

BOARD BOOT CAMP

Orcas Island Community Foundation
September 2018

The goal is to help you become a more effective Board member and your team become a more effective Board.

Prefunctional:

- lack of mission focus
- conflict &disagreement

Functional:

- meets minimum expectations
- little impact

Effective:

- shared understandings
- role clarity

Exceptional:

- Thinks strategically
- Anticipates issues
- Evaluates performance

What is the role of a nonprofit?

- Nonprofits provide services and support for the community.
- Nonprofit organizations are not individually owned: the community “owns” all nonprofits.
- Board members are stewards of the nonprofit organization acting on behalf of the community.
- Boards ensure the organization stays true to its mission and that the mission remains relevant to the community.
- Nonprofits have a unique role on Orcas

The Board as a whole is responsible for:

- **Ensuring** sustainability and financial stability
- **Committing** resources towards achieving the stated mission.
- **Honoring** State and Federal requirements to maintain tax exempt status.
- **Setting** policies and ensuring practices.
- **Developing** the organizational structure.

Individual Board members are responsible for:

- **Leading** by example
- **Acting** as an ambassador to the community at large.
- **Advocating** for your organization.
- **Supporting** the will of the whole board.
- **Contributing** the resources needed.

The Three Duties

The main legal responsibilities of a nonprofit board are often summarized in the "three Ds":

- **Duty of care:** Board members are expected to actively participate in organizational planning and decision-making and to make sound and informed judgments.
- **Duty of loyalty:** When acting on behalf of the organization, board members must put the interests of the nonprofit before any personal or professional concerns and avoid potential conflicts of interest.
- **Duty of obedience:** Board members must ensure that the organization complies with all applicable federal, state, and local laws and regulations, and that it remains committed to its established mission.

In addition to its legal responsibilities, the board acts in a fiduciary role by maintaining oversight of the nonprofit's finances. Board members must evaluate financial policies, approve annual budgets, and review periodic financial reports to ensure that the organization has the necessary resources to carry out its mission and remains accountable to its donors and the general public.

Responsibility and Liability

The Board is responsible and legally liable to run the organization in a fiscally responsible manner.

- Bylaws
- Fiscal oversight
- 990 filing
- Directors and Officers Insurance

Key attributes of a healthy Board

- A shared vision is held by all Board members.
- Board members and their individual ideas are equally valued.
- Leadership development is a part of the strategy.
- The organization readily embraces change and encourages risk taking.
- Board members are informed and engaged, and encouragement flows freely.
- Board meetings are stimulating, enjoyable and well attended.

Key attributes of a healthy Board continued

- Mistakes are considered part of the learning process.
- The structure doesn't limit growth, but provides healthy boundaries.
- There is a freedom to offer constructive criticism, even of top leadership, without fear of retribution.
- Conflict is not discouraged, but occurs in a respectful and constructive manner.

Building and maintaining a healthy board culture

- Get the right people on the bus. *
- Make sure they are in the right seats on the bus.*
- Keep the bus driving towards the vision.*
- Set clear responsibilities and expectations- be honest.
- Respect
 - Different opinions
 - Different backgrounds
 - The gift of service
- Provide continuing education.
- Mentor new members
- Recruit actively and thoughtfully.

**Collins, Jim “ Good to Great in the Social Sector”*

Organizational Architecture

- Build a structure that fits your needs
- If you have staff-
 - The Board is the boss of the Executive Director, individual Board members are not. The Board Chair is the representative. The Executive Director is the boss of any additional employees.
- Leadership succession planning
- Committees are a good way to share the work
- Role of the Executive Committee
- Task Forces can be formed to address specific, usually short term, opportunities

Board Recruiting

Step 1.

Identify the needs of the board: the skills, knowledge, perspectives, connections needed to implement the strategic plan. What do you have? What's missing?

Step 2.

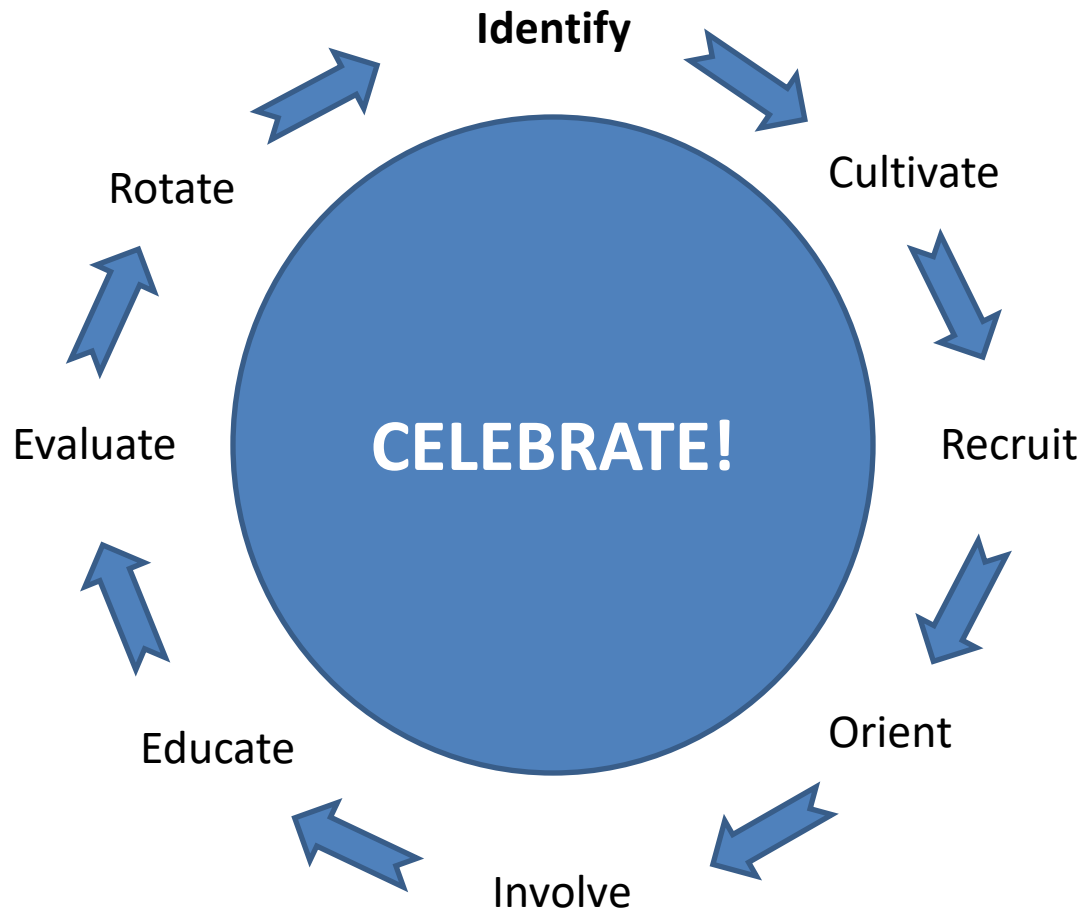
Cultivate sources of potential board members and identify individuals with the desired characteristics.

Step 3.

Recruit prospects. Describe why prospective members are wanted and needed. Explain expectations and responsibilities of board members and don't minimize requirements. Invite questions.

Step 4.

Orient new board members both to the organization and the board.



Decision Making

Most organizations operate under majority rule as identified in their bylaws.

The Consensus model is another option.

Resources- Roberts Rules/Roberta's Rules

Keys to running a good meeting

- Set an agenda - then stick to it.
 - Consent agenda for committee reports
 - Important discussion and professional development should come early in the agenda
- Send out materials in a timely manner.
- Share the air.
- Leave room for each Board member to contribute.
- Distribute minutes for review shortly after the meeting.
- Use of the Executive Committee

Thank You

Thank you to the following leaders and organizations for providing resources for our event:

- **Kate Janeway** for slide inspiration,
- **Lisa Byers** for Board Decision making content,
- Board Source for numerous articles and examples,
- And to **YOU** for your interest and dedication to serving our community well.

For all of today's materials and links to additional nonprofit resources, please go to www.oicf.us and click on the *OICF in the Community* tab.