

WHOSE ROLE IS IT?

BALANCING BOARD AND STAFF RESPONSIBILITIES

Confusion sometimes arises in organizations regarding what the Board is responsible for and what should be left to the Chief Staff Executive.* Clear understanding of the roles can make the difference between a successfully operated organization with a Board focused on the issues important to the organization or a micro-managed Chief Staff Executive who spends so much time managing Board interference that they can't adequately perform the job for which they were hired (running the organization). **Here's a quick reference to "who does what."**

Board Chair:

- ◆ Provides leadership to the volunteer Board of Directors
- ◆ In consultation with the Board and Chief Staff Executive, identifies needed committees, task forces, and strike forces and appoints their volunteer chairs
- ◆ Leads the annual Board Self Evaluation process
- ◆ Intervenes when volunteers are not meeting their commitments or are operating outside established guidelines
- ◆ Speaks on behalf of the organization and the Board within established parameters
- ◆ In consultation with the Chief Staff Executive, develops the agenda for Board meetings
- ◆ With other members of the Executive Committee, assesses the performance of the Chief Staff Executive

Board of Directors:

- ◆ Sets the Mission and Vision for the organization
- ◆ Establishes the organization's priorities through formulation and adoption of the Strategic Plan
- ◆ Approves the Annual Budget and any expenditures outside that established budget
- ◆ Reviews and accepts the organization's financial reports (monthly/quarterly as well as end of year)
- ◆ Reviews the organization's federal 990 tax report and other government reports
- ◆ Ensures the organization is in compliance with its corporate documents and state and federal requirements
- ◆ Exercises fiduciary oversight of the organization (Duties of Care, Loyalty, and Obedience)
- ◆ Ensures the organization has enough resources (time, talent, and treasure) to carry out its mission/strategic plan
- ◆ Hires, fires, and assesses the Chief Staff Executive
- ◆ In consultation with the Board Chair and the Chief Staff Executive, identifies, recruits, and selects new Board members

Chief Staff Executive:

- ◆ Conducts the day-to-day management of the organization and all staff
- ◆ Speaks on behalf of the organization and its positions within parameters established by the Board
- ◆ Handles hiring, firing, and job classifications for other organization staff and assesses their performance
- ◆ Addresses staff grievances as long as they don't involve the Chief Staff Executive (in which case the matter should be referred to the Board Chair and Executive Committee)
- ◆ Develops and executes new programs and services within the guidelines provided by the Board of Directors
- ◆ Monitors income and expenses on a daily basis
- ◆ Completes, or causes to be completed, the organization's federal 990 tax report and other government report
- ◆ Disburses funds within approved budgetary limits
- ◆ Creates a plan to meet the organization's financial requirements and drafts the Annual Budget
- ◆ Maintains the organization's corporate documents and ensures all filing deadlines are met

In summary, the Board Chair leads the organization's volunteers, the Board provides oversight and strategic guidance, and the Chief Staff Executive manages the organization's operations.

"BOARD GOVERNS, STAFF MANAGES"

*Chief Staff Executive is generally referred to as the President & CEO or Executive Director, but this may vary by organization



Claire Louder, IOM, CAE, MPP ♦ Louder NonProfit Strategies, LLC - *Feel free to adapt, share, or use for training purposes.*

claire@loudernonprofitstrategies.com ♦ www.loudernonprofitstrategies.com

Rely on legal, accounting and insurance counsel when discussing board fiduciary and trustee duties.