Transforming Board Practice
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Mary Tschirhart is a Professor of Public Administration at The Ohio State University. She served as Director of the Institute for Nonprofits and Professor of Public Administration at NC State University from 2008-2013. She has published extensively on nonprofit topics including board governance. She recently co-authored a text titled *Managing Nonprofit Organizations*. Dr. Tschirhart has served on six nonprofit boards in a variety of roles, including president, and led a nonprofit as its executive director.
Module 3

Introduction to Governance and Board Structure
Goals for this Module

Participants will be able to:

• Define the difference between Governance, Management and Work
• Describe the Board structure of their organization and clarify their main role
• Articulate the boundaries between their Board, CEO and staff
• Understand and use self-evaluations tools
Activity

The Distinction between Governance and Operations

See Worksheet 3.1
Governance Responsibilities

- Determining organization mission, purpose, and structure
- Selecting, supporting, and evaluating the chief executive
- Planning for the organization’s future
- Determining, monitoring, and strengthening the organization’s programs and services
- Providing fiscal oversight
Governance Responsibilities (cont’d)

- Ensuring adequate financial resources
- Facilitating access to and ensuring effective and efficient management of key resources
- Serving as a liaison to the organization’s stakeholders and its external environment
- Strengthening the board’s own effectiveness
- Ensuring legal and ethical integrity
Governance vs. Operations

Core BOD responsibility is governance, but operations must get done too.

Boards and CEOs must negotiate appropriate balance for their organization.

Three functions to be negotiated:

- Governance
- Management
- Work
Activity De-Brief

1. Discuss the type of board you have – what are their primary tasks?
2. Is the division of labor between board, CEO, and staff formally or informally designated?
3. How do people know what they are supposed to do?
4. Do you identify with any of the following board types?
Board Structures (Gill, 2005)

**Traditional**: Board governs and delegates management to CEO/Executive staff

**Management**: Board governs and manages, work is delegated to staff coordinator & staff

**Operations**: Board is responsible for governance, management, and work

**Advisory**: Selected & Dominated by CEO, governs to legitimize the organization

**Collective**: Board & staff make decisions as a team
Board-Staff Relations

• How well do your board members know your organization?
• Would your staff members recognize the members of your board?
• What routine opportunities exist for board-staff interaction?
• How is this working for you?
Board-Staff Communication

• Develop channels of communication
• Invite board members for an office tour
• Invite staff to board meetings
• Consider combined strategic planning meetings
• Make sure board members know what the staff do; and vice versa
CEO Evaluation

• What are the challenges for board members when evaluating the CEO?

• What are the challenges for the CEO?

• What are the challenges for the staff?
Tips for Evaluating the CEO

• Conduct an annual performance review
• Include staff feedback
• Create annual expectations that can be measured
• This should be a formative assessment. The CEO wants praise and constructive feedback.
• If the assessment is performed routinely and consistently it is easier
Questions for Great Governance
(adapted from *The Strategic Board*)

1. Where are we going?
2. Who does what?
3. How will it happen?
4. Did it happen?
Board Tools

Where are we going?

- Values statement
- Vision statement
- Mission statement
- Imperatives
- Strategies and Goals
Who does what?

- Board job descriptions
- Committee and advisor job descriptions
- Bylaws
- Meeting minutes
- Board orientation
- Board development
Board Tools

How will it happen?

- Policies
- Bylaws
- Executive Limitations
- Plans
- Board Improvement Activities
Did it happen?

- Financial statements and audits
- Program evaluations
- Organization evaluation
- Board self-assessment
- Executive appraisal
- External reviews and feedback
Board Syndromes

- Boiling Frog
- Don’t Rock the Boat
- Us versus Them
- Non-system Thinking
Paths to Board Excellence

- Focus on the important questions
- Use tools
- Avoid syndromes
- Other
Evaluation

What are the key points of this module?

– What did you find most useful?
– What can we improve upon?
– Other items you want us to cover?
Curriculum Modules

Module 1: Foundations for Transforming Board Practice
Module 2: Legal and Recruitment Issues
Module 3: Governance and Board Structure
Module 4: Enhancing Board Engagement
Module 5: Constructive Conflict
Module 6: Thinking Strategically
Module 7: Asking the Right Questions
Module 8: Board Meeting Communication
PDF copies of the curriculum modules are available for viewing on the NC Thrive portal:

http://communitydevelopment.ces.ces.ncsu.edu/local-government-nonprofits/


