
United Way
Pioneer Valley
United Way
Nonprofit Resource Center
at TECH HUB
Welcome to
THE GOVERNANCE QUARTERLY SERIES
Building the Board Your Mission Needs:
Structure and Expectations

What you'll leave with today

1

What your mission needs

The two or three things your board must help deliver in the next three years.

2

Your board today, and the gap

An honest picture of the board you have, and how far it is from what the mission needs.

3

A draft of member expectations

Four or five plain statements you can take back to your board chair.

Board Legal Duties

Board members are fiduciaries. They steer the organization toward a sustainable future through sound, ethical, and legal governance and financial policies, and make sure it has the resources to advance its mission.



Governance vs. Management



Governance

Governance of nonprofit organizations covers the oversight for organizations, large-scale planning, and overall direction of the nonprofit.



Management:

Nonprofit management is what covers the day-to-day operations of the organization. Essentially, the executive director and team members take care of the regular activities that put into operation the vision determined by the board of directors.

Your turn: what does your mission need?

Start with what is ahead, not with the board you have.

What we must get done in three years	What it will ask of the board
Hire our next executive director	Lead a search, then support and oversee a new leader
Launch a capital campaign	Give personally, open doors, and make asks
Adopt and carry out a new strategic plan	Set direction and track progress every quarter

On Handout 1: list two or three for your organization, and what each will ask of your board.

Four kinds of boards

Board does the work ⟷ Board sets direction

Working board

Members do the hands-on work: run programs, keep the books, plan events. Fits groups with little or no staff.

Committee-driven board

Committees carry finance, fundraising, HR, and events. Staff is small and the board fills the gaps.

Governing board

Sets direction, holds the ED accountable, and secures resources. The ED runs operations.

Advisory or patron board

Brings expertise, connections, or money. Advises but holds no legal authority. Sits alongside a governing board, not in place of one.

No type is better. The question is whether yours fits your organization today.

Signs your structure no longer fits

ED is doing board work

Writing the plan, recruiting members, and running the board's meetings.

Your board is doing staff work

Board members approve small expenses or manage staff directly.

Meetings are mostly reports

People listen, approve, and leave. Few real decisions get made.

You can't fill seats

Good candidates say no to what the role asks, or don't know what it asks.

Three ways a board thinks

Fiduciary

Are we doing things right?

Protect assets, follow the law, oversee the ED, watch the money.

Strategic

Are we doing the right things?

Set priorities, test the plan, build resources, scan what is changing.

Generative

What is the real question here?

Make sense of change and frame the problem before anyone solves it.

Most boards spend nearly all their time in the first. Good governance needs all three.

Source: Chait, Ryan, and Taylor, Governance as Leadership (BoardSource, 2005)

Your turn: your last board meeting

Picture the agenda from your last meeting. Roughly what share of the time went to each?

Fiduciary	Strategic	Generative
____ %	____ %	____ %

Now put it together. On Handout 1, mark a **dot** where your board is today.

Your turn: name the gap



1. **Look at your list of needs.** Which board could deliver it? **Mark an X.**
2. **Write the gap in one sentence:** *"Our mission needs a board that ___. Today, our board ___."*
3. **Share it with a partner.** What would have to change to close it?

Expectations follow structure

	Working	Committee-driven	Governing
Time	Several hours a week on assigned tasks	Board meetings plus a committee seat	Board meetings, one committee, and preparation
Role	Doer	Doer and overseer	Steward and strategist
Fundraising	Run events and send appeals	A committee leads; everyone helps	Open doors and make asks alongside the ED

Every board: attend and come prepared, give personally at a level meaningful to you, keep confidences, and put the mission ahead of personal interest.

Your turn: draft your board's expectations

- **Attendance and preparation**
- **Time beyond meetings**
- **Personal giving**
- **Fundraising and connections**
- **Committee or project work**
- **Speaking for the organization**

Write one plain sentence for each, for the board you need.

Then swap with a partner. Would a new member know exactly what they are saying yes to?

Example: *"Each member attends at least eight of ten meetings, reads the packet in advance, and comes with one question."*

What happens next

Governance Quarterly Series

February 5: Board Financials

April 1: Roles and Responsibilities

June 3: Recruitment and Succession Planning

NPRC Expert Match

No fee. Open to nonprofits across Western Mass.

About 10 to 12 hours with a vetted expert.

Board development is an eligible project.

Applications due November 20.

Wrap-up

- What is one action you'll take?

Nonprofit Resource Center

www.uwpv.org/nprc