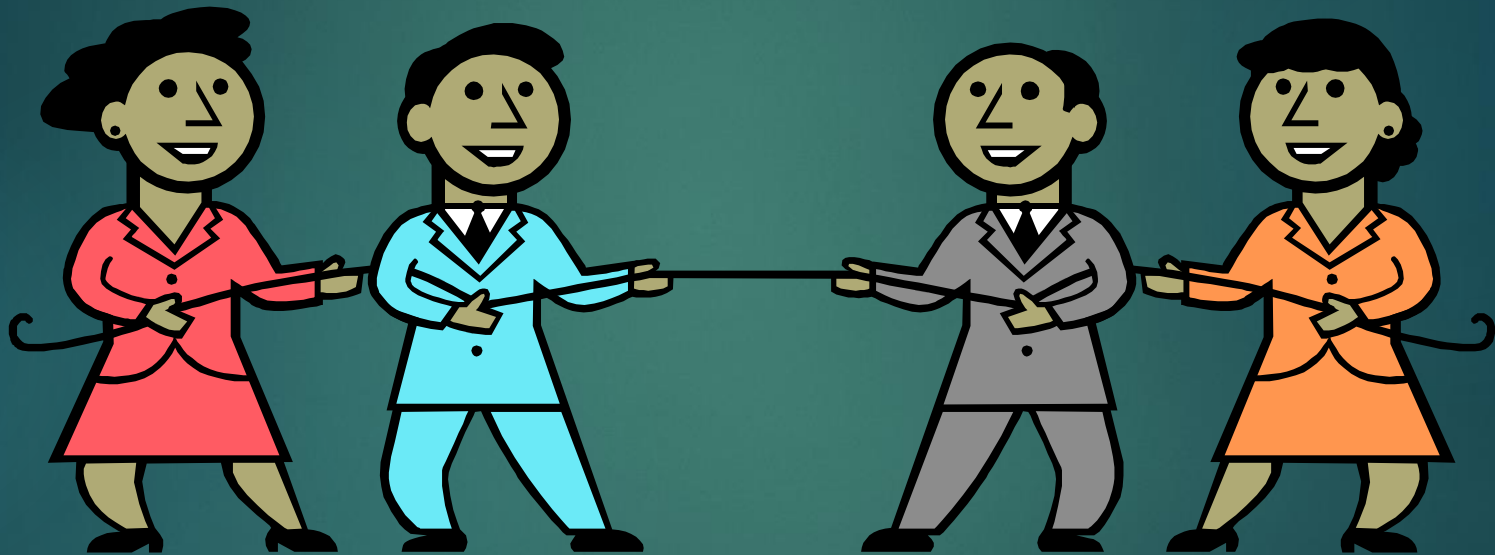
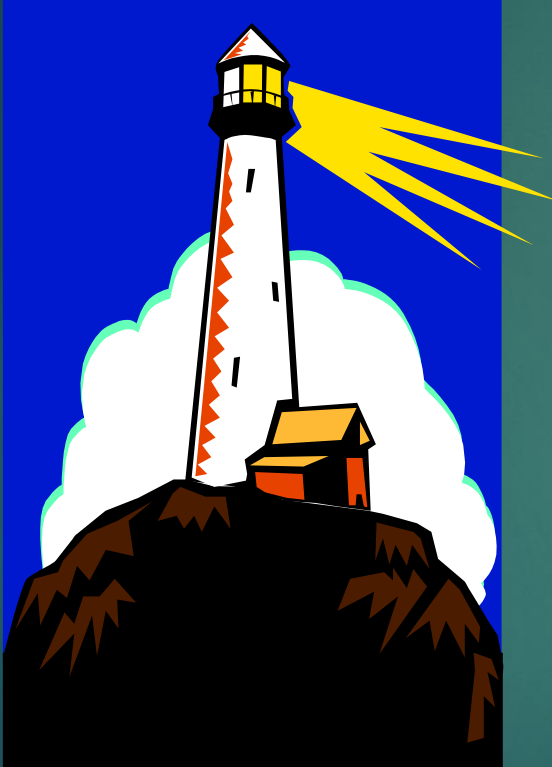


Governance: Board Roles and Responsibilities



Roles & Responsibilities



- ▶ Adopt Vision & Mission
- ▶ Act as Trustees for those you serve
- ▶ Set governing policies
- ▶ Fulfill fiduciary role
- ▶ Strategic plan
- ▶ Assure manager performance

Boards 101 – Who are we?

- ▶ “There is no other group than the trustees, both deeply concerned and yet above the fray, to insist on the clarification of mission; to monitor institutional progress; to protect the independence and integrity of the institution.”

- ▶ John W. Nason, *The Nature of Trusteeship*

Board Skills

- ▶ Ability to think deeply and broadly about the mission, vision and strategy
- ▶ Ability to imagine consequences, both intended and unintended, of decision
- ▶ Ability and willingness to make tough decisions
- ▶ Ability to be active but not intrusive
- ▶ Ability to establish clear expectations and to monitor for performance
- ▶ Ability to delegate strategic direction and operations to staff and to hold staff accountable
- ▶ Attributes of Leadership



Governance

- ▶ Governance: balancing power and trust
- ▶ **Seek first to understand, then to be understood**
- ▶ Lead, follow or get out of the way
- ▶ **Unity through diversity: speak with one voice**



Now We Are One

- ▶ Dialogue with many voices
- ▶ Consider many alternatives
- ▶ Be cautious and considerate
- ▶ Learn the facts
- ▶ Decide What's Best for All Citizens
- ▶ Speak with **One Voice**



Board Strategy Focus



Ends or Outcomes



Strategy progress reports



Strategy deviations discussion



Strategic enhancements discussion



What decisions would maximize results?



What new strategies arise from roadblocks?



Decision Making



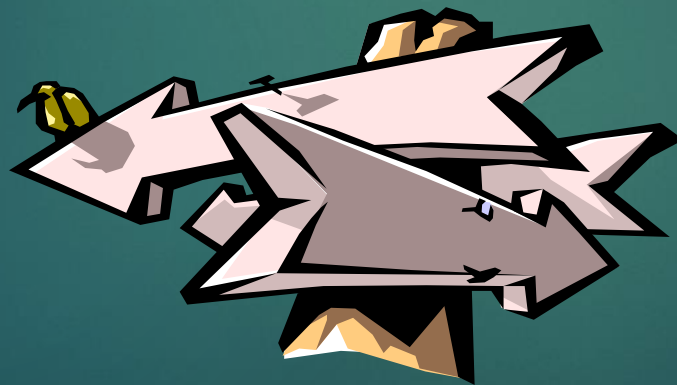
The most important role of governance



Decisions are based on policy



Board can retain or delegate decision making authority



Influence

Influence is like a savings account, the less you use it, the more you've got.

Individually you have NO POWER

Board power is collective when taking action at a board meeting

You have influence because of your board position, be careful how you use it

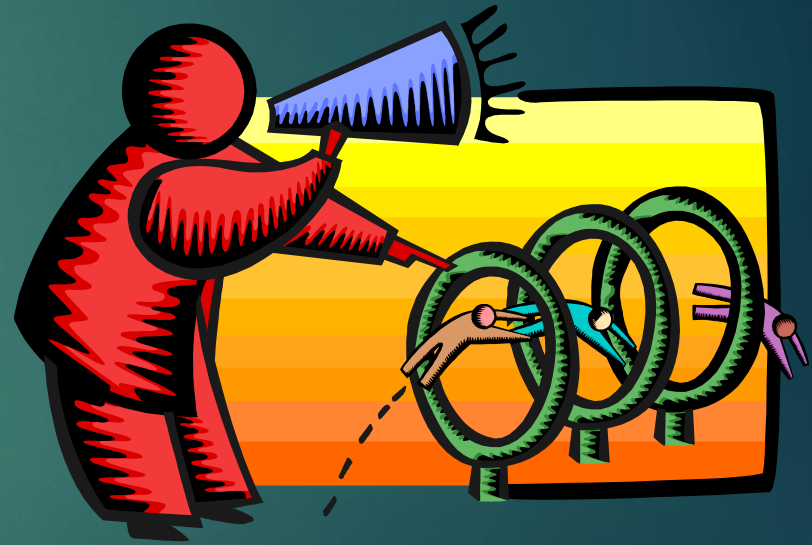
Ethics law prohibits granting or seeking special privileges

Decisions



Governing the Governing Board

- ▶ Clarify role on topics
- ▶ Define information needs
- ▶ Relate to constituencies
- ▶ Self-discipline
- ▶ Balance Control
- ▶ Use time productively

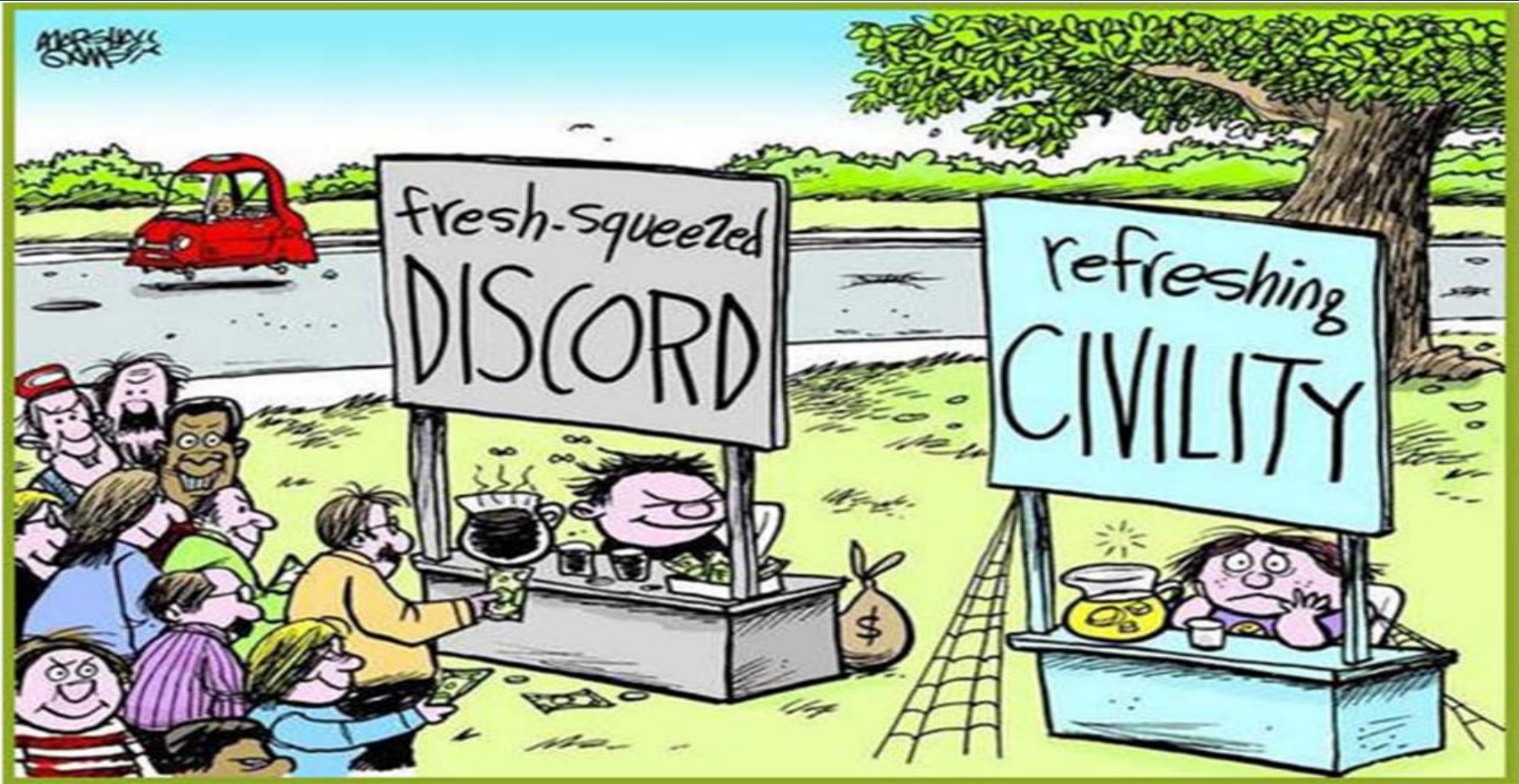


Who's on First? What's on Second?



- ▶ Set Mission, Vision, Goals
 - ▶ Adopt Policies
 - ▶ Approve Budget
 - ▶ Oversee Results
 - ▶ Accountable to People
 - ▶ Assure Manager Performance
- ▶ Do...give input
 - ▶ Do...offer guidance
 - ▶ Do...budget
 - ▶ Do...operations
 - ▶ Do...what board delegates
 - ▶ Do...as guided in collaboration

Insight on Civility



Conflict

- ▶ “Conflict is neither positive nor negative. If managed properly, it is an opportunity for personal growth. If mismanaged, it can be destructive both personally and professionally. Our purpose is to maximize positive benefits and minimize negative impact.” – *Dick Clark*





Setting the Tone

- ▶ Expect civility by walking the talk
- ▶ Read a statement precedent to Public Comment emphasizing a culture of civility
- ▶ Welcome positive ideas and constructive critique
- ▶ Confront negativity with candor and civility

Citizens View



Structure of government means little to most taxpayers as long as trash is collected, stray dogs are picked up, crime is low, potholes fixed, and their government is fiscally responsible.

- They do want a well-run government
- What best meets the needs of your citizens?