

Understanding Association Fundamentals

It's Not Just for
Putt Putters Anymore!

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Board Basics

- **Planning:** Creating the mission and vision statements and strategic plan.
- **Personnel:** Hiring the executive director, evaluating the executive director. The board approves salary scales and personnel and administrative policies for the association.
- **Finance:** The board approves the budget for the association and approves major contracts and grants.
- **Public Relations:** The board is the public face of the association. Everything board members do reflects on the association.

Board Basics

Board Member Responsibilities

- Acting in the best interests of the association
- Working with and providing support to the executive director
- Preparing for and attending Board meetings.
- Setting policy in alignment with the association's mission and vision
- Documenting policy decisions to create institutional memory
- Orienting and mentoring new board members
- Taking reasonable care in making decisions
- Avoiding conflicts of interest.

Board Basics

The board members should . . .

Create a list of typical decisions and agree on whether they should be made by:

- The executive director alone?
- The executive in consultation with the board?
- The executive in consultation with the president?
- The board alone?
- A board-appointed committee?

The board members should not . . .

- Micro-manage the day-to-day operations of the association.
- Give assignments to staff members.

10 Basic Responsibilities of Nonprofit Boards

1. Determine mission and purpose. It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
2. Select the chief executive. Boards must reach consensus on the chief executive's responsibilities and undertake a careful search to find the most qualified individual for the position.
3. Support and evaluate the chief executive. The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the organization.

Richard t. Ingram, *Ten Basic Responsibilities of Nonprofit Boards*, Second Edition
(BoardSource 2009)

10 Basic Responsibilities of Nonprofit Boards

4. **Ensure effective planning.** Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.
5. **Monitor and strengthen programs and services.** The board's responsibility is to determine which programs are consistent with the organization's mission and monitor their effectiveness.
6. **Ensure adequate financial resources.** One of the board's foremost responsibilities is to secure adequate resources for the organization to fulfill its mission.

Richard T. Ingram, *Ten Basic Responsibilities of Nonprofit Boards*, Second Edition (BoardSource 2009).

10 Basic Responsibilities of Nonprofit Boards

7. Protect assets and provide proper financial oversight. The board must assist in developing the annual budget and ensuring that proper financial controls are in place.

8. Build a competent board. All boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate their own performance.

9. Ensure legal and ethical integrity. The board is ultimately responsible for adherence to legal standards and ethical norms.

10. Enhance the organization's public standing. The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community. Richard T. Ingram, *Ten Basic Responsibilities of Nonprofit Boards*, Second Edition (BoardSource 2009).

Board Basics

Whose Job is it?

Executive
Director

Board of
Directors

Revising the by-laws

X

Creating committees

X

Hiring a receptionist

X

Planning events

X

Buying computers

X

Creating the budget

X

Approving the budget

X

Speaking publically about
board discussions



Board Basics

Whose Job is it?

Executive
Director

Board of
Directors

Evaluating board members

X

Addressing member complaints
about staff members

X

Addressing staff complaints
about members

X

Creating new staff
positions

X

X

Determining CLE offerings

X

X

Goal setting/Strategic
planning

X

Developing member benefits

X

X

Big board? Small board?

Larger boards - are useful when fundraising is a main function of the board. Bar foundations may want to consider a larger board that includes fundraising subcommittees.

Smaller boards - Seven to nine member boards can operate more informally and more quickly.

Growing stand-out board members.

- Seek out people who have experience working with the association.
- Grow new board members in your committees & sections.
- Look for potential board members who compliment rather than duplicate each others strengths.
- Provide opportunities for those who want to serve but who are not ready for the board.
- Give your Young Lawyers Section a seat at the board table.
- Assign board mentors to committee & section chairs who have expressed an interest in board membership.

What can your bar association do to grow stand-out board members?

Be on the lookout for talent.

- Board members, the executive director, and key staff should work together to identify people who can strengthen the board.
- Keep a running list of potential stand-out board members.
- Create a sub-committee with the task of listing potential candidates.
- Interview potential candidates in advance.

Diversity = Strength.

- Age
- Gender
- Race
- Ethnicity
- Private/Public Practice
- Large Firm/Small Firm/Solo Practitioners

Diversity = Creative Solutions

- A diverse board is more likely to consider various perspectives & come up with creative solutions, if:
- They recognize that a diverse board also presents potential conflicts.
- The president encourages participation from each board member - especially the "quiet ones."

Orient your board for success.

- Orientation is critical to the overall success of your board and to bringing new board members up to speed quickly.
- Orientation should begin during the recruitment and nomination process.
- Responsibility for effective board orientation should be shared between the board and the executive director and staff.
- Create a job description to provide to new board members so they know what is expected of them.
- Assign a mentor to new board members.

Orient your board for success.

- Before the first board meeting, schedule a meeting between the new board member(s), president, executive director and any other key individuals in the association.
- Provide a detailed board member manual, which should include:
 - Mission Statement & Strategic Plan
 - Bylaws & Articles of Incorporation
 - A thorough description of programs and services
 - Current budget & recent financial statements
 - Minutes from the previous year
 - A list of board members and contact information
 - Lists of committees, sections and chairs

Orient your board for success.

What can your bar association do
to improve your board orientation process?

Keep your board healthy and growing.

Create a culture of respect for each other.

- Listen to understand, not to judge.
- Put courtesy first.
- Be visibly prepared.
- Be professional.

Create a culture of respect for the staff.

- Ask for *and listen to* staff input on critical issues.
- Provide staff development opportunities.
- Say "thank you."

Keep your board healthy and growing.

Hold high-quality meetings.

- Set and stick to the board agenda.
- Provide information in board packets that gets members thinking about an issue before the meeting.
- Bundle routine items into a consent agenda.
- Condense administrative matters to a single vote.
- Discuss financials at the end of the meeting.
- Be able to move beyond details.
- Allow input from all, domination from none.
- Use an outside facilitator for difficult issues so that no member can nudge the discussion in one direction.

Keep your board healthy and growing.

Make your board meetings fun.

- Serve food. Cookies & milk. Chips & dip. Popcorn.
- Have a food "theme." All things chocolate. Healthy. Mexican. Favorite childhood candies. Pastries. Cheese (& wine after the meeting).
- Give a meeting a "cause." Food drive. Book drive.
- Start at odd times.
- Plan a board dinner after the meeting.

**What can your bar association do
to make board meetings fun?**

Resources

- BoardSource
<http://www.boardsource.org/>
- The Non-Profit Center
<http://www.rchcae.com/>
- American Society of Association Executives
<http://www.asaecenter.org/>
- National Association of Bar Executives
<http://www.nabenet.org/>
- ABA Division for Bar Services
http://www.americanbar.org/groups/bar_services.html