

BOARDS FROM

HELL





THE CAST OF CHARACTERS

- PHANTOM BOARDS** (Missing in Action)
PARROT BOARDS..... (All Squawk, No Action)
DEEP POCKETS BOARDS (Appointed Only for Money)
BOARDETTES.....(Too Small)
BOARDELLOS (Self Serving Members)
BORED BOARDS..... (Uninvolved, Uninformed)
ASSEMBLY LINE BOARDS (No Diversity)
MUTANT NINJA BOARD MEMBERS (Bad Apples)
TENNESSEE FAINTING GOATS BOARDS (I Can't)
SMORGASBOARDS..... (All the rest!)

by
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Any resemblance to boards of directors living or dead is absolutely deliberate.
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BOARDS FROM HELL



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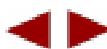
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DON'T GET ME WRONG!

*I love Boards! I love it when they work well;
I'm frustrated when they don't!*

Boards of Directors can make or break nonprofit agencies, not just because they are the best to raise funds (they are!), or represent the agency (they should!), but because they are the visionaries, the true champions for the people served by our agencies.

No one can plan our programs, raise funds or represent our clients better than a strong and diverse Board. But we often assume they know how to be good Board and committee members. To the best of my knowledge there still is no Board College for them to attend! We owe it to them to give them the tools and guidance they need to do their jobs.

If you recognize your Board throughout this guide, don't despair! There is no such thing as a "100%" Board! If some areas seem "frightening familiar," say so at your next meeting. If you wait for someone else to do it, it will never happen.

For all the wonderful volunteers and staff who give their efforts, tears and joys to nonprofits everywhere, this guidebook is for you!

*Sincerely,
Susan M. Scribner*

HOW TO USE THIS GUIDE!

BOARDS FROM HELL is designed to help you develop your Board from strength, but first you have to identify the problems!

- REVIEW the various types of Boards in the first section of the guidebook. Specific solutions are numbered on the menu of solutions on the bottom of each page. Many problems require the same solution!
- Look up the appropriate SOLUTIONS in the last section of the guidebook and follow the activities.

Note: The best way to start to affect change with Boards is to create ownership to do so. Have Board members go through this process with you!





PHANTOM BOARDS

MAJOR CHARACTERISTICS (note: not all characteristics are required!)

- Meet rarely or once or twice a year
- Different members at each meeting
- Introductions take longer than the meetings
- Quorums are rare
- Members uninformed or receive fat packets they don't have time to read
- Discussions are lengthy because few are prepared
- Geographic Phantom Boards include members who live all across the country
- Executive Committees meet regularly and provide almost all agency leadership

CONSEQUENCES

Phantom Boards are ineffective leaders of nonprofit agencies. They tend to make decisions based solely on the advice of staff leadership and often do not question the work of the agency or its policies. These Boards rarely have committees to support them.

The potential for mismanagement is very strong for Phantom Boards. Often, Executive Committees take over the role of the Board of Directors entirely, relegating the true and responsible Board to the role of advisors. Checks and balances do not exist and agencies can find themselves in a great deal of difficulty.

Those who suffer the most are the agencies' clients. Without active, involved Boards, agencies do not benefit from talent, diversity and adversity; factors which keep us all on our toes!

Funding sources (particularly foundations) do not like Phantom Boards.

WHAT TO DO!

- | | | |
|-----------------------------|-----------------------------------|----------------------------|
| 1 Do Strategic Planning | Call an Attorney | 2 Clarify Board Roles |
| 5 Start an Advisory Council | 4 Reorganize Nominating Committee | Give Leadership Permission |
| Seek Professional Help | Give it Up | Analyze and Recruit |
| 3 Clarify Job Descriptions | Update Board Manual | Reorganize Meetings |
| Have a Party | Check your By-Laws | Change Your Name |
| Thank Your Board | Identify Goals & Objectives | Leave Town |





PARROT BOARDS

MAJOR CHARACTERISTICS (note: not all characteristics are required!)

- | | |
|---|---|
| “We’ve done this before and it didn’t work.” | “You want me to get what?” |
| “I don’t know anybody.” | “I never said I would sell tickets.” |
| “I thought this was your job.” | “You oughta do this.” |
| “You must have voted on this when I wasn’t here.” | “I wasn’t told about this when I joined.” |
| “He never does anything.” | “Let’s hire someone else to do that.” |
| “She never does anything.” | “This won’t work.” |

CONSEQUENCES

Parrot Boards often include some of the most charming and well meaning people found in any non-profit Boards. Many of them, however, were recruited without a clear understanding of their roles and responsibilities. Some members were actually told “PLEASE join this Board, you won’t have to do anything.” Small wonder they get defensive at times.

Parrot Board members can be extremely frustrating to other staff and Board members. They can cause tremendous delays in agency activities. Many good volunteers and staff leave agencies because of Parrot Board members; they would prefer to go where they feel they can make a difference!

Telling Parrot Boards that they are “legally responsible” for the work of the agency will do little more than clear the Board room. Expectations need to be clarified between Board members, the staff and the Board and the Board and its leadership. Tasks need to be developed based on need, not theory. When the agency’s vision is clear, and client needs make sense, many Parrot Board members will rise to the occasion no matter what they were told beforehand; simply because they care.

WHAT TO DO!

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DEEP POCKETS BOARDS

MAJOR CHARACTERISTICS (note: not all characteristics are required!)

- **Board members are recruited only for fundraising purposes**
- **Few committees (other than Finance) are functional**
- **High rate of absenteeism on the Board**
- **Board members rarely represent the agency in the community**

CONSEQUENCES

Picture it - a Board loaded with rich people who do nothing more than contribute large donations to the agency and ask all their friends to do the same. Hard to resist. Hard to believe!

The majority of Deep Pockets Boards include individuals who have no real ties to the agency; little knowledge of the clients, mission or goals. Members rarely show up at meetings and prefer not to be “bothered” about the work of the agency. This relationship can function well at times - until something goes wrong or policies need to be created. Deep Pockets Boards can be Deep Disasters.

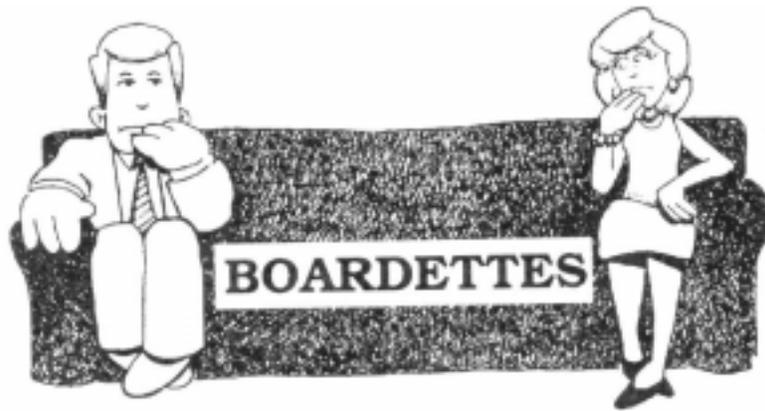
There are many effective, wealthy individual Board members. However, when entire Boards are recruited only for their money, trouble inevitably will occur.

Boards of Directors should be diverse, representing a number of “spheres of influence” in the community. Effective Boards often expand these spheres through special, non-Board committees and councils which do not require the same fiduciary responsibilities.

WHAT TO DO!

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| Thank Your Board | 5 Identify Goals & Objectives | Leave Town |





MAJOR CHARACTERISTICS
(note: not all characteristics are required!)

- **Very few members on the Board**
- **A quorum could be held in a phone booth**
- **Most of the Board members have the same background**
- **Committees of one often exist**
- **Committee roulette (everyone on each other's committees) often is common**
- **Board Member Burn Out is a common phenomenon**

CONSEQUENCES

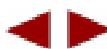
Boardettes represent a tremendous agency “tease.” A few committed Board members often are relied upon for all agency leadership and receive little help to do so.

Boardettes tend to work in a vacuum; membership often is not diverse enough to enlist a wide variety of experience. Decisions, at times, can be made for the wrong reasons or without adequate consideration of facts and options.

Although Boardettes often are fun to serve on (the individuals tend to know each other well), Board members can become exhausted or suddenly “disappear” when they feel overwhelmed or guilty because they no longer can carry the tremendous load.

WHAT TO DO!

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|---|--|--|
| <p>Do Strategic Planning</p> <p>5 Start an Advisory Council</p> <p>Seek Professional Help</p> <p>4 Clarify Job Descriptions</p> <p>Have a Party</p> <p>Thank Your Board</p> | <p>Call an Attorney</p> <p>2 Reorganize Nominating Committee</p> <p>Give it Up</p> <p>Update Board Manual</p> <p>Check your By-Laws</p> <p>Identify Goals & Objectives</p> | <p>1 Clarify Board Roles</p> <p>Give Leadership Permission</p> <p>3 Analyze and Recruit</p> <p>Reorganize Meetings</p> <p>Change Your Name</p> <p>Leave Town</p> |
|---|--|--|





BOARDELLOS

(AnyBoard's Member Who Will Have Them)

MAJOR CHARACTERISTICS (note: not all characteristics are required!)

- Individual members engage in self dealing or conflict of interest
- Board decisions are made with little regard to agency policies or actual facts
- Board members do not regularly attend meetings
- Members do not take initiative to stay informed regarding important issues
- Administrative systems do not exist which insure legal, appropriate agency operation
- Board members serve several other Boards just as poorly

CONSEQUENCES

By law, Board members are required to provide the same “reasonable, diligence and care” that they would in operating their own business.

Would individuals interested in helping their businesses legitimately thrive avoid paying taxes, make decisions against their own best interests, ignore factual information when making a decision? Bordello Boards do.

The consequences of operating as a Bordello Board can be severe, ranging from financial penalties to the loss of nonprofit status.

Board members easily can avoid becoming a Bordello Board if they treat the agency as if it were their own business and take their important job seriously.

WHAT TO DO!

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|---------------------------|---------------------------------|------------------------------|
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| Thank Your Board | Identify Goals & Objectives | Leave Town |





BORED BOARDS

MAJOR CHARACTERISTICS

(note: not all characteristics are required!)

- Board members have little or no sense of accomplishment
- Few members engage in special tasks or projects
- Agency meets “off site,” providing the Board with little client contact or information
- Staff and Board wouldn’t know each other if they fell on one another
- Most members are not aware of what is expected of them

CONSEQUENCES

Yawn. There is nothing worse than asking people to use their precious time and energy and then not giving them something with meaning to do.

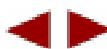
There are many Bored Boards. Some members are not involved by their own choice; other agencies have staff who work very hard to make sure that Board members are not included in important agency decisions.

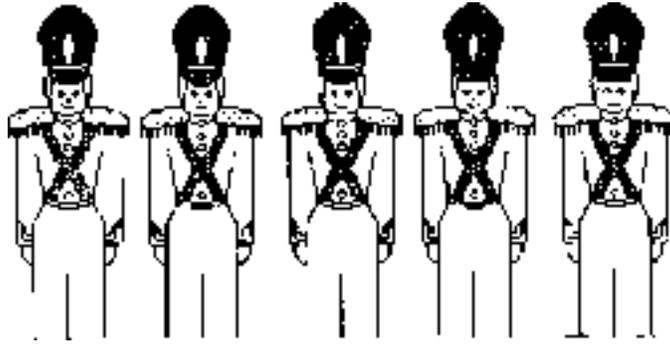
Board members who do not feel a sense of accomplishment tend to react; some get very quiet and not very helpful, others stop coming to meetings, and a few turn into Mutant Ninja Board Members (identified in detail later in this guidebook). This does not make for a cohesive or productive group.

Agencies must create a sense of ownership and involvement on the part of Board members. Only then will the skills, energies and talents of all members be utilized effectively.

WHAT TO DO!

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ASSEMBLY LINE BOARDS

MAJOR CHARACTERISTICS (note: not all characteristics are required!)

- **Most or all members of the Board have similar backgrounds and experiences**
- **Most or all Board members are service providers from other nonprofit agencies**
- **Majority of Board members are agency staff**
- **Most of the Board members are agency clients**

CONSEQUENCES

Assembly line Boards are not very productive. Few members have the knowledge or experience to provide adequate advice, input or challenges to new ideas.

Assembly line Board members often clone themselves, thinking that “no one else can appreciate what we do or how we feel.” This unfortunate reasoning limits agencies severely, keeping away valuable community expertise.

In order to be effective, no more than 30% of “anything” should be on a Board. Boards should look like miniature communities representing a diversity of skill, life experience, ethnic and economic backgrounds. Some members should be experts in the agency’s field, others should represent those who will be asked to support those efforts. Both perspectives are invaluable and necessary.

WHAT TO DO!

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MUTANT NINJA BOARD MEMBERS

MAJOR CHARACTERISTICS (note: not all characteristics are required!)

- It appears that they hate you, the agency, your clients and/or the morning sun
- They are disruptive at meetings
- They are self-proclaimed “devil’s advocates” (which means “I can dump on you but you can’t touch me back. So there.”)
- “No” is their favorite word
- They are so disruptive that they are even talked about when they are not at meetings

CONSEQUENCES

Most Boards have a Mutant Ninja Member. Many agencies have several. Some Mutant Ninja Members disguise themselves as nice people. They crab, they fuss, they cause all kind of stinks during meetings, after meetings and between meetings. And who gets all the attention?

They do.

Identify your Mutant Ninja Board Member(s). Embrace them with your hearts and minds. Then leave them alone. Several options to rid agencies of Mutant Members have been tried by “masters”:

Whole Boards have moved their meetings to a time, place or date that the Mutant Ninja Board Member could not attend.

Other Boards have empowered their Executive Committees with all the responsibilities of the Board, creating Phantom Boards that only meet a few times a year.

One Board hired its Mutant Ninja as a staff member. By-laws said staff could not be Board members.

The Ninja resigned from the Board. One month later, they fired the Ninja (nice job).

Many Boards put a great deal of energy into trying to get rid of Mutant Ninja Members. What a waste of time. Mutant Ninjas are a great reason for nonprofits to have terms of office. Enforce them. If you fire or force a Mutant Ninja Board Member to leave a Board you will be sorry. They clone themselves. You can count on the fact that SOMEONE on your Board will take their place. Sometimes you will get twice as many as you had before.

Better you should leave them alone and concentrate your efforts on the Good Guys. They need your attention. Go where the fun is and make a difference. Eventually, the nasty Mutant Ninjas may get bored from lack of attention and go away.





TENNESSEE FAINTING GOATS BOARDS

MAJOR CHARACTERISTICS

(note: not all characteristics are required!)

- Collapse immediately upon hearing certain phrases such as:
 - "The board needs to help raise money."
 - "Each of us should buy a table for the event."
 - "We need to have an audit."
- Like their four legged friends, these Boards, en masse, have been known to faint dead away numerous times during any meeting.
- They shock easily when they hear phrases like:
 - "Our budget has always had parentheses around the numbers," or
 - "What insurance?" or
 - "Who is going to sell the tickets to this event?"Not a pretty sight.

CONSEQUENCES

Yawn. There is nothing worse than asking people to use their precious time and energy and then not giving them something with meaning to do.

Reluctance to take chances and try new ways to raise money or conduct programs.

Negative assumptions about the outcome of the new ideas which block the Board from moving forward.

Obvious lack of understanding of their role as fiduciaries and "champions" can lead to future difficulty (both legal and financial).

"Oh no!" or "I can't" attitude which is not in the best interest of the client.

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SMORGASBOARDS

In case you have not been able to identify your Board of Directors in the previous pages, you may find them among these other types of Boards!

DART BOARDS: Quick to throw blame at everyone for everything...except themselves.

CHECKER BOARDS: The players rotate tasks among themselves and don't invite outside expertise to help.

SHUFFLE BOARDS: A chance to meet new members at every meeting.

SURF BOARDS: Meet at great retreat sites. Don't do much work, though.

BILL BOARDS: Beautiful annual reports. Lots of recognition. Not a lot of work.

EMERY BOARDS: Rough around the edges. Don't rub them the wrong way.

KEY BOARDS: What agency founders play on.

MORTAR BOARDS: Nation wide distinguished members with fancy titles and initials after their names. Wouldn't know the other members if they fell on them.

TOTE BOARDS: Focus on how much money has been raised, but they couldn't tell you why it was needed.

SIDE BOARDS: Love to start ad hoc groups to give away their responsibilities.

BOOGIE BOARDS: Super parties and lots of fun. What work?

OUIJA BOARDS: Great visionaries but not much to say about how to get there.

ALL ABOARD?

If you have any other types of Boards that you would like identified in future publications, please send us a note and we'll be sure to include them (with full credit to you, of course)!



HOW TO CREATE A BOARD FROM HELL



YES, you, too, can build your own “Board from Hell.” It’s easy. Just follow these simple steps and within months (or even weeks) you will get results!

1. **Never explain the job thoroughly to anyone joining your Board.**
2. **Don’t force Board members to participate in training or orientation.**
3. **Be sure to schedule Board meetings at different times each month so that no one will start to count on them; or, schedule them one at a time at the end of each meeting. Better yet, don’t schedule them at all, just wait until you have a big emergency.**
4. **Never have a quorum. Just go ahead and meet anyway.**
5. **Always elect someone to chair a committee (or your Board) who is absent from the meeting.**
6. **Don’t enforce terms of office.**
7. **Diversity be damned. Elect all your friends so that no one will question what you do.**
8. **By all means, never let your staff get to know your Board.**
9. **Among Board members, do not encourage:**
 - a. **openness**
 - b. **respect for others’ opinions**
 - c. **sharing of new ideas (brrrr)**
10. **Never provide social opportunities for your Board. Don’t even THINK about thanking them.**
11. **Do not share information with Board members before the meetings.**
12. **Don’t bother with committees. Let the whole Board discuss everything to death.**
13. **When Board members question issues of policy or financial matters just tell them “it’s under control” and “not to worry.”**
14. **Never put anything in writing. They may think you mean it.**





Heavenly Boards





ABOUT HEAVENLY BOARDS

Effective Board members are:

COMMITTED: Members are personally dedicated to the clients, the work of the agency and its vision for the future.

INVOLVED: In addition to attending meetings, effective Board members lend their skills, expertise and talents to the agency through committees and special projects. They work in partnership with the staff to effect positive change.

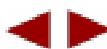
INFORMED: Board members educate themselves about the work of the agency, fiduciary matters, policies and procedures and their positions.

CLEAR ABOUT EXPECTATIONS: They understand what is expected of them and express their expectations of the staff on a regular basis.

CHALLENGED: In addition to lending their expertise, effective Board members seek to learn new skills and work in different areas of agency governance.

TRAINED: Staff and current Board members conduct orientation programs which provide knowledge about the agency as well as the important role of the Board.

HELD ACCOUNTABLE: Members understand the importance of attending meetings and making promises; those who cannot maintain that level of commitment are asked to work on advisory committees or councils.





MY JOB, YOUR JOB (The Roles of Board and Staff)

One of the greatest sources of frustration for both Board and staff members is a lack of understanding of their own and each other's roles.

Board and staff each have their own primary responsibilities; however, effective Boards and staff work together to create strong partnerships.

Often, the main reason for Board/staff role confusion is a lack of clear agency direction; vague goals and objectives, or little sense of vision.

In order to clarify the roles of your Board and staff and strengthen their efforts, the following steps are recommended:

1. **Strategic Planning!** (this process is included in this guidebook) Board and staff, together, should participate in the process of reviewing the following:

- agency mission
- identifying criteria for success
- internal strengths and weaknesses
- external threats and opportunities
- community and client trends

Based on those factors, the following should be created

- program "wish list"
- goals, objectives and budgets
- program priorities
- agency fundraising plan to meet goals

2. **What should we do:** The tasks for Board and staff should be defined based on the goals and objectives to be accomplished
3. **Who can do it:** Identification of current Board skills
4. **Who can help:** Identification of skills needed to complement current Board talents to get the job done
5. **Where are they:** A recruitment plan should be developed which expands involvement opportunities and attracts appropriate people to the agency.
6. **How do we work together:** There should be a revision of agency structure, based on goals and tasks. Proper recruitment, orientation and training of both Board and staff should be implemented.
7. **How are we doing:** Methods should be created to evaluate Board and staff performance. Meeting methods should be reviewed and leadership should be trained.



THE BASIC ROLES OF BOARDS AND STAFF

	Board	Staff
POLICY	Makes policy in such areas as finance, personnel, legal issues, systems, etc.	Provides information for the Board to do so. Implements approved policies.
LEGAL/ FINANCE	Ensures the agency is properly managed; that proper government procedures are followed; uses proper judgement in all business and financial transactions.	Compiles all information and regularly reports to the board. Keeps board informed of all business transactions and alerts the Board if illegal or unethical issues might occur.
PLANNING	Approves the agency's mission and its parameters. Approves goals, objectives and direction.	Works with the Board to review agency mission and develop new programs. Creates annual evaluation plans.
PROGRAM	Approves all program ideas.	Implements programs approved by the Board.
PERSONNEL	Recruits, hires, and evaluates Executive Director. Reviews and approves personnel policies.	Hires and evaluates all other personnel. Helps prepare personnel policies for Board consideration.
BOARD GOVERNANCE	Recruits new members according to by-laws. Provides training. Maintains meeting minutes. Enforces member job description and by-laws. Provides on-going board training and development.	Provides input of member names for Board Consideration. Helps train members. Helps prepare and distribute minutes. Provides consistent Board development.
FUNDRAISING	Approves fundraising goals and plans. Participates in efforts.	Provides input to fundraising plans. Helps implement fundraising efforts.
PUBLIC RELATIONS	Represents the agency to the public.	Does the same!

The Board is responsible for selecting, employing and evaluating the executive director to ensure that the agency receives competent management. Board members have a legal and moral obligation to educate themselves about the affairs of the agency; to know the financial situation; to question decisions and take responsibility for the agency's development.

The bottom line is that it is the Board which is responsible for the functions of the agency. Executive directors are hired to provide administrative and program expertise in order to implement the policies of the Board. The partnership created by staff and Board needs constant evaluation and attention.



WHAT IS POLICY?

Policies are rules and procedures. They are ways for nonprofits to set limits and to develop systems for how things are done within the agency. Policies serve as management guidelines so that, when implemented, they accomplish the day to day running of the agency without constant Board approval. They also are one of the most vital ways for Board and staff members to protect themselves.



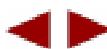
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Board members should approve policies in a number of key organizational areas:

- **Board procedures and operation** (recruitment, orientation, evaluation, etc.)
- **Financial controls** (investment, reporting, audits, etc.)
- **Personnel procedures** (salary structure, recruitment, hiring, evaluation, grievance, etc.)
- **Public relations activities** (spokespersons, strategies, emergency procedures, etc.)
- **Fundraising activities** (types of methods, who you will not accept money from, etc.)

To be effective, policies should be:

- approved by the Board
- developed with staff
- distributed to everyone who is affected by them
- consistently enforced
- regularly reviewed and updated
- consistent with your By-laws, mission, articles of incorporation, etc.



WHAT'S MY LINE



In order to ensure that the Board understands its role and that the agency attracts people in the future who know what is expected of them, it is suggested that the Board create or revise its job description to include these key responsibility areas:

AGENCY BOARD MEMBER

PURPOSE OF THE POSITION: Together, with other members of the Board, is responsible for determining agency policy, developing the annual budget, determining, monitoring and evaluating the goals and authorizing and taking responsibility for funding of the agency.

KEY RESPONSIBILITY AREAS:

1. **Policy Administration:** Responsible for ensuring that the agency operates within its adopted By-laws. Acts on proposed revisions to By-laws. Recommends policies which determine the purpose, governing principles, functions and activities of the agency.
2. **Evaluation:** Regularly monitors the activities of the agency including committee work, proposals, and agency operation.
3. **Public and Community Relations:** Understands and interprets the work of the agency to the community.
4. **Personnel:** Annually evaluates the executive director. Approves all personnel policies. Participates in recruitment and development of Board, advisory and committee members.
5. **Finance:** Approves and monitors the agency's finances. Creates the financial climate for fulfilling the agency's purposes through fundraising activities. Authorizes and approves the annual audit. Responsible for recommending and monitoring all agency expenditures dealing with the agency and its operation.
6. **Program:** Familiar with agency programs and participates when appropriate. Participates in program planning, monitoring and evaluation.

MINIMUM POSITION REQUIREMENTS:

A demonstrated interest in the agency's service goals and objectives.

Specific experience, interest and/or knowledge in at least one area of Board operation: administration, finance, personnel, program development, evaluation, public relations or communication.

Willingness to attend all Board meetings, serve on at least one Board committee and participate in appropriate agency activities.

Willingness to participate in Board orientation and training activities and adhere to Board duties and responsibilities as outlined in the agency's Board manual and By-laws.



GOOD BOARD BAD BOARD

(Standards of Performance)

Everybody talks about Board law suits. “Naaa,” it doesn’t happen,” or “We’re covered for that in our By-laws.” Guess again. Yes it does and no you’re not.



Board members are required to exercise “the diligence, skill, and care” that an ordinary, prudent person would exercise in a private business. This means that each director has an obligation to ask questions when they are unsure about certain transactions. If necessary, these questions should be made a matter of record if answers are not immediately provided to the Board member’s satisfaction. To properly carry out the duties and responsibilities of their positions, Board members must scrutinize reports and issues with extreme care; members should question policies and procedures of the organization as though they were the owners of the corporation.

They should question the appropriateness of agency action as though they were challenging their own advisors.

Common violations of fiduciary duty include:

Mismanagement or Nonmanagement:

- failure to ensure that planning occurs
- not setting up adequate controls or reporting systems
- failure to review reports for problems
- failure to use existing opportunities for good management
- failure to attend Board and committee meetings

Self-Dealing:

The most serious charge against a Board member. Concerns Board members voting on decisions in which they or a corporation or partnership in which they are involved may have material financial interest.

DON’T PANIC

Law suits should not be the reason to create a strong Board. In order to provide protection against nasty law suits as well as do a good job a Board should:

- have job descriptions that set standards for board performance
- attend meetings regularly
- have written policies and procedures
- regularly question policy, actions and decisions
- receive agenda packets one week before meetings
- not become involved in matters of personal financial benefit
- disclose any financial interests that conflict with the work of the agency
- require an independent audit on a regular basis
- retain professional counsel
- keep good records and pay all taxes
- stay informed
- indemnify selves



GOOD BOARD BAD BOARD

(Standards of Performance)

CLARIFY EXPECTATIONS WITH EACH OTHER AND WITH STAFF

Board members should discuss what they expect from their fellow members in terms of performance. These expectations can include:

1. **Attend Meetings:** Each Board member should agree to attend Board meetings and serve on one committee. Board members should not serve on more than one committee. Each committee should be chaired by a member of the Board. Additional members should be recruited from outside the Board.

2. **Meet regularly and consistently:** Board meetings should be held once a month. When committees are strong, then it may only be necessary to conduct Board meetings once every two months.



3. **Keep informed:** Meeting agendas should include whether each item is for discussion, referral to a committee or for a vote.

4. **Use committees effectively:** Committee reports during Board meetings should include only brief reviews of written information sent prior to the meeting.

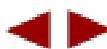
5. **Question freely:** All members should be encouraged to ask questions regarding the agency's programs and finances.

6. **Help implement support programs:** Each member of the Board should participate appropriately in agency fundraising and public relations activities.

7. **Make a donation:** Each Board member should contribute to the agency - an amount that makes blood drain from the face is appropriate.

Some Boards may have additional expectations as well. These should be openly discussed at a Board meeting.

Staff leadership should participate with Board members in a discussion about Board expectations of staff and what staff members expect from the Board... always a lively discussion!



GOOD BOARD BAD BOARD

(Standards of Performance)

Contrary to commonly held misconception, conflict of interest is not illegal. However, it isn't usually very smart, either. It is not illegal to get a good deal. For instance, if a Board member owns a printing company and your agency needs printing, there is nothing wrong with using the Board member's services - IF the Board member doesn't vote on the arrangement, IF you receive other qualified bids, IF the deal was in the best interest of the agency and IF you meet all legal criteria.

Conflict of interest statements should be filled out by all volunteers and staff and should include the following information:

AGENCY NAME
Name: _____
Place of employment: _____
Phone: _____
SIGN "A" OR "B"
A. I am not employed by, or on the Board of Directors of, or in a policy-making position for, or a consultant to, any agency or organization or person who is deriving or will likely derive any income from (agency name).
_____ Signature, Date
B. I may have a potential or existing conflict of interest which is publicly stated on this form:
Describe all potential conflicts of interest:

_____ Signature, Date

Although taking precautions may help the agency avoid legal problems, the issues of ethics and image must be taken into consideration. Any semblance of "self dealing" perceived by donors can backfire. And once an agency gives business to one Board member, there often is no stopping everyone from wanting to get involved.

The best advice is to avoid the problem all together and never let the agency get started in the practice.



TOOLS OF THE TRADE

To effectively do their job, Board members need information!

Should Have Copies of:	Need Access to:
<p>By-Laws</p> <p>Job description for Board position</p> <p>Phone/Address for all Board members</p> <p>Management position descriptions</p> <p>Organizational chart</p> <p>Committee descriptions</p> <p>Policies and procedures</p> <p>Meeting calendar (including board and committee meetings)</p> <p>Agency program plans</p> <p>List of income sources</p> <p>Agency fundraising plans</p> <p>Copy of annual 990 reports</p> <p>Brochures</p> <p>Annual Reports</p> <p>Budgets</p> <p>Minutes of Meetings</p> <p>Media names and contacts</p>	<p>IRS Letter of Ruling</p> <p>State Letter of Ruling</p> <p>Program description information</p> <p>Staff names and job descriptions</p> <p>Volunteer names and positions</p> <p>Insurance information</p> <p>Personnel information and benefits</p> <p>Articles of Incorporation</p> <div data-bbox="967 993 1235 1430" data-label="Image"> </div>

Board Orientation should include both staff and current Board members and should consist of two parts: the first part should focus on the work of the agency (mission, vision, programs, clients, etc.). The second should focus on the role of the Board (job description, structure, involvement opportunities, fiduciary responsibilities, etc.). Many Boards are creating “buddy systems,” pairing new and current Board members to help the new members get comfortable more quickly.



TERMS OF OFFICE

TOO LONG AT THE FAIR (Terms and Meetings)

One of the reasons for Phantom Boards, Bored Boards and several other dysfunctional types of Boards is the fact that the same people remain year after year. A large number of Boards were recruited when Boards were not expected to do very much and the agencies had ample resources. As a result of cutbacks and competition, the “rules have changed,” but many of the Boards have not.

Many Boards are benefiting from the use of staggered three year terms with a mandatory year off. One-third of the Board is up for election at any given time. The mandatory year off is proving to be one of the healthiest things to enter Board life in a very long time. Many Board members stay active with committees during that time, others get some rest and come back refreshed! It also gives the Board a graceful opportunity not to nominate someone (or a Ninja) for reelection if they don't want to.

MEETING LENGTH: FAST STARTS AND SLOW FINISHES

Some Boards pride themselves on the fact that their meetings are “really quick.” Often, however, they are also “really a waste of time” too; members are hit with rapid fire information and do not have ample opportunities to discuss issues thoroughly.

Other Boards waste time too -lots of it. They have L O N G meetings and discuss a variety of items which should really be relegated to committees. Gathering a diverse group of talented people to discuss the color of invitations is not a terrific use of their time.

Meetings should be long enough to get important Board business accomplished. The more information sent (and read) ahead of time, the less time will be required to discuss issues during the meetings. Proper use of committees also will cut down on the amount of time required during Board meetings.

Another effective way to cut down on meeting time is to use different types of agenda formats. Some organizations identify whether each item is for “discussion,” “referral to a committee” or a “vote.” In this manner, Board members come to the meetings more prepared to tackle specific items. Other Boards specifically indicate times on their agendas. For instance:

- 8:30 Introductions
- 8:40 Director's report
- 9:00 Finance Committee report
- 9:10 Personnel Committee report



This type of structure can keep the Board on track, as most Board members will help the leader keep to the agenda!



THE EXECUTIVE DIRECTOR



As mentioned previously, executive directors are hired to help ensure competent agency management. Often highly talented and under compensated, executive directors can help an agency run smoothly, in partnership with volunteer leadership or, if roles or responsibilities are not clear, can run the agency on their own (either forward or into the ground).

A typical executive director description is as follows:

ADMINISTRATION:

- Policy formulation with Board of Directors
- Establishment of goals and objectives with Board of Directors
- Serve as staff to Finance, Personnel and Program Committees;
available to any Board committees for specific assistance/information
- Implementation of Board policies and procedures
- Ensure agency legal compliance
- Fiscal planning with appropriate Board committees
- Budget development
- Cost control

PERSONNEL:

- Recruitment and hiring of all agency staff
- Staff development
- Salary administration
- Termination
- Staff organization
- Staff evaluation
- Preparation of personnel policies for Board consideration



PROGRAM:

- Evaluate existing programs with Board of Directors
- Develop new programs with appropriate committee for Board consideration

PUBLIC/COMMUNITY RELATIONS:

- Interpret the agency's goals and services to various publics including: board, staff, members, volunteers, contributors, other non-profit agencies, relevant government agencies, inquiring public and the media
- Supervise creation of the agency's annual reports, press releases, media events and special literature in cooperation with appropriate Board committee
- Fundraising: oversight of Board approved funding plans; appropriate participation in all fundraising activities including personal approaches, speaking engagements, membership activities



THE EXECUTIVE DIRECTOR

POSITION REPORTS TO:

The agency's Board of Directors. A special committee of the Board is responsible for annual evaluation. Director works closely with the Board chair or president.

Many executive directors of nonprofits are former "program people" who, through years of hard work, have managed to work their way into agency leadership. Often good visionaries, these directors, at times, lack administrative and financial strength to help ensure that the agency is run like a good business.

A new trend has resulted in a great number of nonprofits hiring executive directors who are wizards in business but lack any knowledge or experience with services or programs.

Agencies need to provide adequate training to their executive directors, whether it is in business management or in the provision of services.

The following allocation of responsibility is suggested for executive directors in order to ensure proper administration and support of an agency (barring emergencies or special circumstances):

Administration.....	30%
Program	25%
Board Development	20%
Fundraising.....	25%



THE BOARD CHAIR

One of the most important roles in any nonprofit is the president or chair of the Board of Directors.

Often elected in absentia or at gunpoint, Board chairs should play a major role in the leadership, vision and operation of every agency.

A strong chair can guide a nonprofit to great success. A weak leader can hinder growth, stop it all together and, at times, destroy an agency.



Unfortunately, there is no Board Leadership University for chairs to attend. At best, they rely on their past experience (if any). At worst, they remain unsure of their roles and confused throughout their tenure. Not a pretty picture.

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The purpose of a Board chair is to provide leadership, in partnership with the Executive Director, in areas of administration, program, planning, organization and leadership recruitment. Major responsibilities are as follows:

- Chairs all Board meetings
- Enforces the agency's By-laws
- Selects and supervises all committee and advisory council chairs
- Works closely with the Executive Director on issues affecting the overall agency
- Represents the agency to the community (public relations)
- Assists the agency in all fundraising activities (giving a gift and accompanying staff and other Board members appropriately)
- Works with other members of the Board and staff leadership to recruit new volunteers to the Board and its committees and councils
- Ensures that the committees and councils function appropriately
- Works with the Executive Director to ensure that the agency is meeting all fiduciary responsibilities
- Works with selected Board members to evaluate the work of the executive director
- Ensures that individual Board members receive adequate training, performance monitoring, and evaluation

Board chairs should work closely with the executive director. An ideal Board chair serves as a "sounding board" for the director; an advisor, friend, mentor and partner. Board chairs should enforce the agency's rules; moving Board members to roles of advisors if necessary; making sure that all Board members perform their functions adequately.



THE BOARD CHAIR

Many Board members do not know how to run meetings adequately. Others are not sure how to manage or provide leadership to the rest of the Board members. It is not easy for many people to make the transition from Board member to Board leader.

One of the best ways to help leaders become leaders is to have the Board and staff leadership help them!

A special meeting should be held (immediately after election if possible) to discuss expectations and leadership. The following questions should be addressed by the participants:

1. What do we expect of each other as Board members:

This question will give the Board members an opportunity to “clear the air” and discuss issues of concern without directly attacking anyone! Most often, responses will include:

We expect people to show up on time.

If someone says they will do something, they should do it!

It is okay to say you can't do something; better to do that than to not follow through.

We expect people to ask questions when they don't understand issues or topics.

We expect people to read materials ahead of time.



2. What does the Board expect from the staff:

We want to know when there is a problem that concerns us

We need to know, specifically, what we can do to help

We don't want any surprises!

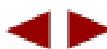
3. What does the staff expect from the Board:

When a commitment is made to do something, we expect it will be done.

We expect Board members to come to special events and programs.

We expect the Board to lend their special skills when they are needed.

Once the Board and staff have discussed their own rules, then the group has the opportunity to discuss the role of its leader!



THE BOARD CHAIR

4. What do we give our Chair permission to do:

We give you permission to start meetings on time!

It is okay to lean on us to get our reports done on a timely basis.

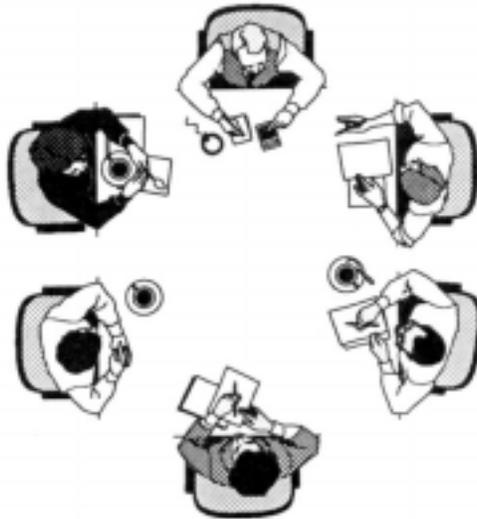
We expect you to take action if Board members are not coming to meetings.

*We give you permission to keep us on the agenda during meetings,
to refer things to committees that should not be part of the meeting!*

Not only will this discussion help clarify the role of the Chair (for the Chair!), it will set the stage for strong leadership throughout the year; members will be able to help the Chair enforce the group's rules and often will step in to reinforce the reason behind them.

Board chairs should have a personal concern for the agency's clients; be willing to contribute time and financial resources to the agency; have an ability to work with volunteers, staff and community leaders; a willingness to represent the agency to the public and the ability to eat an insufferable amount of roast chicken dinners.

If systems are well established within the agency, about 8 to 10 hours per month should be required by chairs of the Board to perform their duties.



NONPROFIT CORPORATE OFFICERS

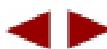
Although a variety of titles are used by various nonprofit organizations, corporate officers generally include a Chair or President, Vice Chair or Vice President, a Secretary, and a Treasurer. Agency By-laws should clearly indicate the roles of these positions in detail. General responsibilities often include:

VICE PRESIDENT

- Assists the chair or president in all aspects of the position
Should be consistently informed about all major agency issues
- Serves as chair of the Board when the chair or president is absent or unable to serve
- Provides leadership to appropriate agency committee

SECRETARY

- Oversees/prepares and maintains official Board records (agendas, minutes, member lists, actions, etc.)
- Ensures that agency minutes are properly recorded including:
 - time and place
 - how called
 - names of those present
 - proper recording of activities
- Ensures that a master file is maintained for the agency including:
 - Articles of Incorporation
 - Tax exempt information
 - By-laws
 - Financial audits
 - Approved budget
 - Corporate Seal
 - Signatory list
 - Policies and Procedures
- Responsible for all Board attendance records
- Assists in reviewing all agency documents; making recommendations to the Board when there is a need for revision or change



NONPROFIT CORPORATE OFFICERS

TREASURER

- Ensures that all funds and securities of the corporation are deposited in agency selected banks, trust companies or other depositories
- Ensures that funds are disbursed by the corporation properly
- Ensures that adequate and correct accounts are maintained of the corporation's properties, business transactions, liabilities, receipts, disbursements, gains and loses
- Reports all financial information to the Board of Directors on a regular basis
- Ensures that the agency arranges for an annual fiscal audit
- Ensures that Board members are trained in the areas of agency fiscal management



WHITHER THOU COMMITTEES

The United Way doesn't have a monopoly on complex structure. Many organizations live by the lottery system of Board development. If one committee is good, then fifteen must be terrific. No matter that every committee has one person on it; or that we play Committee Roulette (an innovative nonprofit exchange game which involves sharing all members of all committees). Not only do these committees create tremendous confusion, they do not tend to be very effective.

More often than not, finance committees tend to be the most functional of Board committees. This is usually because Board members who are professional financial managers are chosen for life and have little choice about which committee to join. They usually know their jobs and stick to business. Not so for the rest of the committees.

Standing Committees are established on a permanent basis, analyzing issues within their areas of jurisdiction. They also monitor and evaluate the performance of the whole agency in relation to their respective responsibilities. Most Boards of Directors have five or six standing committees including:

Nominating (including recruitment for non-Board committee members,
Board recruitment and orientation)

Program

Finance and Personnel

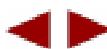
Development

Public Relations

It is important to note that committees serve to make recommendations to the Board, not do all the work! For instance, the Program Committee should review new ideas and make recommendations to the Board; the Development Committee's role is to create fundraising plans for the entire Board to help implement, not do all the fundraising itself; the Public Relations Committee's job is to identify target markets, create the tools necessary to approach them and train the Board as to how it can best reach out into the community!

BULLY EXECUTIVE COMMITTEES

Executive Committees are designed to have authority to make important decisions in emergency situations only. Unfortunately, it is often easier (although not usually effective) for Executive Committees to gain too much control of agency operation. Many Executive Committees meet monthly and virtually become the Board of Directors; the Board, in turn, becomes little more than an advisory committee. And we wonder why Board members feel uninvolved.



WHITHER THOU COMMITTEES

Many Board Executive Committees include only the officers of the corporation (President, Vice President, Secretary and Treasurer). These individuals, however well meaning, often do not have the breadth of knowledge required to make major agency decisions. The most effective Executive Committees include the chairs of each of the agency's standing committees who, on an emergency basis, can represent all facets of agency operation.

Most Boards would do well by dissolving their Executive Committees or, at the very least, reviewing their By-laws as to the purpose of these committees and making appropriate changes. Executive Committee dominance does not provide ample opportunity for Board of Director growth.

Advisory Councils should report to the Board of Directors and be charged with representing the agency to the community and lending support from time to time as appropriate. Its members should be utilized by the Board on a regular basis and should include prominent representatives of the agency's issue and members community who wish to lend support but cannot or do not wish to serve on the Board.

Advisory Council members' names should be included in all agency materials. Members should receive information from the Board on a regular basis and should be invited to participate in all activities.



Special blue ribbon corporate councils or ad hoc committees are formed from time to time for capital campaigns, building projects or other support or program purposes. These committees also serve at the pleasure of the Board and usually are temporary.

GET SPECIFIC

Each year, all committees should identify specific goals, objectives and action plans (refer to the Strategic Planning section). As a result of that information, the chairs will be able to submit a "skills list" to the nominating committee of the types of people they would like to recruit for their committees.

BE NICE

Many people get "stuck" on a committee because they have a certain skill. This can be helpful to the agency and is necessary from time to time. However, many volunteers would prefer to do something other than what they do all day long when they volunteer. Ask Board members if there are special things they would like to learn or particular areas of agency operation which interest them.



COMMITTEE JOB DESCRIPTIONS

Each committee needs to have a job description, and then goals, objectives and workplans.

Sample committee roles include:

FINANCE AND PERSONNEL COMMITTEE

PURPOSE OF THE POSITION: This committee is responsible for the overall direction and control of the finances and personnel procedures of the agency. Its membership is composed of members of the Board as well as officers of the agency and non-Board members as appropriate.

The Chairperson of the committee is appointed by the Board President. Committee members are selected by the Committee Chair. The Executive Director works with this committee as appropriate.

KEY RESPONSIBILITY AREAS:

1. Prepares a yearly budget for Board approval.
2. Approves the allocation of funds, payment of bills and preparation of financial reports.
3. Reviews monthly or quarterly reports on income and expenditures.
4. Reviews and explains deviations from the budget to the Board.
5. Reviews budgets of special projects or committees as appropriate.
6. Reviews on an annual basis, the sources of funding for the agency.
7. Arranges for an annual audit of the financial operations and reports results of the audit to the Board.
8. Recommends to the Board the investment or disposition of funds and reports to the Board on a regular basis the conditions of such investments.
9. Reports to the Board other financial matters as deemed appropriate by the Board.
10. Prepares job evaluation process for Board approval.
11. Updates personnel procedures for Board approval.
12. Prepares policy manual including work requirements, vacations, time off, etc. for Board approval.
13. Keeps Board informed regarding legislative issues concerning labor laws or related issues.



COMMITTEE JOB DESCRIPTIONS

NOMINATING COMMITTEE

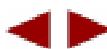
PURPOSE OF THE POSITION: This committee is responsible for the overall development of the Board of Directors of the agency. Its membership is composed of members of the Board as well as officers of the agency as appropriate.

The Nominating Development Committee prepares the slate of new Board members for agency elections, helps committees find new members and assists the Board as needed in the recruitment of expertise for special assignments and committees.

The Chairperson of the committee is appointed by the Board Chair. Committee members are selected by the Committee Chair, approved and invited to participate by the Board Chair.

KEY RESPONSIBILITY AREAS:

1. Analyze current Board and identify areas of strength and weakness, considering technical and personal skills needed to complement Board diversity.
2. Review job descriptions and committee charges.
3. Coordinate recruitment of new Board members for nomination.
4. Interview prospective volunteers. Prepare a slate of candidates for the Board and referrals to committees.
5. Develop and coordinate an agency Board orientation program.
6. Assist other board committees with recruitment of volunteers and non-Board members.
7. Evaluate nominating program and provide expertise to the Board as needed.



COMMITTEE JOB DESCRIPTIONS

DEVELOPMENT COMMITTEE

PURPOSE OF THE POSITION: This committee is responsible for the overall direction and control of the financial development activities at the agency. Its membership is composed of members of the Board as well as other non-Board members as appropriate.

The Chairperson of the committee is appointed by the Board Chair. Committee members are selected by the Committee Chair.

KEY RESPONSIBILITY AREAS:

1. Prepare an annual giving plan for Board approval and implementation based on agency funding needs. The plan should include fundraising methods such as special events, membership, direct mail and special program funding from individuals, community groups, corporations and foundations.
2. Oversee the development of special fundraising programs for capital, planned giving and endowment programs.
3. Responsible for agency fund requests.
4. Train and advise Board members in matters of financial development.
5. Oversee all fundraising efforts and review funding alternatives regularly.
6. Submit budget to the Board for fundraising activities.
7. Regularly evaluate funding programs for the Board.



COMMITTEE JOB DESCRIPTIONS

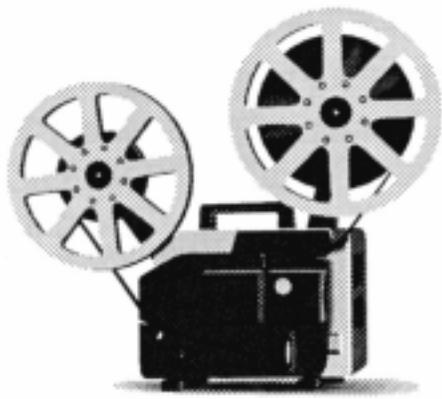
PUBLIC RELATIONS COMMITTEE

PURPOSE OF THE POSITION: This committee is responsible for the overall direction and control of the public relations activities at the agency. Its membership is composed of members of the Board as well as officers of the agency, and other non-Board members as appropriate.

The Chairperson of the committee is appointed by the Board Chair. Committee members are selected by the Committee Chair.

KEY RESPONSIBILITY AREAS:

1. Prepare an annual public relations plan for Board approval and implementation based on agency needs. The plan should include public relations methods such as Public Service Announcements, brochures and materials, public relations events, a speakers bureau and other activities.
2. Train and advise Board members in matters of public relations.
3. Oversee all public relations efforts.
4. Coordinate the publication of all agency materials to ensure consistent standards.
5. Coordinate efforts of the agency's speakers bureau.
6. Submit budget to the Board for public relations activities. Regularly evaluate all public relations programs for the Board.
7. Oversee production of the agency's donor/community newsletter.



COMMITTEE JOB DESCRIPTIONS

PROGRAM COMMITTEE

PURPOSE OF THE POSITION: This committee is responsible for the overall development of programs and projects adopted by the agency. Its membership is composed of members of the Board as well as non-Board members as appropriate.

The Chairperson of the committee is appointed by the Board Chair. Committee members are selected by the Committee Chair, approved and invited to participate by the Board Chair. An agency staff member serves on the committee and is responsible to provide staff support to its members.

KEY RESPONSIBILITY AREAS:

1. Conceptualize and develop agency programs and projects with program sub committees. Ensure that Strategic and Long Range Planning committees are formed and operating.
2. Recommend agency programs and projects to the Board of Directors.
3. Review and monitor agency program budgets to ensure compliance.
4. Monitor program activities.
5. Make recommendations concerning the expansion or curtailment of programs.
6. Provide program reports to the Board on a regular basis.
7. Coordinate ad hoc program sub committees as needed.
8. Create evaluation process for the agency's programs for the Board's consideration.



WHERE TO FIND COMMITTEE AND BOARD MEMBERS

Committees should include approximately 4 or 5 people each (more depending on need) and should actively seek the skills of non-board members.

Non-board committee members often are more easily recruited than Board members (as there is no fiduciary or legal responsibility and normally less time involved). Committees also serve as a great training ground for potential Board members, giving the agency an opportunity to learn more about the person before inviting them to join (a process which works both ways!).



Most agencies recruit Board and committee members through their own friendships and contacts, which is why many Boards clone themselves! Armed with job descriptions, Board members, staff and volunteers should be able to attract new people from a variety of places in the community.

- Friends, families and employment places of clients and former clients
- Former clients (appropriate for some agencies)
- Security Pacific Bank (runs a “board bank” for members)
- Volunteer Centers
- Executive Service Corps
- Social and professional organizations where volunteers belong
- Health care organizations
- Senior Centers
- Local corporations
- Unions
- Religious organizations
- Professional associations
- Other!

People should be invited to serve on the Board only if they fit the agency’s personality and have a demonstrated interest in the mission. Most of the time, they should “earn their way” on to the Board through service on agency committees.

Board and committee members should be recruited only after the agency has determined the types of skills or energy it needs to complement its current volunteers. Members should be recruited who, first of all, have an interest in the work of the agency; secondarily have a special skill or willingness to learn; then attention should be paid to age, ethnicity, experience and economic diversity.

A broad diversity of interest and experience will have a very positive effect on the agency. It is important to have no more than 30% of any type of skill or type of background on a Board; 30% professionals in the field, 30% corporate, etc.



WHERE TO FIND COMMITTEE AND BOARD MEMBERS

A nominating committee should serve as one of the most important of the agency's committees. This group should meet year round, recruiting and training committee members as well as new and current Board members. Prospective Board members and committee volunteers should receive a job description, complete with meeting dates and times and expectations of the agency. They should be interviewed as to their personal needs or WIIFMs (What's In It For Me) to help ensure a good match.

An intake form should be completed for all current and prospective volunteers which includes the following information for the agency's files:

Name
Address
Present affiliation with the agency (if any)
Profession
Employer
Spouse
Spouse employer
Children
Current community activities
Professional associations and/or memberships
Social memberships, clubs, interests
Religious affiliations
Corporate/foundation affiliations
Aspects of the agency which are of particular interest

Inviting potential Board members (especially strangers) to Board meetings is a common phenomenon. It must have been started by someone who wanted to guarantee that no one would join Boards. One can guarantee that it will be THAT NIGHT that the Board has a difficult problem to solve or doesn't have enough members for a quorum. It really doesn't help strangers to witness Board discussions. Don't do it.

It is important to keep in mind that it is not wise to discuss a potential Board position with a volunteer unless the agency is certain that the person will be invited to join; rather it is much easier to discuss all the various ways that volunteers can become involved with the agency and, following the interview, extend an invitation for the most appropriate position.

Do not let structure dictate your focus. Nonprofit agencies must continue to identify tasks and create committees as needed, taking small, calculated steps. Structures are solutions, not problems. The focus cannot be on the "machine" of the agency's operation. It must remain on the clients and what is best for them! What is best for them is a Board that is diverse, that represents the community, and that uses its resources appropriately.

People do the most work and give the most money to places where they are most involved. Strangers don't give a lot of effort, friends do.



MYTHS AND FACTS ABOUT BOARDS FROM HEAVEN AND HELL



Every Board member should contribute the same amount of energy

The best Boards are the ones who stay out of the way.

Just serving on a Board should be thanks enough.

On-going projects keep Board members happy and busy.

Everyone on the Board cannot give money.

Staff should recruit Board members.

Once they are on the Board, ownership is created.

A lot of committees are effective.

You cannot fire a Board member.

Leadership comes with the title.

You cannot be sued if you By-laws say so.



Good luck. Some will always do more than others.

The very best Boards are the ones who bring you expertise and challenge your ideas!

When is the last time you hoped no one would thank you?

Projects with starts and stops are much more effective.

Everyone on the Board better give money.

Staff should help, but the Board should do it.

Commitment is earned. Get them involved!

The fewer the committees the better.

Check your By-laws. Yes you can.

Board members must train their own leaders.

See you in court.





NO MORE TEARS STRATEGIC PLANNING!





WHY PLAN?

“When you don't know where you're going, any road will take you there.”

Cheshire Cat

Many of the Board or agency problems you have identified in the front portion of “Boards from Hell,” most likely are the result of a lack of a clear vision or plan; systems, policies and visions that are “stronger” than any individuals or groups within the agency.

PLANNING BACKWARDS... AND FORWARDS!

Many nonprofit agencies base their planning process on the availability of resources - “IF we have THIS money, we can do THAT program;” or “IF we have THESE volunteers, then we can provide THAT service.” This type of thinking puts nonprofits at the risk of truly bastardizing their missions and visions to chase money or volunteers; basing their programs on resources instead of true community need.

Nonprofits work most effectively if they focus on their purpose and then move in logical steps toward their solutions; viewing money and volunteers as wonderful solutions, not problems!

The process of effective planning includes looking internally at your agency's strengths, its weaknesses (that shouldn't take long!) and skills, then matching those with identified community trends and needs; finding the “niche” where your agency can do the most good!

Planning is a way of anticipating problems and opportunities in order to prevent crises. It is a way of doing good by doing your best. Effective long range or strategic planning is a process which should tap the creativity of your entire agency!

Planning cannot:

- Predict the future
- Solve immediate problems

Planning **CAN**:

- Get you, your board members and your volunteers to focus their efforts in the same direction
- Determine options for your future
- Help you concentrate on what's most important
- Get you to use your best skills
- Make the best use of your valuable (and often limited) time

Long range plans are like roadmaps - complete with detours! There always will be special circumstances which will require nonprofits to be flexible and responsive to changing community need. Good plans will enable you and your Board to constantly approach new problems with your greatest strengths.



No More Tears Planning Strategy Involves:



Identifying problems in your community

(Determine what needs you wish to address or try to solve)

Agency Evaluation

(Identify what you are good at)

Collecting Data

(Determine client and community external trends)

Creating Goals and Objectives

(Identify specific ways you wish to solve problems)

Creating Action Plans and Costs

(Determine how and who will do what to solve the problems)

Prioritizing

(1,3,5 year priorities)

Fundraising and Resource Development

(Plan to get what you need to help implement your plans)

Implementing the Plans!

(Turn your dreams into realities!)

Monitoring the Plans

(Check your progress)

Evaluating the Actions

(Did you do it? If not, why?)

And then starting all over again!

The process of sharing and gathering information is more important than the actual product. Some of the best of plans have been written on paper bags!

This guide has been prepared to help nonprofit agencies develop strategies which take advantage of your local skills and talents as well as the wealth of information available from board members, staff and your local community. Hopefully it will alleviate any number of board, staff, financial and fiduciary problems you may be experiencing at your agency!

It is hoped that your Planning Process is Productive, Positive and Pfun!

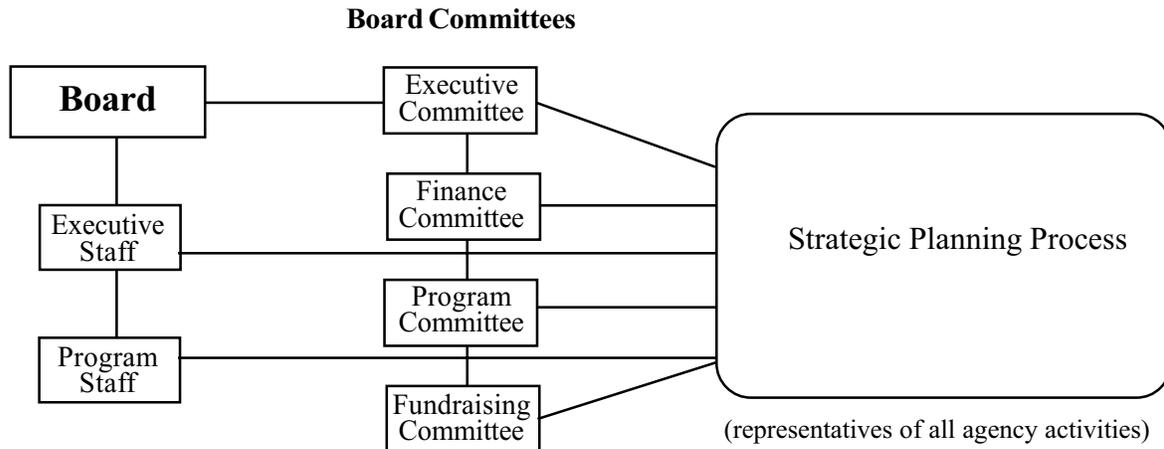


THE PLAYERS!

“Who is going to have all this “pfun?”

Ideally, the entire Board and senior staff should participate in the planning process.

However, if this is not possible due to the location of Board members or the type of agency, it is important that all agency activities are involved in the process, including representatives from the Board, staff, volunteers, and committees.



Special planning committees or executive committees which do all the agency planning do not create a sense of ownership in the new vision on the part of those who are not involved in the process. Also, these committees often exclude valuable input from other members of the agency.

The following roles are recommended for a planning process which include all Board and senior staff members (agencies which must have select committees do their planning can adapt the strategy to a committee level):

A Strategic Planning Committee:

Purpose:

- Oversee the strategic planning process
- Oversee meeting arrangements, materials, etc. to support the process
- Monitor, evaluate and report plan progress to board and staff
- Assist in obtaining special research information

This committee doesn't need to meet on its own on a regular basis, other than to review the planning process, identify and obtain appropriate research and maintain communication. The main function of this committee is to keep the process on track, and provide support for the process as needed.



THE PLAYERS!

A Committee Chair: (Preferably someone who is not absent from the meeting and elected chair as a punishment)

This vital person pulls the committee and the process together! The Chair should:

- Prepare agendas and preside at all meetings
- Appoint a recorder (this person definitely should be chosen when absent)
- Communicate with members between meetings and ensure everyone is prepared and on track
- Ensure that meeting schedules, arrangements and materials are provided
- Oversee the preparation of written reports for the board

Profile: The Chair should be a person who is a good facilitator, has great organizational skills and is able to endure an insufferable number of deli meat and cheese lunches. Bonus points awarded if this person has a Watts Line and/or a Fax machine.

Committee Members:

Membership in the Strategic Planning Committee is for life. Only kidding. A total of four or five staff and Board members should be selected to:

- Assist the Chair in all phases of planning process
- Assist in obtaining appropriate research information
- Assist in monitoring and evaluating the plans

Profile: Strategic Planning Committee members should have open minds and terrific senses of humor. This is a must.

CREATING A VOLUNTEER/STAFF PARTNERSHIP

Regardless of roles and responsibilities, one of the most valuable (and enjoyable) aspects of this planning process is the opportunity for Board and staff to share information and brainstorm in a positive atmosphere to help your agency develop a meaningful path for the future.

The process of planning is invaluable in creating a strong sense of ownership, excitement and determination to achieve goals.

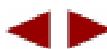


THE PROCESS IN REVIEW

- Step One:** Review the process, terms and roles
Identify current or planned programs
Discuss criteria for success
Discuss internal strengths and weaknesses
Discuss external threats and opportunities
Discuss community and client trends
- Step Two:** Create a wish list of services and programs
Detail current and proposed program and ideas
- Step Three:** Prioritize programs
Create a preliminary plan and budget
- Step Four:** Create a preliminary fundraising plan to match the vision of the agency

HOW LONG: Depending on the clarity of the agency's mission, number of programs, and the availability of staff support, many nonprofit agencies can accomplish Steps One and Two during a full-day retreat. Steps Three and Four usually can be conducted during regularly scheduled Board and committee meetings. Generally, including all the special meetings and projects, the whole process takes about three months.

HOW LONELY: Many agencies can conduct their own strategic planning program. However, it is important to note that the role of the chair or facilitator is to keep the process moving and ensure equal participation. At best, this is hard to do for an "inside" volunteer or staff member and, at worst, the role of facilitator may keep them from being an active participant in the process where their input may be needed.



STEP ONE: BACK TO THE BASICS

Purpose:	Review process, terms, roles Identify current goals and objectives Discuss criteria for success Identify internal/external factors
Materials:	Current plans, flip chart and easel Pads of paper, food and beverage
Who:	Strategic Planning Committee, staff and volunteer leadership and the entire Board
Time:	Approximately 7 hours or 2 sessions

1. **Appoint a Recorder or Note Taker**
2. **Review the Planning Process Outline**
3. **Review roles of Chair, Members, Participants, Recorder**
4. **Write out agency Mission Statement. Review it. Update it if necessary.**

The agency's mission statement is the heart of all activities. This statement should be written on a flip chart page and referred to throughout the planning process. A good mission statement should include the following:

- Whom** you serve (who are your clients, describe them)
- Where** you serve (any geographic constraints)
- What you do** (general types of services provided)
- Who does it** (specially trained staff or volunteers, etc.)
- Why** (for what purpose... to achieve what)



Occasionally, as a result of changing community need or even a lack of planning, agency missions change without the awareness of the nonprofit leadership! Agencies that “chase money” often find that they no longer are serving the clients they did in the past. Such changes should be the result of deliberate intent, not neglect!

If your Board and staff have serious disputes about the mission of the agency, you may have to take extra time to resolve them. If “wordsmithing” is the problem, it is suggested that you move on and refer the development of the final mission statement draft to committee.

5. **Identify Criteria for Success.**

Determine your agency's values and concerns by asking the following question:
“How do we know when we have been successful?”



This important issue often is ignored in the planning process. For instance, some groups feel strongly that they are successful only when large amounts of people are served; others base their success on their ability to conduct programs or services that no one else provides to their community. Do your staff and board judge their success by quality or quantity? The discussion, guaranteed to be lively, is extremely important.

The Recorder should track all responses. The Chair should guide the group toward creating a consensus of opinions.

6. Identify Internal Strengths and Weaknesses

Critical to the planning process is having appropriate information to consider. In order to work from strength, Board and staff must be realistic about the agency's abilities. For instance, some nonprofit agencies are best at starting model programs, others have large, active volunteer forces which can work in the community; each nonprofit has its own "gifts," which need to be identified.

Using a flip chart page with a line drawn down the middle, simply "brainstorm" strengths and weaknesses for each of the following (and additional) categories:

Program development/ implementation:

Board and Committees:

Finance:

Volunteers:

Fundraising:

Public Relations:



Each area of agency operation or activity should be investigated! This information will be invaluable for the remainder of the process.

7. Discuss External Factors

Brainstorm pertinent information about your clients or the community including competition, education, health care trends, demographics, economic forecasts, and other data considered by the group to be relevant to the agency. List each as a "threat" to the agency or an "opportunity" for the agency... some will be both!

You may need to contact city officials or other community resources to obtain specific

Save all flip charts for future use!



STEP TWO: WISHES AND DREAMS

Purpose: Review Major Issues Discussed Thus Far
Create Wish List

Materials: Current plans, flip chart and easel
Pads of paper, food and beverage

Who: Everybody!

Time: Approximately 2-3 hours

1. Review and put up flip chart pages or have available:
 - Copy of Mission Statement
 - Criteria for Success
 - Internal Strengths and Weaknesses
 - External Threats and Opportunities
2. List current programs on a flip chart page and post it on a wall.
3. **Brainstorm.** Based on all the above, have a freewheeling brainstorming session! Explore each activity or program area and create a list of programs, services or activities which your agency wants to or should conduct in the future. Brainstorm freely. No discussion of funding needs should take place at this point (it always kills a good brainstorming).

Fundraising, public relations (except for client marketing), volunteers, board members and staff are NOT problems. They are SOLUTIONS and should not be considered until later in the process.

Once all ideas have been brainstormed, the list should be reviewed in more detail. From this list, your agency's goals will be developed. The rules are simple. Each program (new or old):



1. Must meet the Mission of the agency
2. Must fit the Criteria for Success
3. Must respond to an identified opportunity

NOW COMES THE REALLY FUN PART



If your Board were to pick projects to implement your goals at this point of the process, you would be wasting everyone's time. They just don't have enough information to do so.



Many factors need to be considered. Additionally, terms such as “goals” and “objectives” (oh no, not THEM) must be clearly understood by everyone so that you all are talking about the same thing.

In order to address the details needed to truly consider programs and services clearly, a form has been included in this guidebook. Each current and brainstormed program should be detailed on this form. Board and staff members should be assigned, in teams, to complete a form for each program.

The Committee or Board Chair should assign each current and new program ideas to teams of board and staff members. Normally, approximately two to three weeks are required to complete the forms. More or less time may be required by the agency and this should be discussed with the group.

Note: special projects such as new facilities, renovation programs or even certain programs may require ad hoc committee work, professional assessments or studies. Cost and staffing need estimates for these studies or projects should be included in the program mix. The actual cost of the proposed project or program may not be available for consideration until a later time.

A word about words:

Goals: Things we wish to accomplish over a year’s time such as:

- “improving community awareness about AIDS” or
- “reaching more clients for our women’s education program”
- “teaching kids how to swim”

Objectives: Specific, measurable and achievable ways to reach each goal during the year

If the goal is “improving community awareness about AIDS,” the objectives might be “to teach 345 people in San Diego about the 13 steps to AIDS prevention at 4 schools in a 12 month period.”

The objectives for “reaching more clients” might be “to enlist 42 new clients in our program from 2 area cities during the next six months.

Are we having fun yet?



PROGRAM PLANNING FORM

Name of Program: _____

The community problem you want to solve:

Describe the people affected by it (numbers, population, current services, etc.):

Goal (a statement of what you would want to achieve over one year):

Objectives (specific, measurable ways you would achieve them):

Action Plans: Details of how this program or project would work:

What	Who (title)	By When	Cost



Action Plans: (continued)

What	Who (title)	By When	Cost

Resources (funds, materials, etc.) required to do this program or project:

Potential fundraising or income ideas for this project:

How does this program or project meet our mission?

How does it fit our Criteria for Success:

What will happen if we don't do this?

Why are we the best group to do this program or project:

How would you rank this program by year in order of importance? **1 3 5 future**

Names of persons who completed this form: _____



STEP THREE: PUTTING IT TOGETHER

Purpose: Create Preliminary Plan!
Materials: Current plans, flip chart and easle
Pads of paper, food and beverage
Who: Board of Directors
Time: Approximately 2 - 3 hours

1. Duke it Out

By now, all Board members should have received program forms filled out for current and proposed agency programs and activities.

The Board's job now, is to prioritize programs and activities, keeping in mind the information discussed at previous meetings. Programs should be divided into one, three, five and future year priorities.

This may take a little discussion. Not to mention compromise.

2. Write it Up

After breath is caught, the plan should be drafted and a preliminary budget prepared. There is only one piece left.



Now you can worry about money.



STEP FOUR: WHAT PRICE GLORY

- Purpose:** Create preliminary Fundraising Plan to match the wishes!
- Materials:** Plans, flip chart and easel
Pads of paper, food and beverage (lots of it)
- Time:** Approximately 8-10 hours (depending on budget)

This part of the process may vary from agency to agency. Most groups have their Financial Development Committee tackle the issue!

Regardless of your structure, the purpose of this part of the process is to see if the agency can create a fundraising plan which matches (in dollars) the preliminary budget developed by the Board. The process should include the following:

- 1. Review the price tag(s) created by all those wonderful plans (it is best to do this one year at a time and build for growth)**
- 2. Subtract any funds which are obtained from fees, contracts, etc.**
- 3. Explore options for fundraising goal from various methods including:**

Events
Mail
Membership Drives
Product Sales
Grants
Special Individual Gifts
Corporate Gifts
Other



Each method should have a specific dollar goal attached to it. The goals for the fundraising and the program plans should be the same amount. Each fundraising activity should have workplans (who, what, when and cost) detailed for implementation.

- 4. Based on fundraising strengths and weaknesses, determine if the fundraising plan is manageable and realistic.**
- 5. If so, turn it in for the Board's review and adoption.**

Remember, it is not enough for the Board to pass the program plan and walk away..... anyone can do that! The Board's role is to approve a plan to support its vision!



When all is said and done, your Board should approve two plans. The first, and most important, Where are We Going? The second, How We Plan to Get There.”

When all is said and done, your Board should approve two plans. The first, and most important, Where are We Going? The second, How We Plan to Get There.”

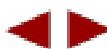
ADDITIONAL RESOURCE DEVELOPMENT

Once the Board has approved its program plans, the agency then can specifically identify and recruit appropriate Board members, volunteers and staff to help implement it. Targeted public relations and fundraising plans also can be created based on agency vision, not for the sake of awareness or money alone!

THE CARE AND FEEDING OF A LONG RANGE PLAN

In order to ensure that the plan is useful to your agency, specific dates should be chosen to monitor the plan’s progress, update information and evaluate results.

Each year, the Strategic Planning Committee should oversee the process of updating planning information and research, creating new program concepts and prioritizing. The process is on-going.



SCRIBNER & ASSOCIATES

Fundraising and Organizational Development
Services, Trainings and Programs



ABOUT SUSAN M. SCRIBNER

Susan Scribner provides on-site assessments, consultation retreats and training in all aspects of nonprofit financial and organizational development including : **Effective Fundraising Planning, Implementation of Annual and Capital Fundraising Programs, Financial Development Audits, Board Development, Long Range/Strategic Planning, Public Relations Strategies, Endowment Programs, and Volunteer Development.**

All services are designed to help agencies develop practical, usable skills in fundraising and organizational management. Her clients included health care providers, senior centers, organizations serving people with disabilities, social service agencies, organizations for the arts, women's shelters, schools and colleges, and community development projects among others.

For more than twenty years, Susan has developed customized annual, capital and planned giving programs, and has provided implementation assistance for hundreds of individual agencies and boards. She is the author of *How to Ask for Money Without Fainting*, and *Boards from Hell*, a guide to help strengthen nonprofit boards of directors. Her most recent publication, *Are You Charing a Board by the Seat of Your Pants* is for board and committee leaders and those who love them! Books are available in three languages and in Braille. Susan also has published a book through Cornell University *Board Development for Independent Living Centers* for organizations serving people with disabilities, also available in Braille and in large print.

Prior to starting her firm in 1984, Susan conducted a wide variety of annual, capital, endowment and special funding activities. She is the former Executive Director of VIVA in Washington, D.C., a national concern group for POWs and MIAs in Southeast Asia, the organization which created the POW/MIA bracelets. Susan has served as the Director of Development for such organizations as the Greater Southeast Community Hospital Foundation and the seven YWCAs of the National Capital Area in Washington, D.C., as well as other nonprofit agencies. She worked in marketing for the Marriott Corporation and in public and media relations for various organizations. Susan is a former Senior Trainer with the Grantsmanship Center in Los Angeles where she conducted fundraising and board development workshops throughout the country.

Susan currently serves as the U.S. Representative for Nevsky Angel in St. Petersburg, Russia where her books have been translated and are being distributed throughout the country. She provides on-site organizational development and fundraising consultation to hundreds of newly formed non-government social service groups throughout Russia each year.

more...

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SCRIBNER AND ASSOCIATES

Fundraising and Organizational Development
Services, Trainings and Programs



As a member of the faculty of the UCLA, Susan teaches Advanced Financial Policy and Board and Organizational Development both on campus and, as they say “above ground” internationally via new technology on the Internet. She also teaches a variety of courses in philanthropy and agency management for Cornell University, the University of Judaism and other universities. She frequently is called upon to conduct trainings and keynote conferences for such organizations as the Center for Nonprofit Management, National Society of Fundraising Executives, State Departments of Rehabilitation, and Volunteer and Support Centers throughout the country among others. Susan was selected to serve on a Presidential Task Force to create Model Public/Private Partnerships.

Susan has been a member of such organizations as the National Association for Hospital Development, the President’s Commission on the Employment of the Handicapped and the National Association of the Deaf. She is a volunteer Sign Language interpreter, a licensed pilot and winner of the 1969 Transatlantic Air Race from New York to London.



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For Susan’s other books & related services, go to the Consultant’s Corner
at www.thecuttingedge.com

