

A board of directors is needed to provide leadership non-profits, whose role as a publicly-owned agency is defined by its community leadership. Boards have 3 main legal duties, which are the duty of care, the duty of loyalty and the duty of obedience.

Set clear responsibilities. Have fewer and shorter meetings and less conflict.

- Develop board job descriptions – for chair, vice chair, committee chairs, member, secretary, treasurer.
- Establish an information system.
- The board should discuss what information it needs to do its job as well as how often and in what form it wants the information.
- Good board information is concise, meaningful, timely, relevant to responsibilities, best available and in context.

Prior to meetings,

→ Provide board with information about issues for discussion, financial information and any reports.

After meetings,

→ Provide board with minutes and notice of next meeting.

Regularly, provide board with

- Financial report;
- Any articles published about your agency;
- A memo from the agency coordinator summarizing current activities, accomplishments and needs;
- Updated materials for board handbook;
- Advance copies of publications, brochures or promotional materials; and annual report.

A board of directors is responsible for:

- Setting organizational priorities;
- Providing oversight;
- Ensuring adequate resources for the agency;
- Hiring an Executive Director, who is the only staff of the agency directly accountable to the board and whose responsibilities include overseeing staff. This relationship should be outlined in the agency's bylaws.

Recruitment: You can choose half of the board and they can choose the rest through a recruitment process.

- Building the board should be a year-round process overseen by a board governance committee.
- Racial, gender and age diversity among members should be considered and should be representative of the community and clients served by the agency.
- The board should feel valued to the extent that each member feels that it is absolutely necessary to be present at every meeting.
- The board should be good enough so that the agency would continue without the chief executive.

Outline desired outcomes for each meeting and, individually, for each board member's term.

- Committed team members are interested in active involvement and able to raise funds and advocate the agency's mission.
- The board should focus on the long-term plan, trusting the day-to-day operations to the staff.

- Cooperation among Board members is crucial, and no member or group of members should attempt to “take over” the leadership of the board.

8 Expectations for board members:

- (1) A willingness & commitment to get to know the agency & the environment in which it operates**
- (2) Regular attendance at meetings**
- (3) Adequate preparation for meetings**
- (4) Full participation in the governance process**
- (5) A commitment to teamwork**
- (6) A commitment to speak in one voice**
- (7) A collective commitment to improvement**
- (8) Sincere support for the chief executive**

- Continuous strategic thinking guides the activities of the board, and board size should follow function.
- Creative tension should exist between the board and executive director that allows and inspires both to be strong bodies that are willing to ask the tough questions.
- Mutual respect and a willingness to ask the tough questions are important ground rules for these leaders, particularly during credibility crises that many nonprofits face.

See also: tano.org and boardsource.org.