

CARVER GUIDE

Your Roles and Responsibilities as a Board Member

Board Members can be successful strategic leaders if they nurture their sense of group responsibility.

- All members must participate in the discipline and productivity of the group.
- All members must be willing to challenge and urge each other on to big dreams, lucid values, and fidelity to their trusteeship.
- All members must cherish diversity in viewpoints as well as the challenge of reaching an unambiguous, single board position derived from that diversity.
- All members must strive for accountability in the board's job, confident that if quality dwells in the boardroom, the rest of the organization will take care of itself.
- Each board member carries important individual responsibilities in their pursuit of quality.

Board members, not staff, are morally trustees for the ownership and, consequently, must bear initial responsibility for the integrity of governance.

Whatever a board delegates to its CEO is removed from the board's own responsibility, though clearly it remains accountable for it. Three products cannot be delegated by a board. These direct job responsibilities of the board ensure the board's overall accountability.

1. The board's first direct product is the organization's linkage to the ownership.
2. The board's second product is explicit governing policies.
3. The board's third product is assurance of executive performance. The board is obliged to ensure that the staff faithfully serves the board's policies.

One of the reasons a board member's job is so difficult is that "the job" is essentially a group responsibility. Some advice follows on the frame of mind and individual preparations necessary for a given board member to play an effective role in creating a productive board.

1. Be prepared to participate responsibly
2. Remember your identity is with the ownership, not the staff
3. Represent the ownership, not a single constituency
4. Be responsible for group behaviour and productivity
5. Be a proactive board member
6. Honour divergent opinions without being intimidated by them
7. Use your special expertise to inform your colleagues' wisdom
8. Orient to the whole, not the parts
9. Think upward and outward more than downward and inward
10. Tolerate issues that cannot be quickly settled
11. Don't tolerate putting off the big issues forever
12. Support the board's final choice
13. Don't mistake form for substance
14. Obsess about Ends
15. Don't expect agendas to be built on your interests
16. The organization is not there for you
17. Squelch your individual points of view during monitoring
18. Support the Chair in board discipline

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Policy Governance Is Not a “Hands-Off” Model

The best governance is hands off about some things and decidedly hands on about other things. The trick is in knowing when to be hands on and when to be hands off.

HANDS ON !!!

Example of What the Board Should do Hands On:

- Set the board's work plan and agenda for the year and for each meeting
- Determine board training and development needs
- Attend to discipline in board attendance, following by-laws and other self-imposed rules
- Become expert in governance
- Meet with and gather wisdom from the ownership
- Establish the limits of the CEO's authority to budget, administer finances and compensation, establish programs, and otherwise manage the organization
- Establish the results, recipients, and acceptable costs of those results that justify the organization's existence
- Examine monitoring data and determine whether the CEO has used a reasonable interpretation of board-stated criteria

HANDS OFF !!!

Examples of What the Board Should Keep Hands Off:

- Establish services, programs, curricula, or budgets
- Approve the CEO's personnel, program, and budgetary plans
- Render any judgements or assessments of staff activity where no previous board expectations have been stated
- Determine staff development needs, terminations, or promotions (except for the CEO)
- Design staff jobs or instruct any staff member subordinate to the CEO (except when the CEO has assigned a staff member to some board function)
- Decide on the table of organization and staffing requirements