and benchmarks as well as expectations
• Authorizes all expenditures

Management

• The Executive Director hires, trains, and supervises staff
• Reports to board on operations, services, personnel, and finances
• Evaluates needs, presents solutions and options
• Develops position descriptions and operational procedures
Management

- Oversees the day-to-day management of the organization
- Works with chair to develop meeting agendas & Identifies action items
- Communicates regularly with Board Chair

Management

- Represents organization at official functions
- Supports board function by suggesting new members, preparing informational materials and organizing events
- Promotes organization to community and staff

Characteristics of Leadership

- Ability to conceive and articulate a vision
- Hire capable people and trust them to do their jobs without interfering
- Expects reciprocity
- Views loyalty as a two way street
- A coach and mentor
- Depends on strong communication, team concept

Activities of a Leader

- Experiment and take risks
- Envision the future
- Enlist others to follow
- Search for opportunities for change and improvement
- Foster collaboration

Activities of a Leader

- Empower followers
- Lead by doing
- Build commitment to action
- Recognize contributions
- Celebrate accomplishments

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Activities of a Manager

• Structure the job
• Select staff
• Improve competencies
• Correct incorrect behavior
• Motivate staff
• Delegate responsibility and authority
• Support your staff’s activities


Effective Board/Staff Partnership

• Requirements for Effectiveness:
  • Clarity of roles
  • Appropriate division of responsibilities
  • Attention to the working relationships
  • Organizational health depends on the effectiveness of this partnership:
    • Requires regular and open communication
    • Benefits from regular and systematic feedback and assessment
    • May need redefinition as the organization continues to grow and change

Example of Board and Staff Roles

• Board takes the lead:
  • Articulates the guiding values through policies that put the mission into action
  • Hires, supports, and evaluates the chief executive
  • Monitors fiscal management, approves budget, and hires annual auditor
  • Selects, recruits, and orients new board members

Example of Board and Staff Roles

• Chief Executive takes the lead:
  • Develops and proposes policy questions for the board’s consideration
  • Hires, supervises and motivates staff
  • Develops and implements programs

Effective Board/Staff Partnership

True Partnership:
• Support
• Trust
• Honesty
• Forthrightness
• Respect
• Understanding

Must belong to the ED and the board — takes work by both parties

Effective Board/Staff Partnership

Involves
• Working for the Board (vision/accountability)
• Working with the Board (share knowledge, information to engage board members in asking critical strategic questions)
• Working the Board (prime board members to open doors to resources and relationships)
Examples of Board and Staff Roles

• Board, Chief Executive, and Staff Share the lead:
  • Develop a strategic plan
  • Create a fundraising plan and strategies
  • Initiate and implement periodic organizational evaluations
  • Prepare for Board meetings

ED “Rules”

• Executive Director reports to the Board of Directors as a whole.
• Executive Director should have relationships with each board member individually and with each board subcommittee.
  • Know when to push, know when to pull, know when to step away

Board /Executive Director Relationship

• Board conducts meaningful annual evaluation of the Executive Director
  • Evaluation includes identification of goals for coming year and analysis of achievement of previous goals
  • Board seeks outside input into evaluation

Board /Executive Director Relationship

• Board chair meets regularly with Executive Director
  • Board chair/executive committee is informed of significant challenges, compliance issues, etc.
  • Board chair/exec committee play active role in setting board agendas

Activities of an Executive Director

• Execute policies of the Board
• Maintain fiscal accountability
• Foster environment for communication & success
• Ensure compliance with Federal & State laws
• Participate in fund-raising efforts

Activities of an Executive Director

• Promote the corporation thru public relations, marketing and advocacy
• Work with others to improve programs
• Provide planning structure & recommendations
• Provide leadership for policy development
• Supervise and evaluate day-to-day operations
Ten Commandments for Executive Directors

• Tell all, and the board will let you handle the details, succeed and the Board will let you take risks.
• Let your enthusiasm infect the Board.
• Provide vision, but share in its ownership.
• Let Trustees help in small and large ways, expect them to give money and time.
• Never forget who hired and can fire you.
• Do nothing you would not want your Board to know about.

Ten Commandments for Executive Directors

• Let the Board know you work hard, but don’t whine.
• Don’t wait for someone to tell you what to do.
• Put key staff in regular contact with the board and have program staff meet and present their work to the board regularly.
• Don’t serve on the Board.

Unwritten Rules

Day-to-day may differ from what’s written in role description. Rely on:

• Intuition
• Interpersonal relations
• Management skills
• Thorough study and knowledge of board & how individuals like to operate
• Understand individuals & what motivates them to serve – can better support them and obtain their support

Unwritten Rules

• Good rapport, communication essential
• Respect board members’ talents, experiences and perspectives
• Balance between excessive oversight/too much independence
• Maintain flexibility/embrace change

Six Rules for Leading By and to Follow:

• Make Mission Matter
• Know the Organization
• Cultivate Relationships
• Inform & Communicate
• Facilitate Balance in the Partnership
• Structure the Board’s Work

Make Mission Matter

What’s Your Bumper Sticker?

• Save the Whales
• Feed the Children
• Marking Time

Motivations eventually become apparent – an ED without passion will find it difficult to engage the board and move the organization forward.
Know the Organization

• Inside
• Outside

Cultivate Relationships

• Develop habits and interactions that engage and involve the board
• Practice self-management
• Avoid self-defeating habits
• Create & maintain partnership with board chair (ED/Chair are interdependent)
• Build relationships with individual board members

Inform and Communicate

Inform
• Hunter/Gatherer
• What the board needs
• When they need it
• How they need it
• Internal/External

Communicate
• Most meaningful communication occurs in person
• “I don’t know” is a perfectly good answer
• Respond quickly
• Timeliness
• Accuracy

Inform and Communicate

• Add to knowledge of the mission or field
• Current issue or challenge likely to need action
• Changes/advances outside of organization
• Potential risks

Inform and Communicate

Format
• Concise
• Thorough
• Put yourself in recipient’s shoes
Facilitate a Balance in the Partnership
- Clarify the board’s role
- Performance evaluation
- Warning signs

Structure the Board’s Work
ED involvement in:
- Strategic planning
- Board nominations
- Board meetings
- Board committees
- Donor development

New Responsibility
- [http://stayexempt.org/](http://stayexempt.org/)