

What is Governance?

To govern is to steer, to control, and to influence from a position of authority. Governance deals with the legitimate distribution of authority throughout a system-whether a country or an organization.

(Source: BoardSource)

To govern means to play the **leading role – in partnership** with the ED – continuously answering 3 fundamental questions:

1. Where should our organization be headed and what should it become over the long run?
2. What should our organization be now and in the future?
3. How well is our organization performing – programmatically, financially & administratively?

(Source: High-Impact Governing in a Nutshell – 17 Questions That Board Members and CEOs Frequently Ask. Doug Eadie 2004)

The Effective Board...

- Pays attention to what goes on both inside & outside the organization
- Focuses on issues that make a difference
- Agrees on how to operate
- Works as a team
- Evaluates its own performance
- Knows its roles and responsibilities
- Takes responsibility for ensuring adequate resources

The Hats We Wear



Governance Hat

We make high-level decisions related to our mission

- We act as a unified group to help set and steer direction
- We provide oversight & fiscal responsibility

Implementation Hat



Committee & Ad hoc Task Groups

- Specific tasks we take on the board's behalf
- Finance, Development, Governance committees, Women Helping Children, Advocacy



Volunteer Hat

Individually Serve the Organization

- We come into the office to help
- Talkline volunteer
- Work with staff on events...

Ten Basic Responsibilities of Nonprofit Boards¹

1. Determine mission and purpose. It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
2. Select the chief executive. Boards must reach consensus on the chief executive's responsibilities and undertake a careful search to find the most qualified individual for the position.
3. Support and evaluate the chief executive. The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the organization.
4. Ensure effective planning. Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.
5. Monitor, and strengthen programs and services. The board's responsibility is to determine which programs are consistent with the organization's mission and monitor their effectiveness.
6. Ensure adequate financial resources. One of the board's foremost responsibilities is to secure adequate resources for the organization to fulfill its mission.
7. Protect assets and provide proper financial oversight. The board must assist in developing the annual budget and ensuring that proper financial controls are in place.
8. Build a competent board. All boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate their own performance.
9. Ensure legal and ethical integrity. The board is ultimately responsible for adherence to legal standards and ethical norms.
10. Enhance the organization's public standing. The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community.

* Source: Richard T. Ingram, *Ten Basic Responsibilities of Nonprofit Boards, Second Edition* (BoardSource 2009).

Governing Board Best Practices

1. Meet regularly, at least 4-5 times per year
2. Make decisions by resolution after the board has had the opportunity to engage in honest, candid discussions related to the decisions they are being asked to make, the pros and cons and the implications for the future of Section. The board are the decision-makers with the power to determine the future of Section and need to be involved in problem solving and decision making
3. Have a statement of expectations of directors including:
 - a. an ambitious “give/get”
 - b. introductions to new and valuable networks
 - c. attendance at board meetings
 - d. support of major fundraisers and events
4. Establish committees
 - a. Some committees may be legally mandated in your state.
 - b. Each committee should be chaired by a board member and, ideally, should include non-board members who have the expertise to contribute appropriate skills and become the pool of future board candidates.
 - c. Use committees wisely. Sometimes what is needed is not a “committee” but a short-term “think tank” or “work group.”
 - d. Trust those put in charge to lead the committee or workgroup, but ask for updates and reports, and require deadlines. When the board delegates something to a committee, you need to be prepared to accept that it might not be done the way you would do it, but respect the skills, effort and insight of those taking the lead.

Implementing Governing Board Best Practices

1. Establish goals for the year and for the term
2. Carve out the time / Run effective meetings
 - a. Separate board meetings from committee meetings
 - b. Prepare and use a written agenda that boldly states
 - NCJW mission
 - Section's goals for the year
 - Topics to be discussed with time allocations
 - c. The agenda and all committee reports should be emailed to board members prior to the meeting. The expectation is that board members will have read these before coming to the meeting. The meeting should focus on necessary decision items or issues of strategy and direction, but not things that are in a written report.
 - d. Action items should be clearly indicated on the agenda and ALL meetings should have some items where action is required. (Note that "action" can be a decision to gather more information before a decision can be made.)
3. Use self- evaluation tools to assess board effectiveness.