

United Way of Greater St. Louis STRATEGIC TRANSITION PLANNING SERIES 2018-2019

3.8.19



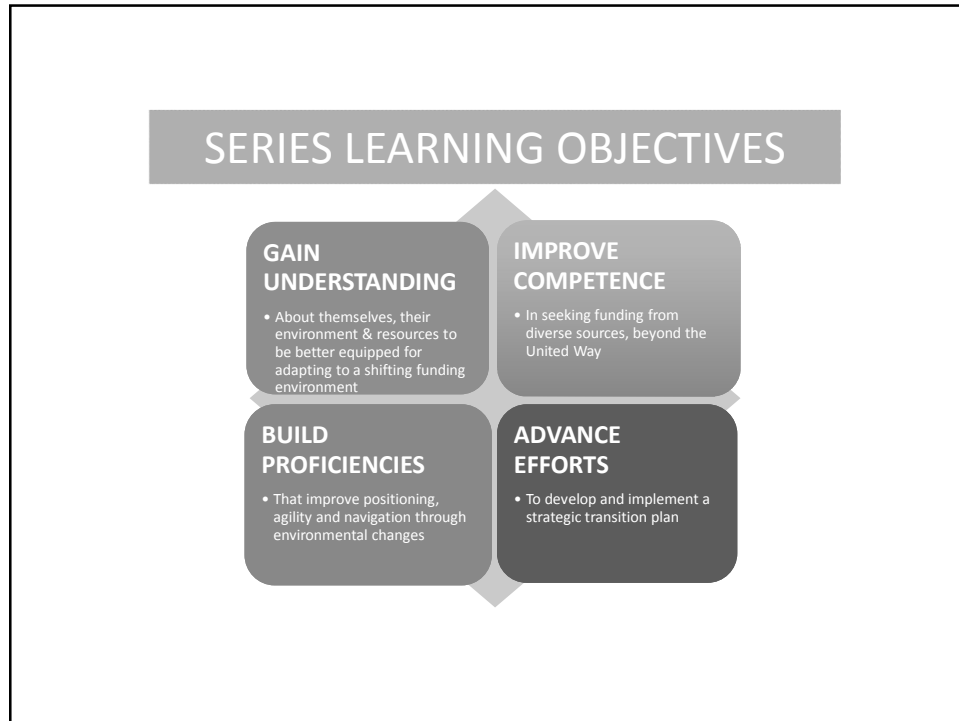
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TRANSITION SERIES GOAL



Help member agencies gain competence in: navigating through environmental changes, better securing diverse & sustainable funding streams, and exploring/pursuing options, all of which enhance the fulfillment of community needs-based missions

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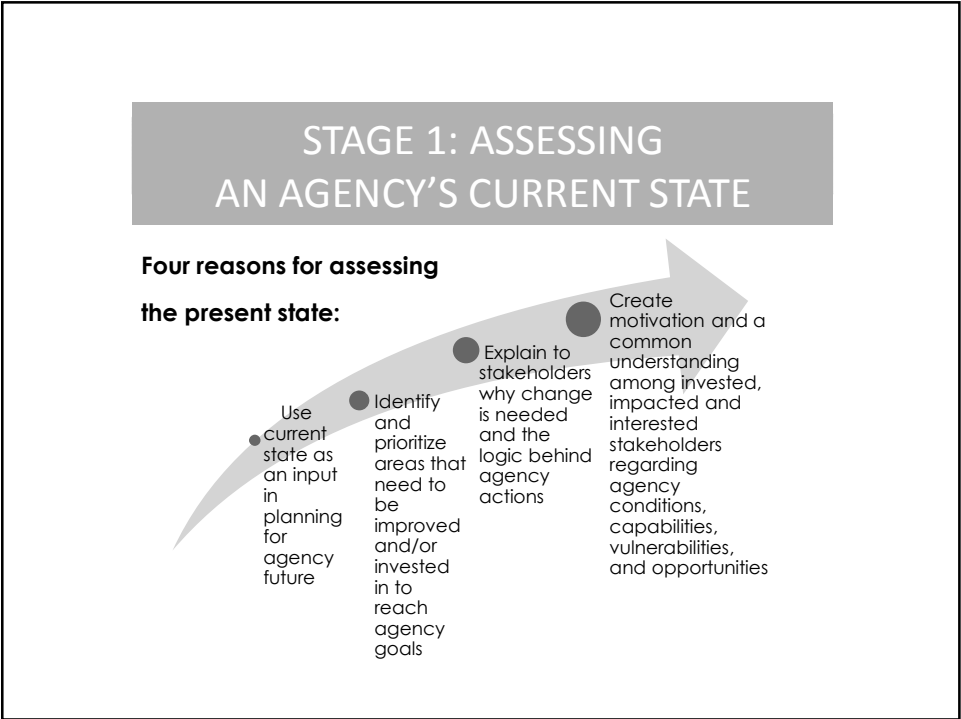
RACIAL EQUITY LENS CONTEXT

- Different communities (and individuals within communities) situated differently relative to each other
- Differences due to many factors, including history, education, language, access to community assets...
- While intent of policies & programs is to create access for all people (lifting all boats), in practice, universal policies create access to opportunity differently
- A rising tide brings less benefit or possibly hazard if one's boat is leaky or if one does not have a boat.
- Series sessions will provide an opportunity to apply a racial equity lens to topics in hopes of getting all members in our community a boat that floats so that all boats can be lifted.

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Member Agency Strategic Transition Planning Series				
Stages progressively build toward culmination of helping agencies formulate a viable plan for better positioning in the current changing funding environment				
Stages:	Assessing an Agency's Current Position	Creating Vision & Setting Strategic Direction	Exploring Resources	Operationalizing the Plan
Intent:	Identifies/refines critical factors that outline agency overall environmental standing, affects current success & future viability. Informs decision-making in subsequent stages	Builds understanding and approaches to change management and consider possibilities, aligned with agency position, to shape future vision & strategic direction	Uncovers resources to be utilized to leverage agency's position amidst change and augment its ability to plan for reaching vision	Aligns vision, priorities & agency position with resources to develop a strategic workplan, outlining actions helping agency better adapt to changing landscape
Sessions:	#1. Series Overview & SWOT #2. Financial Health #3. Fund Devp Tools/Techniques #4. Prgm Financial Sustainability #5. Contingency Planning	#6. Change Management #7. Innovation #8. Vision/Strategic Direction	#9. Board Engagement & Role in Fund Devp #10. Dive into Fund Development #11. Strategic Alliances - P1 #12. Strategic Alliances - P2	#13. Creating an Actionable Transition Plan
Learning Objectives:	Participants will improve understanding about agency condition, including capabilities & vulnerabilities overall and in finance & fund development areas	Participants will shape their agency's future vision, leveraging position, in context of change, utilizing innovation, all to pursue improved mission fulfillment	Participants will identify resources (focusing on revenue generation & program/operational effectiveness) to help further mission fulfillment	Participants will utilize understanding & insight gained to frame strategic transition plan, better positioning agencies in the shifting environment
Correlating Quality Standards:	G: Board drives direction P: Effective program design G: Board financial oversight F: Financial stability F: Financial planning/oversight	G: Board drives direction G: Program effectiveness P: Program positive impact G: Community accountability A: Structure facilitates operations	G: Board meets strategic needs F: Financial stability F: Effective financial planning G: Board accountable to community	G: Board drives direction F: Financial stability P: Program positive impact G: Board accountable to community

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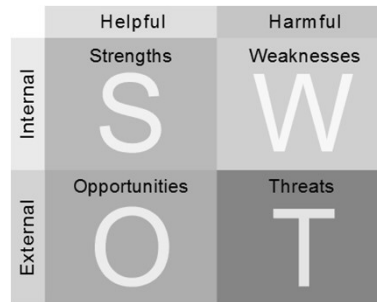
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SESSION 1: SWOT Analysis

5.17.18

Presented by: Rebecca Bennett
Emerging Wisdom

- Grounds plan
- Provides realistic view of agency's capabilities and vulnerabilities
- Identifies internal strengths and weaknesses
- Examines external opportunities and threats



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SESSION 2: Financial Health

6.14.18

Presenters: Judy Murphy & Amy Altholz
RubinBrown

Common financial sustainability benchmarks include:

- Operating reserves
- Liquidity evaluation
 - Days of Cash on Hand to Pay Expenses
 - Current Liquid Assets/Current Liabilities
- Funding gap analysis
- Diversified funding streams
- Budget vs. actual analysis



 RubinBrown

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SESSION 3: Fund Development Tools & Techniques7.12.18

Presented by: Wendy Dyer, Wendy Dyer Fund Development Consultants

Where Is Your Program?

Where are you today?










Where do you want to be tomorrow?

%	Planned	%
%	Major	%
%	Repeat-Increasing	%
%	Repeat	%
%	Annual	%
100 %	What's in your way?	100 %

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FINANCIAL SUSTAINABILITY BUSINESS MATRIX9.13.18

Presented by Dick Goldbaum, Transitions in Leadership

<div><div>High Mission Impact Low Profitability</div><div></div></div>	<div>4</div> <div>High Mission Impact High Profitability</div> <div></div>
<div>3</div> <div></div> <div></div>	<div></div> <div></div> <div></div>
<div>2</div> <div></div> <div>Low Mission Impact Low Profitability</div> <div></div>	<div>2</div> <div>Low Mission Impact High Profitability</div> <div></div>
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Mission Impact

Profitability

(\$20,000+) (\$15,000) (\$10,000) (\$5,000) \$5,000 \$10,000 \$15,000 \$20,000+

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SESSION 5: Contingency Planning

10.11.18

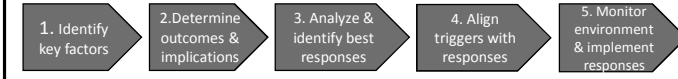
Presented by: Pat Knoerle-Jordan
Experience on Demand

Definition: Risk mitigation process preparing an agency for potential challenges by navigating through worst-case scenarios to help ready itself for best responses if needed

Contingency Planning is used to:

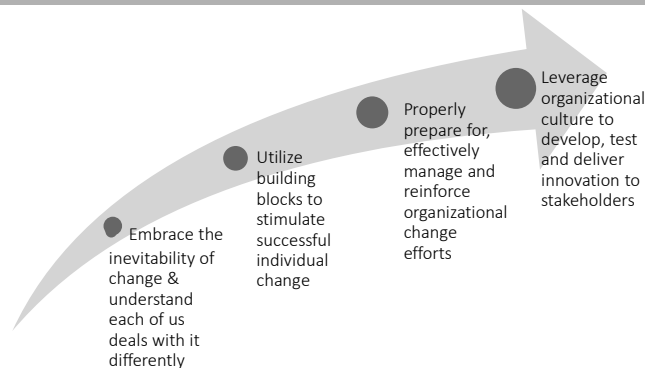
- Achieve higher degree of shared experience and organizational learning
- Raise/challenge widely held beliefs & assumptions about agency and its direction
- Identify key levers to influence future course; incorporate change management into strategic analysis; & intentionally mitigate future negative impacts

Contingency Planning Model:

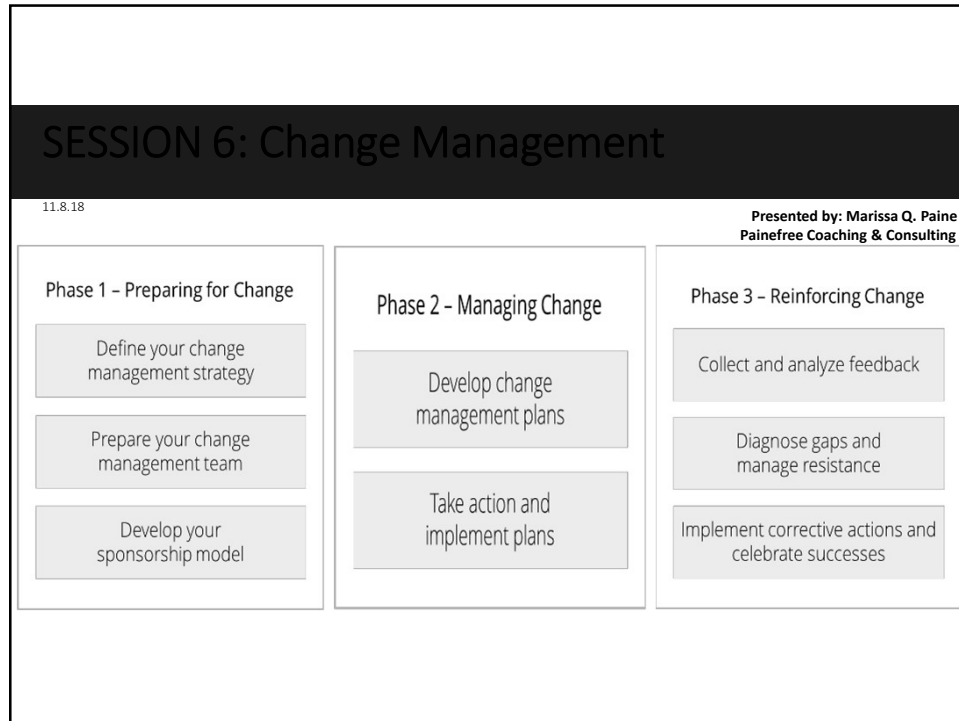


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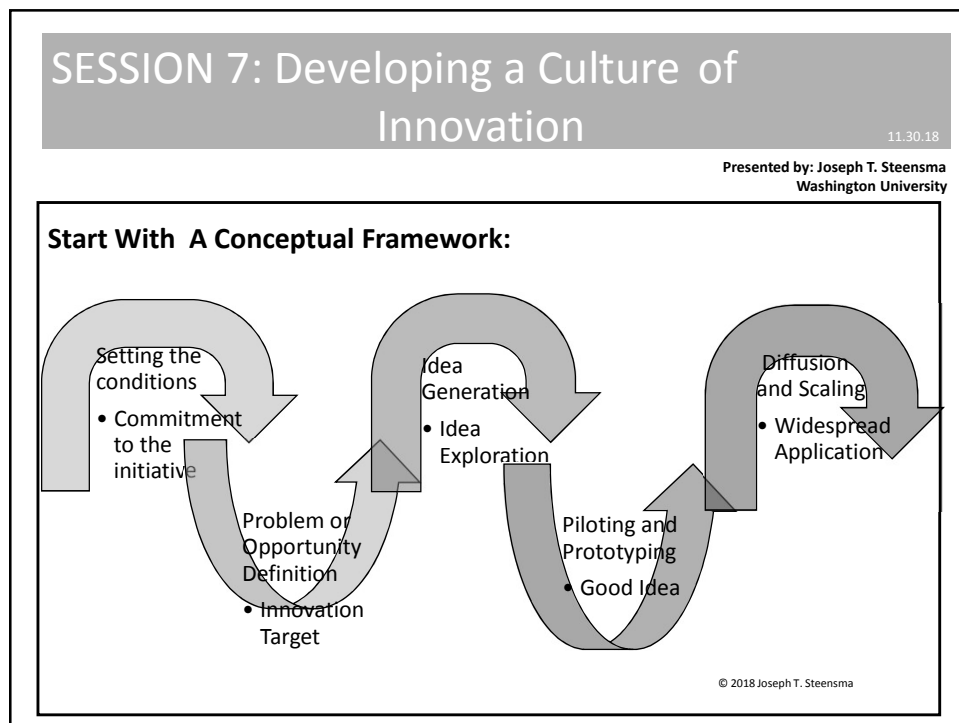
STAGE #2: PREPARING FOR CHANGE AND INNOVATION



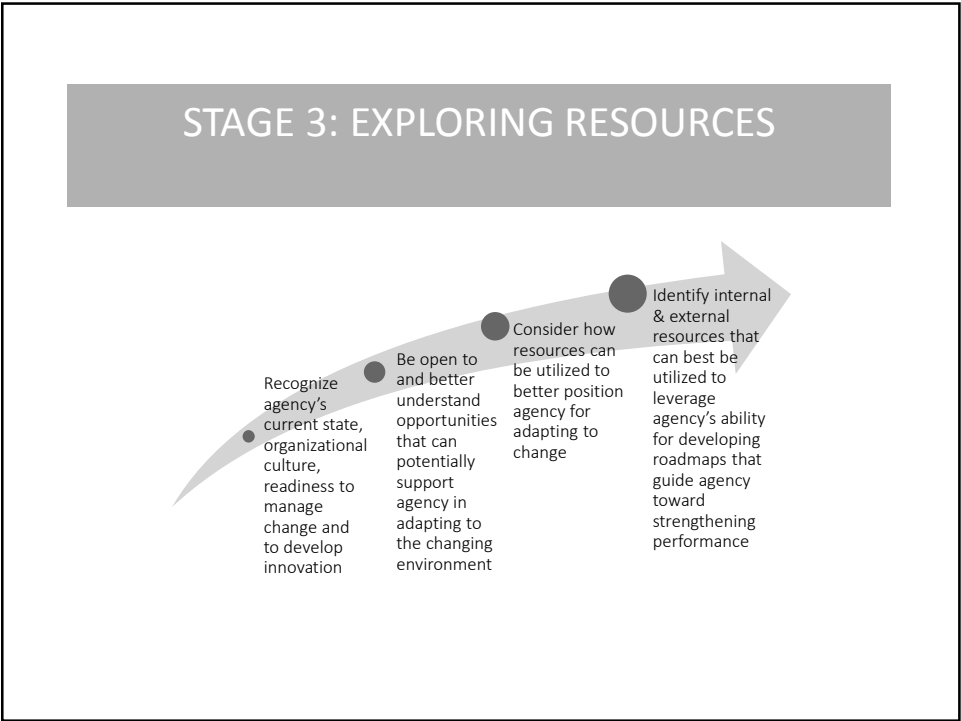
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SESSION 8: Applying a Racial Equity Lens – Exploring Ways to Advance Equity

Presented by: Kira Hudson Banks, PhD

A PATH TO RACIAL EQUITY

	Awareness of Inequity	Understanding of Why Inequity Exists	Transforming Towards Equity
Regional			
Institutional			
Individual			

Working On

Common Language

Awareness	Understanding	Transforming
Awareness Education "Lifting the veil"	Uncomfortable • Learnings • Explorations • Considerations History	Focus on data and outcomes New and intentional: • Habits • Policies • Choices • Behavior
Diversity, Inclusion, Tolerance, Cultural Competency, Race as a social construct	Institutional racism, Intersectionality, Internalized oppression, Internalized superiority	Disaggregated data, Racial Equity Lens, Structural Racism, Equity-driven strategy, Liberation

STC FORWARD THROUGH FERGUSON

TOWARD EQUITY

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SESSION 9: Board Engagement in Fund Development

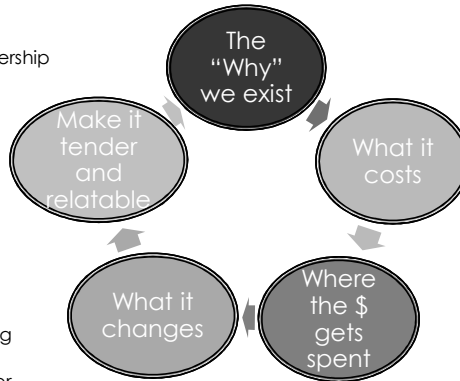
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Presented by: Pete Werner, Nonprofit Consultant (P1) and
Wendy Dyer, Wendy Dyer Fund Development Consultants (P2)

P1/ Board Engagement in F/R requires:

- A partnership structure
- Potential tough decisions re: current board membership
- Recruiting & onboarding new members in a strategic and intentional manner
- Members understand the business model
- Members always ask questions & evaluate progress/results
- Strategy in how to ask the Board to fundraise
- Focus on mission, passion & program understanding
- A compelling case statement members can deliver

P2/ Crafting Compelling Messages



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© 2019 Wendy Dyer, wendy dyer fund development consultants

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SERIES ROLES & RULES

Roles

Facilitators

- Guides learning and sharing
- Conducts exercises
- Maintains schedule

Participants

- Are open to learning
- Share knowledge & insight
- Check for understanding

Rules

- Manage your comfort
- Listen actively
- Ask questions and encourage others to share
- Minimize distractions
- Respect all views and opinions
- Enjoy yourself!

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**Member Agency
Strategic Transition Planning Series**

Please contact Julie Simon at
Julie.simon@stl.unitedway.org
with questions, comments or concerns

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United Way of Greater St. Louis
STRATEGIC TRANSITION PLANNING SERIES
Session #10:
Optimizing Board Effectiveness
March 8, 2019



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SESSION PURPOSE

Outlines effective governance best practices through proper recruitment, fiduciary responsibilities, executive director support and championing agency mission, accountability and transparency



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LEARNING OBJECTIVES




Participants will:

- Improve knowledge about Board roles & responsibilities and corresponding best practices
- Advance learning on effective recruitment strategies, expectation-setting & informed decision-making
- Increase understanding about proper Board structure
- Gain insight on developing (refining) and maintaining focus on improved performance and accountability

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OPTIMIZING BOARD EFFECTIVENESS



Friday, March 8, 2019

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Topics

- ☐ Board roles and responsibilities
- ☐ Board member roles and responsibilities
- ☐ Board structure – governance vs. operations
- ☐ Effective board meetings
- ☐ Assessment and accountability
- ☐ Others?

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Governance

“Good governance is not just about doing work better, it’s about ensuring your organization does better work” – *Bill Ryan, Co-Author, Governance As Leadership*

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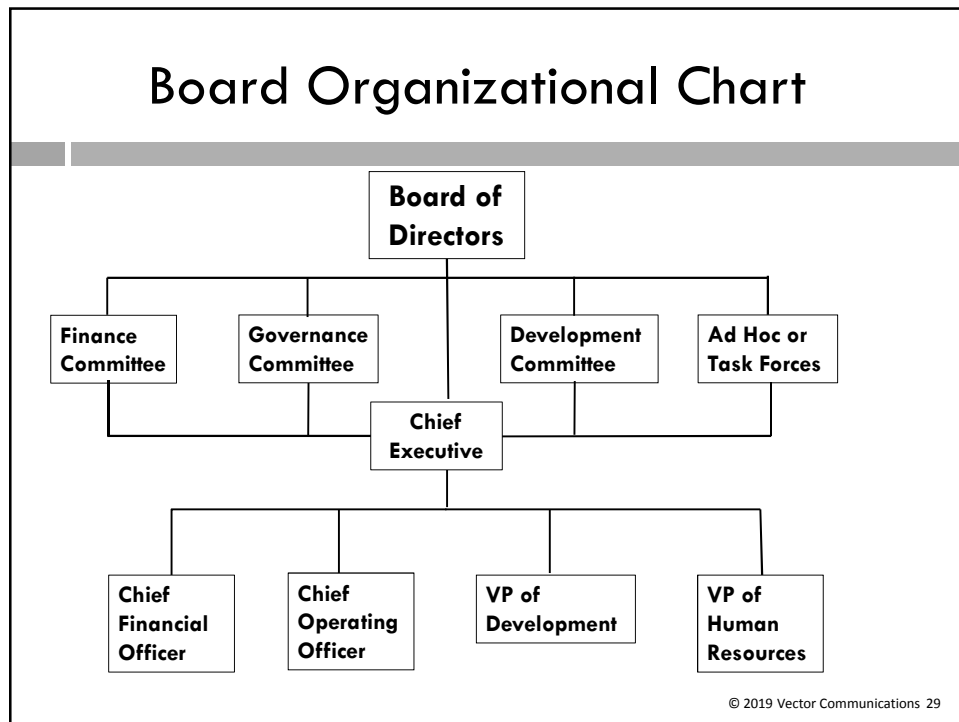
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Board's Role

- ☐ Sets policy and direction
- ☐ Provides financial oversight
- ☐ Ensures legal and ethical integrity
- ☐ Monitors organizational performance (programs and services)
- ☐ Hires, evaluates, guides and supports the chief executive
- ☐ Advocates for agency
- ☐ Serves as agency ambassador
- ☐ Fundraises

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Gold Standard Boards

- ❑ Board candidates strategically selected to advance agency's work and receive comprehensive orientation
- ❑ Board understands legal obligations and fiduciary responsibilities
- ❑ Conflict of interest policy reviewed annually and signed by board members



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Gold Standard Boards

- ❑ Board remains actively involved through committee assignment rotations, duties
- ❑ Board meets regularly with majority board members attending
- ❑ Board meeting format varies
- ❑ Board meetings focus on problem solving, inquiry, exploring root causes, new ideas



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Gold Standard Boards

- ❑ Committee structure reflects organization's strategic priorities and changes when necessary
- ❑ Annual individual board member self-assessment
- ❑ Periodic board assessment
- ❑ Ongoing training provided
- ❑ Excellent Board Chair-Chief Executive partnership



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Effective Board Chair Leadership

“Serving as the chair of a board is not a role for the undecided or inexperienced. To do the job right demands at times exceptional and supernatural qualities, endless energy, and undivided attention and commitment. Accepting the responsibility of leading a nonprofit board, not just serving as a figurehead, assumes that the chair possesses the leadership competencies through demonstrated (professional or volunteer) experience to do an effective job and produce results, namely leading a team, running a business, or handling the allocation of resources.”

– the “Dream Board Chair” by Leadership Recruiters

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Board Chair's Role

- ☐ Understand and show passion for organization's mission, vision, and values
- ☐ Engage board members and ensure they carry out their roles and responsibilities
- ☐ Facilitate discussion and decision making
- ☐ Make decisions when board cannot

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Board Chair's Role

- ❑ Cultivate a working partnership with Chief Executive
- ❑ Lead hiring, monitoring, and evaluation of Chief Executive
- ❑ Serve as Chief Executive's primary supervisor
- ❑ Give your time, talent, and treasure

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Board Chair-Chief Executive Partnership

- ❑ Foundation of gold standard board
- ❑ Governance and management
- ❑ Balance between professional and personal
- ❑ Mutual respect, trust and support for each other and partnership
- ❑ Open and honest communications
- ❑ Shared purpose and mission-driven
- ❑ Shared tasks (fundraising, strategic planning, resource development, program evaluation)

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Board Chair-Chief Executive Partnership

- ☐ No micro-managing, no micro-governing
- ☐ Communicate openly and often
- ☐ Address concerns and sensitive issues
- ☐ Keep egos in check
- ☐ Be considerate and respectful
- ☐ Clarify and share mutual expectations
- ☐ Acknowledge each other's contributions
- ☐ Periodically assess relationship

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Board Committees

- ☐ Speak to board, not for board
- ☐ Work done primarily through standing committees
- ☐ Serve as sounding board for senior staff
- ☐ Has specific tasks
- ☐ Reassess committee structure in relation to strategic plan's goals
 - ☐ What benefit does it provide board, agency?
 - ☐ Focus on activities that help full board and move organization forward
- ☐ Determine whether need to amend bylaws

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Board Committees

- ❑ Create clear job description
- ❑ Set yearly committee goals
- ❑ Set meeting dates far in advance
- ❑ Have staff liaison for each committee
- ❑ Consider zero-based committee structure

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Governance Committee Tasks

- ❑ Identify, cultivate and recruit new board members
- ❑ Design and oversee board orientation process
- ❑ Offer advice to Chief Executive and other board leaders on enhancing board effectiveness
- ❑ Review and update board member, committee member roles, qualifications and expectations
- ❑ Take lead in succession planning
- ❑ Prepare annual board officer slate
- ❑ Update board members' roles and responsibilities

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Governance Committee Tasks

- Annually conduct board member individual self-assessment
- Periodically administer a board self-assessment

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Board Member Roles and Responsibilities

- Act in accordance with nonprofit legal standards of conduct:
 - Duty of Care:
 - Ensure prudent use of all assets by staying informed and asking questions
 - Duty of Loyalty:
 - Show undivided allegiance to organization's welfare by putting agency first in all decision making
 - Duty of Obedience
 - Stay faithful to the organization's mission, bylaws and regulations

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Board Member Roles and Responsibilities

- ☐ Know agency's mission, vision, purpose, goals, policies, programs, services, strengths and needs
- ☐ Serve in leadership positions and undertake special assignments willingly and enthusiastically
- ☐ Be a lifelong learner as it relates to agency and issues it addresses
- ☐ Attend board and committee meetings prepared
- ☐ Make annual personal financial gift
- ☐ Identify potential donors
- ☐ Help fundraise

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Board Member Roles and Responsibilities

- ☐ Follow conflict-of-interest and confidentiality policies
- ☐ Keep abreast of organization's finances, policies, services, and developments
- ☐ Suggest potential board members
- ☐ Serve as agency ambassador (represent agency to your community)
- ☐ Attend organization's signature events

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Board Members and Staff

- ❑ Do not interact directly with staff without first asking chief executive – especially if this person is not your staff committee liaison
- ❑ Do not attend a staff meeting
- ❑ Avoid asking staff for favors, i.e. extensive information unrelated to board or committee work
- ❑ Counsel chief executive as appropriate, i.e. support for difficult relationship with a group or individual whom you know

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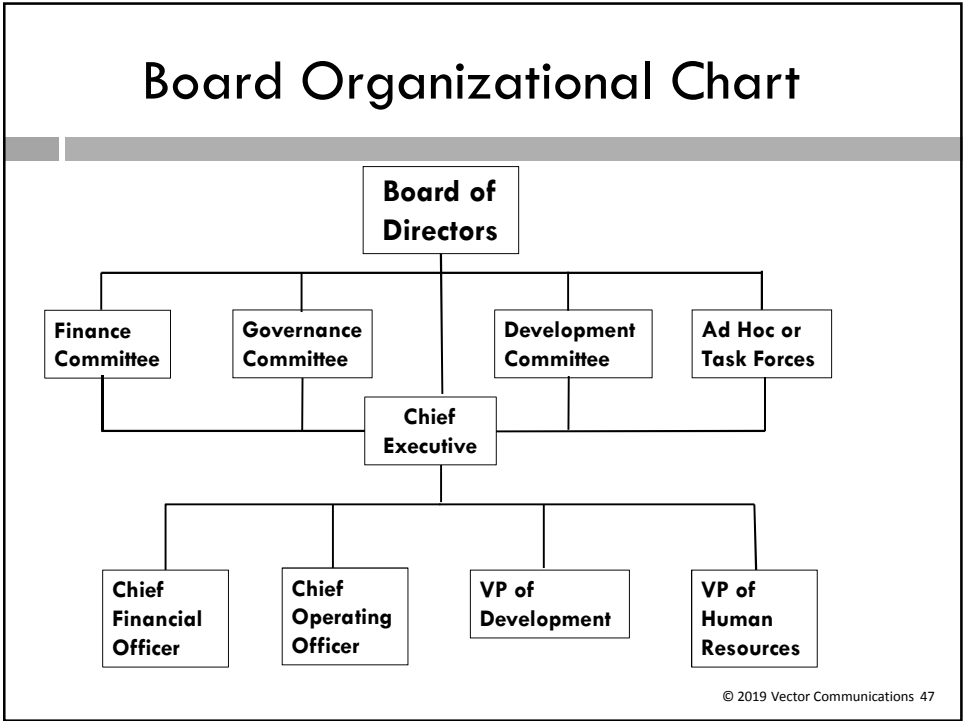
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High-Performing Board Members

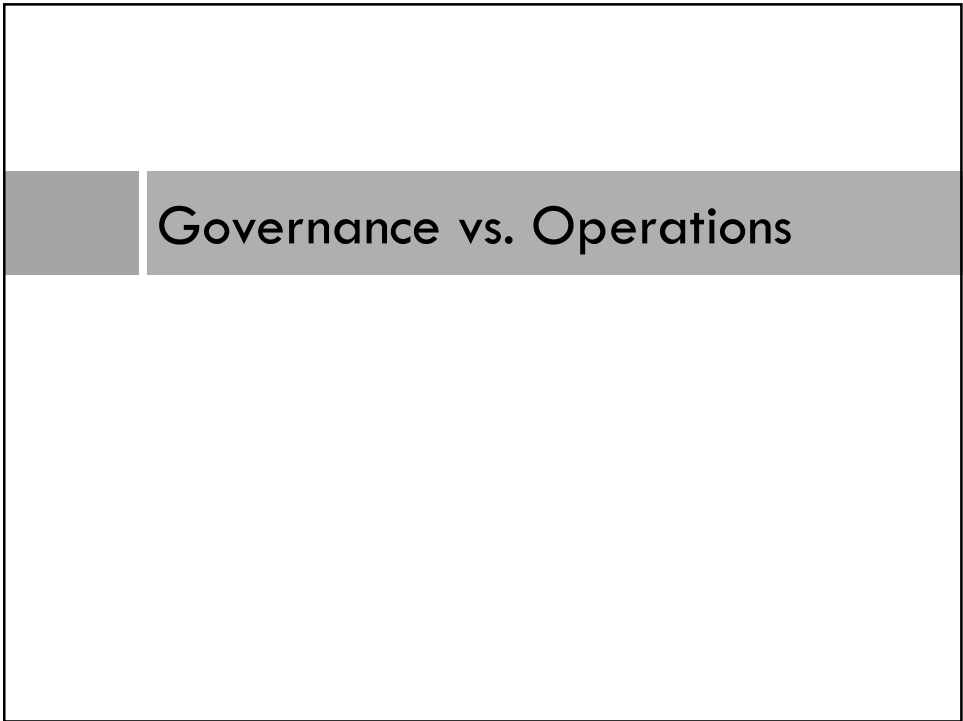
- ❑ Come to board meetings:
 - Prepared by having read the board packet
 - Willing to speak up and ask probing questions
 - Ready to make decisions
- ❑ Keep confidential information confidential, i.e. executive sessions
- ❑ Complete board meeting evaluation
- ❑ Understand and adhere to differences between governance and operations

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Governance Vs. Operations

- ❑ Governing board leads organization
- ❑ Chief executive is employed by and accountable to board
- ❑ Chief executive leads staff and manages all operational work
- ❑ Operational staff provides direct services to agency's clients

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Governance Vs. Operations

	Governance	Operations	Shared
Role			
Provide input into strategic plan			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	
Ensure agency's financial health			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	
Ensure agency's financial health	X		

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	
Ensure agency's financial health	X		
Determine staff salaries			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	
Ensure agency's financial health	X		
Determine staff salaries		X	
Determine mission			

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	
Ensure agency's financial health	X		
Determine staff salaries		X	
Determine mission	X		

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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	
Ensure agency's financial health	X		
Determine staff salaries		X	
Determine mission	X		
Commit to mission			

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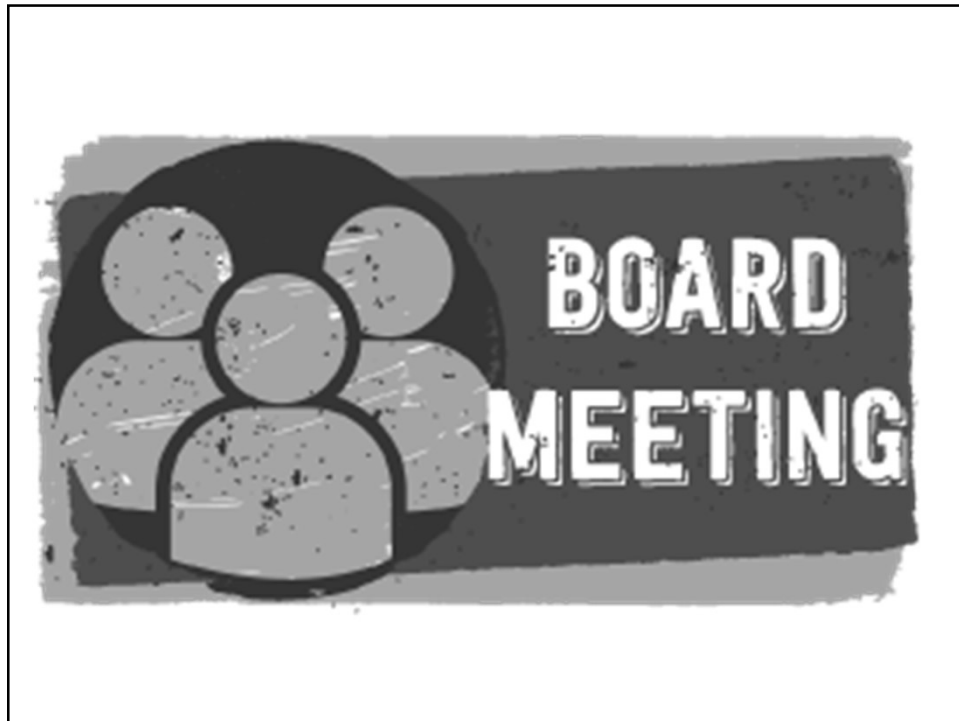
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Governance Vs. Operations

Role	Governance	Operations	Shared
Provide input into strategic plan			X
Approve strategic plan	X		
Build a competent board	X		
Set policy	X		
Recruit and develop staff, conduct performance evaluation		X	
Lead a staff meeting		X	
Give staff members directives		X	
Ensure agency's financial health	X		
Determine staff salaries		X	
Determine mission	X		
Commit to mission		X	

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Effective Board Meetings

- ☐ Honest exchanges where board members trust one another
- ☐ Multiple perspectives openly shared and respectfully challenged
- ☐ Rigorous exchange on critical issues facing agency
- ☐ Time to imagine future
- ☐ Board members learn new things to create deeper understanding
- ☐ Interactive with few reports
- ☐ Effective leadership and facilitation
- ☐ Clarity of purpose and outcomes

**Cathy Trower, PhD*

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Board Meeting Agenda

- Board Chair and Chief Executive develop agenda:
 - ▣ What to achieve at meeting
 - ▣ Best meeting structure to achieve goals
 - ▣ Diverse meeting agenda
- Governance Committee can sometimes play role in agenda setting
- Put most important items near top



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Board Meeting Agenda

- Include time for socialization
- Include mission moment and educational segment
- Allow time for:
 - ▣ Discussion/dialogue
 - ▣ Summarizing and
 - ▣ Next steps



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Three Governance Modes

- **Fiduciary:**
 - Stewards of organization's tangible assets
- **Strategic:**
 - Set organization's priorities
 - Monitor performance of priorities
- **Generative:**
 - Decide what to decide, discern challenges and opportunities, probe assumptions

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Generative Topics

- Is what makes our agency distinctive still true?
- What can we learn from our successes and setbacks?
- How have funding sources shifted and what are the implications for our approach to fundraising?
- What opportunities exist that haven't in the past?

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Potential Governance Discussion Topics



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Dashboard Best Practices

Create single page

- User should not have to scroll
- Consider level of detail
- Use consistent format

Ensure adequate context

- Compare measures
- Use key indicators

Create simple design

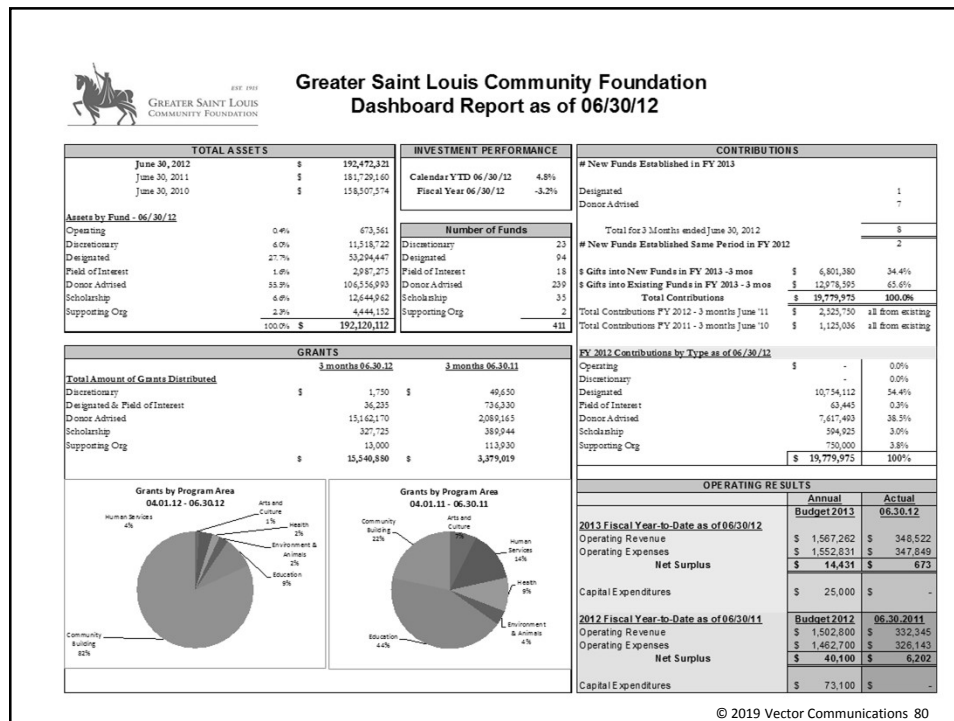
- Eliminate unnecessary design elements
- Usability critical

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The Greater Saint Louis Community Foundation Strategic Plan (FY2012-FY2015) Balanced Scorecard										
Tactics	1st Qtr. Performance	2nd Qtr. Performance	Trend	3rd Qtr. Performance	4th Qtr. Performance	FY 2013 Goal	% Complete	FY 2014 Goal	FY 2015 Goal	Notes, comments and timeline
GOAL: Business Development STRATEGY: Grow charitable giving through asset accumulation.										
Meetings with Professional Advisors	27	25	↑			100 Meetings	52%	125	150	FY 2014 increase allocation of staff time to business development (Amanda, Dwight and Christine)
Presentations to accounting, law, insurance and financial services firms	4	3	↑			6	117%	8	10	
Total assets	\$ 192,120,112	\$ 196,012,781	↑			\$165.3 million		\$186 million	\$212.7 million	FY2013 projections are based upon a -7.5% rate of return and FY2014, 2015 and 2016, * as of 8.14.12
New business asset growth	\$6,801,380	\$455,935	↑			\$10 million	73%	\$12 million	\$14 million	
Gifts from existing donors	\$12,978,595	\$1,090,593	↔			\$30 million	47%	\$43 million	\$51 million	We have a high percentage of annual gifts from existing donors 79% and want to maintain this level going forward.
New funds	8	7	↔			30	50%	30	30	
Professional Advisors outreach communications			↔			2 times		Once a quarter	Once a quarter	Outreach may include annual report distribution, newsletters, group email communications, education seminars, etc.
GOAL: Donor Service & Engagement STRATEGY: Attract and retain donors with excellent service and growing engagement.										
Donor meetings (annual fund review, orientation)	3	3	↑			20	30%	30	40	
Identification of donor priority list			↑			Top 40		TBD	TBD	Identify donor list with specific assignments to staff. Review historical year end donors and staff to call list.
Donor family/strategic philanthropy interaction	0	2	↑			6 donors	33%			Implementation of Charitable Family Office (CFO).
Donor story development	0	3	↔			6/ year	50%			
Donor newsletter and/or CEO letter	1	1	↔			4	50%	4	4	Donors received a letter from the CEO with their fund statement in Dec a letter with the annual report.
Donor events, surveys, etc.	0	1	↑			2	100%	2	2	Meet the CEO event (April); Invest in St. Louis w/ Arch Grants (May)
GOAL: Efficiency & Fiscal Responsibility STRATEGY: Assure stewardship of funds and investments while optimizing our resources.										
Fiscal Planning: Variance from budget: Net from operations	\$673	\$7,953	↑			\$14,000	57%	TBD	TBD	Per our FY2013 budget. Our goal is to reduce our use of the Distribution Holding Fund within 5 years (FY2018).
Fiscal Solvency: Days cash on hand	\$439,000	\$445,000	↑			\$385,000	116%	90 days cash	90 days cash	90 days operating cash is \$385,000
Investment performance: compared to benchmark	4.8% YTD	10.2% YTD	↔			Exceed benchmark		Exceed benchmark	Exceed benchmark	CSLTCF benchmark @ 9.30.12+ 10%
Administrative Fees for Service: Maintain standard fees	71 basis points	71 basis points	↔			75 basis points	95%	75 basis points	75 basis points	Move away from special fee arrangements to a single fee for service through the Charitable Family Office.
Consulting fees	\$23,125	\$23,125	↓			\$125,000	19%	\$125,000	\$150,000	
Website development and maintenance		New photos and donor stories	↔							4th quarter FY13 - rollout tax calculator with Stelter (vendor)
Advertisements	0	1	↑			10	10%	12	14	SIBI: Estate Planning Supplement, Giving Guide, Wealth Advisor & Style (12/13), Leduc News (12/13, VF).
National Standards Accreditation	N/A	N/A	↓			Submit all docs by June 2014	0%	Compilation of information	Complete	Submitted Chair and CEO letter in November. 18 months allotted the collection of all required documentation.

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Executive Session

- ❑ Peer-to-peer meeting without staff present. Chief executive stays for first part, then leaves
- ❑ Board develops sense of itself as a body rather than group of individuals – encourages more open dialogue
- ❑ Routinely include on board meeting agendas to not raise staff tension/suspensions
- ❑ Often occurs at end of board meeting but can be at beginning

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Executive Session

- ❑ Members ask questions they felt uncomfortable asking in front of staff during regular meeting
- ❑ Share session topic with Chief Executive before executive session – if know topic beforehand
- ❑ In spirit of partnership, Board Chair shares nature of discussion with Chief Executive within 24 hours
- ❑ Minutes should indicate board met in executive session and give discussion topic.

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Executive Session Topics

- ☐ Annual Chief Executive performance review
- ☐ Chief Executive compensation
- ☐ Succession planning
- ☐ Annual audit
- ☐ Concerns about staff
- ☐ Board member conflicts
- ☐ Lawsuits, complaints or staff grievances

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Consent Agendas

- ❑ Included at top of board agenda
- ❑ Tool that allows board time for important discussions rather than listen to reports
- ❑ Several items voted, **without discussion**, as a single package
- ❑ Consent agenda documents included in board packet
- ❑ Materials read in advance of board meeting
- ❑ Board chair asks at beginning if any consent agenda item/s should be removed and discussed separately
- ❑ If board member has question, should be asked of appropriate person BEFORE meeting

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Consent Agenda

- ❑ Board chair and chief executive set board meeting agenda.
- ❑ Decide whether or not consent agenda item:
 - Is it self-explanatory and non-controversial or does it warrant board discussion?
 - Is this item “for information only” or is it needed for another meeting agenda issue?
 - Do we need to confirm a previously discussed issue or do we need to continue discussion?

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Consent Agenda Exercise

- Break into small groups with different agencies
- Review your current board meeting agenda
- Discuss potential consent agenda items
- Make a list of agenda items that could be moved to a consent agenda
- Take 15 minutes for exercise
- After break, share consent agendas as a full group

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Discussion vs. Dialogue

- Discussion:
 - ▣ Opposing views presented and defended
 - ▣ People want own views accepted by group
 - ▣ Emphasis on winning rather than learning
- Dialogue:
 - ▣ Freely and creatively explore issues
 - ▣ Listen to one another and open to new ideas
 - ▣ Not about winning, but exploring options then agreeing to do what is best

**Peter Senge, The Fifth Discipline*

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Possible Consent Agenda Items

- ☐ Previous board meeting minutes
- ☐ Committee and/or program reports
- ☐ Informational materials, i.e. form 990, compensation stats from similar organizations
- ☐ Updated organizational documents
- ☐ Final approval of items previously discussed at other board meetings
- ☐ Routine documents that need to be recorded in the minutes but require no action, i.e. insurance renewal, vendor contracts
- ☐ Routine actions i.e. signature authority for a bank account
- ☐ Chief executive's report

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Non Consent Agenda Items

- ☐ Audit (includes discussion with auditor without staff)
- ☐ Annual budget
- ☐ Financial reports:
 - Finance Committee monitors financial performance
 - Board responsible for agency's financial health
 - If raises questions, not in consent agenda

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Board Meeting Agenda Items

- ☐ Mission moment
- ☐ Consent agenda
- ☐ Educational session
- ☐ Dashboards
- ☐ Discussion/Dialogue
- ☐ Board Chair's report
- ☐ Time for summarizing, next steps
- ☐ Executive session
- ☐ Board meeting evaluation

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Job Description

- ☐ Provides clarity around expectations
- ☐ Provides basis for accountability
- ☐ Provides understanding of boundaries between governance and operations



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Job Description

- Follows board member roles and responsibilities:
 - ▣ Know organization's mission, vision, policies, programs and needs
 - ▣ Read and understand organization's financial statements
 - ▣ Serve as advocate and ambassador
 - ▣ Leverage connections, networks and resources
 - ▣ Participate in X committees
 - ▣ Abide by agency's bylaws, policies and board resolutions
 - ▣ Ensure commitment to diversity

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Job Description

- Follows board member roles and responsibilities:
 - ▣ Understand and abide by governance versus operations roles
 - ▣ Complete annual individual board member self-assessment
 - ▣ Sign annual conflict-of-interest disclosure and update during year if potential conflict arises
 - ▣ Maintain confidentiality about all internal matters
 - ▣ Attend X number of agency events each year
 - ▣ Serve X-year term
 - ▣ Help fundraise and make annual meaningful financial donation

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Fundraising Responsibilities

- **Board:**
 - ▣ Ensures annual fundraising plan in place
 - ▣ Monitors results of plan
 - ▣ Relies on staff to educate and inform their thinking, coordinate planning and support their ability to raise money

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Staff vs Board Roles

Board

- Defines context for fundraising by clarifying mission, identifying leadership, approving budget and planning agency's future
- Support overall fundraising plan and budget drafted by staff

Staff

- Prospect research
- Plan development
- Database management
- Gift recording/processing
- Accounting
- Special events planning and oversight
- Coordination of fundraising efforts
- Donor relations

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Fundraising Responsibilities

- **Board Members:**
 - Identify, cultivate and solicit relationships with potential donors
 - Maintain relationships with donors and inform them of how their gifts are used (personal phone call or thank you note)
 - Invite an ideal prospect to lunch or to an agency event
 - Attend fundraising events
 - Set up a speaking engagement for chief executive or staff member
 - Co-present a talk about agency
 - Introduce staff to a few potential donors
 - Make annual donation to agency by giving as generously as possible

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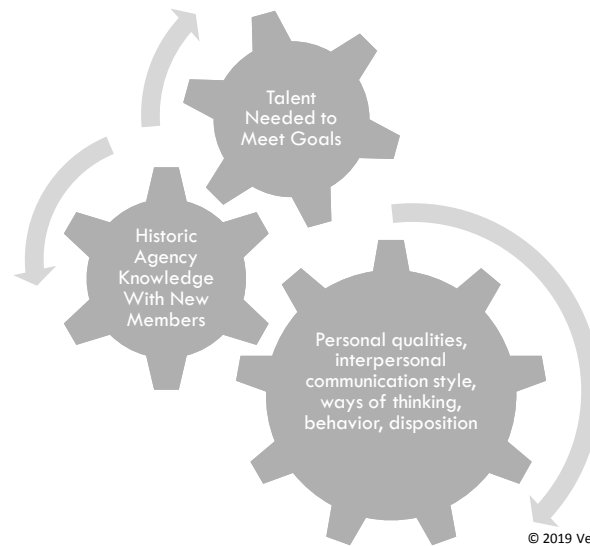
Effective Fundraising

- If board and staff work seamlessly, the effective fundraising should result in:
 - Staff providing relevant background information and appropriate suggestions to help shape board's fundraising policies
 - Staff and board working together to develop basic reasons why donors should contribute
 - Staff and board's relationships with prospects are stronger

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Board Matrix Considerations



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Diversity

- BoardSource's *Leading with Intent: A National Index of Nonprofit Board Practices* revealed:
 - 89% of CEOs are White and 80% of board members are White
 - Small local agencies slightly more diverse in terms of gender and age
 - Women account for 48% of board members and 43% chairs. Larger organization, more likely chair is White, male and over age 40
 - Only 35% CEOs give their boards and A or B on increasing board diversity

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Diversity

- ☐ Know why diversity needed
- ☐ Be clear about what is needed
- ☐ Agree to what is needed
- ☐ Do not succumb to tokenism
- ☐ Realize that diversity provides varying viewpoints and can make discussions and decision making more challenging
- ☐ Involve new board members right away
- ☐ Ask for feedback (recruitment, board meetings, their participation and expectations, etc.)

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Board Recruitment Process

- ☐ Identification:
 - ☐ Governance Committee (GC) identifies board needs reviewing strategic plan's goals and using board matrix (who is leaving board, who eligible for re-election)
 - ☐ GC shares present needs with full board
 - ☐ Board members with potential candidates complete a form and give to Governance and Board Chairs
 - ☐ GC keeps file of current and future potential board candidates

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Finding Prospects

- ☐ Board members
- ☐ Current committee and task force volunteers
- ☐ Chief executive
- ☐ Local leadership programs
- ☐ HR executives at major corporations
- ☐ Organizations representing various racial and ethnic groups
- ☐ Major donors
- ☐ LinkedIn, United Way, etc.

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Prospective Board Member Form

- ☐ SHOW FORM HANDOUT

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Board Recruitment Process

- Cultivation (prospects and candidates):
 - Realize year round activity
 - Find most appropriate person to initiate conversation to gain interest in agency
 - If prospect interested, invite to agency event or to join committee or task force (depends on pre-existing knowledge)
 - Manage expectations upfront – not everyone invited to take an interest in board service will end up on the board.

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Board Recruitment Process

- Solicitation:
 - GC Chair, Board Chair meet in person with prospect for interview
 - After interview, prepare report for GC summarizing what was learned about prospect
 - Next, Chief Executive meets with prospect, gives tour of facility
 - Have prospect sit in on a board meeting
 - If interested, GC Chair gets committee to vote and if passes, send to full board for vote

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Materials for Prospects

- ☐ Board member job description
 - Roles and responsibilities of board
 - Roles and responsibilities of individual board members
- ☐ Committee job descriptions
- ☐ Last annual report
- ☐ Brochures and newsletters
- ☐ Schedule of board meetings and committee meetings
- ☐ Board roster

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Interview Questions

- ☐ What attracts them to board service?
- ☐ Why this agency? What do they know about agency?
- ☐ What do they hope to gain, learn and grow from being a board member?
- ☐ How do they want to contribute?
- ☐ What special gifts and talents will they bring to the board?
- ☐ What can the organization expect in return?



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Board Recruitment Process

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Recruitment Red Flags

- When interviewing candidates beware of people:
 - Wanting to enhance their position in the community without doing board's work
 - Wanting to improve their resume
 - Wanting to use their personal agenda to influence outcomes
 - Thinking their opinion is the right and just opinion as they are not open to hearing other viewpoints



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Board Recruitment Process

- Solicitation:
 - GC Chair, Board Chair meet in person with prospect for interview/discussion
 - Next, Chief Executive meets with prospect, gives tour of facility
 - Have prospect sit in on a board meeting
 - If interested, GC Chair gets committee to vote and if passes, send to full board for vote

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Chief Executive's Role in Recruitment

- Identify potential candidates
- Recommend potential candidates
- Meet with potential candidates (serve in supporting role)
- Raise cautionary flag if know potential candidate would bring negative publicity and/or influence to the board
- Do not recommend people with whom he or she has a personal, business or family relationship

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Board Recruitment Process

- Implementation:
 - ▣ Full board votes on nomination
 - ▣ Appoint mentor for new board member
 - ▣ Conduct board orientation (invite current members)

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New Board Member Mentors

- ☐ Help retain board members
- ☐ Bring the board members up to speed faster
- ☐ Develop cohesive board
- ☐ Reduce chances of new board members making judgment errors
- ☐ Create more productive board and committee meetings



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Board Mentor Tasks

- ☐ Reviews board materials with board member
- ☐ Answers questions
- ☐ Explains board terminology and acronyms
- ☐ Debriefs after board meetings



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Sample Orientation Agenda

- Overview of mission, vision, values, history, bylaws, glossary of terms
- Review of board member job description (committee work, meeting attendance and schedule, fundraising)
- Discussion of recent board decisions and how made
- Background on upcoming deliberations



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Sample Orientation Agenda

- ☐ Review of financials, budget, audit
- ☐ Review of strategic plan
- ☐ Committee chair presentations
- ☐ Questions and answers
- ☐ Declaration of willingness to serve



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Exit Interviews

- ☐ How do you feel about leaving the board?
- ☐ Why did you join the board?
- ☐ Were requirements for serving consistent with your actual experience?
- ☐ How would you improve the board?



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Exit Interviews

- ☐ What did you like best (least) about serving?
- ☐ Did you have the tools you needed to serve to your best ability?
- ☐ What advice would you give to incoming board members?
- ☐ If you could do the job over again, what would you do differently?



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➔ QUICK SEARCH

self assessment

SEARCH

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Board Member Assessment

- ☐ Occurs annually 2-3 months before annual board meeting with slate of new officers
- ☐ Led by Governance Committee, not board chair
- ☐ Provides time to reflect on role and committee assignments



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Board Assessment

Governance Committee
administers assessment:

- ☐ Board chair change
- ☐ Before capital campaign
- ☐ Before updating strategic plan



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Board Assessment Purpose

- Allows board members to reflect on board as a whole
- Provides baseline of board's strengths
- Indicates areas for improvement



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Board Assessment Purpose

- Provides opportunity for discussing board strengthening
- Demonstrates to staff and potential new board members board serious about its role
- Provides credibility to potential funders



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Next Steps

- ❑ Narrow down “Opportunities for Improvement” to 3-5
- ❑ Assign tasks to board members with needed skills. If skills not on board, get assistance
- ❑ Create a plan to address each one
- ❑ Determine if resources available to make change happen (human and financial capital)



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SET GOALS

- ✓ 1.....
- ✓ 2.....
- ✓ 3.....
- ✓ 4.....

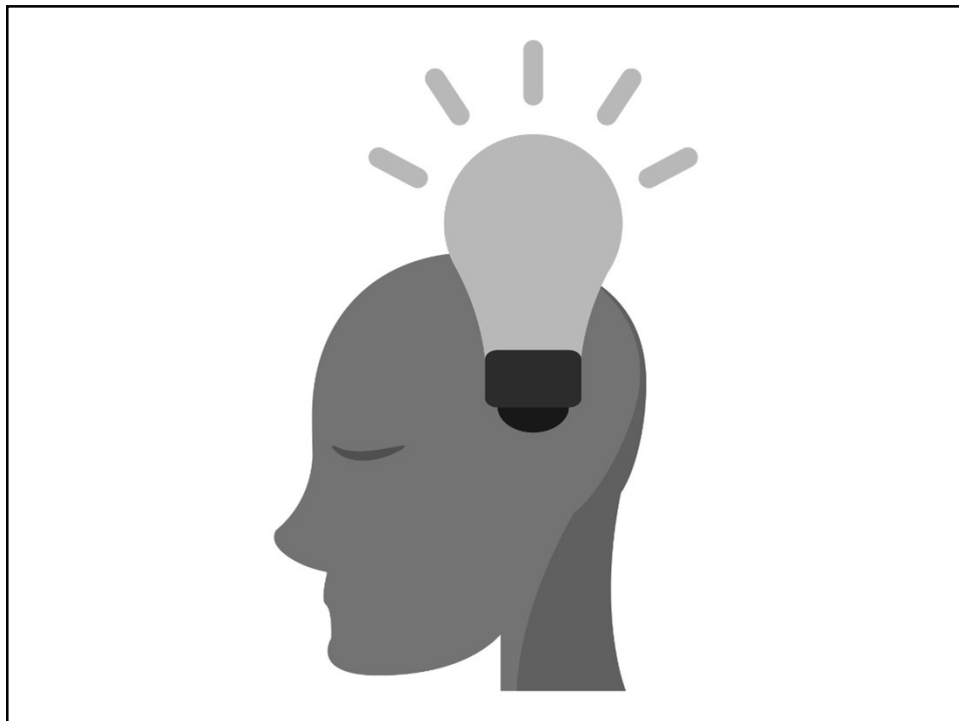


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