

# Building the Right Board for Your Organization

Sonya Trache, NCLR San Antonio

## BOARD PROFILE WORKSHEET

	Current Members						Prospective Members					
	1	2	3	4	5	6	A	B	C	D	E	F
<b>Age</b>												
Under 18												
19 – 34												
35 – 50												
51 – 65												
Over 65												
<b>Gender</b>												
Male												
Female												
<b>Race/Ethnicity</b>												
African American/Black												
Asian/Pacific Islander												
Caucasian												
Hispanic/Latino												
Native American/Indian												
Other												
<b>Resources</b>												
Money to give												
Access to money												
Access to other resources (foundations, corporate support)												
Availability for active participation (solicitation visits, grant writing)												
<b>Community Connections</b>												
Religious organizations												
Corporate												
Education												
Media												
Political												
Philanthropy												
Small business												
Social services												
Other												

**BOARD PROFILE WORKSHEET**

	Current Members						Prospective Members					
	1	2	3	4	5	6	A	B	C	D	E	F
<b>Qualities</b>												
Leadership skills/Motivator												
Willingness to work/Availability												
Personal connection with the organization's mission												
<b>Personal Style</b>												
Consensus builder												
Good communicator												
Strategist												
Visionary												
Bridge builder												
<b>Areas of Expertise</b>												
Administration/Management												
Entrepreneurship												
Financial management												
Accounting												
Investments												
Fundraising												
Government												
Law												
Marketing, public relations												
Human resources												
Strategic planning												
Physical plant (architect, engineer)												
Real estate												
Representative of clients												
Special program focus (e.g., education, health, public policy, social services)												
Technology												
Other												
<b>Number of years (or terms) on the board</b>												

## **HOW AND WHERE TO FIND BOARD MEMBERS**

### **Where to find suggestions of good board members**

- Colleagues
- Board members of other nonprofits
- Articles and reports in the local media
- Chief executive and other senior staff
- Board members
- Volunteer centers
- Local leadership programs
- Current volunteers
- Current advisory council members or task force members
- Other ideas?

### **Whom to consider for board membership**

- Community leaders
- Executives of local or national corporations, including those not at a senior level
- Owners of small businesses
- Individuals in professions related to the organization's mission
- Current and prospective major donors
- People who have benefited from the organization's services, or their relatives
- Current or past volunteers (where applicable)
- People who have an affinity with the mission
- Other ideas?

### **Where to look for prospective board members**

- Religious institutions and congregations
- Major corporations' outreach programs
- Trade, professional, and fraternal associations
- Local businesses
- Organizations representing various racial and ethnic groups
- Local colleges and universities, community colleges
- Electronic databases ([www.guidestar.org](http://www.guidestar.org), [www.boardnetusa.org](http://www.boardnetusa.org))
- Hobby centers, clubs, community centers
- Other ideas?

## PROSPECTIVE BOARD MEMBER INFORMATION SHEET

Name of prospective board member: \_\_\_\_\_

Title: \_\_\_\_\_

Organization: \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_

Daytime Phone: \_\_\_\_\_ Evening Phone: \_\_\_\_\_

Mobile Phone: \_\_\_\_\_ E-mail: \_\_\_\_\_

Source of referral/information: \_\_\_\_\_

### Special skills

Fundraising

Marketing/Public Relations

Personnel/Human Resources

Technology

Finances

Legal

Business

Other: \_\_\_\_\_

### Professional background

For-profit business

Nonprofit organization

Government

Other: \_\_\_\_\_

### Education

Some high school

Some graduate coursework

High school graduate

Graduate degree

Some college

Other: \_\_\_\_\_

Undergraduate college degree

Other affiliations: \_\_\_\_\_

Other board service: \_\_\_\_\_

Known levels of giving: \_\_\_\_\_

Other pertinent information: \_\_\_\_\_

## BOARD CANDIDATE RATING FORM

Name of candidate: \_\_\_\_\_

Name of rater: \_\_\_\_\_

Interviewed by: \_\_\_\_\_

Date of interview: \_\_\_\_\_

On a scale of 1 – 5 (1=not acceptable, 5=great), please rate the candidate on each item listed below.

		Rating
1.	Proven interest in our mission	
2.	Knowledge and understanding of our work	
3.	Professional knowledge and skills needed by the board (technology, statistics, health policy)	
4.	Connections in the community (media, politics, health care)	
5.	Fundraising experience and willingness to participate	
6.	Ability to make a substantial financial contribution	
7.	Experience in working with people from other ethnic backgrounds	
8.	Ability to listen well	
9.	Ability to express ideas and opinions clearly	
10.	Ability to participate effectively in a conversation (neither monopolizing nor hanging back)	
11.	Sense of humor, positive presence	
12.	Ability to ask appropriate questions	
13.	Ability to participate on a regular basis in the board's work	
<b>TOTAL</b>		

Other strong points:

Red flags:

## SAMPLE BOARD MEMBER LETTER OF AGREEMENT

As a board member of the XYZ, I am fully committed to the mission and have pledged to help carry it out. I understand that my duties and responsibilities include the following:

1. I will be fiscally responsible, with other board members, for this organization. I will know what our budget is and take an active part in reviewing, approving, and monitoring the budget.
2. I know my legal responsibilities for this organization as a member of the board and will take an active part in establishing and overseeing the organization's policies and programs.
3. I will act in accordance with the bylaws and operating principles outlined in the manual and understand that I am morally responsible, as a member of the board, for the health and well-being of this organization.
4. I will give what is for me a substantial annual financial donation.
5. I will actively participate in fundraising in whatever ways are best suited for me and agreed on with those in charge of the organization's fundraising. These may include individual solicitations, undertaking special events, writing mail appeals, and the like. I am making a good faith agreement to do my best and to help raise as much money as I can.
6. I will actively promote XYZ in the community and will encourage and support its staff.
7. I will prepare for and attend board meetings, be available for phone consultation, and serve on at least one committee, as needed.
8. If I am not able to meet my obligations as a board member, I will offer my resignation.
9. In signing this document, I understand that no quotas are being set and that no rigid standards of measurement and achievement are being formed, and trust that all board members will carry out the above agreements to the best of our ability.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_  
BOARD MEMBER

Received by: \_\_\_\_\_ Date: \_\_\_\_\_  
BOARD CHAIR

## SUGGESTED CONTENTS FOR BOARD OF DIRECTORS HANDBOOK

### A. The board

1. Board member names and contact information
2. Board member bios, using standard format (not formal resumes)
3. Board member terms
4. Statement of board responsibilities
5. Board member responsibilities
6. Committee descriptions

### B. Historical references for the organization

1. Brief written history and/or fact sheet
2. Articles of Incorporation
3. IRS determination letter
4. Listing of past board members

### C. Bylaws

### D. Strategic framework

1. Mission, vision, and values statements
2. Strategic framework or plan
3. Current annual operating plan
4. Programs list

### E. Finance

1. Prior year's annual report
2. Prior year's audit report
3. Chart outlining financial growth (sales, membership, programs, etc. — for the past five to 10 years)
4. Current annual budget
5. IRS Form 990
6. Banking resolutions

7. Policies related to investments, reserves, endowments, etc.

8. Risk management policies

### F. Policies pertaining to the board

1. Policy on potential conflicts of interest
2. Insurance coverage
3. Legal liability policies
4. Travel/meeting expense reimbursements
5. Accreditation documents (if applicable)
6. Whistleblower policy
7. Others

### G. Staff

1. The chief executive's job description
2. Staff listing (at least senior staff and those with whom the board might interact)
3. Organization/team chart

### H. Resource development

1. Case statement
2. Current funder list
3. Sample grant proposal
4. Sponsorship policy

### I. Other information

1. Annual calendar
2. Programs list
3. List of common acronyms and terms (with explanations)
4. Current brochure(s)
5. Web site information

### J. Procedures to update board handbook

It would be helpful to have this information available and regularly updated on a secure board page on the organization's Web site.

## **BOARD ORIENTATION CHART**

### **Program**

Offer new board members a feel for the work of the organization — what it does, whom it serves, what difference it makes — to get them emotionally and intellectually connected and motivated.

- Tour of facilities
- Observation of/participation in program activities
- Presentation by client, member, or program participant
- Video, slides, film presentation
- Verbal presentations
- Written program descriptions

### **Finances**

Help new board members become informed about where money comes from, how it is spent, and the state of the organization's financial health, including their role in fundraising.

- Presentation by chief executive, chief financial officer, or treasurer
- Background materials (most recent audit, budget, financials), graphically presented, if possible
- Presentation of the fundraising strategy

### **History**

Provide sufficient knowledge about the past so that the present makes sense. Also, help new board members see their own participation as part of the organization's ongoing story.

- Stories told by former board members or long-standing members (in person or on video)
- Pictures
- Written materials covering the basic facts of the organization, e.g., when it was founded and other major historical highlights

### **Strategic Direction**

Present a framework for new members to participate effectively. Clarify the mission, vision, values, and goals that inform the organization's actions.

- Presentation/discussion by the chief executive or board chair
- Copy of strategic plan (or other documents, especially mission statement, if no plan is available)



### **Organizational Structure**

Help new board members understand who does what and lines of accountability.

- Copy of the bylaws, IRS determination letter
- Organizational chart
- Introductions to key staff members

### **Board Roles**

Ensure that new members understand the roles of the board.

- Presentation/discussion, preferably with the whole board involved
- Written materials, CD, video, and/or Web site

### **Board Member Responsibilities**

Ensure that new board members understand their own responsibilities as board members.

- Presentation/discussion
- Signed agreement (job description), including conflict-of-interest and ethics statements

### **Board Operations**

Help new board members understand how the board operates so that they may participate effectively.

- Board manual
- Board mentors
- Committee charges and member lists
- Meeting schedule

### **The Board as a Team**

Facilitate new board member integration with the other members.

- List of board members and biographical data
- Time set aside for social interaction

### **Skills**

Instruct new members on how to read a financial statement.

- Written materials including a glossary of common financial terms and a description of the different documents that make up the organization's financials
- Presentation by the treasurer or finance committee

## BOARD MEMBER ORIENTATION CHECKLIST

The governance committee should develop a checklist, similar to the following, for use by new board members indicating what they need to take responsibility for learning about during their first three months on the board:

Information	What To Do	When Completed
Program	<input type="checkbox"/> Tour of facilities <input type="checkbox"/> Presentation by chief executive, key staff, video, or other electronic media <input type="checkbox"/> Written materials	   
Finances	<input type="checkbox"/> Presentation by chief executive, chief financial officer, or treasurer <input type="checkbox"/> Review of recent financials <input type="checkbox"/> Learn how to read and understand financial statements	   
History	<input type="checkbox"/> Read written materials	 
Strategic Direction	<input type="checkbox"/> Review of strategic plan	 
Organizational Structure	<input type="checkbox"/> Review of bylaws <input type="checkbox"/> Review of organizational chart <input type="checkbox"/> Introduction to key staff members	   
Board Roles	<input type="checkbox"/> Review of written materials <input type="checkbox"/> Discussion with board chair or whole board	  
Board Member Responsibilities	<input type="checkbox"/> Signed letter of agreement <input type="checkbox"/> Signed conflict-of-interest policy	  
Board Operations	<input type="checkbox"/> Review of board manual <input type="checkbox"/> Meeting with board chair <input type="checkbox"/> Accept committee or task force assignment <input type="checkbox"/> Attend board meetings	    

## **INVOLVING BOARD MEMBERS**

1. Conduct board meetings that focus on strategic issues and get important things done.
2. Encourage all board members to ask questions and actively participate in board discussions.
3. Be honest in expressing your opinions.
4. Build relationships that foster trust and promote accountability.
5. Engage new members in meaningful activities based on their skills, talents, and interests.
6. Follow sound board development practices to create a positive working climate for all board members.
7. Develop effective communication processes for quick information dissemination and responses.

## **BARRIERS TO KEEPING BOARD MEMBERS INVOLVED**

- The board is too large. Some board members do not feel needed.
- The board is too small. Board members feel overwhelmed or suffer from insufficient stimulation or limited perspectives.
- The executive committee is too active. If it meets too often, the rest of the board may feel like a rubber stamp or disengaged.
- Members received insufficient or ineffective orientation.
- Agendas are weak. They lack substance, are too long or too routine. Board members fail to see the relevance of board meeting topics to organizational performance.
- Members do not feel well used or important. They will decide that they have better things to do.
- There is little or no opportunity for discussion. Board members feel bored or frustrated.
- A few board members are allowed to monopolize discussion, to take up disproportional amounts of airtime, and carry disproportional weight in decisions.
- The board lacks social glue. Board members have little in common except board service and do not have opportunities to get to know each other.
- Status differences get in the way of team development.
- Board members lack passion for the mission.
- Board participation has become routine after many years of service.

## BOARD MEETING EVALUATION FORM

To assist the board in making effective and efficient use of board meeting time, please take a couple of minutes to fill in this questionnaire and leave it on the table before you depart.

		OK	Needs Improvement	Suggestions for Improvement
1.	The agenda focused on issues of long-term importance, was supported by the necessary documents.			
2.	The meeting materials were circulated in sufficient time prior to the meeting.			
3.	All board members were prepared to discuss materials sent in advance.			
4.	Reports were clear and contained needed information.			
5.	We avoided getting into administrative/management details.			
6.	A diversity of opinions were expressed and issues were dealt with in a respectful manner.			
7.	The chair guided the meeting effectively.			
8.	Members participated responsibly.			
9.	Next steps were identified and responsibility assigned.			
10.	A substantial majority of board members were present.			
11.	The meeting began and ended on time.			
12.	The meeting room was conducive to work.			
13.	I am glad I came. It was a worthwhile use of my time.			

## INDIVIDUAL BOARD MEMBER SELF-EVALUATION FORM

Use the following questions for individual board member evaluation. Board members answering yes to these questions are likely to be fulfilling their responsibilities as board members.

		Yes	No	Not Sure
1.	Do I understand and support the mission of the organization?			
2.	Am I sufficiently knowledgeable about the organization's programs and services?			
3.	Do I follow trends and important developments related to this organization?			
4.	Do I assist with fundraising and/or give a significant annual gift to the organization?			
5.	Do I stay informed about the organization's financial health?			
6.	Do I have a good working relationship with the chief executive?			
7.	Do I recommend individuals for service to this board?			
8.	Do I prepare for and participate in board meetings and committee meetings?			
9.	Do I act as a good-will ambassador for the organization?			
10.	Do I find serving on the board to be a satisfying and rewarding experience?			
11.	Do I attend at least 75% of board meetings during the year?			

