**Board – Executive Director - Staff**

Think of each board member as having three hats to wear:

1. *Governance hat*: Worn only when the full board meets, proper notice has been given, and a quorum is present.
2. *Implementation hat*: Worn only when the board gives one or more board members authority to implement a board policy.
3. *Volunteer hat*: Worn at all other times, when board members are involved with organizational activities as a volunteer.

Problems arise when board members and/or staff confuse these hats or when board members assume that *individual* and *collective* board responsibilities are interchangeable. They are not. Much of the confusion has to do with authority. Here is how we distinguish the three hats for individual board member:

* *Governance hat*. The board is the ultimate legal and moral authority for the nonprofit corporation. The government authorizes the board to be accountable to the public for running the corporation. An *individual* board member has no authority in governance. Governance is *group* action.
* *Implementation hat.* Occasionally the board delegates at least one of its members to act on its behalf – to negotiate the purchase of a van, for example, or to determine which firm will do the next financial audit. Such authority is not automatic just because a person is a board member. It depends on the board’s having given its authority, acting by resolution in an official meeting.
* *Volunteer hat.* As a volunteer, a board member has no individual authority simply by virtue of his or her position. When wearing a volunteer hat, the board member is accountable to another person, whether the chief executive, the volunteer coordinator, another staff member, or a task force chairman.

The most misunderstood and abused principle of governance is the requirement for group action. The chief executive and staff cannot serve two (or 22) masters. The full board sets policy, not individual board members who feel strongly about something and voice their opinions to the chief executive. Board members must be taught this principle, and staff must be reminded of it. Otherwise, confusion and conflict reign and board effectiveness is diminished. (Robert C. Andringa & Ted W. Engstrom, “Nonprofit Board Answer Book”, pg 4-5.)

**C. BOARD - STAFF RELATIONS**

As a rule, the board assumes policy-making responsibilities for the organization and staff are responsible for implementation and the day-to-day decision making.

Maintaining a comfortable, healthy and meaningful climate for communication between board and staff is critical to the effective and stable operation of a non-profit organization. The board of an agency and its staff must work in harmonious partnership

to further their common goals of service provision. While each group has its own responsibilities and duties, there is a wide overlap in many functions. This is particularly true in developing objectives and the resources to achieve them. Board and staff must be seen as working together because they are jointly responsible to the community for

the satisfactory operation of the agency.

Communication, trust and understanding between board and staff are necessary for a vital organization. If the relationship between the board chair and the executive director

is sound, the chances are good that this attitude will permeate the entire organization.

There must be clear lines of communication, accountability, cooperation and a clear understanding of roles and responsibilities.

Non-profits vary, depending on size, administrative structure, purpose and style, in the amount and quality of interaction that exists between board and staff. Most organizations limit board member contact with non-administrative staff, or in many instances, staff other than the executive director or designees. Board members need to

be sensitive to, and respectful of the executive director's authority with staff and guide their conduct accordingly. In most instances, it is the role of the executive director to convey board policy to staff and to convey administrative and staff concerns to the board.

The two most singularly powerful positions in a non-profit organization are the president

of the board of directors and the executive director of the agency. The president is the

volunteer leader of the organization, representing the policy and legal functions of the

board. The executive director is the person responsible for administrative and program

functions. Together, they provide the leadership in the agency to develop policy and to

implement programs. It should be no wonder, then, that the working relationship

between the occupants of these two positions is more important to the overall

functioning of the organization than the other relationships in the agency.

The executive director and president need to pay attention to how these two positions

relate and how they, at any given time, perceive and exercise their leadership roles.

They need to have a common understanding of community needs and the agency

mission. To the extent that they differ on these and other issues, those disagreements

can be resolved privately. Any irreconcilable differences should be maintained on the

impersonal level and contained within their respective roles. They may need to be

brought to a committee or the full board for resolution where significant disagreement

exists.

The executive director serves as the interface between the policy-making process and

operations. He or she is directly accountable to the board and is responsible for

maintaining consistency between the mission and policies of the organization and the

management of the organization's resources to ensure achievement of goals. A sample

position description for the executive director is included in this section.

The executive director's perspective on consumer control and advocacy is a critical

variable in his or her effectiveness in translating board policies into center practices.

Consumer control in management staff, other than the executive director, is another

critical link in the chain. The importance placed on substantive participation and input of

staff is a central consideration in maintaining adherence to the principle of consumer

control on an operational level. Management staff is deeply involved in drafting policy

for the executive director and board. If the work they do reflects consumer control in

principle and practice, they will be providing a great service to the board while

implementing policy clearly to those they manage and supervise.

There is no more critical link in this chain than the direct services staff and, in turn, the

services provided by these staff. Service staff are the most important front-line people

within a center and the third critical link. In order to promote consumer control through

role models, it is very helpful for direct service staff to be people with disabilities. In this

sense, direct service staff are peers. By hiring people with disabilities in these positions,

a center demonstrates its understanding of the need for consumer trust and acceptance

and the importance of credibility of staff.

It is just as important to solicit consumers for other staff roles as well. Hiring people with

disabilities in support staff and clerical positions demonstrates the center's commitment

to the consumer-control principle and the affirmative action policy. Support and clerical

staff represent the fourth link in the chain.

**D. EXCLUSIVE AND OVERLAPPING BOARD/STAFF RESPONSBILITIES**

**BOARD RESPONSIBILITIES**

Determine Policy

Select Board

Oversee Finances (e.g. Budget Approval & Modification and

Establishing Fiscal Policies)

Hire, Supervise, Evaluate, and Fire the Executive Director

Establish Priorities and Allocate Resources Accordingly

**BOARD COMMITTEE/EXECUTIVE DIRECTOR STAFF "TEAM" RESPONSIBILITIES**

Formulate Policy

Raise Funds

Relate to Community

Develop Budgets and Report Fiscal Status

**EXECUTIVE DIRECTOR AND STAFF RESPONSIBILITIES**

Manage Programs

Administer Personnel Policies and Oversee Staff

Operate Agency