

# **Mastering the Board Game: Defining Board/Staff Roles, Relationships and Leadership**

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Good morning! Welcome to a workshop intended to forever change the way you view governing boards, what their true job is, and how it can be most effectively fulfilled

In recent years, a huge amount of media attention has been paid to the role of boards, due to prominent problems in corporate and nonprofit boardrooms alike. Unfortunately, the solutions offered to their deficiencies have been, at best, “tidbits.” In the past three years, heightened “best practice” standards have been widely promulgated, and new legislation has started to be enacted at the state level (in various states) intended to elevate the accountability of nonprofit boards. While the legal impacts are less direct for association boards, their members are rightfully seeking ways to enhance accountability (and avoid embarrassment!). What’s been lacking in prominence, however, is a method for boards to be truly effective leadership teams.

Today, I’m happy to share with you principles for effective group leadership that help boards define and focus on their work, while empowering and energizing staff to get the work delegated to it done. When utilized together, these principles form an integrated model for systematic and comprehensive clarity of roles and accountabilities.

In the best-selling *Boards That Make a Difference* (Jossey-Bass, 3<sup>rd</sup> Edition 2006) these ten “Policy Governance®” principles were presented by Dr. John Carver as an alternative to the lack of rational design in most board structures, which causes them to persistently fall into trivia, short-term focus, micromanagement, etc. These principles have become widely acclaimed as the new standard of excellence for governing boards, adopted and/or endorsed by entities ranging from American Cancer Society, Association of Community College Trustees, the State Bar of California, Certified Financial Planners™, and many more.

Especially in membership associations, when board members are also active as “customers” of services, multiple “hats” are worn. Without clarity of which roles are being fulfilled, these dynamics can diminish productivity and enhance the likelihood of difficult interpersonal and counter-productive situations.

Over the past decade, I’ve introduced hundreds of boards to the principles we’re exploring today, and helped approximately 100 in comprehensive implementation. While based on strong theory, they are even more powerful in practice and application. A particular benefit is that boards can elevate confidence in internal operations, while devoting more time and focus on the impacts to be produced that benefit the membership. This transitions the emphasis from *activities* to *results*. Associations are heavily steeped in yesterday’s traditions. Good governance helps to ensure we are creating tomorrow’s traditions as well!

It’s imperative, for both productivity and accountability, to separate the board’s role from that of its individual members, and from that of management. Today, you will learn how a Board can establish with clarity what work it will be responsible for itself, and what it may delegate to staff. Board committee and officer roles become far more efficient. The CEO and staff, hired (ostensibly) for their expertise, are appropriately empowered, but with specific and explicit boundaries of authority, thus providing rigorous accountability for any and all authority that is delegated.

This morning’s workshop (continuing into early afternoon) is a comprehensive *introduction* to how Boards can achieve and practice visionary, accountable leadership. This afternoon, the presidents-elect and I will further explore how the role of President/Board Chair can be maximized, including clarifying its important distinctions from the role of CEO.

We will address the paradigm shift required to attain the higher level of effectiveness today’s boards must seek. Through Policy Governance, financial oversight, committee work, policy-making, planning, accountability, monitoring, and board-staff relationships acquire dramatic, new meaning. Successful implementation requires a significant effort (education, policy development, etc.). The return on investment, however, is extraordinary: for the board, its members, the staff and, most important, the membership and mission served.

Thank you again for attending today. For additional help or assistance, please don’t hesitate to contact me at [bill@bcharney.com](mailto:bill@bcharney.com). To see how the good theory presented today is applied in practice, I suggest reading and utilizing ***The Board Member’s Playbook: Using Policy Governance to Make Decisions, Solve Problems and Build a Stronger Board***, which I co-authored with Miriam Carver. It is available on Amazon or via my website, which has many other resources (free newsletter pdfs, etc.) you may find helpful, at <http://www.bcharney.com>.

**(SAMPLE ONLY)**

**BOARD POLICY MANUAL  
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