



# Board of Directors Roles and Responsibilities

***Leadership Omaha Alumni Association***

***Pete Tulipana, MPA, CFRE***

***October 29, 2008***



# Why Do Boards of Directors Exist?

## *Legal Responsibilities*

- Duty of Loyalty
- Duty of Obedience
- Duty of Care

TEAMWORK



## Board of Directors: Purpose

The purpose of the Board job is, on behalf of some ownership, to see to it that the organization achieves what it should and avoids what is unacceptable.



TEAMWORK



## Linkage to Ownership

- a) **Attitudinal:** Board members behave in the belief that they are moral trustees for the owners.
  
- a) **Statistical:** Boards gather statistical evidence of the owners concerns, needs, demands and fears.
  
- a) **Personal:** Intimate exchanges that engage Board members in direct contact with owners and owners' representatives.





## Why do People Serve on Boards?

- Give back to the community
- Commitment to agency/cause
- Have been helped
- To meet a need in the community
- Recognition
- Represent an interest group
- Political, business, personal
- “Membership” by family or company
- Someone asked them



# NOT-FOR-PROFIT BOARD'S LIFECYCLE

<i>Organizing Board of Volunteers</i>	<i>Volunteer Governing Board</i>	<i>"Institutional" Board</i>	<i>Board Renewal</i>
a) Follow the Leader b) Board Leads/Controls	Moving from Volunteer to Staff Model	Mature Fundraising	Fundraising Auxiliary Advisory Committees

Volunteer – Hands On -----Delegating-----Assessing & Evaluation

TEAMWORK



## Effective Structure for Boards

- Trustees
- Board of Directors
- Advisory Boards
- Alumnae Associations
- Volunteers/Guilds

TEAMWORK



# Effective Structure for Boards

- Taskforces:
  - Determined annually, time limited.
  - Task oriented, to do the work identified as strategic that year.
  - Governance: Taskforce that addresses the self-management of the Board, (Nomination, Evaluation of the Board members, individually and collectively)

TEAMWORK



# Board of Directors Roles & Responsibilities: Essential Seven

## ***1. Appointing, Supporting and Evaluating CEO***

- Select the chief executive based on what the needs of the organization are.
- Support the chief executive by holding self and other members accountable to do what they have committed to do as Board members.
- Evaluate the CEO annually.

## ***2. Planning, Setting Policy and Direction***

- Ensure effective organizational planning.
- Ensure legal and ethical integrity, and maintain accountability.
- Adhere to the Conflict of Interest Policy



# Board of Directors Roles & Responsibilities: Essential Seven

## ***3. Quality Assurance***

- Determine, monitor and strengthen the organization's programs and services.
- Evaluate organizational performance.

## ***4. Fiscal Management***

- Manage resources effectively.

## ***5. Selecting, Training and Retaining: Evaluating Board Members***

- Recruit and orient new Board members.
- Assess Board performance.



# Board of Directors Roles & Responsibilities: Essential Seven

## ***6. Fund Development***

- Ensure adequate resources.
- Make a personal contribution.
- Meet minimum fund-raising expectations.

## ***7. Connecting to the Community***

- Enhance the organization's public standing.
- Use connections to benefit the organization.
- Advocacy.

TEAMWORK



# Board of Directors Roles & Responsibilities: Essential Seven

*Appointing, Supporting and Evaluating CEO*

*Planning, Setting Policy and Direction*

*Quality Assurance*

*Fiscal Management*

*Selecting, Training and Retaining; Evaluating Board Members*

*Fund Development*

*Connecting to the Community/Membership*

TEAMWORK



# Primary Job of the Board Leadership & the CEO

*What is the primary job of the paid staff/Board leadership when it comes to the Board?*

- Cultivate and develop leadership.
- Organize the structure of the Board to meet the needs of the organization.
- Engage and motivate the Board and the members.
- Educate the Board/members about the organizational issues.

TEAMWORK



# Practical Ways to get a Board to Work!

**Decide and agree on what work the Board should do.**

**What are the key accountabilities for your Board at this stage of life for your organization?**

**What process will you use to hold the Board members accountable to accomplish what is critical to the success of your mission?**

TEAMWORK