



Youth Services Bureau: Models of Not-For-Profit Governance

Board Discussion Paper, May 2009

Introduction

YSB has a tradition and culture of strong collaboration among board and staff. It is important to ensure that the current board and staff continue this collaboration. This view was reinforced during the discussion at a recent strategic retreat about how to ensure the board and staff have the tools and information they need to ensure quality of service delivery. This paper is intended to provide a backdrop for a discussion about expectations and any required adjustments to board and committee meetings.

YSB Board Context

Questions that YSB needs to address:

- Are there any surprises or ideas that need to be discussed regarding the emerging trends for not-for-profit boards?
- Do we have a shared understanding of the board role and relationship with staff?
- Do we want to be a learning board?
- Is the Capability Maturity Model Framework useful? If yes, what level of capability do we currently have? What level do we aspire to?
- What is the next level of thinking we need to do?

Traditional NFP Profit Board Models

Most typically, not for profit boards tend to fall into one of two categories – policy boards or executive boards¹.

A policy governance board tends to minimize the involvement of the board members in the operations of the organization, leaving that to the executive director and staff. Instead, the board tends to be oriented strategically and to assess the progress of the organization strictly on negotiated targets for the executive director, who is in essence the proxy for the organization. One problem with this model is that not every executive director is strong in every area of need.

¹ See Appendix for more complete descriptions. The Appendix also includes quick summaries of board functions, responsibilities, principles of good governance, as well as the primary duties and tasks of boards.

Too much independence can be like providing too much rope. On the other hand, with some strong directors the model opens up the possibility for reducing the board to a rubber stamp role.

Executive or working boards are also very common as they reflect the voluntary nature of most not for profits. Board members are used as “hands-on”, operational resources for the organization as well as for their strategic leadership. Here the different roles of board members can become blurred and the board opens itself to the possibility of micro-managing the executive director. In addition, the strategic function of the Board may suffer in favour of the urgent priorities of ongoing operations.

Also if the professional expertise of the Board is not aligned with the requirements of the organization, then organizational operations suffer. Strong executive boards tend to discourage the presence of strong independent directors and so tend to attract people who will not be challenged by the participation of board members. Often times though, they are a recipe for conflict over who is actually running the organization.

Emerging Trends in NFP Profit Board Models

More recently, several new ideas on board governance have been emerging.

Fiduciary duty: The Canada Corporations Act provides the framework for the incorporation and governance of federal not-for-profit corporations. It is an example of the legislation and regulations governing non-for-profits. Part II of this particular Act governs non-for-profits and has not been changed in many decades. It is seriously out of date and has been the focus of much attention since 2002 when the ripple effect of the Sarbanes-Oxley Act led to a call for more prescriptive requirements for fiduciary duty in all sectors. The updated Canada Corporations Act, Part II has died on the order books twice in the past decade as a result of the timing of the last two federal elections.

Judy Sharken Simon has identified five stages in a typical not-for-profit organizations life cycle. This work reflects her view that an organization’s life really is a journey of sorts, with many choices, challenges, and obstacles along the way. By knowing what stage the organization is in, board and staff can more effectively choose questions, tools, and processes that reflect their current maturity. Organizations typically move through five stages of development: Imagine and Inspire; Found and Frame; Ground and Grow; Produce and Sustain; and Review and Renew.

Richard Chait, in his studies of board practices, notes three kinds of thinking essential to good board functioning: *generative thinking*, *strategic thinking*, and *fiduciary thinking*. He has coined the phrase ‘generative boards’ to describe the ‘what if’ type of thinking and higher order questions that focus the board’s attention on its role as a catalyst – continuously checking on the value the organization brings to the community it serves and the over-all health of the sector. The implication of this approach is the need for board and staff to regularly engage in conversations that encourage exploration and sense-making.

Jeffrey Bradach and colleagues have specialized in strategy consulting for not-for-profits and philanthropic organizations. This team has recently completed an eight-year study of organizations they have coached. The focus of their research was on how organizations that are mission vs. market oriented deliver results. They identified the need to ensure that mission statements clearly describe what the organization will be held accountable for and how the

results will be achieved. They advocate the use of a theory of change so that organizations can learn how their internal work, resources and processes are linked to results.

Maureen Robison in her book *Nonprofit Boards that Work* emphasizes that there is no magic formula, no “universal template” for the composition or approach of boards. In the end, there is “no foolproof way to separate governance from management” (2001:1) and therefore the relationship must be considered in terms of a real partnership that fosters and sustains public trust. “The only criterion that matters is whether the organization is better because of the board’s efforts” and that the “willingness to abandon prescriptions in favour of what is in the best interests of the organization demands a level of reflection and open-mindedness that is within the reach of every board” (2001:153).

Widmer and Houchin describe effective nonprofit governance as an “art” not a science. “Board members must remember... that although the board as a whole has authority, they as individuals have none. Governance is a complex group phenomenon. Governance is simply not, and can never be, a science” (2000:xx). It is an art that reflects a social learning process that encompasses board members, staff and the environment. “The art of trusteeship, like other arts, requires persistence, dedication, and practice” (2000:168). The dance between boards and management is becoming more like an exercise in connoisseurship than a recipe to be followed.

Underlying these ideas is an interesting assumption — one which at first glance may seem trivial and obvious but one which nevertheless challenges many management paradigms. The assumption is that “nobody’s perfect”.

Acknowledging this assumption means that neither boards nor management can be expected to function perfectly and therefore it places a critical requirement on board members and senior managers to be continuously learning in order to respond and adapt to each other and to a constantly changing environment. Learning, in this light, is a critical duty of board members and staff.

Learning Boards²

The Learning Board model emphasizes sustainable governance as a product of a continuous learning process that balances insider versus outsider interests, short term pressures versus long term vision, the needs of employees and clients versus partners and stakeholders. The central role of learning board is to balance the often contradictory pressures around policy formulation, strategic direction and operational supervision. It is based on the premise that a strict interpretation of classical governance, which separates staff and the Board into more or less competing camps for the purpose of oversight clarity, is overly restrictive. They also differ from Executive Boards in that they are less ‘hands-on’ but not so at a distance from the actual work of the organization as policy boards.

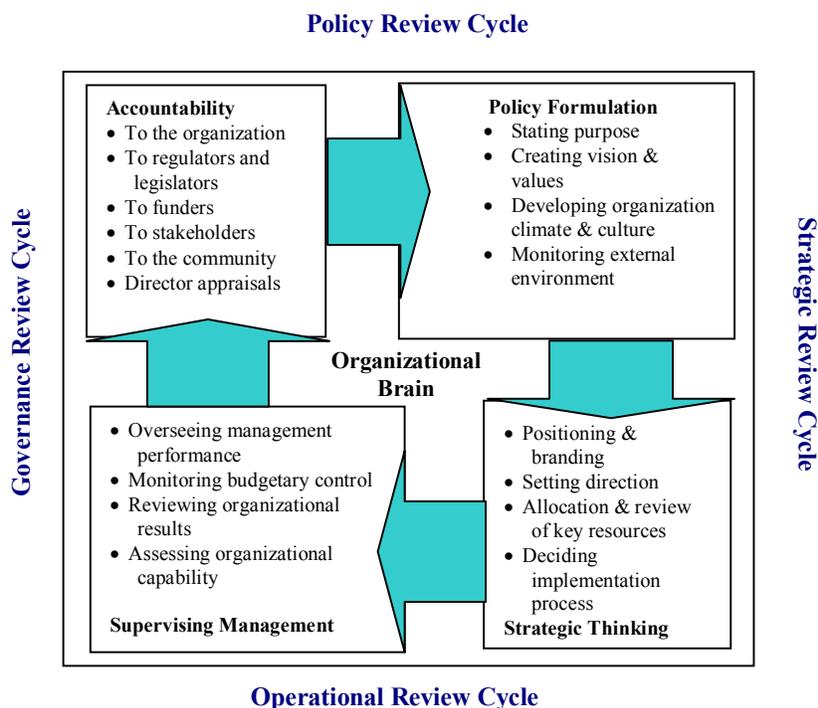
As governance becomes a learning process, conversations among staff and Board members become based on open participation, honesty, diversity of perspective and trust that each holds the interests of the organization at the centre. Here staff and Board members are both teachers and learners. The learning board’s balancing role provides overall guidance and oversight

² Bob Garratt, *Thin on Top: Why Corporate Governance Matters & How to Measure and Improve Board Performance*, 2003

internally with a spur to innovation from a more relational set of ties to external stakeholders such as partners, funders, competitors, clients, and regulators and the necessary competencies

Board Tasks in this model are four - fold: policy formulation, strategic thinking, operational and management supervision, and stakeholder accountability. These tasks become part of an annual review cycle that connects Board activities in an ongoing learning process (see Figure1³). The

Figure 1 - Learning Board Model



review cycles are not necessarily sequential nor do they require equal amounts of time, only that in every year the Board's calendar sets aside time for each.

The reviews include:

- *a policy review* which assesses stakeholder feedback and conducts environmental assessments to create/revise organizational policies, vision and values
 - What is the possibility we wish to pursue? What are our values?
 - How do we want to be together as an organization, with our partners and other stakeholders?
- *a strategic review* which aligns strategies to Board policies, vision, and values
 - How do we get to the possibility we desire? Whom should we involve? What resources can we make available?
 - Are organizational processes properly aligned to their goals and the environment?
- *an operational review* which assesses how the actual activities of the organization aligns with board defined strategies,

³ Source: Garratt, 2003:177

- Oversight and review of financial, management, human resources, legal compliance
- Evaluation of progress both formal and informal. Do we know enough, soon enough?
- *a governance review* that looks at organizational outputs and management effectiveness and communicates these to stakeholders,
 - Are we making sufficient progress? Single loop learning >> Do we change tactics? Or, double loop learning >> Do we change basic strategies, assumptions and policies?
 - Are we accountable to our volunteers, donors, funders, communities, clients, and the general public? Are we attending sufficiently to our relationships?

Information and Evaluation

Information is the life blood of boards. Boards typically use this information on two levels. First, in its fiduciary role, the board evaluates the performance of the executive director, often as the proxy for the entire organization. Secondly, information is used to fulfill the board's other functions and to assess the performance of the board itself and its individual members in those roles.

In some NFPs, a formal evaluation is done only with respect to the executive director while other boards will do both. Still others will formally evaluate the executive director but have evolved informal learning mechanisms to keep staff and the board abreast of ongoing issues and progress, in effect allowing each to keep tabs on the other in more or less real time. A key test is how many different ways is information moved in, across and out of the board.

When it comes to evaluation, boards tend to reflect a range of capability in their application and use of performance measurements -- some doing so haphazardly while others applying it as an integral part of their strategic planning process and system of continuous learning.

A useful tool to help boards understand how to improve upon their planning-implementation-assessment process is the Capability Maturity Model Framework.⁴ This tool is used to assess an organization's evaluation capacity against a scale of five process maturity levels, ranking the organization according to its standardization (*consistency*) of processes and the *alignment* with its strategic objectives.

Planning / Evaluation - Capability Maturity Model Framework

Level 1: *Ad hoc* (Chaotic) -- Little/No use of Planning/Evaluation

- Inconsistent practices and results
- Sound practices are often sacrificed to meet unreasonable schedules or reactionary demands
- Ad hoc evaluation practices with no clear idea of how to apply results
- Level 1 organizations lack the capability to meet strategic objectives *consistently*

Level 2: *Repeatable* -- Initial Use of Planning and Evaluation

- A stable Board environment facilitates the repetition of successful decision-making practices
- An evaluation regimen that is repeated over time

⁴ This model is based on the Capability Maturity Model (CMM) that originated in the Software Engineering Institute at Carnegie Mellon University.

- Level 2 capabilities deliver decisions and policies on schedule *without having to rely on heroes and constant overtime*

Level 3: *Defined* -- Approaches to Planning and Evaluation are well defined

- Board Policy and Governance procedures are defined and deployed across the organization
- A strong Board culture emerges at Level 3 based on a common process and shared understandings
- Board demonstrates an evaluation approach that exhibits clear purpose and begins to link evaluation results to its strategic plan
- *Board begins to reflect characteristics of a learning process*, comparing prior and best practice results, & sharing lessons learned

Level 4: *Managed* -- Performance & Evaluation are managed & integrated across the entire organization

- Organizational learning is embraced across the organization and data collection and sharing becomes an integral part of operational and Board behaviours
- Organization develops information and statistical capability baselines that characterize the expected results from performing these procedures.
 - Performance of Board processes measured statistically
 - Measurements of unit outcomes are linked to desired organizational outcomes
 - Board can predict and control outcomes much earlier
- Quantitative information management throughout the organization allows greater *empowerment of front-line client facing teams* and increased predictability of results
- Board stewardship capability is enhanced as it links the inside and outside of the organization

Level 5: *Optimizing* -- Performance and Evaluation used to optimize performance within fully-aligned organization

- Organization continuously evaluates the capability of its processes to pinpoint areas requiring the greatest improvement
- Improvements can be developed opportunistically by deploying the results of lessons learned, or they can be produced proactively by evaluating new education methods, processes or technologies for potential adoption
- There are no or few surprises
- *The Board becomes the hub of an evolving organizational narrative* and learning culture

There is an exponential relationship between process maturity and organizational effectiveness because of the increasing degrees of organizational learning that result. The greatest contribution of the planning and evaluation processes, in particular, is in its impact on organizational alignment internally and externally, and the increasing ability of the Board to predict outcomes within a decentralized management structure. Any organization can move up the “maturity ladder” over time, but this requires sustained commitment.

On the other hand, trying to leapfrog over several levels at once is not recommended as each new level of capability is grounded in the experience of the previous level and the organizational culture necessary to support it. The capacity for organizational learning is closely linked to organizational culture and best developed when it is not implemented all at a single stroke, but is built up over time through consistent attention from the Board regarding what information it

needs, what information it can actually deliver on and what information it can understand and attach meaning to. A Board needs to slowly evolve both the tenor and habits of its collective conversation.

A useful first step is to determine how “mature” the current processes are and how mature the Board would like them to be. The application of this Capability Maturity Model Framework can help situate a discussion within the broad context of Board planning and evaluation, and help provide a perspective for the discussion of improvements to Board processes.

References

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Appendix

Primary Functions of NFP Boards

- to create a clear statement of purpose for the organization and how that purpose will be pursued (**Plan**);
- to support the achievement of that purpose (**Implement**); and
- to be accountable for the operation the organization in pursuit of that purpose to stakeholders and in a manner that is both legal and ethical (**Evaluate**).



Responsibilities of NFP Boards

The primary responsibilities of NFP Boards are:

1. Identifying mission and strategic objectives;
2. Ensuring effective management systems, especially the recruitment of executive director and / or senior staff;
3. Fiscal and legal oversight ensuring all fiduciary responsibilities and required disclosures are attended to; and
4. Evaluation of organizational performance

These first four responsibilities are the most commonly pursued Board responsibilities and similar to those in private organizations. In addition, NFP Boards need to pay special attention to:

5. Funding and resource development;
6. Boundary spanning -- internally and externally; and
7. Aligning the organization to its external environment.

In NFP organizations, resources are not always generated in the course of doing business but are donated or are generated as a result of some form of partnership. Consequently, the requirement to attend to funding and resources in NFP Boards typically demands greater attention to the creation of relationships and goodwill than is usual in private entities. Given the leanness of most NFP administrations, executive directors are frequently spread too thinly to attend to this adequately.

In addition, the use of volunteers and partners, the often frequent need for short adaptation cycles, and the new legal environment of Board member liability has encouraged NFP Board members to act as boundary spanners between what's going on inside the organization and the expectations on the organization from outside. In addition, due to the nature of Board member

backgrounds and experience, they can often be important channels for knowledge dissemination internally and brand building externally.

Lastly, both in their composition and decisions, NFP Boards are key instruments for aligning the activities, values, assumptions and relationships of the organization to the external environment. Their discussions present an opportunity for bi-directional social learning. That learning can contextualize organizational innovation so as to meet favourably with funders, regulators, other NFPs and the public and also acts as a way of introducing new ideas and approaches arising externally into the organization.

- Other Board responsibilities may include:
 - proposing candidates for election to the board
 - reporting and, where appropriate, recommending courses of action to stakeholders

Principles of Good Governance

According to William Witherell in the *OECD Observer* (September 2000), good governance is more than just establishing effective board processes and procedures -- it involves the full set of relationships between the directors and the organization's management, and its other key stakeholders.

Seven criteria of good governance in Boards:

- The Board learns and enables learning;
- It enables and safeguards an integrated organization;
- Its work is values based;
- Its work is globally & systemically sensitive;
- Enables informed participation;
- Its work is consent based (engaged, transparent & empowering); and
- Explicitly integrates human considerations.

The three action levers of good governance are:

- Horizon scanning & paying attention to employees, clients, customers, funders, and communities. Boards are the place where inside and outside come together;
- Innovation through partnership and collaboration; and
- Service and stewardship. Boards serve both the internal and external needs of the organization.

Duties of Boards

Boards have defined their directorial duties in a variety of ways. The following are eight of the most common duties of not-for-profit Boards.

Duty of Care

The Board has a duty to *demonstrate* they have been careful in their decisions through their attendance in meetings, by being informed on issues, by being considered and prudent in their decision-making and through sufficient documentation of that decision-making.

Duty of Obedience

The Board has a duty of obedience to the purposes of the organization and that the organization is obedient to the laws which govern and regulate it.

Duty of Loyalty

The Board has a duty to make all decisions with the best interests of the organization firmly in mind and predominating.

Duty of Due Diligence

The Board has a duty to inquire into all information regarding the operation and management of the organization in order to verify material facts for the purposes of timely, sufficient and accurate disclosure and accountability to its publics.

The Duty of Trust

Since NFP organizations act with the consent of the public, Directors must demonstrate that they are acting with the public's interest in firmly in mind. Safeguarding the public's trust in the organization is therefore a key responsibility.

The Duty of Critical Review and Independent Thought

Each Director is expected to be sufficiently self-aware and mature to be able to make their own judgements about the direction and health of the organization.

The Duty to Deliver on the Primary Roles and Tasks of the Board

Directors have a duty to exercise their best judgement to balance the competing interests of the organization – client needs vs. organizational needs; growth vs. good stewardship of resources; operations vs. strategic planning; and organizational needs vs. community and social needs.

The Duty of Learning Developing and Communicating

Each Director has a duty to learn continuously from the decisions and actions of the Board and to develop an effective two-way communication with clients, funders and stakeholders.

Board-centred Tasks

Given its responsibilities and the requirements for good governance, there are three Board-centred tasks that NFP Boards also must undertake:

1. Recruitment
2. Development
3. Evaluation

Recruitment

Boards are often recruiting both staff and new Boards members. They are often looking for people with passion for both the cause and the organization as a means of sustaining commitment and organizational stability. BUT there are two types of passion -- rational passion (the willingness to make commitment and personal sacrifices for the benefit of the organization)

and irrational passion (the commitment based on unmet personal needs for power or personal connection) Effective Boards need to weed out the second type of commitment from the former.

Board Development

- An NFP Board is both a “collective” boss and often a “transient” boss -- one that often changes year to year, and sometimes even perhaps from meeting to meeting. There is therefore an ongoing need to attend to corporate memory and the basic capacities necessary for fulfilling the Board’s responsibilities and good governance now and into the future
- Two distinct tasks for board development:
 - *hard items* – ensuring sufficient capacity within the board to assess service delivery, management effectiveness, stable funding, legal/liability issues, and accountability
 - *soft items* – acquiring or developing Board employability skills (listening, learning, communicating, ability to work in teams, stewardship, financial literacy, problem solving, relationship building, synthesizing, etc)

Evaluation

As mentioned earlier the evaluation task of Boards tends to be directed at the performance of the executive director or CEO, and the performance of the Board and its members. It is the task of the Board not the executive director to establish how the latter is to be assessed, although this is best accomplished in conversation together. Similarly the Board must reflect on its learning and decision making processes.

Most simply, evaluation issues may be represented as a series of simple questions:

- What do we want / need to know?
- What are the best indicators of this?
- What is the best process for collecting this feedback?
- When do we want to know it?
- How do we determine when the results become an issue?
- What external factors might influence the results?
- What will we do with the results?

These questions present a useful backdrop for any assessment process or performance evaluation of either staff members, individual Board members, or the Board as a whole.

Policy Governance Boards⁵

A policy governance board is a model designed to empower Boards of Directors to fulfill their obligations for accountability by enabling the Board to focus on the larger future-directed issues of the organization, to delegate with clarity, to control management's job without meddling in it, and to rigorously evaluate the accomplishment of the organization.

⁵ Adapted from the Carver Policy Governance website: <http://www.carvergovernance.com/model.htm>

A policy governance Board separates issues of organizational purpose (ENDS) from all other organizational issues (MEANS), and places primary importance for the Board on those ENDS. Policy governance Boards demand accomplishment of purpose, and only limit their staff's actions by the MEANS by which those ends can be pursued through the Board's pre-stated standards of prudence and ethics. These limitations are often expressed as constraints, things the staff are not permitted to do. In applications of Policy Governance the board represents the organization's "ownership" as it defines the good that the organization is supposed to produce.

The Board's MEANS are defined in accordance with the roles of the Board, elected board members, the Board Chair and other officers, and any committees the Board may need to help it accomplish its job. This includes the necessity to "speak with one voice". Dissent is expressed during the discussion preceding a vote. Once a vote is taken, the Board's decisions may subsequently be changed, but they are not to be undermined.

The Board's expectations for itself also set out self-imposed rules regarding the delegation of authority to the staff and the method by which Board-stated criteria will be used for evaluation. There is no confusion about who is responsible to the Board or what they are responsible for. NFP Boards that decide to utilize an executive director or other CEO-type function are able to hold this one position exclusively accountable for all actions of the organization. Information to the Board flows through the executive director as the Board's channel to the organization

Evaluation in a policy governance Board is primarily concerned with answering the question, "Have our expectations been met?" The Board, having clarified its expectations, can then assess the performance of the executive director and the organization overall in light of those expectations. Moreover, in clarifying their expectations and demanding a relevant and credible accounting by the Director for organizational performance, they take control over their major information needs.

However, in extreme versions of this model, such as that proposed by John Carver, if board members are unfamiliar with the organizational system or its connection to the environment, or they are unable to sufficiently clarify their expectations and measures of performance, they may become lax in their oversight of the Director. The balance between strategic direction and operations may become lost and the Board essentially becomes a rubber stamp. As well the actual ownership in the organization may not be adequately represented, especially after the various tangible and intangible considerations of stakeholders.

Executive/ Operational Boards

An executive or working Board retains some responsibilities for the operations of the organization. In addition to providing policy, strategic planning and general direction, board members in this type of Board may help in practical ways such as organizing events and drafting documents, and assisting with finance, the management of human resources, basic organizational operations and community relations. This is a 'hands-on' Board where members often act as added voluntary human resources for the organization. In smaller Boards where resources are scarce this type of Board model may be quite useful if the Trustees retain certain highly sought after skills and experience. In some cases the Chair or the Board may also serve as the chief executive.

Here the Board and the senior staff jointly set and implement the strategic plan. However, the line between strategic and operational roles can often become blurred in this type of Board with the strategic function often suffering in favour of the urgent priorities of ongoing operations. If the Board is not populated by people with the professional expertise required by the organization, then operational leadership by the Board could also be problematic. In addition, Executive Boards may become caught up in conflicts of interest as they try to provide oversight of themselves.

Evaluation in this model is complicated because of the difficulty is disentangling the strategic and operational roles of the Board. Most properly evaluations of the Board should be conducted on each role separately.

Board Model Comparison⁶

Section	Policy Governance	Executive / Working	Learning
Vision, Planning	<ul style="list-style-type: none"> ◆ Board creates vision ◆ Sets policies for ENDS i.e. desired results ◆ Limits MEANS i.e. procedures & practices 	<ul style="list-style-type: none"> ◆ Board sets policies & general direction 	<ul style="list-style-type: none"> ◆ Communicating organizational propose, vision & values ◆ Identifying external issues related to organization's purpose ◆ Creating the organizational culture
Strategy	<ul style="list-style-type: none"> ◆ Board defines the strategic ENDS as performance targets it expects to achieve 	<ul style="list-style-type: none"> ◆ Board and staff create plan & implement it together ◆ Can often become micro-management of staff by Board 	<ul style="list-style-type: none"> ◆ Board sets direction ◆ Board & senior staff balance scarce resources against purpose and direction
Evaluation	<ul style="list-style-type: none"> ◆ Director evaluation based on achievement of expected ENDS / performance targets within the MEANS that are not proscribed ◆ Board evaluation reflects work of the Board & not the organization as a whole 	<ul style="list-style-type: none"> ◆ Director/ Staff evaluations & Board performance are inter linked ◆ Board evaluation conducted for 2 separate roles - as managers & as policy planners ◆ Boards tend to be less critical of organizational achievement 	<ul style="list-style-type: none"> ◆ Tapping into week-to-week learning of executives and staff ◆ Board reviews business results to test the workability of implementation processes
Financial	<ul style="list-style-type: none"> ◆ Board sets limits to Director's financial decisions 	<ul style="list-style-type: none"> ◆ Specific financial decisions remain largely in Board's hands 	<ul style="list-style-type: none"> ◆ Board monitors budget ◆ No surprises from staff

⁶ Adapted from Linda George, VLD Trainer, Ottawa, Canada and reprinted from the *Board Basics Manual*, United Way of Canada-Centraide Canada, http://www.boarddevelopment.com/display_document.cfm?document_id=112

Section	Policy Governance	Executive / Working	Learning
Human Resources	<ul style="list-style-type: none"> ◆ Board speaks with one voice to Director; ◆ Director is the embodiment of the organization & is responsible to Board for the organization 	<ul style="list-style-type: none"> ◆ Director may also be Board Chair ◆ The distinction between board member & staff is blurred ◆ Board members often act as direct service volunteers 	<ul style="list-style-type: none"> ◆ Directors and managers are clearly differentiated ◆ Board clarifies authorities for Board and staff
Organizational Operations	<ul style="list-style-type: none"> ◆ Director runs the organization & attends to all operations ◆ Board plans & directs Board work only ◆ No or only limited committee structure -- only when needed to support the work of the Board ◆ Roles of individual Board members minimized ◆ Broad discussion leads to decisions by consensus 	<ul style="list-style-type: none"> ◆ Committees support the work of operations ◆ Extensive working committee structure ◆ Workload of Board members heavier ◆ Often redundancy in work of Board & staff 	<ul style="list-style-type: none"> ◆ Staff run the organization ◆ Limited committee structure ◆ Structured annual board learning cycle ◆ Board learns to take pulse of organization ◆ Each Board member is responsible for monitoring certain functional elements in partnership with staff ◆ Senior staff are often encouraged to join the discussion with the Board
Community Relations	<ul style="list-style-type: none"> ◆ Organization is usually represented to community by Director 	<ul style="list-style-type: none"> ◆ Both staff & Board members can represent the organization to the community often in competition 	<ul style="list-style-type: none"> ◆ Each Board member is responsible for monitoring key elements of external environment ◆ Each Board member is responsible for building relationships with key stakeholders on behalf of Board ◆ Outside specialists are encouraged to join in Board debates