

80 PRINCIPLES/PRACTICES OF EFFECTIVE BOARDS

FOUNDATIONS OF BOARD STRUCTURE AND PROCESS	
1	Clear vision and mission that <i>attract</i> and <i>guide</i> people and resources
2	<i>Defined</i> and <i>used</i> measures of desired <i>outcomes</i>
3	Workable board size (national average going down; now 15)
4	Defined profile of desired expertise/mix/diversity of board members
5	Year-around efforts to build a pool of prospects, using the profile
6	Directors contribute work, wealth, wisdom, wallop (influence), and witness (advocate)
7	Defined terms (2-4 years) and consecutive term limits
8	Pre-election <i>and</i> post-election orientations for new directors
9	Clarity of roles and responsibilities of directors, board, committees, CEO, staff
10	Annual affirmation of expectations board determined, signed by all directors
11	Peer evaluation prior to nominating current board members for another term
12	Bylaw provision for terminating directors mid-term, if necessary
13	Elected chair gifted and prepared to manage the board and relate positively with CEO
14	Chair and CEO are different leaders, each focused on his/her unique role
15	No limits on consecutive 1 or 2 year terms for great chairs
16	Understand each director wears 3 (maybe 4) "hats" –but elect for the governance hat
17	Engage each director to wear the volunteer, participant, and (maybe) implementer hats
EXECUTIVE LEADERSHIP	
18	Clear definition of the type of CEO needed for mission/future of the organization
19	Open, professional search process for next CEO
20	Mutually agreed upon expectations/goals in offer letter or contract with CEO
21	Board allows CEO to recruit, hire, evaluate, and terminate (if necessary) all staff
22	Board defines what information/data it wants from CEO and how often
23	Good annual CEO performance review based on agreed upon goals
24	CEO is transparent with directors through regular emails, Skype/conference calls
25	CEO and Chair have regular pre-scheduled times for conversation with agendas
26	Board has and updates comprehensive succession/transition policy
BOARD COMMITTEES	
27	Committees are reviewed periodically and dropped or changed when wise to do
28	Clear job descriptions for all committees are in writing
29	Committee chairs lead in setting agendas focused on governance, not management
30	Bylaws allow non-directors to serve on committees
31	Committees speak "to the board," not "for the board" (except Executive Committee)
32	Executive Committee, if one, meets only as needed (usually infrequently)
33	Strong Board Development Committee advances many aspects of good governance
34	Separate Audit Committee focused on regulations, risk, internal procedures
35	Staff prepare advance board material that is policy-oriented, not management focused
36	Board creates ad hoc task forces for short-term, specialized issues
BOARD MEETINGS	
37	Board meetings scheduled two years in advance
38	Number of meetings sufficient to maintain board leadership
39	Fewer, longer meetings better than many short meetings
40	Directors receive reports whenever ready; but all at least ten days in advance

41	Directors build culture that expects all to come fully prepared and to participate
42	Board schedules each major focus area for in-depth review every X meetings
43	Meetings limit staff reports and staff Q&A to allow more in-depth board dialogue
44	Meetings include time for board business, education and social interaction
45	Chairs shape the final agenda and manage for maximum participation and outcomes
46	All meetings have an executive session at the beginning <i>without</i> the CEO
47	All meetings have short executive session at the end <i>with</i> the CEO
48	Primary focus of board meetings is assessing outcomes and adjusting policies
49	Outside experts brought in for board education and advice
49	Retreats, often with spouses, build relationships and allow better strategic focus
50	Board Development committee evaluates every meeting to suggest changes
	BOARD POLICIES
51	A Board Policy Manual (BPM) has ALL governance policies in one document
52	One section has clear vision, mission, values, strategies and top goals
53	Another section adds key policies about governance structure, meetings, etc.
54	Another section is about everything relating to board-staff relationships/roles
55	A large section articulates board parameters around all major executive functions
56	The BPM is reviewed and improved at every meeting
57	CEO recommends staff edits to directors in advance of each meeting
58	Committees review staff suggestions, then recommend changes to board
59	The key outcome of board meetings is wiser policies documented in the BPM
	STRATEGIC AND BUDGET PLANNING
60	Based on BPM, board expects CEO to lead strategic planning, involving key persons
61	Using CEO dash board reports, board reviews plan and finances at each meeting
62	Annual budget prioritizes funds to achieve the top-level goals; reduces other activities
63	Key results made public for needed transparency, accountability
	FUNDRAISING
64	Board contributes to fundraising with good CEO selection and policies
65	Enforced policy that every director be donor of record in first quarter of every year
66	Expectation to give, get or (sometimes) get out (if expectations known when elected)
67	Non-board talented leadership appointed for capital campaigns
	OTHER CHARACTERISTICS OF GOOD GOVERNANCE
68	Laws and government regulations are faithfully honored
69	CEO uses emails, conference calls, board website, etc. for board communications
70	Culture of transparency, accountability, integrity promoted at all levels
71	Outside assessments/audits of legal, program, fundraising, etc. are board options
72	Intentional research on and visits to similar organizations, even by board members
73	Membership in and partnership with significant organizations/associations
74	Investment in professional development for board, staff, volunteers
75	Other board protocols are documented, including commitment to confidentiality
76	Use of technology is maximized for efficiency in governance and programs
77	Contracts and agreements with others include alternative dispute resolution
78	Board members and staff are thanked always and honored when they depart
79	Articles and Bylaws are reviewed regularly to reflect changing culture, laws, and regs.
80	Board knows why, when and how it would close or merge with another organization