



MARC SMILEY

Organizational Development

BUILDING AN EFFECTIVE BOARD OF DIRECTORS

LAND TRUST ALLIANCE
NATIONAL RALLY 2003

OCTOBER 18-19, 2003



Organizational Development

2212 SE 57th Avenue
Portland, OR 97215
(503) 249-0000 • (503) 249-0054 FAX
www.marcsmiley.com • marc@marcsmiley.com

Marc Smiley Organizational Development provides a full range of consulting services focused on the fundamental elements of successful nonprofit organizations, including training, consulting and facilitation in the areas of:

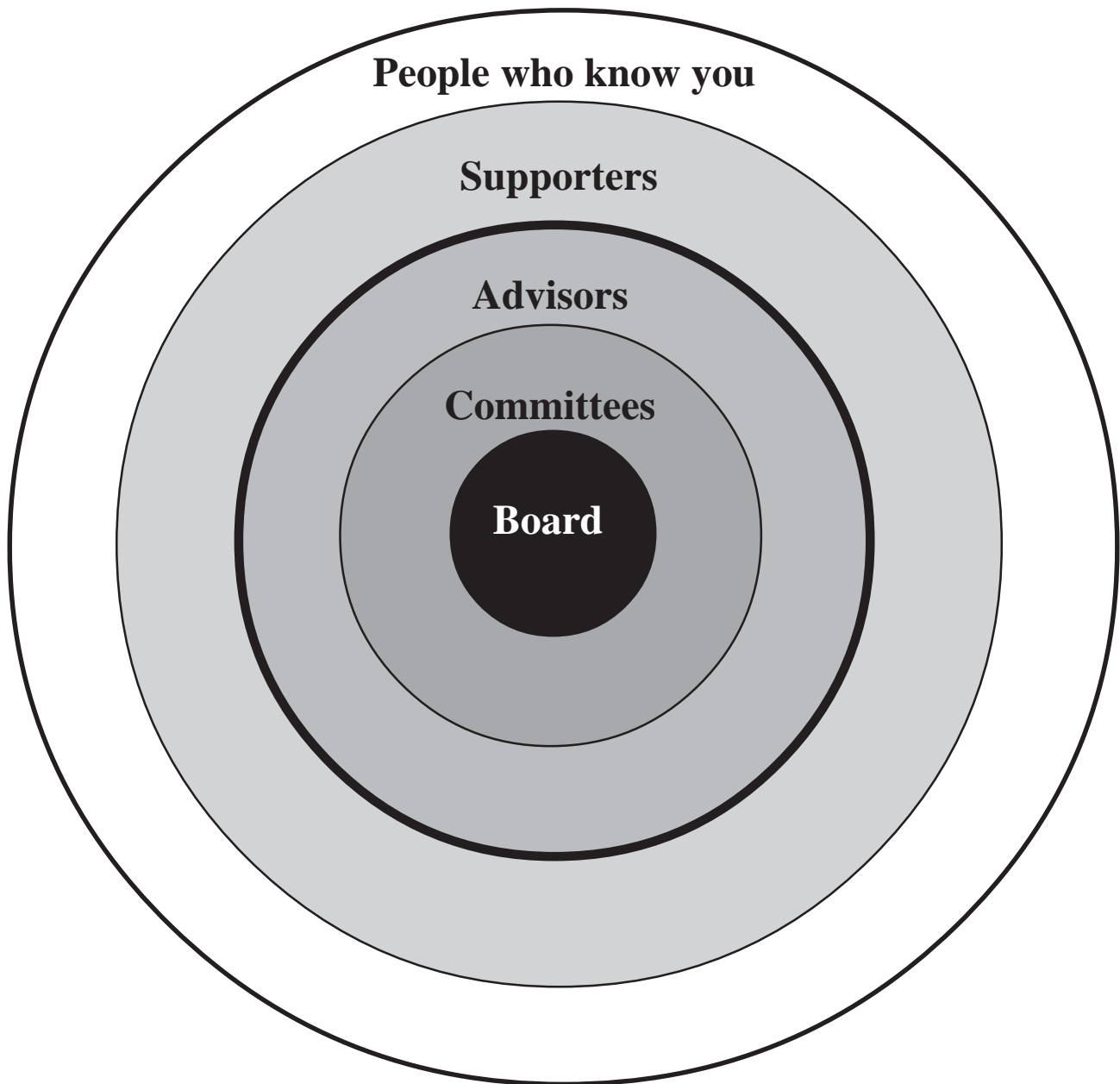
- ✦ Board Development
- ✦ Strategic Planning
- ✦ Fundraising Planning and Implementation
- ✦ Board-Staff Relationships
- ✦ Staff Development
- ✦ Program Development and Implementation
- ✦ Special Projects

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BUILDING AN ORGANIZATION





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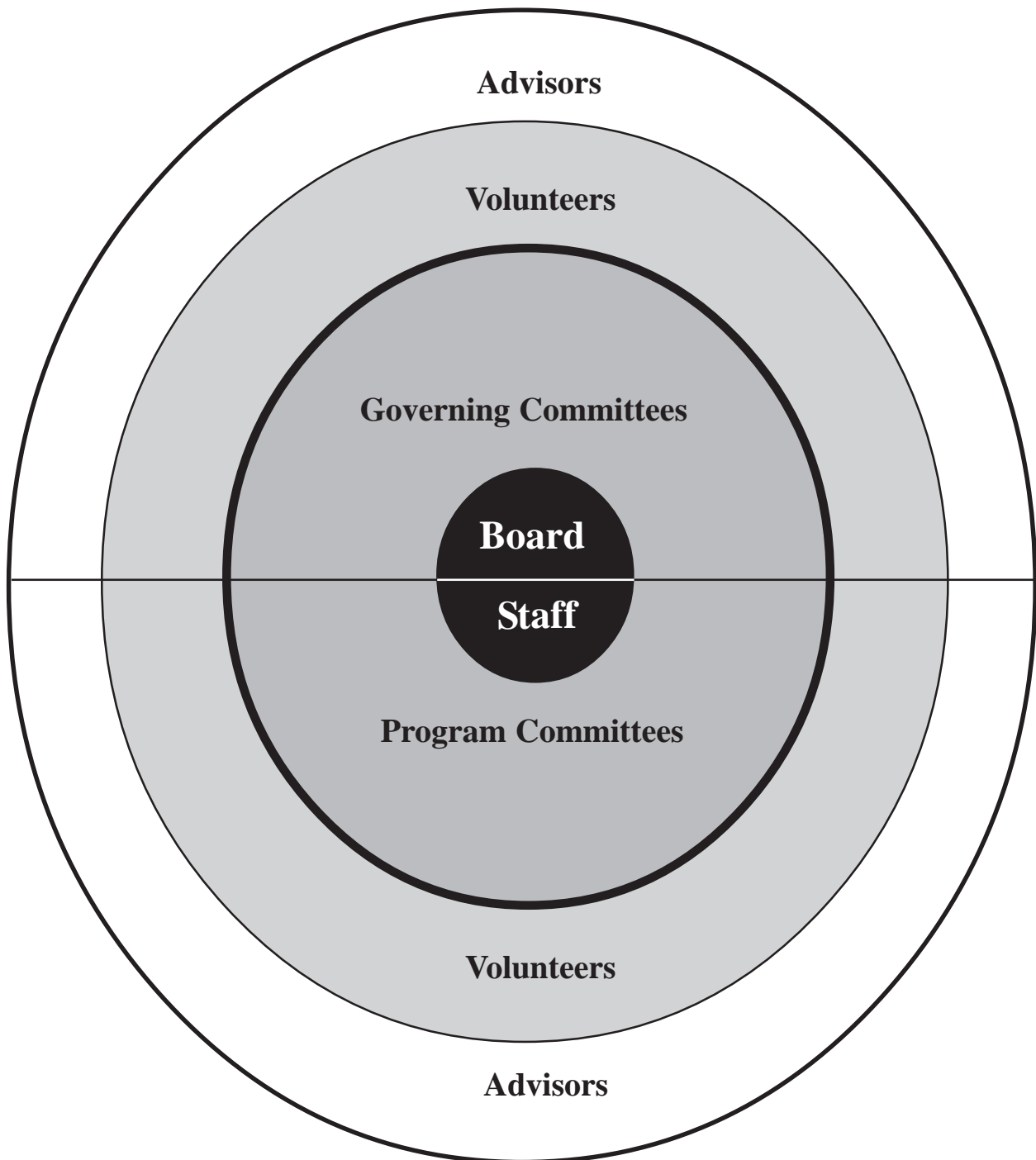
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SHARED ROLES OF LEADERSHIP





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POLICY MAKING

Policies govern the direction and operations of an organization. They provide a framework for decision making within which the organization can do its work. But while the board does set policy, it is not responsible for setting ALL policies.

The board of director's role regarding policy is to:

- ^a Establish and/or approve the broadest and most strategic policies
- ^a Ensure that policy is being developed and implemented
- ^a Review policy periodically

The board reviews policies, when necessary, in order to reflect the changing needs of a community. It also ensures the organization's compliance with legal requirements. Some policy-setting responsibility, however, should be passed through to the staff. In order to understand which policies the board should address directly and which policies the board should delegate, distinction must be made among various kinds of policies.

The broadest policies are those that address the governing functions of the organization. These **governing policies** include issues about strategic direction and leadership development, and can be found within the strategic plans and bylaws. The board is directly responsible for the formulation of these policies.

The central governing policy of an agency is the *mission statement*. The board is responsible to see that the mission is clearly defined. This will ensure that potential clients and customers will understand the organization's purpose and goals, that staff will know how to direct their efforts, and that investors will know what they are supporting. The mission statement is defined further through *goals and objectives*. These are established thorough a cooperative effort of the board, with input by the staff and volunteers.

The second policy level is **executive policy**, such as financial policies, endowment policies and personnel policies. These policies are usually established by committees or staff, and approved by the board. Unlike the broadest governing policies that are reviewed and revised on a more infrequent basis, executive policies tend to be part of the regular deliberation of the board.

A third level of policy is **administrative policy**. This includes policies about managing the workplace and communicating among staff. These policies are developed and administered entirely by the staff. The board does not establish these policies, but is aware of them, assuring they conform to legal requirements and to the governing and executive policies.

It is through the regular approval and review of these policies (not micro-management of individual activities) that a board maintains contact with the day-to-day operations of the organization and fulfills its accountability to the organization's constituencies.



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GOVERNANCE VS. MANAGEMENT

The job of the board of directors for a nonprofit organization is simple: **it is responsible for everything.** This includes both governance and management of the organization. Even if it delegates certain responsibilities to the staff or other professionals, it is responsible for ensuring that the resources of the organization are being effectively applied to meet its mission.

Many nonprofits have the luxury to hire staff to help fulfill parts of these responsibilities. Depending on the size of the staff, the board will delegate key functions that are best suited to the full-time attention provided by professionals. It will retain the functions that are reserved for its fundamental fiduciary responsibility, and for which it is best suited. These functions can be divided between the **governing functions** reserved for the board, and the **management functions** often delegated to staff.

The **governing functions** are those that provide the essential direction, resources and structure needed to meet specific needs in the community. These include:

- ✦ **Strategic Direction** – setting a direction for the organization that reflects community needs.
- ✦ **Resource Development** – developing financial resources that support program activities.
- ✦ **Financial Accountability** – managing financial resources that ensure honesty and cost-effectiveness.
- ✦ **Leadership Development** – developing the human resources that lead the organization today and in the future.

The **management functions** are those that provide the program activities and support to accomplish the goals of the organization. These usually include:

- ✦ **Program Planning and Implementation** – taking the strategic direction to the next level of detail and putting it into action.
- ✦ **Administration** – ensuring the effective management of the details behind programs.

For smaller organizations (with less than four paid staff), the board usually delegates only some of the management functions to staff. For larger organizations (with more than four staff members), the board usually delegates nearly all of the management functions. The board should never delegate the governing functions to staff as these represent its core responsibilities to its constituencies and to the general public.



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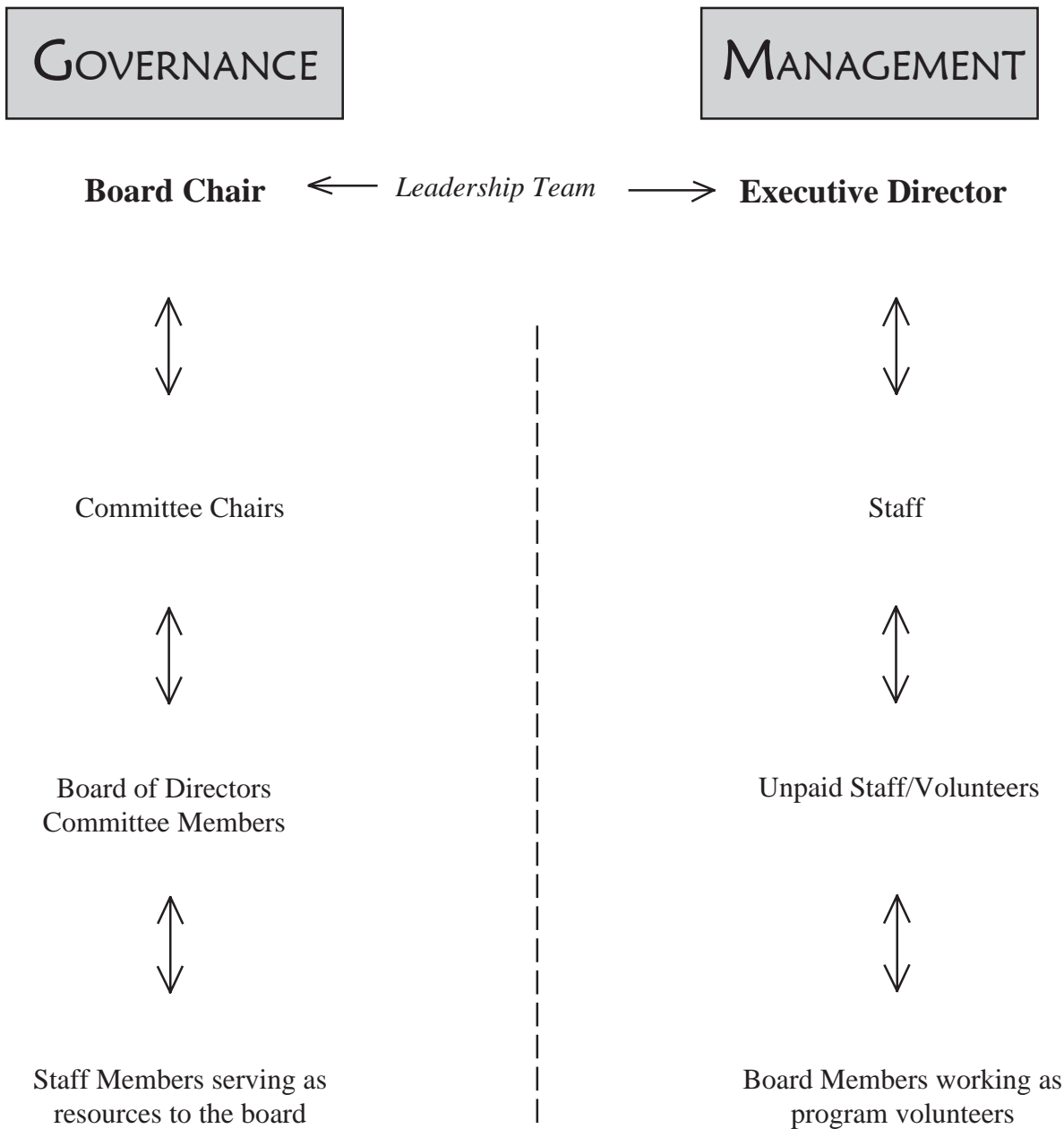
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LINES OF AUTHORITY





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OVERVIEW OF BOARD DUTIES

1. The board engages in strategic planning.
2. The board determines the organization's mission and purpose.
3. The board approves and monitors the organization's programs and services.
4. The board raises money.
5. The board enhances the organization's public image.
6. The board ensures effective financial management.
7. The board ensures sound risk management policies.
8. The board selects and orients new board members.
9. The board organizes itself so that it operates efficiently.
10. The board selects and supports the executive director and reviews his/her performance.
11. The board develops a strong relationship between board and staff.



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BOARD DUTIES AND STAFF SUPPORT

Responsibility 1

The board engages in strategic planning.

Board activities

- ✦ The board focuses on the long-range strategic issues confronting the organization. The board may choose to create a standing strategic planning committee as well as temporary task forces or ad hoc committees around specific strategic issues.
- ✦ The strategic planning committee works with the executive director, and often a consultant, to plan retreats.
- ✦ Each board member understands the organization's strategic plan or vision.
- ✦ Each board member participates in a periodic strategic planning retreat, with particular focus on the organization's vision, mission, goals, and objectives.
- ✦ The full board approves the final strategic plan, including financial projections for the period of the plan.

Staff activities

- ✦ The executive director calendars periodic strategic planning retreats.
- ✦ The executive director ensures that board members are familiar with the existing strategic plan. He/she also provides board members periodically with relevant information about the external environment in which the organization operates.
- ✦ The staff collects and formats all information needed for planning in an understandable, accurate manner.
- ✦ The staff writes all or most of the plan, starting from the board-approved mission and goals, and submits it to the Strategic Planning Committee for review.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 2

The board determines the organization's mission and purpose.

Board Activities

- ✦ Each board member knows and understands the mission.
- ✦ The entire board reviews the mission in the context of strategic planning at least once every three years.
- ✦ Board members specify the information they will need for an adequate review of the mission and purpose.
- ✦ The entire board attends planning retreat(s); reads appropriate materials; participates in discussion.
- ✦ The board revises the mission if necessary. The mission should be clear, concise, and understood by board and staff.

Staff Activities

- ✦ The executive director ensures that the organization's mission statement is provided to every board member when he/she is recruited and is explained thoroughly during new board member orientation and is included in the board manual.
- ✦ The executive director calendars planning and mission review at least once every three years.
- ✦ The staff gathers information needed to review the mission and purpose.
- ✦ The executive director ensures that revised mission is circulated to all.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 3

The board approves and monitors the organization's programs and services.

Board Activities

- ✦ Each board member understands the organization's current programs and services.
- ✦ The board specifies what information it needs on an ongoing basis to monitor the quality and impact of programs and services, e.g., service statistics, outcomes, etc.
- ✦ During planning (#6), the board ensures that the programs and services are consistent with the mission.
- ✦ The board reviews and approves new programs.
- ✦ During planning and/or budgeting, the board reviews existing programs and considers modifications or discontinuance.

Staff Activities

- ✦ The executive director ensures that new board member orientation allows board members to understand existing programs and services. The executive director schedules educational presentations during board meetings.
- ✦ Staff collects, formats, and provides program-related information in an easy-to-understand and timely manner.
- ✦ Staff develops new program proposals for review by the board. Proposals contain both program and financial information and present options when possible. Grant applications that contain new program proposals should be reviewed by the board prior to submission to the prospective funder.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 4

The board raises money.

Board activities

- ✦ Each board member understands the role of contributed funds in the organization's finances as well as the organization's case statement and fundraising strategies.
- ✦ Each board member makes an annual personal financial contribution. The board chair generally solicits each board member.
- ✦ Each board member identifies an area where he/she can make a contribution to fundraising.
- ✦ The board job description contains a clear statement about the expectation for personal giving and participation in fundraising.
- ✦ The committee that recruits new board members seeks new board members who can be helpful in the fundraising process.
- ✦ The board chair appoints an individual or a committee(s) to oversee the board's activities in fundraising.
- ✦ The board ensures that the fundraising program has adequate resources in the annual budget.

Staff activities

- ✦ The executive director ensures that prospective board members are informed about the fundraising expectations.
- ✦ The executive director ensures that the new board member orientation and the board manual educate board members about the fundraising case statement and strategies.
- ✦ Staff works individually with each board member to identify the area in which the board member will participate in fundraising.
- ✦ Staff works with the board chair to identify an appropriate gift level for each board member and makes certain that board members are appropriately thanked for their gifts.
- ✦ Staff ensures that board members receive adequate recognition for their participation in fundraising.
- ✦ Staff provides all needed information to board members working on fundraising.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 5

The board enhances the organization's public image.

Board activities

- ✦ Each board member proactively promotes the organization with his/her circle of contacts.
- ✦ Board members respond to requests from staff to make presentations or help the organization make needed contacts.
- ✦ The board ensures that a marketing communications plan exists, has adequate resources, and is being implemented.
- ✦ The board identifies the official spokesperson for the organization.

Staff activities

- ✦ The staff provides board members with good information (talking points, etc.) to use in promoting the organization.
- ✦ The executive director determines each board member's circle of contacts and ensures that they are appropriately used.
- ✦ The staff prepares the marketing communications plan.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 6

The board ensures effective financial management.

Board activities

- ✦ Generally, the board elects a treasurer who also serves as Chair of the Finance Committee. The board chair appoints the other members of the Finance Committee.
- ✦ The full board understands the charge of the Finance Committee. The Finance Committee reports to the full board.
- ✦ The full board approves the annual operating budget on the recommendation of the Finance Committee.
- ✦ The full board receives periodic (no less than quarterly) financial reports following review by the Finance Committee. Discrepancies are explained by the Treasurer or the Chief Financial Officer.
- ✦ The full board approves the annual selection of an auditor on the recommendation of the Finance Committee. The audit report and management letter are presented to the full board by the auditor or the Treasurer.
- ✦ The Finance Committee makes policy and procedure recommendations to the full board.
- ✦ Where needed, the board creates an Investment Committee to oversee the investment of the organization's assets. The board chair appoints the committee chair and members. The committee reports periodically to the full board.
- ✦ The committee that recruits new board members seeks members with financial skills.

Staff activities

- ✦ The executive director ensures that the new member orientation educates members about the organization's financial status and strategies.
- ✦ The staff prepares the annual budget and presents it to the Finance Committee for discussion.
- ✦ The staff prepares financial reports that are understandable, accurate, and timely.
- ✦ The staff explains and provides plans to remedy variances in the operating budget.
- ✦ The staff provides a plan for responding to any recommendations in the audit management letter.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 7

The board ensures sound risk management policies.

Board activities

- ✦ The board assigns risk management to a committee, generally the Finance Committee.
- ✦ The Finance Committee collects information about probable risks, reviews existing policies and risk abatement strategies, and recommends appropriate policies to the full board.
- ✦ The Finance Committee periodically reviews all insurance carried by the organization.

Staff activities

- ✦ Staff maintains insurance policies, pays premiums.
- ✦ The executive director calendars review of insurance coverage and makes all needed information available to the committee.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 8

The board selects and supports new board members.

Board activities

- ✦ The board creates a Board Development Committee to recruit and nominate new board members, re-nominate existing board members, and nominate officers. The board chair appoints the chair and members of the Board Development Committee.
- ✦ The Board Development Committee identifies needed board skills and attributes and searches for individuals who have an interest in the organization and meet the criteria. The Committee works with the entire board to cultivate and recruit those individuals.
- ✦ The Board Development Committee reviews and recommends a new member orientation process to the full board.
- ✦ The Board Development Committee identifies training needs for the organization and facilitates the board's access to training opportunities.
- ✦ The Board Development Committee coordinates a board evaluation process, and works with the President to follow-through on any issues that arise for individual board members.
- ✦ The Board Development Committee coordinates recognition activities for the board and takes steps to help ensure that all board members receive appropriate recognition for their contributions.
- ✦ The Board Development Committee may recommend that non-performing board members be given an opportunity to participate in the organization in a role other than Board member.
- ✦ The Board Development Committee recommends policies (often from the bylaws) on board size and composition, length of board service and other matters related to board governance.

Staff activities

- ✦ The executive director or a designee maintains the records on board service and publishes a board roster with appropriate information.
- ✦ The executive director maintains records on prospective board members.
- ✦ The executive director generally staffs the Board Development Committee.
- ✦ The executive director coordinates the new board member orientation process.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 9

The board organizes itself so that it operates efficiently.

Board activities

- ✦ The board assigns to a committee, generally the Board Development Committee, the responsibility for overseeing and evaluating board operations.
- ✦ The Board Development Committee annually conducts a board self-evaluation and makes recommendations for change to the full board.
- ✦ The Board Development Committee periodically reviews the bylaws.
- ✦ The board president and committee chairs ensure that their method of planning and conducting meetings results in efficient and effective meetings with appropriate participation by board or committee members and staff.
- ✦ The board president appoints committee chairs and members in consultation with the executive director. The board president considers leadership training as he/she appoints committee chairs.
- ✦ Committee chairs understand their charges and develop annual goals and work plans.
- ✦ The Board Development Committee seeks individuals with leadership potential as it recruits new board members.

Staff activities

- ✦ The executive director assists the Board Development Committee in finding evaluation instruments.
- ✦ The executive director calendars the board self-evaluation process.
- ✦ Staff maintains the board manual and keeps it up to date.
- ✦ The executive director maintains the bylaws and ensures that each board member has an up-to-date copy.
- ✦ The executive director provides materials to the board chair and committee chairs on running an effective meeting. He/she also works with chairs on meeting agendas.
- ✦ The executive director recommends committee chairs and members to the board chair.
- ✦ The executive director ensures that each committee has appropriate staff support and access to the information needed for their deliberations.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 10

Select and support the executive director and reviews his/her performance.

Board Activities

- ✦ The board chair appoints the appropriate committees (search committee; evaluation committee, personnel committee) and ensures that their charges are clearly understood.
- ✦ The committees report their recommendations to the full board.
- ✦ In a search process, the full board approves the search process, the job description, the salary range, meets the final candidate(s) and votes to hire. The board chair or a designee makes the job offer and negotiates salary and employment conditions.
- ✦ In an evaluation process, the full board approves the evaluation process and salary adjustment range and receives a summary report of the evaluation outcomes.
- ✦ During evaluation, the committee reviews the executive director job description and makes recommendations for change if necessary.
- ✦ The board chair meets frequently with the executive director to provide feedback, to help set priorities, and to offer advice.
- ✦ Board members are responsive to the executive director's requests for advice and assistance and support the executive director in public.
- ✦ Board members take any concerns about the executive director to the board chair.

Staff Activities

- ✦ The executive director ensures that the board chair is familiar with the evaluation process and has access to any relevant files.
- ✦ The executive director calendars his/her own evaluation.
- ✦ The executive director reviews his/her own job description and makes recommendations for change.



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BOARD DUTIES AND STAFF SUPPORT (CONTINUED)

Responsibility 11

The board develops a strong relationship between board and staff.

Board activities

- ✦ Each board member understands that unless otherwise specified, his/her point of contact with the staff is through the executive director.
- ✦ The board reviews and approves personnel policies including compensation and benefits policy, professional development, and grievances. The board may create a temporary ad hoc committee to develop and/or periodically review these policies.
- ✦ The board holds the executive director accountable for the performance and behavior of the staff as a part of the executive director's annual evaluation.

Staff activities

- ✦ The staff understands that unless otherwise specified, their point of contact with the board is through the executive director.
- ✦ The executive director hires, fires, and evaluates all staff.
- ✦ Staff adheres to the personnel policies.



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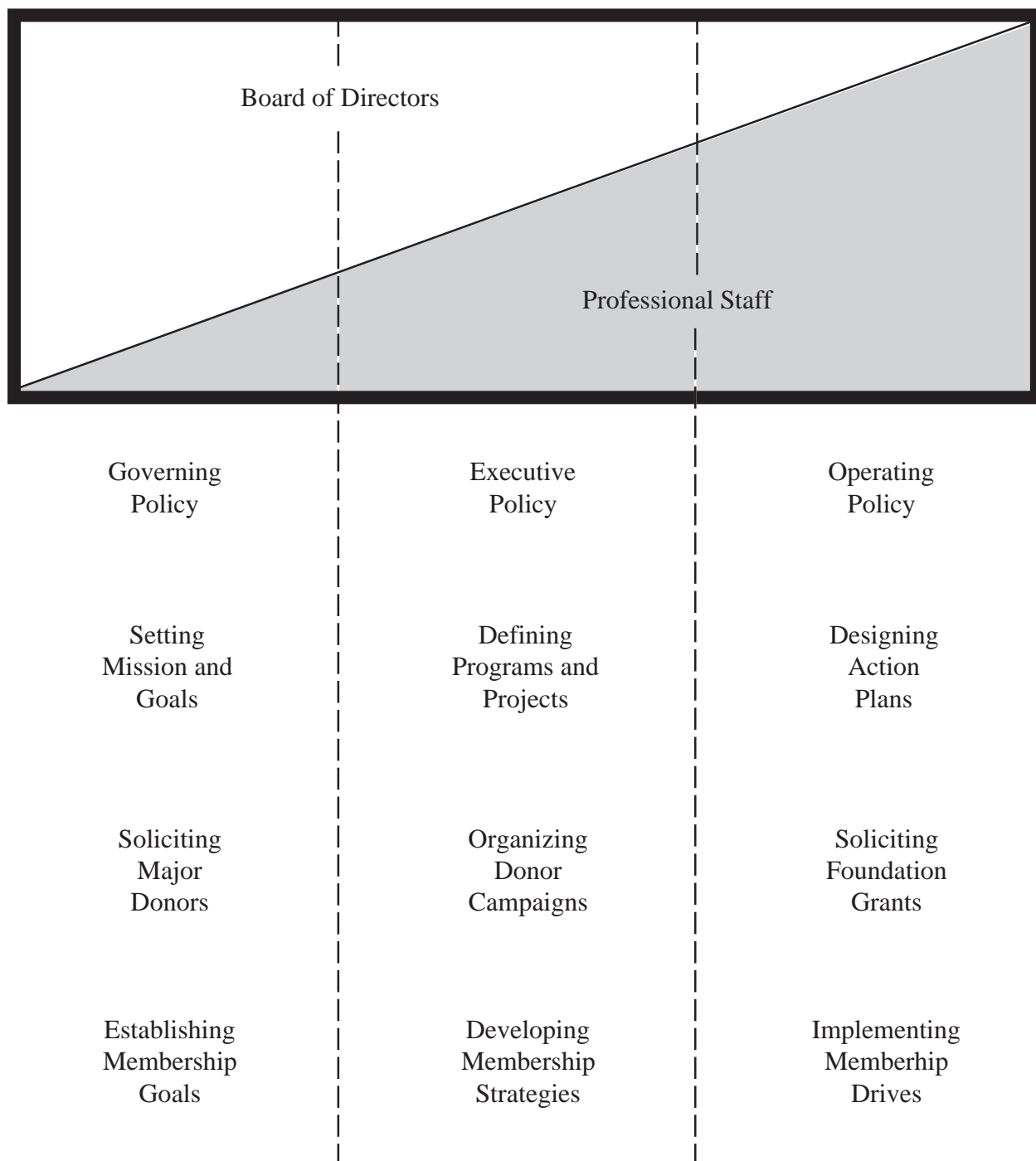
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LEVELS OF INFLUENCE





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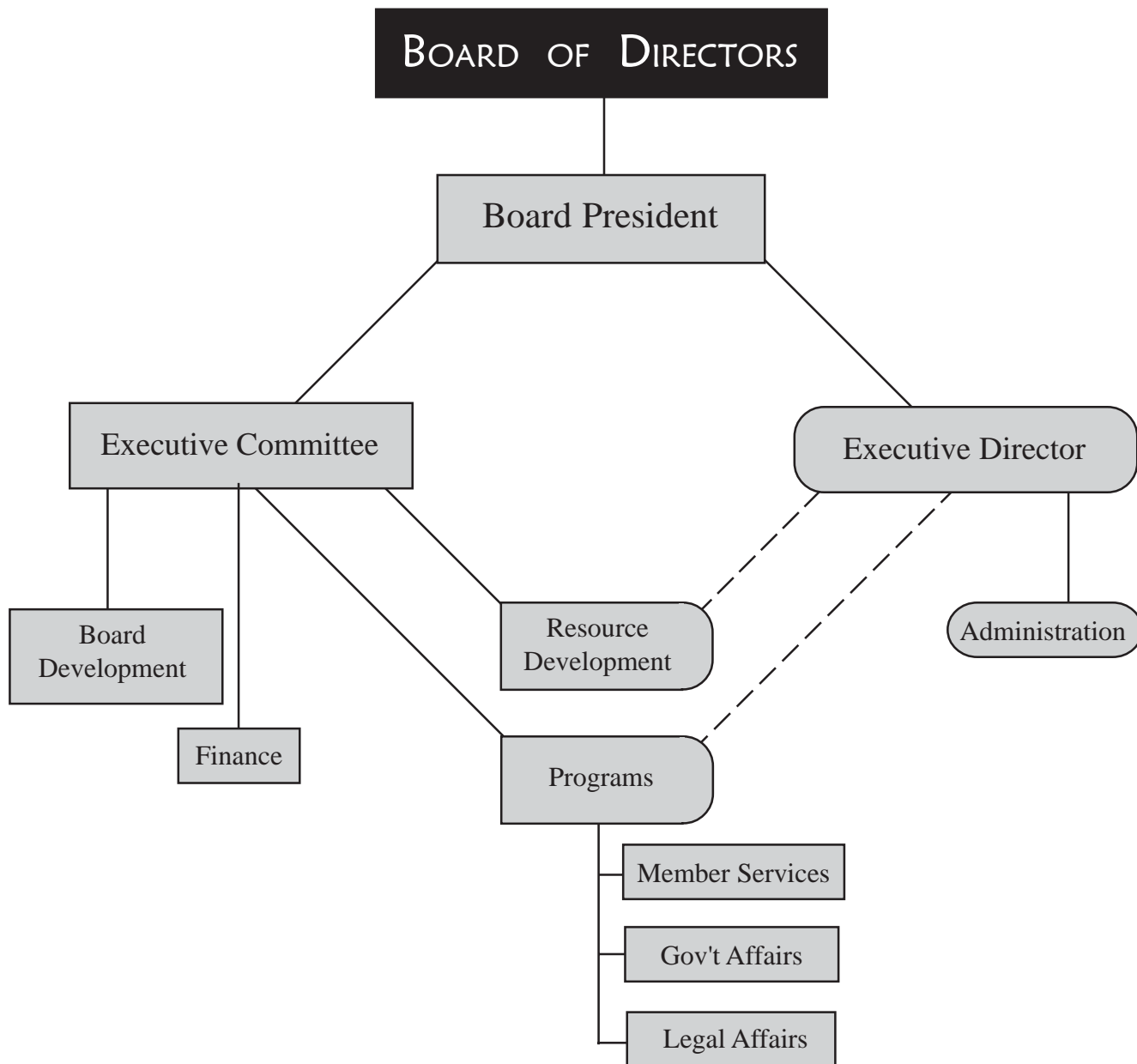
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SMALL STAFF ORGANIZATIONAL STRUCTURE





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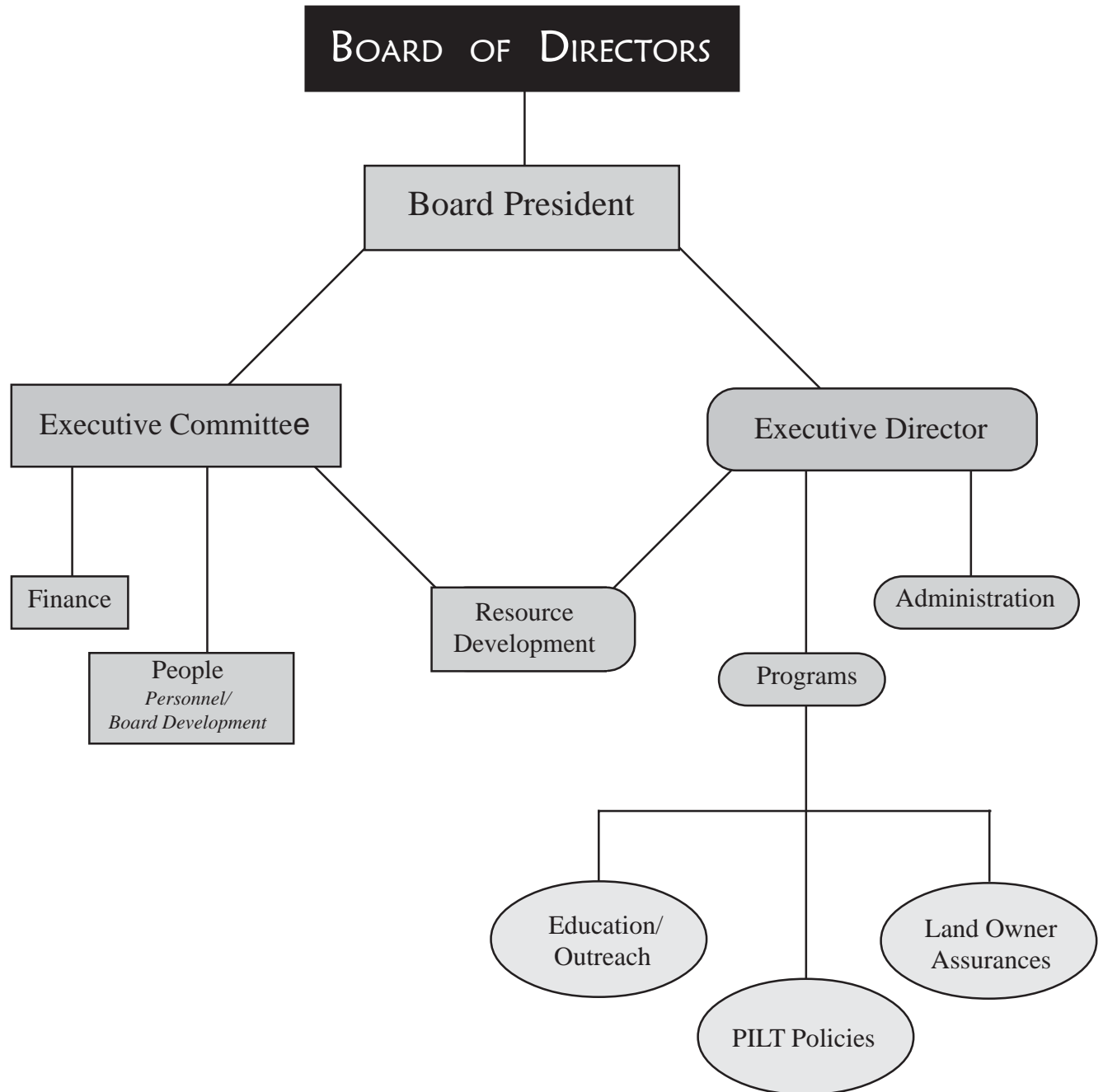
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MATURE ORGANIZATIONAL STRUCTURE





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THE BASICS OF BOARD DEVELOPMENT

Development of the board of directors is the most fundamental activity needed to build and maintain a strong nucleus for a nonprofit organization. It is a responsibility that boards should put near the top of the list of priorities.

The steps in the development of the board are:

- ✦ **Nomination and Recruitment** — the process of identifying the right individual to meet the needs of the organization and convincing her to become part of the organization.
- ✦ **Orientation** — the steps taken to give new board members information on the background, programs, and culture of the organization.
- ✦ **Training** — the regular efforts to build new skills and abilities among existing board members.
- ✦ **Evaluation** — the annual task of evaluating individual board member's contributions to the board, and evaluating the board's contribution to the individual board members.
- ✦ **Recognition** — the on-going process of recognizing work well-done and thanking board members for their commitment and the contributions they make to the organization.

Each of these elements of board development are critical to the organization's success. For this reason, most boards will develop a specific committee responsible for these board development tasks. Often the committee is called the Nominations Committee or Board Development Committee.

These issues and procedures are applicable not only to the development of board members, but also to the development of non-board committee members and other key volunteers.



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BOARD RECRUITMENT PROCESS

1. Develop criteria for Board Profile Grid.

Use the profile grid to identify the skills, background, and demographics to be represented on the board. Establish the priorities and the initial profiles to be recruited.

2. Identify recruiting prospects.

Identify the people and organizations to contact as part of the recruiting process. Get the names and numbers of people to be contacted as prospects for the board. As part of this process, try to understand what each person could bring to the board.

3. Narrow the list of potential board members to top prospects.

Go through the list of possible board members and narrow the list to the strongest core group (six to nine individuals). Prioritize the list of remaining applicants based on the diversity needs of the board. Make plans for immediate follow-up with the core group prospects.

4. Assign contact person to each prospect.

Assign an individual to contact each of the board prospects. Give each contact person the appropriate recruiting materials, including orientation packet, application, and job description. If the prospect is interested, give her or him the materials and discuss the next steps.

5. Contact top prospects.

Set up interviews with top prospects. Interview should include a board member and the Executive Director. Focus discussion on expectations of board members and the identification of other possible prospects. Try to get final commitment from prospect at this meeting. Ask the person to complete the application, either in the meeting itself or by sending it into the office. Discuss opportunities for involvement on committees in lieu of board membership.

6. Conduct orientation.

Conduct a board member orientation for all new board members. Assign mentors to assist new members, and make committee assignments to all board members. Ask each board member to complete the board member agreement and send to office.



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BOARD PROFILE GRID

José

Cynthia

Sam

Walter

Lydia

Dawn

Steven

Lamar

Skills and Knowledge

Accounting/Financial Mgt.	✓						✓	
Personnel Management				✓	✓			
Strategic Planning								
Nonprofit Management		✓			✓			✓
Resource Development		✓			✓			
Leadership				✓				
Public Relations/Publications		✓	✓					
Meeting Management Skills			✓		✓			
Ag Economics	✓							✓
Land Use Planning						✓		
Fluvial Geomorphology						✓		
Government Affairs		✓						
Biology	✓							✓

Contacts and Influence

	✓				✓			
Local Business Community			✓					
Ag Industry								
Government Agencies	✓					✓		✓
Ethnic/Minority Groups		✓			✓			
Media							✓	
Elected Officials		✓		✓				

Demographics

Female		✓			✓	✓		
Under 45 years			✓		✓	✓	✓	✓
Ethnic/Cultural Minority	✓					✓		✓
Rural/Small Town		✓			✓		✓	
Farmer/rancher	✓			✓	✓			



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BOARD ORIENTATION/TRAINING PROGRAM

I. Recruitment Stage

1. Introduce the prospect to the agency and its goals at an initial meeting with a recruiting board member and the executive director. Have the recruiting board member pitch the organization and the positive aspects of board membership. At that time, give the prospect an information packet that includes at least the following information:
 - ✦ An overview of the organization's purposes, major programs, funding sources, etc.
 - ✦ A list of expectations of prospective members -- meetings, committee assignments, tenure, and time commitment.
 - ✦ A list of current board members and key volunteers.
 - ✦ Copy of bylaws and last annual audit of agency.
2. Schedule a visit to the agency by the prospective member to see programs in action or to talk with program staff.
3. Invite the prospect to attend a board meeting to get an idea of how the organization makes decisions and delegates responsibilities.

II. New Member Orientation

1. Schedule a meeting between the new board member and key people in the organization. Provide a detailed Board Member Manual, which should include bylaws, articles of incorporation, program descriptions, current budget, last audited financial statements, list of board members and their addresses, lists of committee and staff assignments, copies of minutes for the previous year, and a copy of the strategic or long-range plan.
2. At first meeting, introduce new member to all current board members and staff. Consider assigning a "mentor" board member to work with the new board member through the first three months. Also, make committee assignment.



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ORIENTATION/TRAINING PROGRAM (CONTINUED)

III. During First Three Months

1. Have regular check-ins with board "mentor" to answer questions and help member become acquainted.
2. Assign a specific committee task as part of regular implementation process.
3. Continue orientation to the work of the specific committee.
4. Continue to provide written background material to answer questions.

IV. Ongoing Training

1. Consult with appropriate committee chair and staff to obtain full involvement of new member.
2. Provide assistance in carrying out responsibilities.
3. Provide opportunities for board members to attend special workshops related to the assignments and interest of the member. Provide special leadership training to current and prospective officers.
4. Expand responsibilities and rotate committee assignments to help satisfy the interests and needs of the board member. This has the added advantage of providing continuous development of volunteer leaders for the organization.



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THE PRUDENT DIRECTOR'S CHECK LIST

1. Make sure your organization's mission is clear, and that the mission is followed.
2. Attend all, or nearly all, meetings of the board or committees of which you are a member.
3. Review by-laws annually to determine that they conform to law and that they incorporate all amendments which have been made through prior resolutions.
4. Make sure by-laws are followed and enforced; use consents to corporate action in lieu of meetings; all directors must sign.
5. Maintain a current membership list for your board and nonprofit organization members.
6. Request that the organization distribute important written materials in advance of board meetings at which action is to be taken.
7. Insist on advance notice to all directors of any major item of business to be acted upon at the next meeting.
8. Read, analyze and understand financial statements, budget proposals and other reports; raise at least one question with respect to each financial document at any meeting called for the purpose of reviewing financial documents; expect solid, businesslike answers from your organization.
9. Question all reports demonstrating inconsistencies, material errors, or other evidence of sloppy work.
10. Seek expert counsel — legal, accounting and otherwise — to supplement board member understanding and experience when dealing with complex issues.
11. Thoroughly review all minutes prepared by the secretary to insure that critical matters, including resolutions and discussions of complicated and controversial topics, have been covered.
12. Adopt a written conflict of interest policy that conforms with state law.
13. Question staff to determine that the IRS is kept advised of all material and substantial changes in the organization.
14. Have the most current articles and bylaws of the organization reviewed by competent counsel to ensure that they take full advantage of state law concerning indemnification and protection of board members.



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BOARD MANUAL — SAMPLE CONTENTS

1. **Organization Mission Statement**
2. **List of Board Members** — Names, addresses, short biographies
3. **Board Member Job Description**
4. **By-laws**
5. **Organizational Chart**
6. **Committee List** with assignments of all board and staff members.
7. **Strategic Plan**, including Goals, Objectives and Committee Work Plans
8. **Operating Policies** of the Board
9. **Confidentiality Statement**
10. **Short History** of the Organization
11. **Minutes** for the last year
12. **Staff Job Descriptions**, presented in brief outline form
13. **List of Programs**, with descriptive data
14. **Budget**
15. **Audited Financial Statements** for the previous year.
14. **Sources of Funding**
15. **Friends of the Organization**, including Advisory Council, Ex-Officio Members, Key Volunteers.
16. **Glossary of Terms**



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RIGHTS OF VOLUNTEER BOARD MEMBERS

1. To be fully informed about the responsibilities, time commitment, organization, etc. before accepting the position of board member.
2. To have opportunities for orientation and continuing board training which will assist the board member in functioning effectively.
3. To be kept fully informed through accurate financial reports, management reports, regular and thorough briefings by staff, etc. about the operation of the organization.
4. To expect that volunteer time will not be wasted by lack of planning, coordination and cooperation within the organization or within the board.
5. To be assigned jobs that are worthwhile and challenging with freedom to use existing skills or develop new ones.
6. To be able to decline an assignment if it is felt that the match of skills and interests is not appropriate.
7. To have successful job experiences that provide opportunities for personal growth.
8. To be trusted with confidential information that will help the board member carry out assignments and responsibilities.
9. To know whether the volunteer work is effective and what results have been obtained; access to an evaluation process which will measure that performance based upon measurable, impartial standards.
10. To be recognized at appropriate times for one's work and involvement as a board member.



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COMMITTEE JOB DESCRIPTION

Committee: Finance Committee

Chairperson: Board Member

Responsibilities: This committee is responsible for the overall direction and control of the finances of the organization. Its membership is composed of members of the board, as well as officers of the organization or agency and ex-officio advisers. More specifically, it:

- ✦ Coordinates the preparation of the yearly budget for presentation to the board.
- ✦ Approves the allocation of funds, payment of bills and the preparation of financial reports.
- ✦ Reviews monthly or quarterly reports on financial matters, i.e. the upcoming sources of funds or expenditures.
- ✦ Reviews and explains deviations from the budget to the board.
- ✦ Reviews and approves budgets of special projects or committees, when appropriate.
- ✦ Reviews on an annual basis the sources of funding for the agency or organization in conjunction with preparation of the budget.
- ✦ Arranges for an annual audit of the financial operations of the organization and reports results of the audit to the board.
- ✦ Recommends to the board the investment of funds and reports to the board on a regular basis the condition of such investments.
- ✦ Reports to the board other financial matters as deemed appropriate by the board.

A minimum commitment of two hours per month in addition to other board responsibilities, if any.



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JOB DESCRIPTION: BOARD MEMBER

Responsibilities

The board as a whole has the responsibility for governing the entire organization. The board is responsible for determining agency policy in the following areas: Human Resources, Planning, Finance, Development, Community Relations and Operations.

Board members share responsibilities in these key areas:

Leadership/Human Resources

1. Board membership, which includes recruiting and orienting new board members, training, evaluating and recognizing existing board members and providing board members with opportunities to grow and develop as leaders.
2. Selecting and supporting the Executive Director, including reviewing performance regularly and providing on-going assistance as requested by the Executive Director.
3. Personnel policies, which include setting policy regarding salaries, benefits and grievance procedures.
4. Volunteer involvement, which includes setting policy regarding how the organization treats, recognizes and celebrates its volunteers.

Strategic Planning

1. Set and review the organization's mission and goals on an annual basis.
2. Plan for the organization's future, on a long-term and short-term basis.
3. Decide and plan which projects and programs the organization will provide.
4. Evaluate the organization's programs and operations on a regular basis.

Financial Management

1. Ensure financial accountability of the organization.
2. Oversee an ongoing process of budget development, approval and review.
3. Manage and maintain properties and investments the organization possesses.

Resource Development

1. Ensure adequate resources to achieve the organization's mission and implement the organization's programs and projects.
2. Participate in fundraising activities based on the individual's skills and background.



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JOB DESCRIPTION: BOARD MEMBER (CONTINUED)

Community Relations

1. Ensure that the organization's programs and services appropriately address community/constituents needs.
2. Promote the organization to the general public, including serving as an emissary of the organization to the community.
3. Promote cooperative action with other organizations, including activities and occasions when the organization should take part in coalitions, joint fundraising, etc.

Operations

1. Ensure that the organization's administrative systems are adequate and appropriate.
2. Ensure that the board's operations are adequate and appropriate.
3. Ensure that the organizational and legal structure are adequate and appropriate.
4. Ensure that the organization and its board members meet all applicable legal requirements.

Requirements for Board Service

- ✦ A demonstrated interest in the organization's mission and goals.
- ✦ Specific experience and/or knowledge in at least one area: Human Resources, Planning, Finance, Development, Community Relations, or Operations.
- ✦ Representative of a key aspect or segment of the population of the community.
- ✦ A willingness to expand knowledge or board responsibilities through orientation and ongoing training.
- ✦ A willingness to represent the organization to the community.
- ✦ Six to ten hours per month, distributed approximately as follows:
 - 3-4 hours Board meetings (preparation and attendance)
 - 2-3 hours Committee meetings (preparation and attendance)
 - 1-3 hours Special requests
- ✦ A willingness to participate in board fundraising activities and make a financial contribution to the organization to the best of one's ability.



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JOB DESCRIPTION: BOARD CHAIR

Responsibilities

Provide leadership to the volunteer board in determining that the board meets all responsibilities. Serves as chief spokesperson in all board matters. Promotes agency activities aimed at achieving its goals.

Human Resources

Board Leadership -- Appoints, subject to ratification of the board, standing committee chairs and such special committees as may be deemed necessary to expedite the goals of the agency. Directs the board in the fulfillment of its stated roles. Presides in regular and special meetings of the board and its executive committee.

Leadership Development -- Promotes the development of selected volunteers to assume future key leadership roles in the agency and assists current agency leadership in identifying key persons in the community who should be recruited to assist the agency.

Supervision -- Supervises the executive director, assuring that the internal operations of the agency are conducted effectively and with maximum efficiency toward achieving its stated objectives. Supervises standing committee chairs to assure that their stated functions are being performed.

Planning

Oversees the planning and goal-setting process for the agency and ensures that the committees of the board and staff members work cooperatively so that the planning functions can be accomplished. Ensures that personnel evaluations take place for board and staff, as well as program evaluations.

Finance

Appoints finance committee and monitors the fiscal policy development and management of the agency.

Community Relations

Serves as official spokesperson to the public on all board matters, and ensures that the public relations efforts of the organization are clearly maintained.



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JOB DESCRIPTION: BOARD CHAIR (CONTINUED)

Organizational Operations

Ensures that board committee structure functions well and that the staff structure is appropriate for the management of the agency. Monitors legal accountability processes of the agency.

Minimal Job Requirements

- ✦ Demonstrated commitment to goals and objectives of the agency. Record of support for the agency by representing the community and by contributing both financially and with time.
- ✦ Demonstrated community leadership which will enhance the agency's image in the general community.
- ✦ Record of experience as a volunteer leader with responsibility in one or more major functions of the agency.
- ✦ Willingness to expand knowledge and board responsibilities and chair responsibilities through ongoing training.
- ✦ Willingness and ability to represent the agency in the community.
- ✦ Six to fifteen hours per month to contribute as leader of the organization.



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JOB DESCRIPTION: COMMITTEE CHAIR

Committee: Board Development

Chairperson: Board Member

Responsibilities: This committee is responsible for the continuing development of the board of directors through recruitment, orientation, and leadership development of board members.

Specific responsibilities include:

- ✦ Chairs Board Development Committee meetings. Sets agendas for each meeting with Executive Director.
- ✦ Prepares with the Executive Director an annual calendar of Committee activities.
- ✦ Prepares with the Executive Director and Chair annual objectives for the Committee
- ✦ Reports to the Board on the activities and recommendations of the Committee
- ✦ Assures that the Committee is appropriately constituted to discharge its responsibilities
- ✦ Develops leadership among Committee members to assure depth of experience for succession
- ✦ Assures that the Committee fulfills the following tasks:
 - Develop and periodically review the Board Service Commitment, a document to be distributed to prospective and new Board members and incorporated in the Board Manual
 - Maintain and annually review, in consultation with the President and Executive Director, the Board Assessment Matrix in order to determine what skills/attributes are needed to help meet organizational goals
 - Identify, research, cultivate and recruit potential Directors
 - Maintain an ongoing list of Board prospects annotated to indicate status of each prospect
 - Review, in consultation with the President and Executive Director, the performance of incumbent directors who are eligible for re-election
 - Nominate new and continuing directors for election/re-election to the Board. For new directors, provide written information about the background and qualifications of the nominee at least one week prior to the board meeting at which election is scheduled.
 - Plan and implement, in concert with the Executive Director, orientation for new Board members and, as appropriate, board development training for all Board members
 - Annually review the Board Manual and revise as appropriate



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JOB DESCRIPTION: COMMITTEE CHAIR (CONTINUED)

- Nominate Board officers, in consultation with Executive Director and President
- Annually recommend to the President acknowledgment and recognition for retiring Board members and/or Board members who have made a special contribution
- Make recommendations to the full Board about policies and procedures that would improve the effectiveness of the Board or participation of individual Board members
- Annually conduct a Board self-assessment exercise and report the results to the full Board with appropriate recommendations
- Annually review bylaws and recommend revisions as needed (optional).
- Nominate Board officers, in consultation with Executive Director and President
- Annually recommend to the President acknowledgment and recognition for retiring Board members and/or Board members who have made a special contribution
- Make recommendations to the full Board about policies and procedures that would improve the effectiveness of the Board or participation of individual Board members
- Annually conduct a Board self-assessment exercise and report the results to the full Board with appropriate recommendations
- Annually review bylaws and recommend revisions as needed (optional).



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JOB DESCRIPTION: EXECUTIVE DIRECTOR

RESPONSIBILITIES

Plans for and administers a program providing service to clients in accordance with the agency's stated purpose and in such a manner that optimum results are achieved in relation to the resources of the agency; operates under the general direction of the agency's board of directors.

Human Resources -- The executive director relates both to the board of directors and to the staff of the agency.

- ✦ ***Board of Directors*** -- Develops and recommends to the board of directors specific, written, long- and short-range plans for the development of agency programs and services. Maintains appropriate relations with the board and various board committees, and keeps them informed. Interprets trends in the field(s) of service in which the agency is engaged, by maintaining involvement in the professional field as a whole. Participates in an orientation and training program for the board.
- ✦ ***Staff*** -- Supervises and directs key staff in the performance of their duties, evaluates the performance of key staff members, and provides overall control and direction for the personnel function of the agency, including active participation in or approval of personnel actions. Manages volunteer staff activities.

Planning -- Evaluates the services being provided by the agency in relation to specified goals and standards, and recommends modifications, where appropriate. Recommends and/or provides input on proposed new programs.

Finance -- Prepares agency budgets related to physical, financial, and human resources, and is accountable for control of these resources once approved. Directs all financial operations of the agency. Participates in fundraising activities by writing letters, making speeches, and stimulating activities of others in direct fundraising, and may provide overall direction.



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EXECUTIVE DIRECTOR (CONTINUED)

Community Relations -- The executive director handles public relations activities, client relations, and interagency relations functions.

- ✦ **Public Relations** -- Interprets the function of the agency to the community through direct involvement and through public relations programs, including personal contact, descriptive program literature, and work with the media; works closely with the board for an effective division of labor.
- ✦ **Client Relations** -- Acts to maintain highly effective client relations under all agency programs.
- ✦ **Interagency Relations** -- Maintains appropriate relations with other professional and social service groups in the community and serves on appropriate community committees. Provides coordination with funding sources; federal, state and local government units; and other agencies in similar fields of service.

Organizational Operations -- Recommends policies to the board and/or assists in the formulation of effective policies by the board. Has chief administrative responsibility for public accountability of the agency, maintenance of agency facilities, and regular reporting to various bodies. Carries chief staff responsibility to ensure that legal obligations of the agency are met.

MINIMAL JOB REQUIREMENTS

- ✦ **Education:** B.A. or B.S. degree in Communications, Public Administration or similar field. M.A./M.S. preferred.
- ✦ **Experience:** Three years of supervisory or managerial experience with nonprofit organization. Experience working with conservation issues preferred.
- ✦ **Skills:** Ability to work effectively with volunteer boards and committees; ability to plan, monitor, and evaluate budgets; ability to manage people; ability to organize, plan and implement activities appropriate to further organizational goals.



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BOARD MEMBER AGREEMENT

As a board member, I have certain expectations about my involvement with this board. These expectations include both what I want to give and what I want to get back in return.

What I Expect from the Board

I want to serve on this board because:

The things I expect to enjoy the most about being on this board are:

The things I expect to enjoy the least are:

There are certain personal or professional goals that my involvement in this group can help satisfy. The areas where I want to grow are:

I expect the following from this organization:

- ✦ Clearly defined roles and responsibilities for board and staff members, including clear lines of authority.
- ✦ Orientation and training necessary to enhance my effectiveness as a board member.
- ✦ Materials provided in advance of meetings where decisions or deliberation will occur.
- ✦ Timely and accurate financial reporting.
- ✦ Appropriate use of committees to assure efficient use of board and staff time.



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BOARD MEMBER AGREEMENT (CONTINUED)

I also recognize that this board has certain expectations of its members. It is as important for the board to get what it needs from me as it is for me to get what I need from the board.

What the Board Expects from Me

As a board (or committee) member, I believe that I bring the following strengths, skills and knowledge to this organization:

I am willing to serve this organization in the following areas:

I accept responsibility for ALL of the following:

Time Commitment:

- ✦ Attend board orientation and training sessions
- ✦ Attend board meetings, committee meetings and membership meetings
- ✦ Complete assignments and prepare for meetings

Participation:

- ✦ Participate in board fundraising activities and make a financial contribution to the organization to the best of my ability.
- ✦ Participate in meetings and ask appropriate questions when needed
- ✦ Serve on at least one committee as a part of my board role
- ✦ Participate in the on-going tasks of the board
- ✦ Act as an advocate for the organization to the outside public

Knowledge and Preparation:

- ✦ Educate myself on the organization's purpose, history and needs
- ✦ Keep current on the outside trends affecting this organization
- ✦ Keep current on the role and responsibility of board involvement.

I have read and agree to this commitment as a member of the board of directors.

Signature _____ Date _____



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BOARD MEMBER EVALUATION

This is an evaluation based on a version of the board member agreement shown earlier in this packet.

Below are a list of specific things from your board agreement that you wanted to get out of your involvement with this organization.

How well did this organization give you what you wanted?

What could be done to improve your satisfaction with this board?

What could the board do to improve relationships among board members?

Below are a list of specific things from your board agreement that you wanted to give to this organization as a board member.

Were you able to give what you wanted to give?

What could be done to improve your contribution?



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BOARD MEMBER EVALUATION (CONTINUED)

What could this organization do to help you with your contribution to the Board? Below is a list of specific responsibilities from the board agreement. How would you rate your involvement in each area below (1 = Excellent, 2 = Satisfactory, 3 = Needs Work, 4 = Poor)?

Time Commitment

- _____ Attend board orientation and training sessions
- _____ Attend board meetings, committee meetings and annual planning retreat
- _____ Complete assignments and prepare for meetings

Participation

- _____ Financially support this organization to the best of my ability
- _____ Participate in meetings and ask appropriate questions when needed
- _____ Serve on at least one committee of the board
- _____ Provide assistance to staff at their request
- _____ Act as an advocate for the organization to the outside public

Knowledge and Participation

- _____ Educate myself on the purpose, history and needs of this organization
- _____ Keep current on outside trends and issues affecting this organization
- _____ Keep current on the role and responsibility of board involvement

What would you suggest to improve your involvement in the areas above?

Is this evaluation a helpful tool to improve your participation in the board? How could it be improved?

Does this board ask too much from its members?

Is there anything else you would like to say about board member's involvement and participation?



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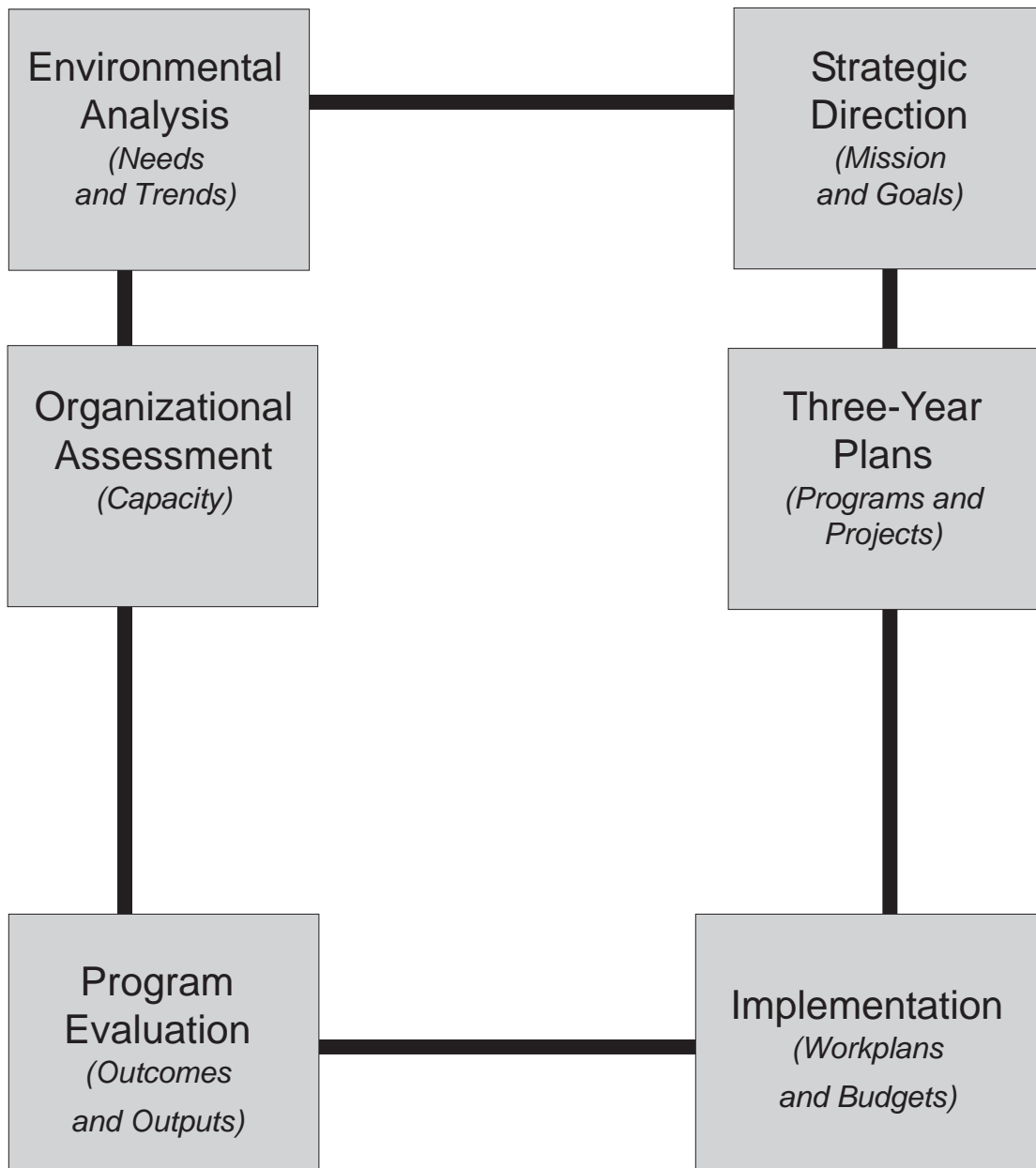
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THE PLANNING CYCLE





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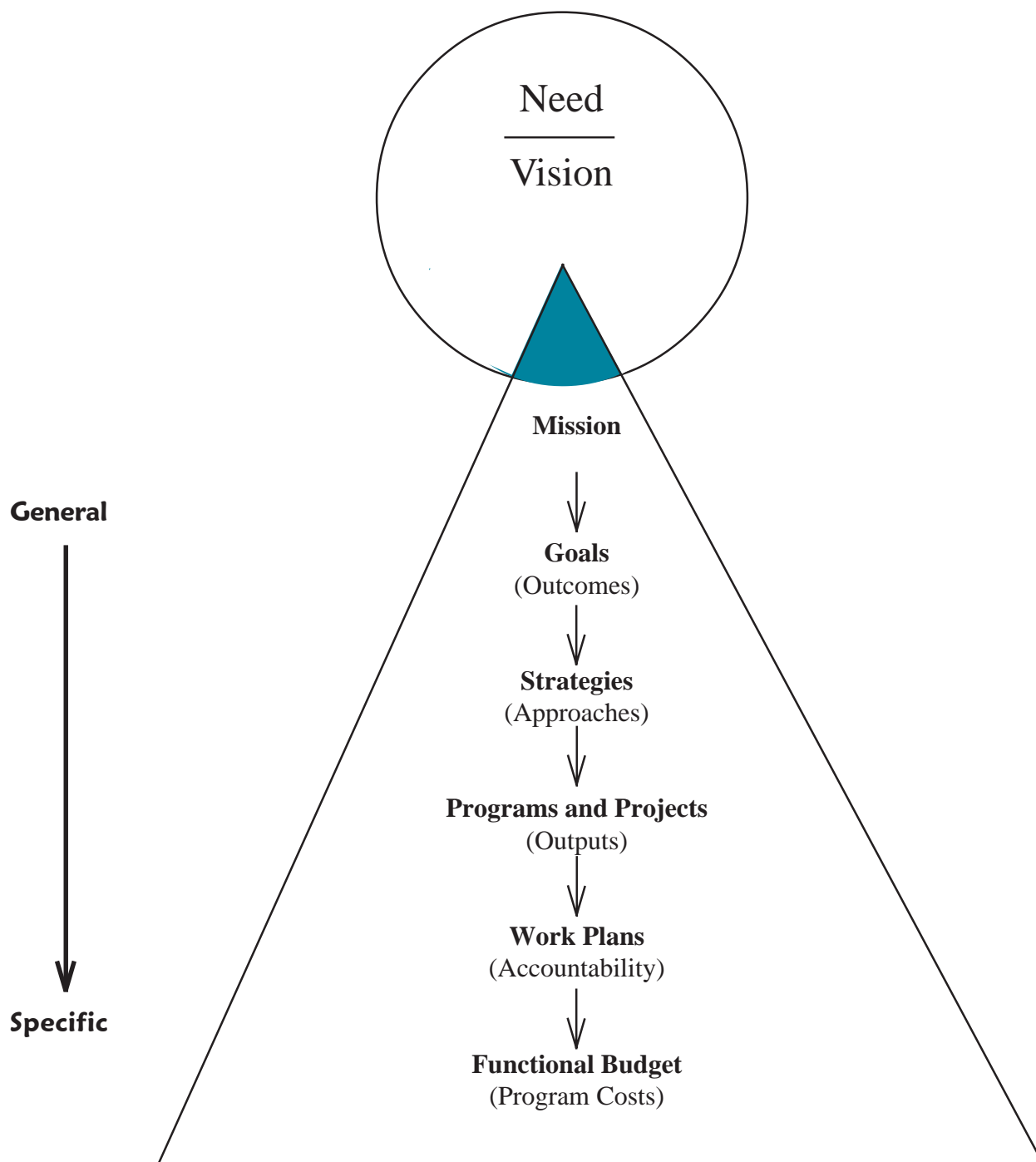
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ELEMENTS OF THE STRATEGIC PLAN





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SO WHAT?

After sitting through this workshop, at least one (hopefully more than one) idea may have struck you as relevant to your organization. What are the most important ideas presented today for your organization?

1.

2.

3.

Which items are the most important first steps towards some of these improvements?

1.

2.

What areas do you think need additional clarification and training?

1.

2.