



Governance 101: *Going Beyond the Bylaws*

SCCA 2017 National Convention

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Facilitator:

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Who Is Quantum Governance, L3C?

- Quantum Governance, L3C is a low profit, limited liability service organization dedicated to the public good.
- We are one of the first such “hybrid” organizations in the United States.
- We have 145+ years of combined experience working with nonprofits, credit unions, foundations, associations, corporations & government agencies.
- We work 100% at the Board, CEO/ Executive Director & Senior Staff levels.

Governance
Consulting,
Advice &
Counsel

Keynote
Presentations,
Workshops &
Seminars

Assessments,
Research &
Knowledge
Building

Strategic
Planning,
Retreats &
Facilitation



Agenda



Welcome, Context & Objectives

- Review of the Agenda
- Your Objectives for the Session

Relevant Governance Principles & Best Practices

- Defining “Governance”
- Common Governance Challenges
- Board Member Roles & Responsibilities
- The Legal Responsibilities of Board Members
- The Role of the Board Officers
- The Future of Board Meetings

Next Steps

- Assessing Your Board’s Effectiveness
- Six Questions To Ask Yourself...

Becoming **Exceptional**



What is
Governance?



The Board is the **legal caretaker** and **steward** of the organization and is responsible for the mission's current - and future - welfare.

Boards do this through their power to **govern** the organization...



To govern is to **steer, direct, and influence** or **persuade** from a position of authority.

Governance deals with the legitimate distribution of authority throughout a system large or small – whether it's a country, corporation or a **nonprofit club**.



Exercise

What are the
Core Responsibilities
of a Nonprofit
Board?

The Core Responsibilities of a nonprofit Board?



The Legal Responsibilities of Board Members

The Duty of Care

The Duty of Loyalty

The Duty of Obedience

&

The Duty of Leadership!

The Role of Nonprofit Board Officers...

Chair **Board Manager in Chief**

Vice-Chair
Board Learner in Chief

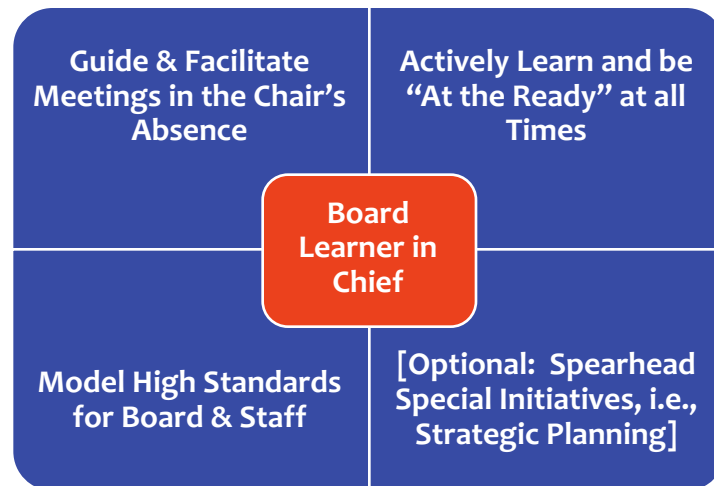
Secretary
Board Builder in Chief

Treasurer
Board Translator in Chief

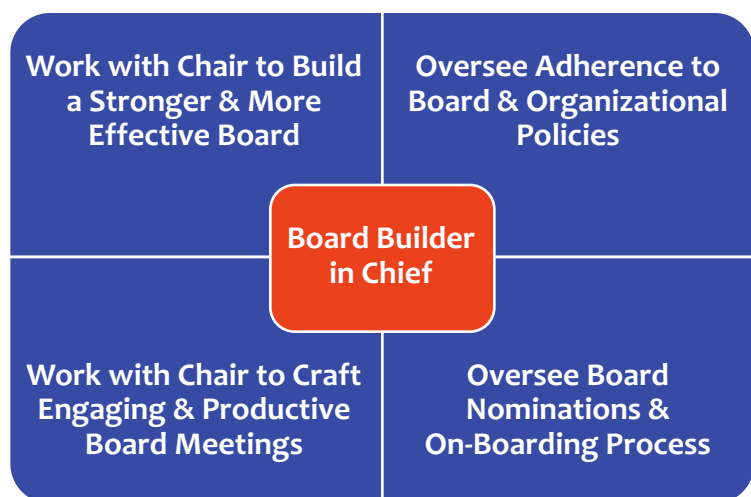
Key Responsibilities of the Chair



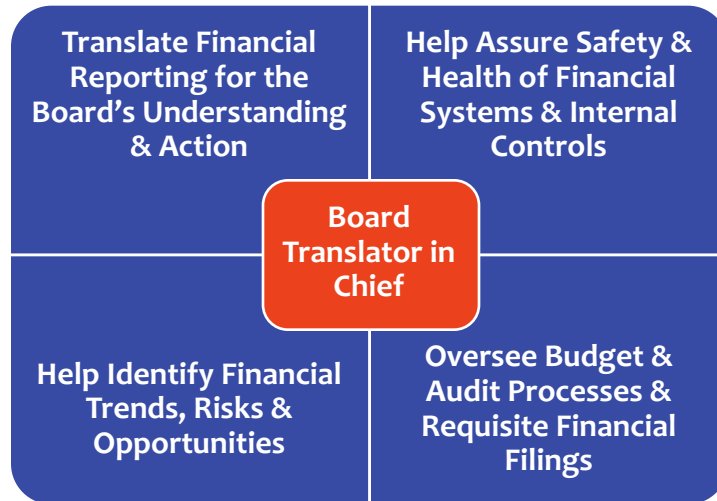
Key Responsibilities of the Vice-Chair



Key Responsibilities of the Secretary



Key Responsibilities of the Treasurer



What is the Purpose of
Board Meetings?

The Purpose of Board Meetings is:

To convey information?

Satisfy members?

Sharing?

Deliberating?

Engagement?

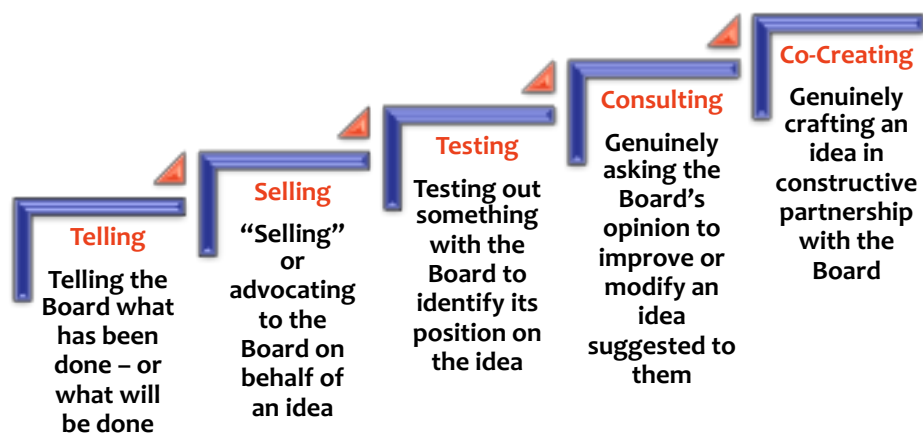
Deciding?

BUILDING MUTUAL TRUST?

Accountability?

*Collective &
Individual
Learning?*

Levels of Board Dialogue & Engagement



Low Level of Engagement

High Level of Engagement

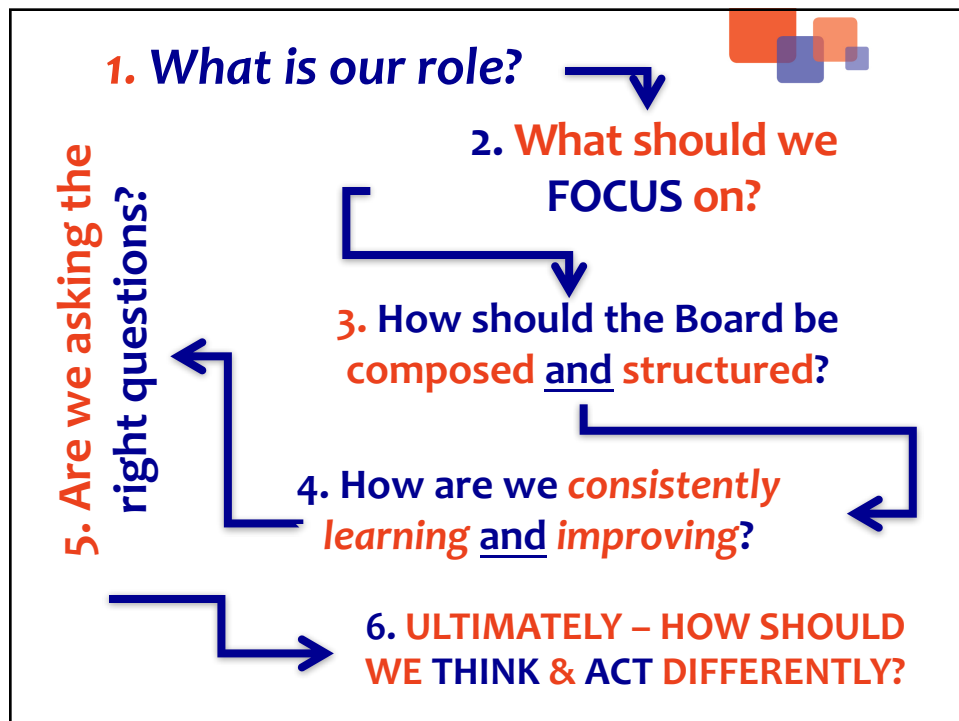
From Peter Senge, et al.: The Fifth Discipline Fieldbook



Structured Agendas/Meetings

- Careful Framing of Questions
- Annual Imperatives
- Built-In Educational Time
- Consent Agenda
- Dashboards
- Specific Meeting Themes
- Annual Calendar of Meetings
- Specialized Retreats
- Expert Guests/Facilitators

Ask Yourself
These 6 Key Questions!



Thank You
For All That You Do!



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