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**BOARD RECRUITMENT & DEVELOPMENT PLANNING**

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Disclaimer

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**LEARNING OBJECTIVES**

This session will take you through a step by step process to identify your board’s ideal composition, based on the organization’s governance and management support needs, and how to structure your recruitment process. This session will also address how to invest in board development through a thoughtful and planned process.

**Learning Objectives:**

* Understand how to determine your organization’s ideal board composition.
* Understand how to set recruitment priorities.
* Learn the steps involved in the board recruitment process.
* Have identified the next steps to create or improve your own recruitment and board development process.

**BOARD RECRUITMENT: WHERE TO START?**

It’s a common mistake to begin the recruitment process by asking “*who do we know*?” instead of “*what do we need*?”

What common pitfalls occur when we begin with who instead of what?

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**FIRST STEP: WHAT**

Start with these questions:

* **GOVERNANCE**: What aspects of governance do we need to strengthen? Are there governance practices that need attending to?
* **MANAGEMENT SUPPORT**: What management/operational support does the ED and other key staff need from board members?
* **ORGANIZATIONAL PRIORITIES**: What does the organization need to accomplish this year? What are the most important two or three things that have to get done?

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| --- |
| BOARD ROLES & RESPONSIBILITIES |
| GOVERNANCELegally Mandated | **MANAGEMENT SUPPORT****Value Add** |
| Purpose: The board acts to *govern* the organization  | **Purpose**: Individual board members act to provide *management support* to the organization  |
| Perspective: Representing interests of community and the public*Outside* looking in. | **Perspective:** Representing interests of organization to the public*Inside* looking out |
| Process for action: The board acts as a *collective* body  | **Process for action:** Board members provide support to staff as *individual volunteers*  |
| Type of Responsibility: Governance fulfills a legal responsibility to the community therefore is a mandated function. Board has ultimate authority (though they do not govern alone). | **Type of Responsibility:** The level and type of support expected from individual board members is at the discretion of the CEO, not legally mandated, and dependent on specific organizational needs. ED/staff have authority (though they might rely on volunteers) |
| Role:Fiduciary: Exercising duties of care, loyalty and obedience  | **Role:**Volunteerism: At the ED’s invitation, provide expertise, thought-partnership, access to resources, ambassadorship  |
| Example Activities* Hire, evaluate, terminate (as appropriate) ED
* Monitor finances, approve budget, ensure financial and programmatic sustainability
* Board development and governance effectiveness
* Manage the audit
* Advocacy
 | **Example Activities*** Fundraising activities
* Speaking engagements
* Attending events
* Consultation/advising staff on technical issues
* Participate on organizational committees
 |

The CompassPoint framework for Governance and Support was first developed by Jan Masaoka and Mike Allison in the article *Why Boards Don’t Govern*; it has been updated and adapted for this course.

**NEEDS ASSESSMENT**

*Example*

|  |  |
| --- | --- |
| **Governance Needs**  | **Board Recruitment Implications** |
| Need clearer strategic focus and redesign program offerings to alignNeed to strengthen our group process | Need strategic thinking competencyNeed people deeply rooted in communities we serveNeed facilitative leadershipNeed to build a culture of openness and respectful debate |
| **Management Support Needs**  | **Board Recruitment Implications** |
| Support the annual fundraising eventSupport program redesign processSupport the bookkeeper to create the budget | Need people who are excited to serve on fundraising event committeeNeed people who are excited to steward a portfolio of donorsNeed people who are good at project managementNeed people who have some program development and/or evaluation expertiseNeed people with financial leadership skills |
| **Organizational Priorities** | **Board Recruitment Implications** |
| Restructure program staff Update website | n/aNeed people who can provide advice on web design |

**NEEDS ASSESSMENT: Your Turn!**

|  |  |
| --- | --- |
| **Governance Needs**  | **Board Recruitment Implications** |
|  |  |
| **Management Support Needs**  | **Board Recruitment Implications** |
|  |  |
| **Organizational Priorities** | **Board Recruitment Implications** |
|  |  |

**SECOND STEP: HOW**

Once you have your needs identifies, be sure that you have the process in place before you begin identifying candidates.

**Process Overview**

1. Name a lead or form a task force to coordinate and ensure follow-up and momentum
2. Recruitment matrix to track on priorities and candidates in pipeline
3. Process overview to clarify steps
4. About us FAQ /background information, articles, example work products
5. Board application
6. Onboarding plan

**SAMPLE RECRUITMENT PROCESS**

**ACCOUNTABILITY**

* The governance committee will lead the full board in determining recruitment priorities based on core competencies, desired qualities, skills, and experience.
* The committee will periodically lead a discussion on sourcing candidates at full board meetings so that identification of possible candidates is an ongoing practice and all board members are engaged.
* The governance committee will coordinate the overall recruitment, nomination and onboarding process and ensure that all board members have the resources and information they need to participate in the process.
* With the guidance of the governance committee, all board members are expected to participate by leveraging personal and professional networks and idenitfying possible board candidates.

**ONGOING: SET RECRUITMENT PRIORITIES**

* To fill gaps in skills, talents, and experience
* For strong board governance and leadership
* For strong group development and partnership with ED and staff
* For supporting organizational priorities and accomplishing key projects

**PHASE 1: SOURCING CANDIDATES**

* Using recruitment priorities, all board members regularly review personal and professional networks to find prospective candidates.
	+ Add information about the organization to social media accounts (e.g. Linked-In)
	+ Affinity groups
	+ Professional memberships
	+ Talk to colleagues and friends, enlist their help in identifying people
* Send prospective candidate names & reason for consideration to governance committee for review.

**PHASE 2: CULTIVATE AND CONSIDER**

* Create a tracking sheet of names, contact info and status of prospects in process.
* Create and update recruitment packet of information to send to prospects. Packet includes:
	+ 1. Organizational overview fact sheet
		2. Board member job description
		3. Board vision and governance framework
		4. Governance committee point person contact information for follow-up

**PHASE 3: INTERVIEW**

* Governance committee reviews prospects and proposes to full board a slate to be interviewed.
* Prospects interview with 2-3 board members and the executive director.
* If there is agreement among interview group, invite prospect to observe a meeting.
* If there is mutual interest, nominate to full board.
* If there is not mutual interest, decline invitation and discuss other ways for person to be engaged, if appropriate (e.g. serve on task force or committee).

**SAMPLE ONBOARDING PROCESS**

Upon approval of a new board member the governance committee ensures that the following onboarding activities are scheduled and completed during anew member’s first year:

**SOCIALIZE**: Schedule a social event (e.g. cocktails, reception, dinner) outside of board meeting for initial introduction to the board and staff.

**WELCOME PACKET:**

* Welcome letter
* Board roster: Board bios, professional affiliations, strengths, and expertise of current board members
* Board structure: committee descriptions and membership, officer descriptions and names
* Staff roster/org chart
* Link to online board documents
* Calendar of upcoming meeting dates and events
* Financial statements and current budget
* Conflict of interest and other policy forms (to be returned after signature)

**BUDDY**: Match new member with a “buddy” to sponsor them in their first year.

* Buddies are responsible for initiating connections and regularly checking-in
* Buddies support learning in the first year by being a point person for questions and suggestions.
* Buddies are liaisons to governance committee; provide information about how the new person is acclimating and suggest additional support when needed.

**OBSERVE COMMITTEES**: Discuss board committees with new member and identify which committees the new member would like to observe (“audit”) before making committee assignment. After a few months, the new person then recommends preferred committee assignment based on interests, talent/strength, etc.

If the new member and the buddy feel comfortable making an assignment right away, that’s OK, but auditing is encouraged as a way to not only experience the breadth of the organization’s work, but also as a way to get to know other board members.

**FRESH EYES:** While new members still have “outsider perspective” take advantage of their newness to learn what’s working and hear ideas for changes. Create space at board meetings for new members, explicitly, to ask questions and share insights.

**EVALUATE**: At the end of the first year, request feedback and assessment of the onboarding process.

**Important Note about Board Composition and Diversity**

From BoardSource: “Always keep in mind the value of diversity in establishing your “ideal” board composition and identifying gaps. Diversity on a board breeds varying opinions, approaches, attitudes, and solutions. It requires all of your board members to be open-minded, curious, accepting, responsive, and willing to work together.”

From Marla’s blog: “While diversity at face value can only really tell us about composition, the numbers do matter. A board’s composition can betray its values and relevance to the community. In essence, diversity and inclusion are measures of credibility. Organizations should prioritize diversity, but only as they simultaneously ensure meaningful engagement so as not to fall into the very real and dangerous trap of tokenizing. A focus on diversity plus inclusivity supports an organization’s ability to leverage the cultural differences among its board members. As summarized in BoardSource’s *Leading with Intent* report:

“Meaningful diversity requires having different voices and faces around the board table and then creating a culture of inclusion. When all members are free from marginalization and alienation, the full board can be authentically engaged.”

**In Organizational Teams: What voices are absent from your board?**

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**THIRD STEP: WHO**

**Ideas for finding new board members:**

1. Volunteer sites/board fairs
2. Your newsletter, website, lobby, elevator
3. LinkedIn; other social media
4. Your clients and constituents
5. Your staff
6. Community groups
7. Ask your funders for ideas
8. **My favorite idea! Blue ribbon committee (see handout)**

**YOUR TURN! DESIGN YOUR RECRUITMENT PROCESS**

* + - 1. Who/what group will lead the recruitment process?

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* + - 1. What tools will they need to develop?

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* + - 1. List people that you want to invite to the blue-ribbon committee? Who else will you get names from to broaden this list?

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* + - 1. In addition to the blue-ribbon committee, what other recruitment strategies will you try?

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**MORE RESOURCES: BOARD LEADERSHIP DEVELOPMENT**

Every board needs to invest in development of its members: how to identify leadership qualities, elect the best candidates for the positions, train the officers for their roles, and ensure timely rotation. Serving as an officer is an added responsibility but it also provides an opportunity for a board member to show special commitment and improve his leadership skills.

The health of the board requires that officers intentionally and explicitly prepare for a leadership transitions.

* Ensure there are board member and officer term limits in your bylaws.
* Ensure there are clear board member and officer job descriptions.
* Ensure that leadership development is named as a responsibility of officers and committee chairs.
* Ensure that a committee, task force, or the full board has a regular succession process as part of its annual plan.
* Ensure that committees are explicitly developing people by providing leadership opportunities.

**SAMPLE BOARD MEMBER JOB DESCRIPTION**

**EXPECTATIONS OF INDIVIDUAL BOARD MEMBERS**

* Make every effort to attend all board meetings.
* Prepare for and actively participate in meetings.
* Participate in one or more board committees.
* Remain engaged between board meetings by making connections, building relationships, and utilizing networks to further the organization’s mission.
* Assure that meetings are relevant, engaging and leverage the strengths of all members by suggesting agenda items and helping to frame conversations.

**COLLECTIVE BOARD ROLES AND RESPONSIBILITIES**

The board’s primary purpose is to govern. It achieves this purpose by fulfilling these roles:

**Fiduciary Role**

The law recognizes a board’s fiduciary role as the duties of care, loyalty and obedience. These responsibilities are the foundational layer of board work:

* Ensure that the organization maintains its nonprofit status and that business is conducted consistent with our mission.
* Preserve the public’s trust by ensuring transparency and fulfilling commitments to our stakeholders: residents, investors, cities/counties, and public and private entities.
* Disclose and follow proper procedures to manage conflicts of interest in accordance with the conflicts of interest policy.
* Provide meaningful information for decision making, to assess and manage risks, and to comply with regulations.
* Ensure long-term sustainability of the organization and its properties.
* Oversee financial management and steward the organization’s assets: financial and reputational.
* Provide executive oversight: Oversee and support the executive director, set compensation, set goals, evaluate, hire and fire as necessary.
* Manage our own affairs: Ensure there are appropriate governance structures and systems in place to manage board member selection, board performance, governance processes, and practices.

**Strategic Thinking Role**

The board’s role in strategic thinking is to envision and help shape the organization’s direction and future. The focus is on organizational performance and impact. Specifically, we will:

* Imagine what the future is
* Engage in advocacy
* Evaluate progress relative to strategic plans
* Evaluate expansion/diversification options
* Develop strategic alliances
* Leverage our networks for strategic gain
* Regularly engage in environmental scans, forecasting, trend-spotting, and anticipating strategic issues
* Assess capability relative to prospects and scalability of prospects
* Participate in strategic planning and evaluation of organizational performance and impact.

**Idea Generating Role**

The board’s role as an idea generator is to decide which frameworks to use in our problem solving; how we conceive of ideas and how we ultimately make sense of things. It’s the meaning-making mode where we engage in inquiry to frame questions, which generate dialogue, which then lead to new ways of understanding. This role is fulfilled by ensuring that we have the “right people, the right environment, and the right time.” Specifically, we will:

* Create spaciousness and opportunity for the board to discuss emerging issues periodically at board meetings, committee meetings, and retreats.
* Recruit people to the board that are policy makers (not just practitioners) and who are skilled in generative thinking.
* Seize external factors; work with staff to research issues and then frame discussion and debate.
* Make time for the board to socialize at informal gatherings where spontaneous generative discussions occur.
* Pay attention to when it’s the optimal time to engage in generative thinking versus when it’s time to convert thinking into strategies and plans.

**Staff Partnership Role**

Individual board members are also a valuable resource in the form of management support and partnership to the executive director and staff. Specifically, individual board members:

* Provide hands-on support.
* Provide consultation or advising staff in areas of expertise, providing technical assistance.
* Provide thought-partnership to the ED and staff, acting as a sounding board.
* Participate on board committees in partnership with executive staff.
* Speak at community events on behalf of the organization.

**SAMPLE BOARD CHAIR JOB DESCRIPTION**

**OVERALL**

The board chair inspires the board’s vision, builds and nurtures future board leadership and manages the work of the board. The chair models high-engagement, commitment, self-awareness, and leadership integrity.

**SPECIFIC DUTIES**

**Executive Director Partnership**: An essential component of the chair is her/his ability to develop a strong partnership with the ED. The chair meets when necessary with the ED and communicates frequently to share information and address potential problems. The chair supports the ED by providing feedback, guidance and coaching when invited.

**Committee Membership** The board chair is the chair of the execuive committee and a member of the governance committee.

**Board Management**: The chair ensures effective action of the board in governing and supporting the organization and oversees board affairs. Ensures that board matters are handled properly, including preparation of meeting agendas and materials, committee functioning, and recruitment and orientation of new board members. While many of these duties are delegated to the governance committee and staff, the chair ensures they are taken care of.

**Board Meetings**: The chair is responsible for approving board agendas in collaboration with the ED and facilitating meetings. During meetings, the chair ensures full participation of board members and that meetings run smoothly and meet stated objectives.

**Enagaging Board Members**: The chair reaches out to members periodially to ask about their experience serving on the board. The chair ensures that all members are engaged and contributing in a way that is meaningul to them. If members are disengaged, the chair works with the governance committee to resolve the issue.

**Leadership Succession:** Ensure that there are mechanisms in place to support the transfer of leadership from current officers to future officers.

**Community Ambassadorship**: Although all members play the role of ambasaador, the chair may be called on to represent the organziation in the community.

**SAMPLE VICE CHAIR JOB DESCRIPTION**

The Vice-Chair acts as the chair in his or her absence; assists the chair on above or other specified duties as requested. The Vice-Chair will be assigned to a special area of responsibility or to chair an ad-hoc committee or task force, as needed. The Vice-Chair is a member of the Executive Committee and is expected to ascend to the Chair role when the current chair’s term ends. Working with the current chair, the Vice-Chair takes responsibility for ensuring that the transition into the chair role is successful.

**SAMPLE TREASURER JOB DESCRIPTION**

**OVERALL**

The Treasurer oversees the board's review of, and action related to, the board's financial responsibilities. S/he works closely with the ED or Chief Financial Officer (CFO) in providing financial leadership to the board, and developing and implementing financial policies. The Treasurer is a member of the Executive Committee.

**SPECIFIC DUTIES**

**Reports**: Ensures that appropriate financial reports are made available to the board. Regularly reports to board on key financial events, trends, concerns, and assessment of fiscal health.

**Finance Committee**: Chairs the Finance Committee and prepares discussion items and agendas for full board meetings.

**SAMPLE SECRETARY JOB DESCRIPTION**

The Secretary supports the full range of board work from communications to the logistics of board and committee meetings. The Chair and ED benefit from having a partner who acts as a knowledgeable liaison between the staff and the board. The Secretary is a member of the Executive Committee.

**SAMPLE COMMITTEE CHAIR JOB DESCRIPTION**

**OVERALL**

Committee chairs provide vital leadership to the board through their committee chair responsibilities. Committee chairs provide content expertise and facilitate the overall work of their committees. They are supportive partners to executive team staff and strive to make committee work fulfilling for board members. The chair reaches out to members periodically to ask about their experience serving on the committee. The chair ensures that all members are engaged and contributing in a way that is meaningful to them. If members are disengaged, the chair works with the governance committee to resolve the issue.

**SPECIFIC DUTIES**

**Committee Charters and Annual Goals**: Committee chairs ensure that their committees have a charter (description) that outlines the sp**ec**ific purpose and function of the committee. Committee chairs ensure that annual goals are set in alignment with annual planning.

**Leadership Development**: Committee chairs cultivate and support leadership among committee members. They regularly check in with committee members to ask about their satisfaction and to solicit feedback. They support leadership development for members by providing learning opportunities that individual members are interested in.

**Succession Planning**: Committee chairs provide suggestions to the governance committee regarding new members, officers, and potential future committee chairs.

**Ideas for Board Officer Succession Planning**

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| **STEPS** | **PROCESS** |
| **Accountability**  | Identify if there is an existing committee, such as a governance or nominating committee that should coordinate officer succession planning. If not, create a task force or identify a lead who will coordinate.Remember that even if a task force or lead coordinates the process, it is still the responsibility of the full board to ensure leadership succession. |
| **Update officer job descriptions and committee descriptions with succession planning and leadership development articulated** | Ensure succession is named as a function and responsibility. Possibilities:* Board development committee
* Nominating committee
* Governance committee

Consider a new role: Board Leadership Development Chair that stewards the process and supports officers and committee chairs. |
| **Offer leadership opportunities: Create individual learning plans** | Ask board members what they want to learn, create individual learning plans for each board member.Ensure that board members are exposed to leadership opportunities that will prepare them for officer roles.Consider committee assignments and management support duties.Remember to use different roles during meetings that can be rotated to give board members practice. |
| **Mentorship**  | Ensure that officer candidates are buddied with a past officer or current officer to shadow the process and receive mentorship. |
| **Training** | Ensure that new officers receive training. Consider:* Governance and fiduciary role and responsibilities
* The organization’s bylaws
* How to prep for and design board meetings
* How to facilitate meetings
* How to give feedback
* Technical training (e.g. finance, FRing, etc.)
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**PERSONAL REFLECTION**

* 1. **What’s the most important thing I learned today?**

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* 1. **What are our (my org team) next steps?**

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