



 **Prosperity**
INDIANA
Strengthening our communities.

 **Joanna M. Brown**
AND ASSOCIATES
EDUCATE | INNOVATE | ELEVATE

SAGAMORE
INSTITUTE
INNOVATIVE IDEAS. REAL RESULTS.

 **Spark**
CONSULTING GROUP

STRATEGIC BOARD BUILDING

4

LEARNING OBJECTIVES

1. Characteristics of an Effective Board
2. Board Member Role & Responsibilities
3. Setting Clear Expectations
4. Board Member Recruitment



characteristics of an effective board

1

Remain consistently
dedicated to refining and
fulfilling the mission.

2

Develop and adhere to a clear and engaging board selection, recruitment and orientation process.

3

Organize responsibilities, set goals and measure the performance of the Board as a whole and its individual members.

4

Define and execute the processes and expectations for hiring, evaluating and compensating the CEO.

5

Understand and act with the belief and knowledge that the Board governs while the staff manages and these are separate, yet fully aligned functions.

6

Build a leadership pipeline for Board officer positions and offer mentoring/training and other supports for to enhance the success of all Board members.

7

Create a cycle of respect, trust and candor among all members and an environment where generative questions are welcomed.

8

Act as an ambassador for the organization and its 'work' while upholding the duties of care, loyalty, and confidence.

9

Actively build relationships with individuals outside the organization that advance the organization's overall mission, vision, and constituents.

10

Embrace change while being willing to take risks that can lead to rewards.

How does your board measure up?

How well has the board done its' job?

Choose the response that best reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

- | | | | | | |
|--|---|---|---|---|---|
| 1) Our organization has a three to five-year strategic plan or a set of clear long range goals and priorities. | 1 | 2 | 3 | 4 | 5 |
| 2) The board's meeting agenda clearly reflects our strategic plan or priorities. | 1 | 2 | 3 | 4 | 5 |
| 3) The board has insured that the organization also has a one-year operational or business plan. | 1 | 2 | 3 | 4 | 5 |

How well has the board done its' job?

Choose the response that best reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

4) The board gives direction to staff on how to achieve the goals primarily by setting or referring to policies. 1 2 3 4 5

5) The board ensures that the organization's accomplishments and challenges are communicated to members and stakeholders. 1 2 3 4 5

6) The board has ensured that members and stakeholders have received reports on how our organization has used its financial and human resources. 1 2 3 4 5

What's your score?

Excellent (28+)

Very Good (20 – 27)

Good (15 – 19)

Satisfactory (12 – 18)

Poor (7-11)

RESOURCE FREEBIE

- Board Self-Assessment
(Dalhouse University : handout #1)



B. How Well Has the Board Conducted Itself?

Circle the response that best reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

1. Board members are aware of what is expected of them.	1	2	3	4	5
2. The agenda of board meetings is well planned so that we are able to get through all necessary board business.	1	2	3	4	5
3. It seems like most board members come to meetings prepared.	1	2	3	4	5
4. We receive written reports to the board in advance of our meetings.	1	2	3	4	5
5. All board members participate in important board discussions.	1	2	3	4	5
6. We do a good job encouraging and dealing with different points of view.	1	2	3	4	5
7. We all support the decisions we make.	1	2	3	4	5
8. The board has taken responsibility for recruiting new board members.	1	2	3	4	5
9. The board has planned and led the orientation process for new board members.	1	2	3	4	5
10. The board has a plan for director education and further board development.	1	2	3	4	5
11. Our board meetings are always interesting.	1	2	3	4	5
12. Our board meetings are frequently fun.	1	2	3	4	5

My overall rating:

- Excellent (50+) Very Good (40-49) Good (30-49)
 Satisfactory (20-29) Poor (10-19)

C. Board's Relationship with Executive Director

Circle the response that best reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

1. There is a clear understanding of where the board's role ends and the Executive Director's begins.	1	2	3	4	5
2. There is good two-way communication between the board and the Executive Director.	1	2	3	4	5
3. The board trusts the judgment of the Executive Director	2	3	4	5	
4. The Board provides direction to the Executive Director by setting new policies or clarifying existing ones.	1	2	3	4	5
5. The board has discussed as communicated the kinds of information and level of detail it requires from the Executive Director on what is happening in the organization.	1	2	3	4	5
6. The board has developed formal criteria and a process for evaluating the Executive Director	1	2	3	4	5
7. The board, or a committee of the board, has formally evaluated the Executive Director within the past 12 months.	1	2	3	4	5
8. The board evaluates the Executive Director primarily on the accomplishment of the organization's strategic goals and priorities and adherence to policy.	1	2	3	4	5
9. The board provides feedback and shows its appreciation to the Executive Director on a regular basis.	1	2	3	4	5
10. The board ensures that the Executive Director is able to take advantage of professional development opportunities.	1	2	3	4	5
11. _____	1	2	3	4	5

My overall rating:

- Excellent (45+) Very Good (39-44) Good (29-38)
 Satisfactory (20-28) Poor (11-19)

D. Performance of Individual Board Members (Not to be shared)

Circle the response that best reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

- | | | | | | |
|---|---|---|---|---|---|
| 1. I am aware of what is expected of me as a board member. | 1 | 2 | 3 | 4 | 5 |
| 2. I have a good record of meeting attendance. | 1 | 2 | 3 | 4 | 5 |
| 3. I read the minutes, reports and other materials in advance of our board meetings. | 1 | 2 | 3 | 4 | 5 |
| 4. I am familiar with what is in the organization's by-laws and governing policies | 1 | 2 | 3 | 4 | 5 |
| 5. I frequently encourage other board members to express their opinions at board meetings. | 1 | 2 | 3 | 4 | 5 |
| 6. I am encouraged by other board members to express my opinions at board meetings. | 1 | 2 | 3 | 4 | 5 |
| 7. I am a good listener at board meetings. | 1 | 2 | 3 | 4 | 5 |
| 8. I follow through on things I have said I would do. | 1 | 2 | 3 | 4 | 5 |
| 9. I maintain the confidentiality of all board decisions. | 1 | 2 | 3 | 4 | 5 |
| 10. When I have a different opinion than the majority, I raise it. | 1 | 2 | 3 | 4 | 5 |
| 11. I support board decisions once they are made even if I do not agree with them. | 1 | 2 | 3 | 4 | 5 |
| 12. I promote the work of our organization in the community whenever I had a chance to do so. | 1 | 2 | 3 | 4 | 5 |
| 13. I stay informed about issues relevant to our mission and bring information to the attention of the board. | 1 | 2 | 3 | 4 | 5 |

My overall rating:

- Excellent (55+) Very Good (45-54) Good (32-44)
 Satisfactory (20-31) Poor (13-19)

E. Feedback to the Chair of the Board (Optional)

Circle the response that best reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

- | | | | | | |
|---|---|---|---|---|---|
| 1. The board has discussed the role and responsibilities of the Chair. | 1 | 2 | 3 | 4 | 5 |
| 2. The Chair is well prepared for board meetings. | 1 | 2 | 3 | 4 | 5 |
| 3. The Chair helps the board to stick to the agenda. | 1 | 2 | 3 | 4 | 5 |
| 4. The Chair ensures that every board member has an opportunity to be heard. | 1 | 2 | 3 | 4 | 5 |
| 5. The Chair is skilled at managing different points of view. | 1 | 2 | 3 | 4 | 5 |
| 6. The Chair can be tough on us as a group when we get out-of-line. | 1 | 2 | 3 | 4 | 5 |
| 7. The Chair knows how to be direct with an individual board member when their behaviour needs to change. | 1 | 2 | 3 | 4 | 5 |
| 8. The Chair helps the board work well together. | 1 | 2 | 3 | 4 | 5 |
| 9. The Chair demonstrates good listening skills. | 1 | 2 | 3 | 4 | 5 |
| 10. The board supports the Chair. | 1 | 2 | 3 | 4 | 5 |
| 11. The Chair is effective in delegating responsibility amongst board members. | 1 | 2 | 3 | 4 | 5 |
| 12. _____ | 1 | 2 | 3 | 4 | 5 |

My overall rating:

- Excellent (45+) Very Good (35-44) Good (25-34)
 Satisfactory (20-33) Poor (11-19)



board member role & responsibilities

LEGAL DUTIES

- **Duty of Care** — Each board member has a legal responsibility to participate actively in making decisions on behalf of the organization and to exercise his or her best judgment while doing so.
- **Duty of Loyalty** — Each board member must put the interests of the organization before their personal and professional interests when acting on behalf of the organization in a decision-making capacity. The organization's needs come first.
- **Duty of Obedience** — Board members bear the legal responsibility of ensuring that the organization complies with the applicable federal, state, and local laws and adheres to its mission.



1

Determine the organization's mission and purpose. It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.

2

Select the chief executive. Boards must reach consensus on the chief executive's responsibilities and undertake a careful search to find the most qualified individual for the position.

3

Provide proper financial oversight. The board must assist in developing the annual budget and ensuring that proper financial controls are in place.

4

Ensure adequate resources. One of the board's foremost responsibilities is to provide adequate resources for the organization to fulfill its mission.

5

Ensure legal and ethical integrity and maintain accountability. The board is ultimately responsible for ensuring adherence to legal standards and ethical norms.

6

Ensure effective organizational planning. Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.

7

Recruit and orient new board members and assess board performance. All boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate its own performance.

8

Enhance the organization's public standing. The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community.

9

Determine, monitor, and strengthen the organization's programs and services. The board's responsibility is to determine which programs are consistent with the organization's mission and to monitor their effectiveness.

10

Support the chief executive and assess his or her performance.

The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the organization.

RESOURCE FREEBIE

- Checklist of Board Roles & Responsibilities
(BoardSource: handout #2)



CHECKLIST

of Board Roles and Responsibilities

Basic board roles and responsibilities are the foundation for a successful board. BoardSource has designed this checklist so you can quickly remind yourself of your key responsibilities. It's also a great board orientation tool! Can you check all the boxes?

[] ESTABLISHING IDENTITY AND DIRECTION

- Has the board adopted or revised a strategic plan or defined a strategic direction for the organization within the past three years?
- Does the board ensure that the organization's mission, vision, and values are reflected in the organization's programs?
- Are the organization's strategic priorities adequately reflected in the annual budget?

(i) ENSURING THE NECESSARY RESOURCES

- Has the board adopted policies related to funds to be pursued and/or accepted in support of the mission?
- Does the board expect all its members to be active participants in fundraising efforts?
- Does the board's composition reflect the strategic needs of the organization?
- Is the board confident that the chief executive's skills and other qualities represent a good match for the organization's strategic needs?





setting clear expectations

RESOURCE FREEBIE

- Template Board Member Job Description
(Handout #3)



BOARD MEMBER JOB DESCRIPTION

Expectations of the Board

As the highest leadership body of the organization and to satisfy its fiduciary duties, the board is responsible for:

- Determining the mission and purposes of [insert organization name].
- Selecting and evaluating the performance of the CEO/ executive director.
- Strategic and organizational planning.
- Ensuring strong fiduciary oversight and financial management.
- Fundraising and resource development.
- Approving and monitoring [insert organization name]'s programs and services.
- Enhancing [insert organization's name]'s public image.
- Assessing its own performance as the governing body of [insert organization's name].

BOARD MEMBER JOB DESCRIPTION

Board Member Responsibilities

Each individual board member is expected to:

- Know the organization's mission, policies, programs, and needs.
- Faithfully read and understand the organization's financial statements.
- Serve as active advocates and ambassadors for the organization and fully engage in identifying and securing the financial resources and partnerships necessary for [insert organization's name] to advance its mission.
- Leverage connections, networks, and resources to develop collective action to fully achieve [insert organization's name] mission.
- Give a meaningful personal financial donation.
- Help identify personal connections that can benefit the organization's fundraising and reputational standing, and can influence public policy.

BOARD MEMBER JOB DESCRIPTION

Board Member Terms & Commitments

Each individual board member is expected to:

- Serve a three-year term to be eligible for re-election up to two consecutive terms.
- Attend a minimum of 85% of board meetings.
- Volunteer between three – six hours per month attending board meetings and participating in sub-committee meetings.
- Participate in at least one sub-committee.
- Review pre-read materials prior to meetings and come prepared for engaged discussion, active listening, and respectful dialogue.

GIVE OR GET POLICY

Give and **Get** refers to how much board members are expected to **give** as part of their service on their board — and of course, the “**get**” part refers to how much they help raise. ... Board members need to make a personal gift as well as help with fundraising, not one or the other.

GIVE OR GET POLICY



We ask that each board member be responsible for raising (or giving) a minimum of \$__ annually.

We also ask that each board member make a personal contribution, which will be counted as part of this amount.

SO, WHAT GOES IN?



PERSONAL
CONTRIBUTION



EVENT
SPONSORSHIPS



EVENTS
TICKETS, TABLES, ETC.



CORPORATE
CONTRIBUTION



VOLUNTEER/
AMBASSADOR



IN- KIND
SERVICES

RESOURCE FREEBIE

Give or Get Policy Template
(handout #4)



1

Determine the total annual contribution per board member.

Give or Get

We ask that each board member be responsible for raising (or giving) a minimum of **\$ 500.00** annually. We also ask that each board member make a personal contribution, which will be counted as part of this amount.

2

Specify the minimum expectation of board participation in fundraising events for the year.

Special Events

Each individual board member is expected to:

- Sell a minimum of ten (10) tickets to the Spring Gala.
- Secure a minimum of one (1) hole sponsor for the Golf Outing.

3

Specify the minimum number of corporate contributions expected of each board member.

Corporate Contributions

Each individual board member is expected to:

- Secure one corporate annual fund contribution.

4

Determine the minimum number of volunteer experiences of each board member & the # events board members are expected to attend.

Volunteer/Ambassadorship

Each individual board member is expected to:

- Volunteer for one of [insert organization's name] programs a minimum of three (3) times.
- Attend a minimum of three (3) [insert organization's name] events as a board ambassador.

RESOURCE FREEBIE

Board Member Annual
Pledge Form Template
(handout #5)



SAMPLE PLEDGE FORM

2019 Board Member Pledge Form

Our Mission

[insert organization's mission]

[Organization's Name] recognizes that board members contribute in many valuable ways — not only funds, but information, professional guidance, and in-kind resources. At a minimum, individual board members are expected to contribute to the organization in the following ways:

For the fiscal year __ my contribution toward the support of the organization will be

1. Personal contribution () \$100 () \$250 () \$500 () \$1,000 () Other \$ _____

Please indicate:

() Check enclosed () Check(s) will be sent on the following date(s): _____

Please send me a reminder notice on _____

2. My company will match \$ _____

3. Other contributions (art/stock/planned giving) _____

4. Special events are important to our organization. I will participate in:
() Annual Spring Gala () Golf Outing () Other

5. I can assist with fundraising outreach to the following foundations, corporations, individuals:
(please list) _____

6. I can provide/identify in-kind resources/services (computer equipment, office supplies, furniture, volunteers, vehicles, tickets, professional services [public relations, legal, financial, etc.]) _____

1. I will regularly receive financial reports.
2. I can call on the paid staff to discuss programs and policies, goals, and objectives.
3. Board members and staff will respond to the best of their ability in a straightforward and thorough fashion to any questions I have that I feel are necessary to carry out my fiscal, legal, and moral responsibilities to this organization.

Signature of the Chief Executive _____ Date _____

So, how do we actually hold board members accountable?

RESOURCE FREEBIE

Board Member Score Card
Template (handout #6)



BOARD MEMBER SCORE CARD

[INSERT ORGANIZATION NAME]

2019 BOARD MEMBER SCORE CARD

Report as of: March 31, 2019

Number	Annual Pledge Form	Conflict of Interest Policy	Board Meeting Attendance #	Committee Mtg. Attendance #	Personal Gift	Total Give or Get \$	Total Corporate Contributions #	Total Sponsors #	Total Value of In-Kind \$	Total Volunteer Experiences	Total Ambassador Events
1	Y	Y	3	2	Y	\$ 500	0	1	\$ 4,000	2	1
2	N	Y	3	2	Y	\$ 100	0	0	\$ -	6	1
3	Y	Y	2	2	Y	\$ 1,000	1	1	\$ 100	1	1
4	Y	Y	3	0	N	\$ 2,000	1	0	\$ -	0	1
5	Y	Y	2	0	Y	\$ 10,000	1	3	\$ 1,000	1	1
6	Y	Y	2	0	Y	\$ 500				7	1
7	N	N	2	1	Y	\$ 100				1	1
8	Y	N	1	2	N	\$ 50				2	1
9	Y	Y	1	2	N	\$ 200				0	1
10	Y	Y	0	1	N	\$ -				0	1

BOARD MEMBER SCORE CARD

[INSERT ORGANIZATION NAME]			
2019 BOARD MEMBER NUMBER ASSIGNMENTS			
Number	Board Member Name		
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Navigation: < > | Score Card | Number Cheat Sheet | Inv. Board Member Report



board member recruitment

RESOURCE FREEBIE

Board Recruitment
Worksheet
(BoardSource, handout #7)



BOARD MEMBER RECRUITMENT MATRIX

Board Recruitment Worksheet

Adapted from BoardSource's *The Handbook of Nonprofit Governance (2010)*

<p>Tailor the categories and qualities below to the needs and interests of your organization. Given your organization's mission, goals and priorities, what mix of skills and attributes do you need on the board?</p> <p>This matrix may be used for different phases of the board recruitment process:</p> <ul style="list-style-type: none"> • Complete the matrix for each <i>current</i> board member to map the skills and attributes of the existing board, and to identify any gaps/needs. • Complete the matrix for a list of <i>prospective</i> board members to prioritize recruitment efforts based on the gaps/needs you've identified. 		(name)								
		1	2	3	4	5	6	7	8	9
Age (estimated)	18-34									
	35-50									
	51-65									
	Over 65									
Gender	Male									
	Female									
Race/Ethnicity	African American/Black									
	Asian / Pacific Islander									
	Caucasian									
	Hispanic / Latino									
	Native American / Alaska Native									

BOARD MEMBER RECRUITMENT MATRIX

Resources	Capacity and inclination to give										
	Access to funders and/or donors										
	Available for active participation (cultivation, stewardship, etc.)										
Community Connections	Business										
	Media										
	Politics										
	Social Services										
	Education										
	Philanthropy										
	Other:										
	Other:										

BOARD MEMBER RECRUITMENT MATRIX

Board Matrix Worksheet, p. 2 <i>(Adapted from The Handbook of Nonprofit Governance)</i>										
		1	2	3	4	5	6	7	8	9
Qualities	Passionate about the mission									
	Leadership skills / Motivator									
	Team-oriented									
	Willingness to work / Availability									
	Other:									
	Other:									
Personal Style	Good communicator									
	Visionary									
	Strategist									
	Bridge builder									
	Other:									
	Other:									
Expertise	Administration / Management									
	Accounting, Financial management									
	Entrepreneurship									
	Communications, Marketing, PR									
	Strategic planning									
	Governance (board leadership/operations)									
	IT									
	Fundraising									
	Government									
	Law									
	Mission-related:									
	Other:									
	Other:									
Other:										

GOVERNANCE COMMITTEE



Your search for board members should be ongoing. The governance committee is essential for board member recruitment as it focuses on the search process on a regular basis. Normally the board chair appoints members to this committee who know the organization thoroughly, have extensive contacts in the community, and are fair judges of candidates. One of the committee's tasks is to find the best candidates, convince them of the benefits of board service, present the candidates to the full board, and after the final nomination, make sure the new board members are well equipped to do the best possible job.

GOVERNANCE COMMITTEE



Your search for board members should be ongoing. The governance committee is essential for board member recruitment as it focuses on the search process on a regular basis. Normally the board chair appoints members to this committee who know the organization thoroughly, have extensive contacts in the community, and are fair judges of candidates. One of the committee's tasks is to find the best candidates, convince them of the benefits of board service, present the candidates to the full board, and after the final nomination, make sure the new board members are well equipped to do the best possible job.

SEARCH STRATEGIES



- Young Professionals Networks/Groups
- Corporate Affinity Groups
- Chambers of Commerce
- Affinity Groups (African American Professionals, Women in Energy, etc.)
- Corporate Partners (up and coming leaders)

EXECUTIVE DIRECTOR'S ROLE



The chief executive, having the most intimate knowledge of the organization, can provide valuable assistance to the governance committee by helping assess the organization's and the board's current leadership needs, identifying valuable prospects, and helping to inform and integrate new board members into their new roles. Some nonprofit leaders believe that the chief executive should be excluded from the recruitment process because of the possibility of a conflict of interest. Either way, however, it is the full board that votes on the admission of new members.

RECRUITMENT/NOMINATION PROCESS

1

Identify demographic, industry, and expertise gaps in need to be filled.

RECRUITMENT/NOMINATION PROCESS

2

Board members and Executive Director submit Candidate Profile forms to Governance Committee for review.

RESOURCE FREEBIE

Candidate Profile Form
Template
(handout #8)



RECRUITMENT/NOMINATION PROCESS

3

Governance committee reviews candidate profile forms and selects pool of candidates.

RECRUITMENT/NOMINATION PROCESS

4

**Coffee meeting with candidate.
Executive Director, Nominator
and Governance Committee
member attend.**

RECRUITMENT/NOMINATION PROCESS

5

If the candidate is a good fit, governance committee will advance nomination for board vote.

RECRUITMENT/NOMINATION PROCESS

6

If the candidate is not a good fit, governance committee can offer committee membership.

QUESTIONS?

A spark can become a flame and change everything.



Angelina Williams

President

angie@sparkachangenow.com