

#### Accountability in Action: Enforcing Board Member Responsibilities

# Audio Dial-In Information: U.S. & Canada: 866.740.1260

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  must
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## Accountability: What's the Big Deal?

- Transparency and accountability should be more than "buzzwords" at your association
- True accountability starts and ends with the Board
- Holding board members accountable may be easier said, than done, but...

## What influences (bad) behavior?

- Perceptual filters
- · Cast of "characters"
- Lack of clarity (board roles and board/staff relationship)
- Personal agendas
- Lack of clear rules and accountability mechanisms (unmanaged child syndrome)

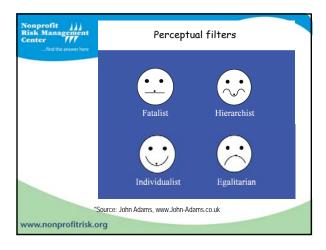
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#### It Takes a Village

- Each board member sees the world (and your nonprofit) through their own unique lens.
- Differences are good! When the going gets rough, remind yourself that your mission requires more than:

**\*\*\*\*** 



#### **Perceptual Filters**

- Egalitarian fearful and risk averse if you can't prove it's safe assume it's dangerous & invoke the precautionary principle ("minimize regrets rather than maximize benefits").
- Individualist optimistic and pragmatic if you can't prove it's dangerous assume it's safe
- Fatalist ducks if she sees something about to hit her, otherwise que sera sera.
- Hierarchist additional information is needed to find the right answer.

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#### **Cast of Board Characters**

(see 20 Dysfunctional Board Member Character Types for the Full Cast)

#### Common Board Characters:

- The Playwright scripts scenarios before the board meeting; expects everyone to follow his instructions.
- The Queen seeks inputs and then makes pronouncements about what shall be done.
- Machiavelli master of the power play.
- The Director knows what's best for everyone. Finds a way to leave the contributions of dissenters on the cutting room floor.

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#### More Common Board Characters:

- The Expert first one to speak up and remind fellow cast members of his expertise.
- ED Wannabe positioning to take over the ED's job.
- The Bomber (special effects expert) drops a bomb during the board meeting and watches what happens.
- Big Daddy well known with inflated ego; cell phone is certain to ring during every board meeting.

#### **Additional Causes of Bad Behavior**

- Lack of clarity (board roles and board/staff relationship)
- Personal agendas
- Lack of clear rules and accountability mechanisms ("unmanaged child syndrome")

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#### **Dealing with Problem Directors**

- Position the Chair
  - Advance notice of chair's role/duties, reminders, coaching
  - Position description for the Chair
  - Not everyone has the skills to be an effective Chair
  - Specialized training for Chairs

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#### **Dealing with Problem Directors**

- The agenda is your friend... use it!
  - Directors should insist on having and following an agenda
  - Learn how to use a consent agenda to speed up meetings

# **Dealing with Problem Directors**

- Use a Board Position Description
  - Distribute it early (before election) and often
  - Refer to it as often as necessary
  - Update it as necessary

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## **Dealing with Problem Directors**

- Provide training
  - Don't assume your board already "knows how"
  - Consider a third party who can deliver an unvarnished message about board duties
  - Board education is an ongoing process not a one time event

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## **Dealing with Problem Directors**

- The "Heart to Heart"
  - There is a reason and you need to find it
  - Isolate the Issue

## **Dealing with Problem Directors**

- Use a Board Handbook
  - Generic information on duties and responsibilities of directors
  - Specific information on board procedures
  - Articles, Bylaws and policies

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#### **Dealing with Problem Directors**

- Remember "right resources"
  - Use the proper "tool" for the job, and
  - Send the appropriate emissary
  - Tap other volunteers "peer management"

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# **Dealing with Problem Directors**

- Empower your Governance Committee
  - Director recruitment and training
  - Enforce policies & procedures
  - Enlist assistance with problem directors

# Thank you!

- Join me next month for "Fiscal Oversight, Risk and the Nonprofit Board" – Wednesday, September 7<sup>th</sup> at 2 pm Eastern
- Melanie@nonprofitrisk.org.
- (202) 75-3891