

THE NONPROFIT BOARD OFFICER

What's Your Role in the Mission?



ARCA



01 Governance Essentials

02 Beyond Board Basics

03 Board Alignment

04 Evaluating Your Board

05 Utilizing Your Board

06 Board Growth





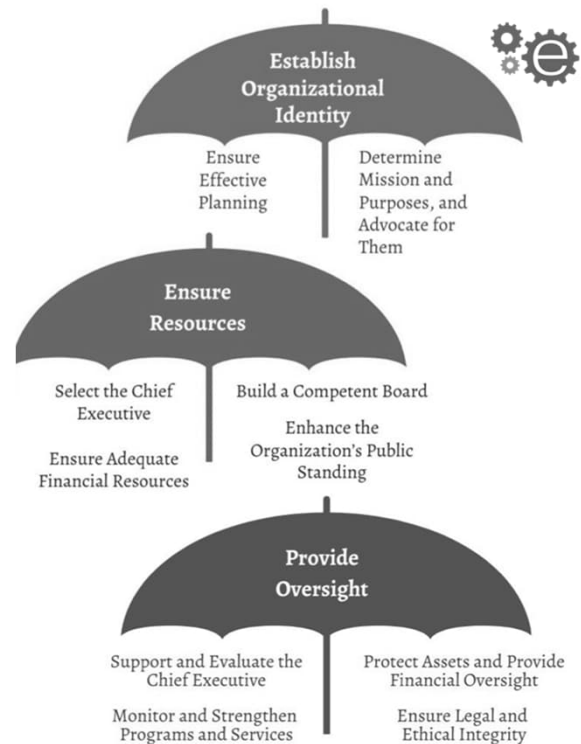
GOVERNANCE ESSENTIALS

What does a board do? —————>



WHAT DOES BOARD SERVICE ENTAIL?

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



WHAT DOES BOARD SERVICE ENTAIL?

The three legal duties of a nonprofit boardmember:



CARE

Pay attention to the organization's activities and operations



LOYALTY

Put the interests of the organization before personal & professional



OBEDIENCE

Comply with applicable federal, state, and local laws; adhere to the organization's bylaws; and remain the guardians of the mission

Governance Essentials — Board Service



TYPES OF NONPROFIT BOARDS

ADVISORY

- not responsible for governance or management
- provides guidance & recommendations

FUNDRAISING

- ensures funding to sustain organization
- responsible for bringing in money

WORKING

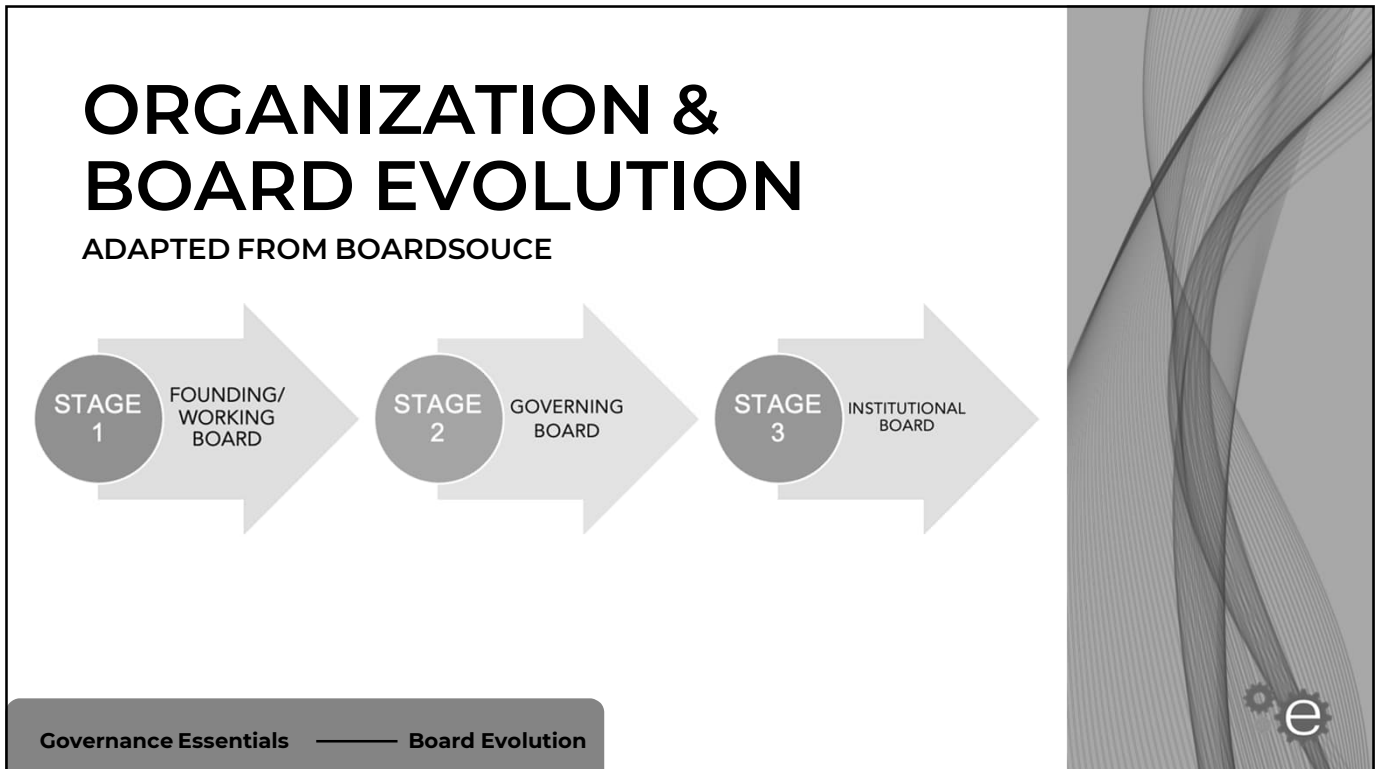
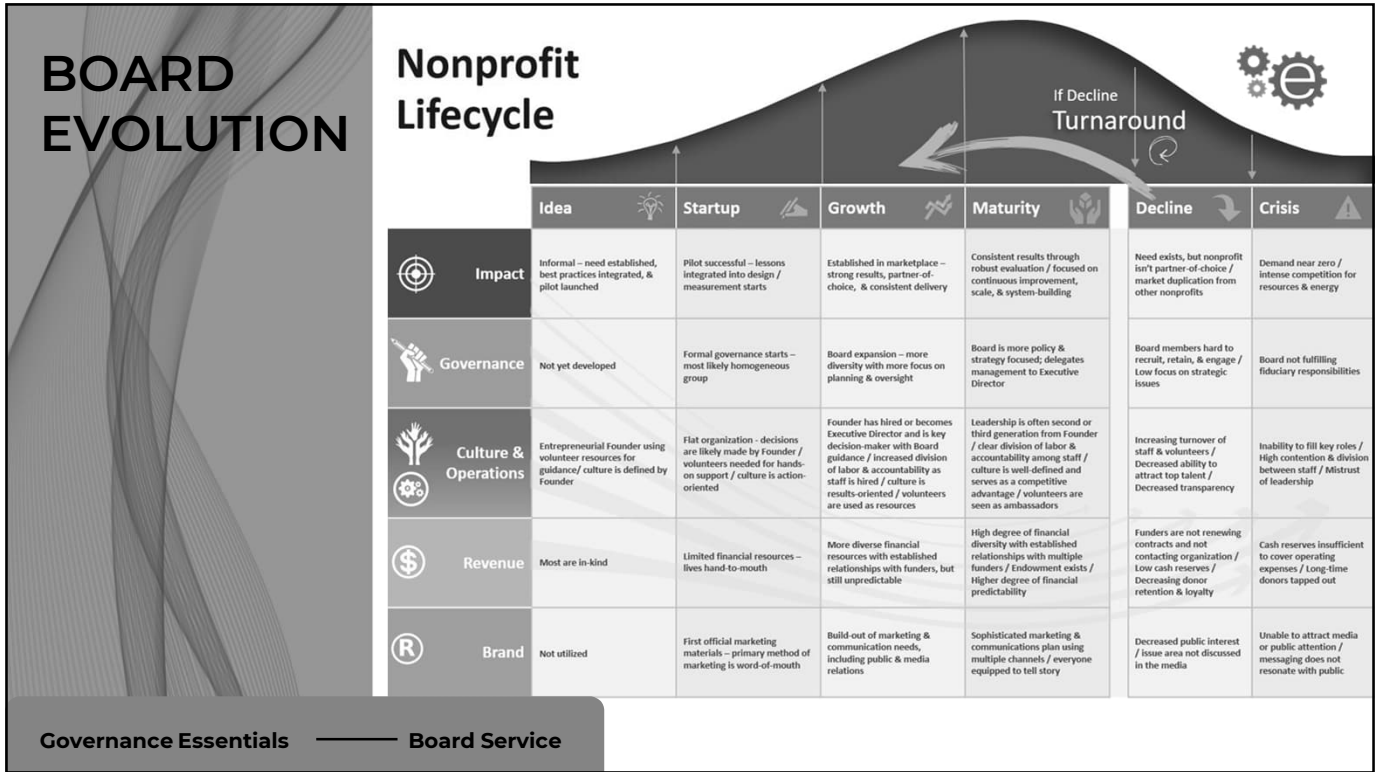
- responsible for governance
- and participates in daily operations

GOVERNANCE

- provides high level strategic direction and financial oversight

Governance Essentials — Board Service







BOARD BEYOND BASICS

What is their real role? —————>



GOVERNANCE VS MANAGEMENT



GOVERNANCE

To exercise authority, make and administer policy, set direction, and oversee organizational health.



MANAGEMENT

To direct, supervise, or handle the daily operations.



GOVERNANCE VS MANAGEMENT

Not sure? Here are some guiding questions:

- Is it big?
- Is it about the future?
- Is it core to the mission?
- Is it connected to our core values?
- Is a policy decision needed?
- Is a red flag flying?
- Is a watchdog watching?
- Does the chief executive want and need the Board's support?



Beyond Board Basics — Governance vs Management

FIDUCIARY RESPONSIBILITIES



EMPLOYMENT
COMPLIANCE



FINANCIAL
RESOURCES



FUNDING
COMPLIANCE



AUDIT &
REPORTING



RISK
MITIGATION



Beyond Board Basics — Fiduciary Responsibilities

LEGAL & FIDUCIARY OVERSIGHT

The board is ultimately responsible for adherence to legal standards and ethical norms.



The board is responsible for:

- Management of assets
- Ensuring legal and ethical compliance and accountability
- Reviewing conflicts of interest



Beyond Board Basics — Legal & Fiduciary Oversight

FUNDRAISING

Has the board adopted policies related to funds to be pursued and/or accepted in support of the mission?



The board is responsible for:

- Setting goals
- Donating
- Serving as ambassadors
- Supporting cultivation and stewardship



Beyond Board Basics — Fundraising

FINANCIAL MANAGEMENT

Does the board have a clear understanding of the organization's financial health?



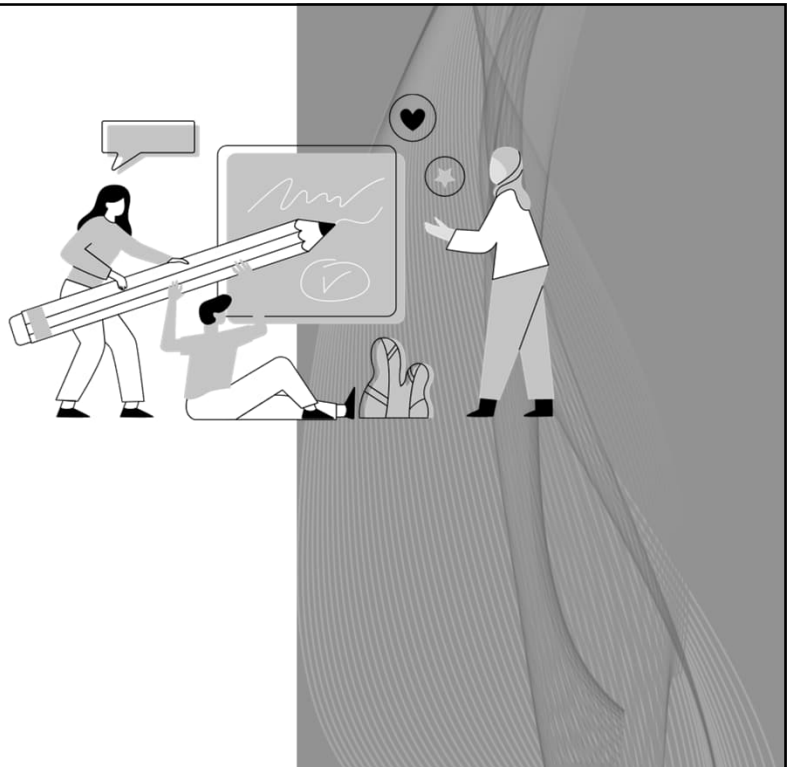
The board is responsible for:

- Finalizing/approving the budget
- Approving audit, 990
- Reviewing regular financial reports
- Approving key financial policies



Beyond Board Basics — Financial Management

BOARD EVALUATION



SETTING BOARD EXPECTATIONS

BOARD MEMBER AGREEMENT

As a member of the Board of Directors of _____, I agree to support the overall mission of the organization by meeting the following expectations regarding my roles and responsibilities:

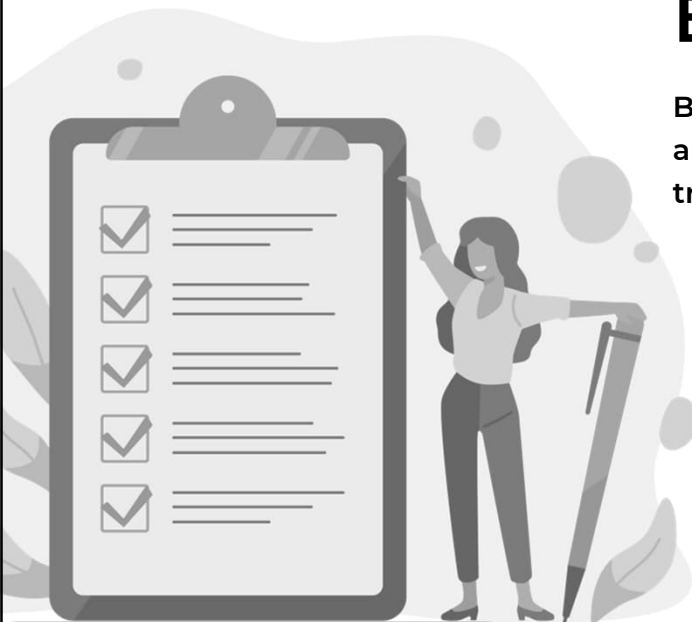
1. To understand and participate in approving all policies of the organization regarding its governance and its work.
2. To know my legal responsibilities and those of my fellow board members. My legal responsibilities include a *Duty of Care*, *Duty of Loyalty* and *Duty of Obedience*. I will accomplish these duties through active participation and observation of at least one program per year and by regularly accessing the organization's website and program paperwork.
3. To actively monitor the organization's monthly financial reports and thoroughly review and approve the annual budget and tax return/audit.
4. To recognize that by serving on the Board as a trustee on behalf of donors, it is my responsibility to ensure that the organization meets both legal and ethical requirements for nonprofit, tax-exempt organizations.
5. To protect the reputation and well being of the organization, I pledge to carry out my responsibilities with the highest degree of integrity and disclose any potential conflicts of interest, as well as avoid all real and perceived conflicts of interest, both financial and programmatic. As part of that responsibility, I will remove myself from discussion or voting on positions, which may have a real or perceived conflict of interest.

Board Evaluation ——— Setting Board Expectations



EVALUATION

Board evaluation is critical to establishing and maintaining accountability, transparency, and reviewing progress.



Board Evaluation ——— Evaluation



EVALUATION

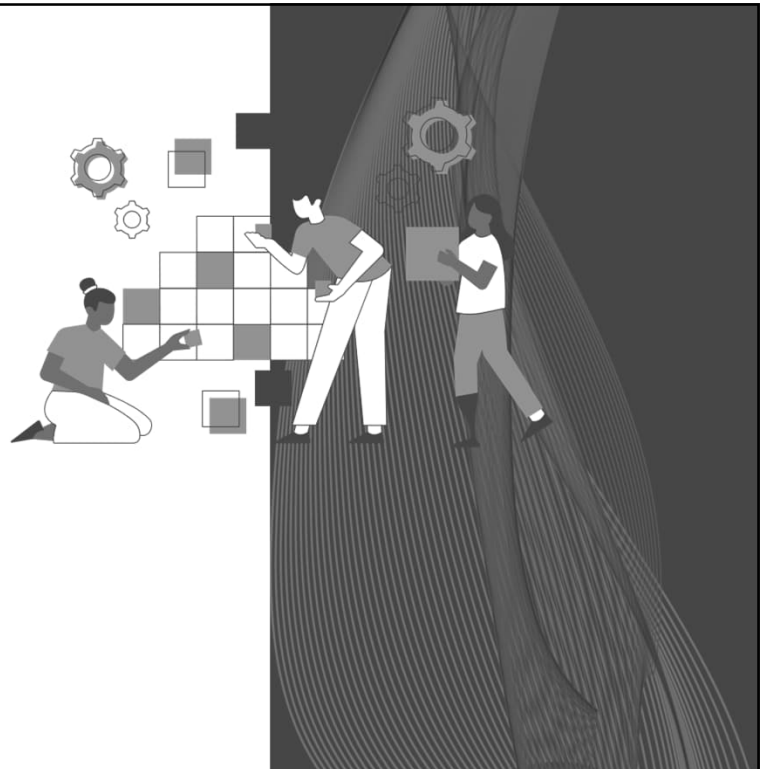
An annual self-assessment should be led by the chair or governance committee, can be formal or informal, and should address the following:

- Understanding and fulfillment of roles and responsibilities
- Appropriate policies & procedures are in place
- Understanding of key programs & services
- Adequate support & resources
- Effectiveness and efficiency of board functioning
- Priority areas of focus for the board going forward
- Opportunities for improvement
- Overall “grade” for individual and group performance



Board Evaluation — Evaluation

UTILIZING YOUR BOARD



IMPACTFUL BOARD ROLES: WHICH ONE ARE YOU?



Thought Partner



Caregiver



Resource Finder



Subject Matter Expert



Door Opener



Storyteller



Utility Player



Utilizing Your Board ——— Impactful Board Roles

ASSESSING THE STRENGTHS & SKILLS OF YOUR MEMBERS

Community Connections

- Business
- Media
- Politics
- Social Services
- Education
- Philanthropy
- Finalizing / approving the budget
- Approving audit, 990
- Reviewing regular financial reports
- Approving key financial policies

Personal Style

- Good communicator
- Visionary
- Strategist
- Bridge Builder

Expertise

- Administration / Management
- Accounting, Financial management
- Entrepreneurship
- Marketing, PR
- Technology
- Government / Law
- Mission Related



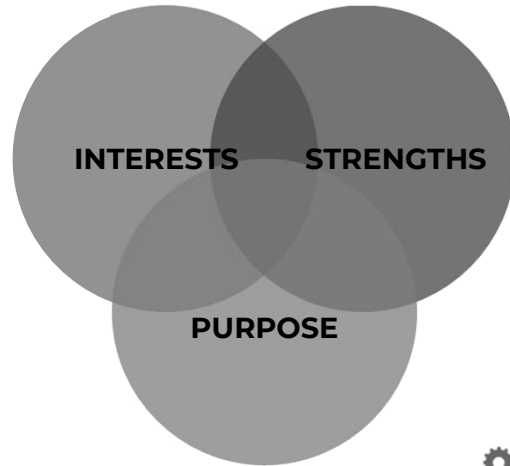
Utilizing Your Board ——— Assessing

BOARD COMMITTEES

Pair board members with suitable committees to help ensure engagement.

Common committees include:

- Executive
- Governance
- Fundraising
- External Affairs
- Programs
- Special Ad-Hoc



Utilizing Your Board — Board Committees

EXECUTIVE OFFICERS / EXECUTIVE COMMITTEE

Board President/Chair	lead board meetings, act as main contact for the board, hold board members accountable
Board VP/Vice Chair	substitutes for President/Chair, supports and monitors committee progress
Secretary	responsible for official communications of the board, schedule regular board meetings, maintain board roster and membership lists
Treasurer	oversees the organization's finances & budget, serves as chair of the finance committee

Utilizing Your Board





BOARD GROWTH & DEVELOPMENT



BOARD RECRUITMENT



Questions to consider when building your board:

- Who is the ideal board member?
- Does the board's composition reflect your community and the strategic needs of your organization?
- What areas of expertise are needed/are the highest priority?
- What connections and access are desirable?
- What would make board membership worthwhile to newcomers?
- Where can I identify qualified and interested people?

Board Development — Board Recruitment



SUPPORTING AND EDUCATING YOUR BOARD

Resources:

Internal board orientations, handbooks and retreats

External webinars, workshops, books and articles

And online at:

National Council for Nonprofits
<https://www.councilofnonprofits.org>

BoardSource
<https://boardsource.org>

501 Commons
<https://www.501commons.org>

Boardable
<https://boardable.com>



Board Development — Resources



ENVISION CONSULTING

Los Angeles | Denver | New York

www.envisionnonprofit.com



Allison Fuller

Co-Founder and Managing Partner



Matt Kamin

Co-Founder and Managing Partner