

Board Development

Effective Organizations Call for Effective Chairs

How did your board elect its current Chair? Was it based on the person's leadership skills? Their board experience? Or was it because it was their turn? Did they miss the election and you appointed them to the position? Whatever process you used, more is now expected of your board Chair than any other board member.

The greatest expectation by other board members, the membership, the staff and the volunteers is that the board Chair will manage the board. This means that the board Chair manages the board's decision-making process and the people on the board. It does not mean that the board Chair manages the organization and its employees. This is the job of the executive director. These are two distinct, different, and important managerial jobs.

In organizations with no executive director, the board Chair may lead the Executive Committee which carries out the roles, responsibilities and functions of an executive director. The Executive Committee, like an executive director, is accountable to the board as a whole.

Managing the Board

The managerial role of a board Chair is different from what is traditionally called management. Unlike a business, the board does not work for the board Chair. Instead the Chair actually works for the board. The board Chair only has as much authority as the whole board gives the position. For example, the Chair, like any individual board member, does not have the authority to direct the organization or its staff without board approval. The board Chair does not have the power to veto board decisions. These decisions can only be changed by the board with a motion approved at a board meeting.

So how does the board Chair manage the board? Instead of making decisions for the board, the board Chair helps the board make better decisions for the organization.

*Board Development Program
Voluntary Sector Services Branch
Alberta Culture and
Community Spirit*

*907 Standard Life Centre
10405 Jasper Avenue
Edmonton, AB T5J 4R7*

*Phone: 780- 427-2001
Fax: 780-427-4155*

*E-mail: bdp@gov.ab.ca
www.albertabdp.ca*

Sponsored by

Alberta

MACEWAN

*Photocopying and
distribution of this
publication is permitted.
Re-publishing of sections may
only be done with the
consent of the Board
Development Program.*

First Printing – 1995

Revised - 2009

Board Development: Effective Organizations Call for Effective Chairs

Is it President or is it Chair?

The President or Chair is the person elected to manage and provide leadership to the board. Many organizations are now choosing to call this person the board Chair, because:

- *In the corporate world, the President is a paid position.*
- *The President in many structures has more power than other individuals. Unlike in not-for-profit organizations, the President may have veto powers over group decisions and the power to hire and fire.*

To reduce confusion for those in this position and for the people they work with, many boards have found that the term Chair provides a better sense of the role this position plays in their not-for-profit organization.

To do this effectively, the board Chair first needs:

- A high commitment to the organization's purpose and its users
- A willingness to contribute time and to support the financial resources of the organization
- An ability to work with colleagues, staff, volunteers and community leaders
- An ability to represent the organization in the community

Effective decision making requires effective board meetings. Therefore, a key indicator of an effective Chair is what is accomplished at board meetings. A skill that every board Chair needs to develop is establishing and maintaining a participative meeting environment.

Establishing and Maintaining a Participative Meeting Environment

Board Chairs are responsible for establishing and maintaining an environment that encourages people to participate at board meetings. As much as you hope they will not, situations arise where the behaviours of one or more board members can detract from the meeting process. Being prepared to deal with these situations effectively, in a win-win way, is an important competency for any board Chair. Here are some suggestions that can help maximize the effectiveness of board members and board meetings.

- **Complainers.** Anticipate their comments and try to prevent them from speaking until others have given some positive comments. Ask them specific questions about the issue such as "How would you handle this situation, Terry?" Or "Can you think of one or two ways to improve on this suggestion?"

Another technique is to first ask for clarifying questions when someone presents a new idea. This approach makes sure that everyone understands the idea before opening the meeting for discussion and other questions. Experience has shown that clarifying takes care of many issues people have and reduces the number of negative comments.

- **Devil's Advocates.** Be aware of people who consistently look for what is wrong with new ideas or who immediately take the opposing view in discussions. First, compliment them on their interest and enthusiasm in the topic. Then, have them summarize the position they disagree with by asking "Ann, would you please tell us specifically what you don't agree with in this proposal?"

Recap their input, trying to emphasize the points they agree with and to minimize the points of disagreement. You can also redirect the board to the topic at hand by asking a direct question on the subject and bringing others into the discussion.

- **Experts.** Do not discourage their input, but also do not let them off easily. Ask them for specific examples of information that supports their statements. You may find out that, in fact, they do not know what they are talking about.
- **Limelighters.** These people like to be the centre of attention and often have little to say, but take a long time to say it. Ask them *funnel* questions that start with general information, but quickly narrow to specifics. For example, “Our year end is six months away, and a 25% reduction in funding is expected for next year. Can we come up with a practical way of deciding our priorities for service if we are unable to locate other funding sources?”

You can also smile, tell them their point is interesting and politely refer to the agenda, indicating “we are a bit off the subject.” Another approach is to wait for a pause, then thank them for their input. Immediately refocus the discussion and move on.

- **Quiet ones.** Make your meetings a safe place for everyone to participate and establish group norms that everyone’s input is needed. Reinforce this concept with supportive statements such as “In this board, we value everyone’s input. It’s O.K. to disagree with someone’s idea, but it’s not O.K. to tune them out or to be disrespectful.” Sometimes you can also encourage the quiet people to speak by drawing out someone next to them. Then ask for an opinion about the view expressed. Consider talking with these people privately. Find out their thoughts and feelings about what is being discussed. Ask them how they would like to participate.

Try relay questions to involve more people. This reinforces the value of everyone’s input and reduces people’s tendency to see the Chair or another board member as in charge of the conversation. Example statements could include “How do the rest of you feel about .. “ or “Has anyone got an idea or opinion about. .” or “Have any of you had a similar experience and what has worked for you?”

Board Development: Effective Organizations Call for Effective Chairs

“To achieve its full potential a board must have a strong chairman whose primary purpose is to create and maintain a spirit of unity among diverse people on the board and to ensure that it works appropriately with the executive staff in exercising effectively and ethically... It is the chairman’s task to lead and to restrain, to blend in proper proportion the more capable and vocal members with the less experienced and silent ones.”

Cyril Houle

“If you do what you’ve always done, you’ll get what you’ve always gotten.”

Anonymous

Checklist for Chairing an Effective Board Meeting

When chairing a board meeting:

- ✓ Be aware that your interest and enthusiasm is contagious. You can set the tone for the meeting.
- ✓ Be future-oriented. Use the past as a guideline; do not let it hold the board back.
- ✓ Build on the board's discussion. Do not change the topic or compete with other board members to meet your own needs.
- ✓ Come prepared and expect other board members to do so. Be sure that agenda packages are sent to board members at least five days before the board meeting.
- ✓ Communicate that you value everyone's time. Start on time. Call board meetings for odd times, such as 7:06 p.m. to get board members' attention. End on time, or perhaps even early. This approach lets board members know that they have succeeded in accomplishing what they set out to do.
- ✓ Control dominant people without turning them off. Recognize that conflict is not necessarily a bad thing. Do not put people on the defensive.
- ✓ Focus on what can be done. Do not continuously struggle with your board's and organization's limitations.
- ✓ Give others a chance to run the meeting. Those who learn to lead, also learn how to participate. This is a good way of preparing future chairs.
- ✓ Have a problem solving approach. Do not look for someone to blame.
- ✓ Keep all board members informed about what is expected of them. Posting notes somewhere in the room during the meeting that everyone can see is helpful.
- ✓ Listen carefully to everyone. Paraphrase to understand; not to judge.
- ✓ Only leave board meetings early for emergencies. Encourage others to stay for the whole meeting.
- ✓ Prepare the agenda for the board meeting, with input from other board members and the executive director. Remember it is the board's agenda, not the staff's.
- ✓ Remember that everyone's ideas have value to your board. Encourage creative thinking. Some of the best approaches and solutions have arisen out of ideas that at first seemed off the wall.
- ✓ Report back promptly. Be sure to get meeting minutes out no more than one week after the board meeting.
- ✓ Set a meeting norm that everyone's contribution is valuable. Respect the ideas of others, even if you do not agree.

“Running a good meeting is like directing a stage play,... and the President (Chair) is the director.”

Board & Administrator

The Board Chair as Leader

Besides facilitating board meetings, the Chair is also seen as a leader in the organization by other board members, the staff, the membership, and the community. In many organizations, the Chair is the only board member authorized to speak to others on behalf of the board. So, what does it take to be an effective leader? According to a survey conducted by James M. Kouzes and Barry Z. Posner, honesty is the number one characteristic of admired leaders. Other important leadership characteristics highlighted in their research included being forward-looking, inspirational and competent.

They found that honest people have credibility and credibility is what gives leaders the trust and confidence of those around them. High credibility can promote a stronger pride in the organization, a greater spirit of cooperation and teamwork, and more feelings of ownership and personal responsibility.

Here are some proven ways that leaders have built their credibility that you might want to consider incorporating into a term as Chair. Credible leaders:

- Do what they say they will do. They keep their promises and follow through on their commitments. They are first to do what has been agreed to do.
- Act in a manner consistent with the values of the organization and the people they work with.
- Believe in the value of people and honour the diversity of the group. They learn “how to discover and communicate the shared values and visions that form a common ground on which all can stand.”
- Listen to the people around them. Leadership is a dialogue, not a monologue.
- Make a difference in other people’s lives and work to develop the leader in everyone.
- Admit their mistakes and do something about it.
- Express optimistic attitudes and help the people around them develop positive attitudes about the possibilities of what can be accomplished.
- Create an atmosphere that encourages participating and learning from mistakes. Build on a foundation of trust and openness.
- Make communication a top priority and never punish people for saying what they really think.

Source: *Credibility: How Leaders Gain and Lose It, Why People Demand It*, by James M. Kouzes and Barry Z. Posner. 2003.

Board Development: Effective Organizations Call for Effective Chairs

“...the chairman must moderate as well as lead - a healer of breaches, harmoniser of divisiveness, sometimes cajoler and when necessary, a disciplinarian. To the public, the chairman is the symbol of the board and very often its spokesman. Within the board, the chairman sets the example for the other trustees (board members) by his or her personal performance.”

John W. Nason

Selecting A Board Chair

The first step in making the right choice for board Chair occurs during board recruitment. Be sure to look within your organization first. The nominating committee, the current board Chair and other supporters of the organization need to always be on the lookout for potential leadership volunteers. For example, current board members may have had other experience as board Chairs.

Encouraging community members to serve on board committees or to work on special projects can bring in a wealth of potential leaders. When the committee assignment or project is done, offer people additional opportunities to work with your organization. This lets volunteers see your organization from different perspectives and strengthens the pool of leadership candidates when the time arrives to elect a new Chair.

Be sure to closely look at people who have chaired committees and other projects. Successful committee Chairs often have the right stuff to be successful board Chairs.

Ideally, there should always be several people who are competent enough to take over the position of board Chair. To do this, some organizations use the position of Vice Chair as a training ground for board Chair.

Whoever your board selects, make sure that they have the abilities, qualities, interest and time needed to lead your organization in these challenging times. Remember that “a strong chair can guide a nonprofit to great success. A weak leader can hinder growth, stop it all together.”
(Scribe & Associates)

“You must be the change you wish to see.”

Mahatma Ghandi

Board Development Self-Guided Workbooks

The Board Development Program and the Muttart Foundation have published a series of five self-guided workbooks on board development issues.

- *Developing Job Descriptions for Board Members of Nonprofit Organizations*
- *Drafting and Revising Bylaws*
- *BOARD BUILDING: Recruiting and Developing Effective Board Members for Not-for-Profit Organizations*
- *Financial Responsibilities of Not-for-Profit Boards*
- *Hiring and Performance Appraisal of the Executive Director*

These workbooks are posted on the Board Development Program website: www.albertabdp.ca

Something to Think About

The Board Chair: To Vote or Not to Vote?

We are often asked if the board Chair should vote. Here are the four scenarios that we have observed.

1. The Chair does not have a vote. This approach is based on the Chair remaining neutral.
2. The Chair only votes in the case of a tie.
3. The Chair has one vote, like all of the other board members.
4. The Chair votes with the board, and then has a second casting vote in case of a tie.

Based on the principle that no board member, including the Chair, has more authority than another, we prefer option 3. In case of a tie, the motion is considered defeated. Another approach is to require a 75% majority in order to pass a motion. This allows the Chair to vote and reduces the divisiveness created in a board evenly split around an issue.

Giving the Chair a second vote is not recommended because it gives the Chair more votes than other board members. Opposing factions on the board, trying to win the Chair's second vote, have been known to irreparably split the board.

Board Development: Effective Organizations Call for Effective Chairs

"It is absolutely essential that the incumbent president (chair) be constantly on the lookout first for board members or other committee members who display presidential potential, and secondly, to see to it that such people have opportunities for experiences which would prepare them one day to take up this important role."

Andrew Swanson

For More Information on Related Board Development Topics

Contact the Board Development Program to receive other issues of *Board Development Information Bulletins*.

Other topics include:

- *Building Better Boards*
- *Where, Oh Where, Did Our Membership Go?*
- *Meetings that Work*
- *Sustaining Healthy Boards*
- *Financial Responsibilities of Not-for-Profit Boards*
- *Maximize Your Time and Efforts – Collaborate!*
- *Roles and Responsibilities of Not-for-Profit Board*
- *Hiring the Right Executive Director for Your Organization: One Size Does Not Fit All*
- *Evaluating Your Executive Director's Performance*
- *Strategic Planning & Governance*
- *Developing Policy*
- *So You Want to be a Board Member*
- *Understanding Financial Statements*
- *Committees*
- *Advocacy*

“There are no problems - only opportunities to be creative.”

Dorye Roettger



**Board Development Program
907 Standard Life Centre
10405 Jasper Avenue
Edmonton, AB T5J 4R7
www.albertabdp.ca**

What Does The Board Chair Do?

The Board Chair:

- ❑ Assures that the board fulfils its governance role.
- ❑ Chairs board meetings and executive committee meeting
- ❑ Delegates what can properly be delegated to spread the workload and to provide leadership experiences.
- ❑ Encourages board member participation in board meetings and activities.
- ❑ Keeps the board focused on the organization’s mission and its long-term direction.
- ❑ Leads the orientation of new board members.
- ❑ Makes sure that committee chairs are appointed.
- ❑ Makes sure the board prepares an annual work-plan and monitors the work-plan.
- ❑ Makes sure there is a process to evaluate the effectiveness of board members.
- ❑ Deals with board members who are not meeting expectations.
- ❑ Monitors the board to make sure the board follows its own bylaws, policies and procedures.
- ❑ Prepares the board’s agenda with input from board members and the executive director.
- ❑ Provides leadership to the board team.
- ❑ Stimulates board development efforts.
- ❑ Serves as *ex officio* member of committees and attends their meetings when needed.
- ❑ Takes a leading role in fund raising efforts.
- ❑ Represents the board to the community.