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For Doug and Jessica, both my heart's desire

Nonprofit Boards That Work

The End of One-Size-Fits-All Governance

Maureen K. Robinson



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About the Author

Maureen K. Robinson is an author and consultant on topics relating to the leadership of the nonprofit sector. Her consulting practice focuses on organizational and board development, strategic planning and executive director coaching. She is the author of *Developing the Nonprofit Board: Strategies for Educating and Motivating Board Members* and *The Chief Executive's Role in Developing the Nonprofit Board*.

Ms. Robinson founded the education program of the National Center for Nonprofit Boards and during her eight-year tenure expanded NCNB's education programs to include a national consulting service, a series of satellite broadcasts, and an annual conference that focused exclusively on governance issues.

Prior to joining the National Center for Nonprofit Boards, Ms. Robinson held a variety of positions in the museum field, including positions with the American Association of Museums and the Smithsonian Institution.

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Acknowledgments

I want to acknowledge with gratitude my mother's contribution to the completion of this book.

As I was tormenting the final chapters, my mother became ill, and I had to pack up my laptop and the manuscript and head to Scotland where catastrophe had befallen her. As she rested and I tried to get back on track, she would periodically call out: "Aren't you finished with that? What's taking you so long?" In all the world, probably the two questions I was least inclined to hear. Of course, she was right; it was taking too long to finish. So, I got on with it.

I also want to acknowledge and thank Martha Cooley at John Wiley & Sons who asked the same questions as my mother and almost as often, but never achieved quite the same galvanic response. I hope the book rewards her remarkable patience and support.

Most of the credit for the book goes to a handful of people who in various ways prepared me to write it. Larry Reger first brought me together with boards as we mobilized their political clout on behalf of museums. Nancy Axelrod, the founding president of the National Center for Nonprofit Boards, hired me to do the job of a lifetime and set me loose among a fair percentage of this country's nonprofit boards. Her knowledge of governance and her vision for NCNB made it an exciting place to be, both personally and professionally. Pamela Johnson has

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been a friend and sounding board for most of my life, and patiently allowed me to rehearse my ideas and complaints.

Finally, I want to acknowledge and thank the board members and executive directors who have invited me to work with them. My clients are my teachers. I learn something from each of them. Every day, I admire the way they approach their demanding work and feel honored to be asked to help them with some part of it.

Introduction

Over the years, I have watched many boards struggle to do a good job and I have been impressed by the good intentions and energy that a board will bring to the task. As an educator and consultant, I have experimented with various approaches to nonprofit governance, looking for a system that is flexible enough yet also precise enough to yield consistently good results for every board or almost every board. I am still searching. In the meantime, this book represents an effort to place the solution where I believe it belongs—in the board’s desire to do what is best for the organization.

Boards have to shape themselves to fulfill this basic desire, and to test what they do and how they do it against the standard of the organization’s best interest. There is no one way to do what’s best. Boards looking for a simple formula will be disappointed. There is no perfect board size or committee structure, no foolproof way to separate governance from management. There is no universal template to guide a board meeting, no model job description that will mean enough to every board to get all 15 million or so board members to use it. I believe that people on a board know what’s best for the organizations they serve better than any consultant or advisor could, but often fail to understand it or achieve it because they do not take the time to stop and consider the simple but critical

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question: How can we be better? The book is an effort to encourage boards to ask that question and support them when they do, to point to the areas where asking and answering the question may have the greatest power to strengthen the board's role in an organization's success.

If I could grant a board that is struggling to do a better job one wish, it would be to find the confidence and the courage to overcome the usual enemies of boardroom change—unruly and disaffected members, obsessed founders, and anxious executive directors. Where governance is concerned, money is not the root of all evil. The hours lost across the sector to people more interested in their own needs than in the needs of their organizations are a genuine heartbreak.

The nature of boards means that writing a book about non-profit governance presents some interesting challenges. As a group, board members are not avid consumers of the literature written about them or for them. Whatever appetite they have for professional development is usually directed toward their careers, not their volunteer lives. So, the first challenge a writer on nonprofit governance must face is: Who is the reader? Who is likely to pick up this book? Will it be a board chair? A prospective board member? The chair of a nominating committee? A happy board member seeking a path to greater satisfaction? A dissatisfied board member looking for ways to make improvements?

Each of these would be a welcome reader of any book on governance. Unfortunately, the odds of a high percentage of readers falling into any of these categories, at least at first, are relatively slim. The likely reader will be an executive director, attentive as always to ways to improve perhaps the central relationship of his or her professional life: the relationship with the board.

Knowing that the reader is probably an executive director presents other challenges, particularly with the tone or "voice" of the book, and more important, with the impact of the ideas

and information the book conveys. For most of the book, I tried optimistically to assume that I have the ideal reader—a board member. In one or two places, though, I break ranks and speak directly to the executive director. The bigger dilemma presented by this disjunction between the ideal reader and the actual reader is the conviction that I express throughout the book: that boards improve only because they want to, not because their executive directors or outside parties fervently wish they would.

My hope is that an executive director reading this book will feel so inspired and reassured that he or she will purchase a copy for every board member. The encouragement of the executive director combined with access to the ideas in the book will give the board what I feel is its best opportunity to become a strong and effective working body. In the event that this hope is only partially fulfilled, I have hedged my bets by focusing a chapter on the influence and the authority that the executive director does possess to leverage the board's capacity, and by emphasizing throughout the book the fundamentally positive relationship that the board must establish with the executive director if the organization is to succeed. With luck, the executive director will promptly begin to refine his or her relationship with the board and inspire the board to take on greater responsibility for its own effectiveness. In taking this approach, I am like the archer who aims high and perhaps a little wide to account for gravity and prevailing winds.

My faith in boards and my affection for people who agree to serve on them are the products of my years of working with a broad variety of nonprofit organizations, first during my tenure with the American Association of Museums and then with the National Center for Nonprofit Boards. At NCNB, I can honestly say that I worked with thousands of board members and hundreds of organizations, in every imaginable setting and under a staggering array of circumstances. A significant number of organizations made a lasting impression and their

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influence on this book is substantial. Many were excellent boards working deliberately to be better; others were struggling to overcome a history of bad or mediocre governance habits. A few just took off and others floundered. To me, the failures and near-misses were as instructive as the successes.

Working with boards has brought me into regular contact with others doing similar work and writing about it. Whenever I think that I have seen everything or that I have finally struggled through to a conclusion about some attribute of good governance, there is someone out ahead, by my side, or chasing after me shouting “What about this?” Periodically, I have reservations or doubts about a particular theory or approach to governance that seems to have struck a chord in the nonprofit world. Nevertheless, I am continually grateful to others working on the same topic for provoking me into thinking a little harder about what works and why, when the goal is to help improve the work of boards.

I would like to think that this book will be provoking in turn—that it will provoke some thinking, some experimentation, some change, and with luck, some disagreement. I look forward to learning about it all.