

Ineffective Governing Board

by

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If an association is not meeting its members' needs, or is not attracting or retaining the highest number of potential members, an ineffective governing board is invariably the cause. Serious attention to improving board effectiveness will pay dividends in all areas of the association's program. Consequently the elected leaders of an association must be alert to the following symptoms of ineffective governance.

Board members assuming staff responsibilities

One of the most fundamental problems that many small and emerging associations or other non-commercial organizations face is that board members try to act as staff instead of restricting their efforts to policy making. Board members of small organizations are invariably bright, articulate and active individuals. Because of their close affiliation with an organization of limited resources, they feel an obligation to try to do everything. Contrary to their intentions, this behavior works *against* the development of a strong association, irrespective of size. Even the smallest organization should clearly delineate between policy setting and program implementation.

For organizations without paid staff, the board should *delegate* policy implementation to one designated board member to act as the 'managing director'. While the 'managing director' may be an elected colleague also (e.g., the Secretary-Treasurer), delegating policy implementation allows the other board members to retain their objectivity about the effectiveness of their decisions and the quality of management. If the organization is totally dependent on volunteer workers, members who are not on the board should be recruited to assist the 'managing director.'

For organizations with paid staff, delegation of the implementation of board decisions allows ongoing evaluation of staff competence. If board members become involved in daily management and administrative issues, staff ability can be masked and even adversely affected. When board members attempt to be both policy setters and managers, time is taken away from the true board function of planning, and the association operates like a rudderless boat. This can frustrate good board members and drive away talented staff.

Unstructured board meetings

Too often board meetings are poorly organized and conducted in an unbusinesslike manner. Board meetings should be held at regularly scheduled intervals. Quarterly board meetings are usually sufficient for most associations, and even two meetings a year can be adequate if conducted effectively. Meeting too frequently, especially if the meetings are unstructured, can reinforce bad habits. It is more effective to meet less often and with a full agenda, than to meet more frequently but with little of substance to discuss. Between formal board meetings an

executive committee of officers can act on the business of the organization. This can be carried out by telephone to avoid unnecessary travel expense.

Concise draft minutes with actions clearly identified by formal motion or consensus, along with a list of action items, should be distributed within three weeks following the meeting. Concise minutes also allow an ongoing compilation of board actions for future reference. A concise record of actions taken at each meeting prevents subsequent meetings from collapsing into unfocused discussions, or having to rely on the 'convenient memory' of a senior board member. The lack of readily available documented board actions is one sure sign of an association in trouble.

Board meetings should be based on an approved and previously distributed agenda, with the items of business dealt with in a logical order. While the chairman of the meeting should talk the least, he or she must ensure that other members of the board have the opportunity to express their opinions. This can be difficult if the chairman has a pronounced ego and strong opinions. The cardinal rules for operating an effective board meeting are: deal with only one topic at a time; make sure all opinions are heard; abide by the decision of the majority. Also the meeting must begin and end on time; after all, a board meeting is a *business* meeting not a social event. Likewise board members should be expected to attend for the full meeting, and frequent absences should be cause for forced resignations.

Social interaction amongst board members outside the meeting itself, however, should be encouraged and planned, especially if the board meets no more frequently than quarterly. A group reception and meal scheduled the evening before or immediately following a board meeting allows time for relaxed personal relationships to flourish. If board members rush in to a meeting and then leave immediately after, the personal interactions that can consolidate board relationships and allow intangible decision-making to occur are lost. Time allocated to developing personal relationships can reduce the time needed in the board meeting itself to reach a consensus on key issues.

Weak board committees

While it is usually assumed that board committees help the orderly work of a board, they can actually hinder the development of a small organization if not used correctly. If a board has no more than ten members and the organization is relatively small, making committee assignments *on paper* adds nothing to the effectiveness of the board. It is better for the board to act as a committee of the whole if it is unwilling to rely on committee reports and recommendations. Committee reports that lead to a rehash of the topic by the full board are a waste of committee time and talent.

However once a decision is made to implement a project, or if a referral is made for further consideration, a report should always be scheduled for the next board meeting or at another future time certain, to avoid the project or topic fading into obscurity.

Haphazard selection of new board members

The selection of new board members, through the nomination process, will impact on the future of the organization more than any other board decision, with the possible exception of selecting senior management. Board members should not be selected because of personal friendships.

Always consider a new board member as an *investment* in the future of the organization; and try to recruit board members whose ideas are fresh and challenging, and who are willing to work. Board membership comes with the responsibility to assure the future of the organization, not as a reward for past efforts. While only a minority of members will be active in the organization and will seek a board seat, board members must always recognize that they are representative of the membership, and should never be allowed to consider themselves an elite group within the organization. A board that does not listen to, or work for, the members, will ultimately govern a declining membership. Once in decline, it takes a great deal more effort to revitalize an organization than to operate properly in the first place.

Ignoring the financial implications of decisions

Before a board acts on any matter, the budgetary implications of the proposed action should always be considered. This is why a strong and respected Treasurer, who has a good grasp of the financial condition of the organization is essential. In fact the whole aspect of financial control is so important that the next article in this series will deal exclusively with this topic.

Summary

1. Board members should concentrate on policy and program development and should delegate implementation to staff. Board members getting involved in the daily running of the organization is counterproductive.
2. Board meetings should be scheduled regularly, and run efficiently. Concise minutes of all actions should be distributed within three weeks of the meeting. A board meeting is a business meeting not a social gathering.
3. Only use committees if the board is large, and the board is willing to act on committee recommendations without rehashing the topic. Otherwise operate as a committee of the whole.
4. Think carefully about the needs of the board when considering new board members, and avoid selecting people based only on friendships with existing board members. Board membership is a responsibility and requires work, not a reward for something done for the group in the past, or even prestige within the discipline represented.
5. All decisions should be reviewed in the light of the financial condition of the association.

In the final analysis, the effectiveness of the board directly impacts on the growth and stability of the organization. An ineffective board will never be able to build a strong and first-class organization.