



Board Fundamentals: Roles & Responsibilities

June 21, 2023

A Board of Directors is a **legally recognized** group of people **responsible** for “managing, or supervising the management of, the activities and internal affairs of the organization”

BC Societies Act

Individual board member responsibilities

1. Act honestly and in good faith with a view to the best interest of the society.
2. Exercise care, diligence, and skill.
3. Act with a view to the purposes of the society.
4. Act in accordance with the *Act*, regulations, and the bylaws.



⚙️ Organizational functions (separate but related)



Governance: Sets direction and high-level goals, and provides oversight

Management: Executes direction set by governance

Operations: Delivery of programs and services

⋮ Boards are dynamic

On a scale of 1-5, where would you place your organization on the spectrum?

Working Board

1

2

3

4

Policy Board

5



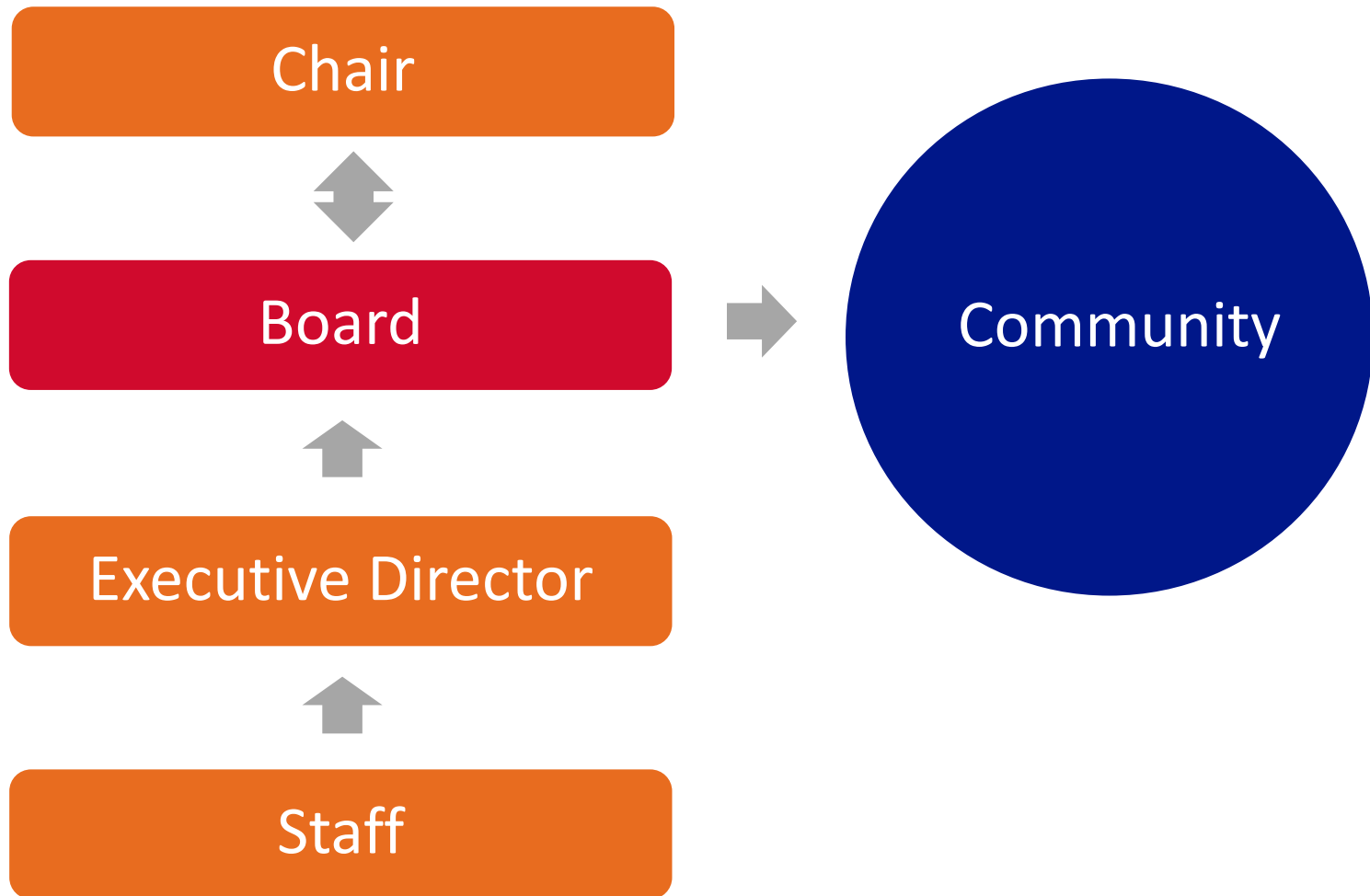
Defining governance

GOVERNANCE is how society or groups within it, organize to make decisions.

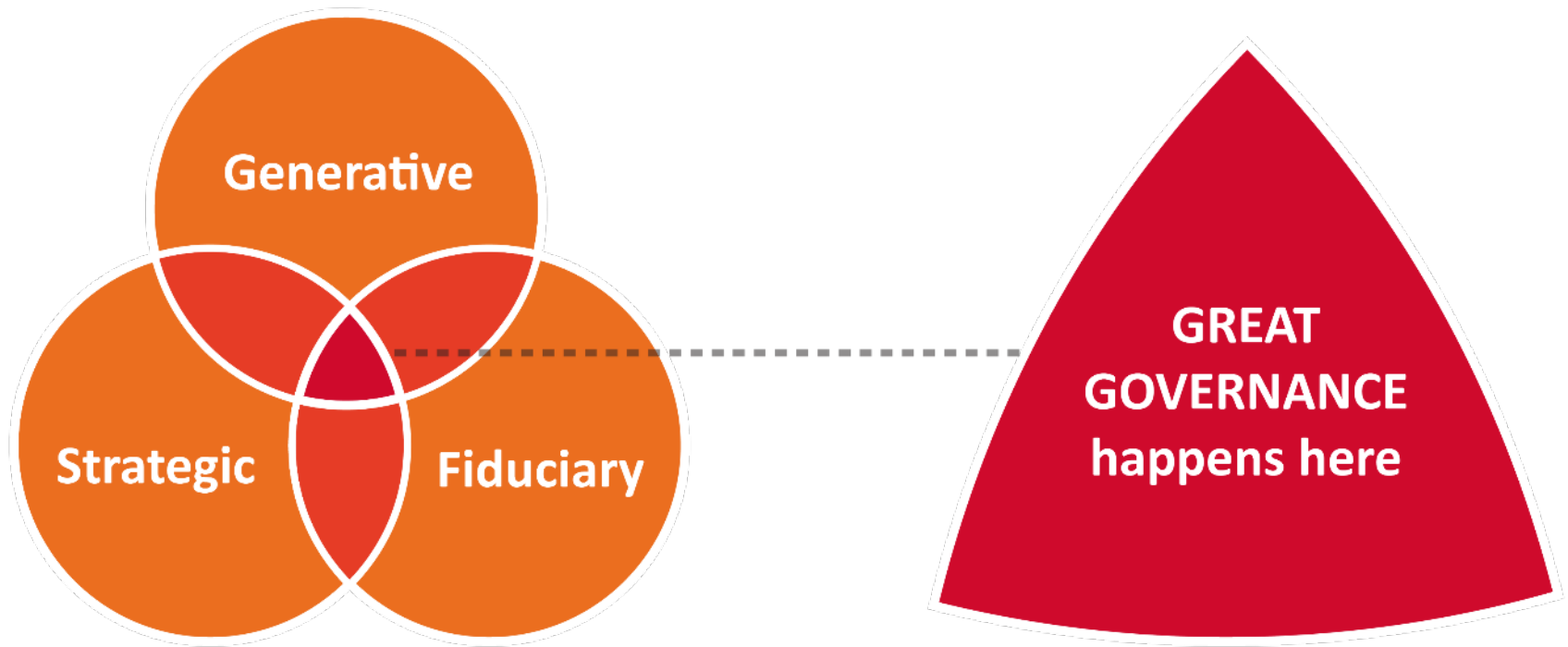
It determines who has power, who makes decisions, how other players make their voice heard and how account is rendered.

Institute on Governance

⋮ Governance chain



⋮ Modes of governing



Applying the 3 lenses

		DISCUSSION POINTS		
		Proposed new youth program	Moving to a bigger office	Environmental Sustainability of the organization
MODE	Fiduciary			
	Strategic			
	Generative			

Applying the 3 lenses

		DISCUSSION POINTS		
		Proposed new youth program	Moving to a bigger office	Environmental Sustainability of the organization
MODE	Fiduciary	Do we have the staff/resources to deliver it?	Can we afford it?	Is sustainability within our organization's mandate?
	Strategic	How does it meet our client's needs? Is this project the best way to meet those needs?	Can we partner with someone so we can pay less rent?	What is our current position on sustainability?
	Generative	How does this program reflect our values? What other perspectives do we need to consider?	Should we rethink our staffing or program delivery model to use the space we have?	How is our work connected to the environment?

Two key board roles



Taking care of the
ORGANIZATION



Taking care of
ITSELF

How the board takes care of the organization

Governance responsibilities



Where is your board doing well?

Where could you improve?

Being an ambassador

All Board members have the ability to leave a positive impression of themselves, the cause, and the organization.

They are well-positioned to serve as ambassadors because they are often seen as:



Genuine



Altruisti

c



**Reflective of the
community served**

How the board takes care of itself



⋮ Strategic recruitment

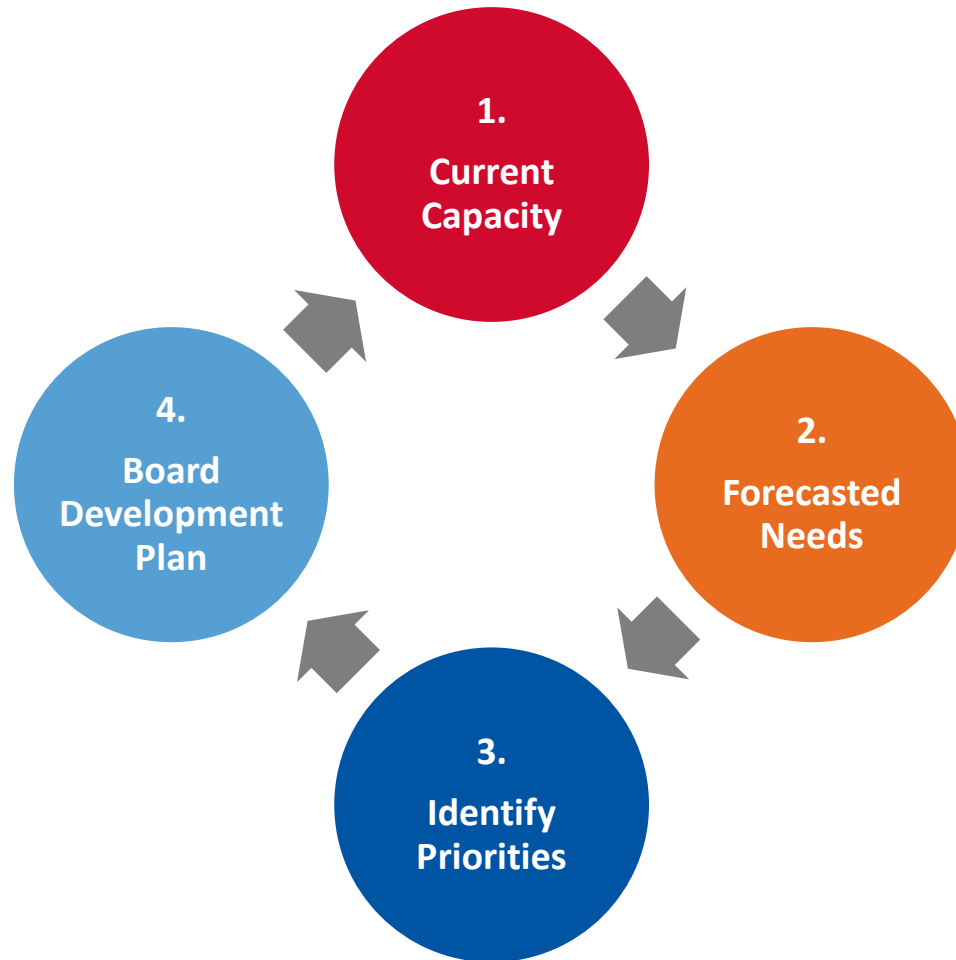


Strategic recruitment:

Preparing for and leveraging natural turnover to support long-term organizational success.

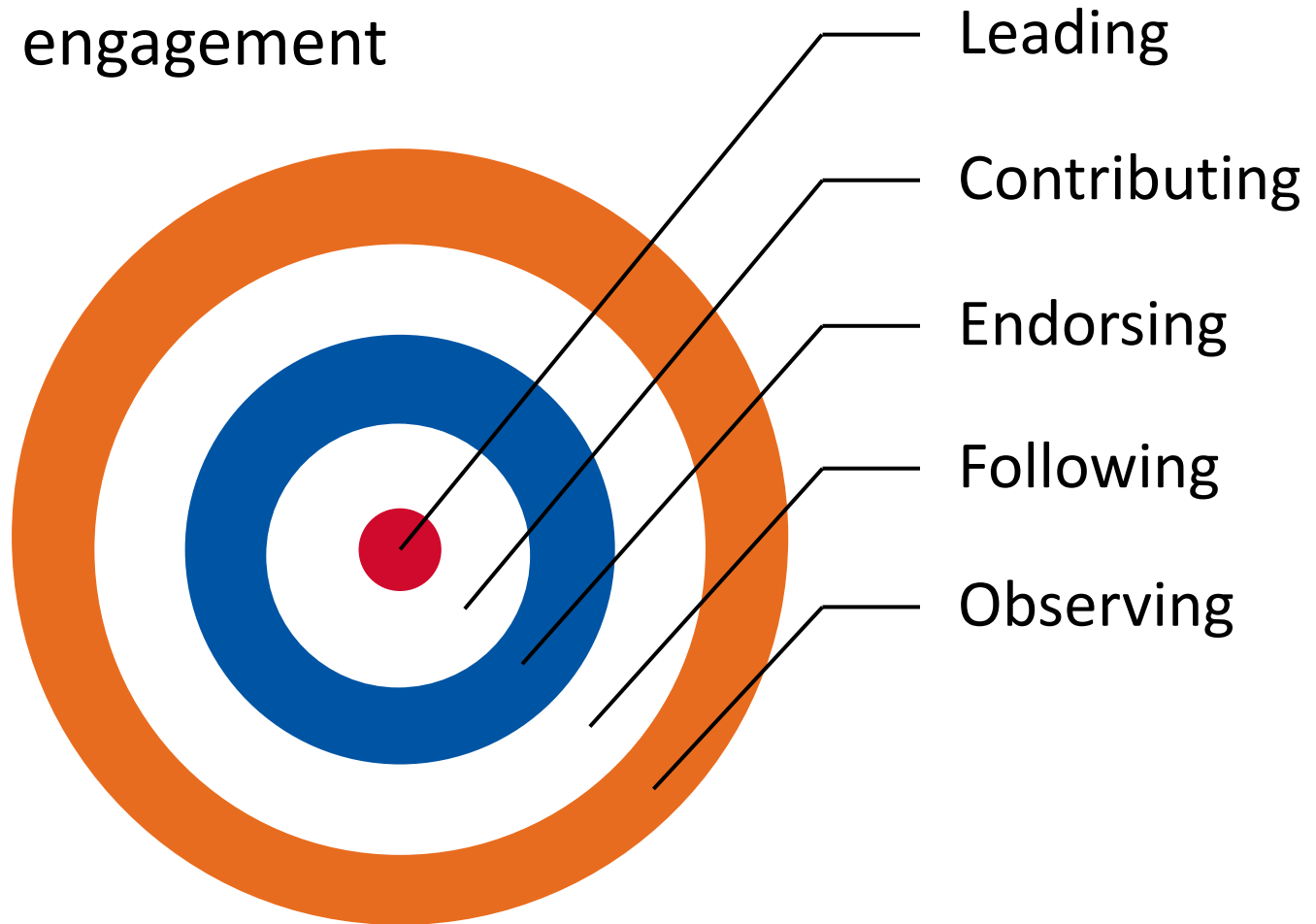
- What skills and expertise will you need to recruit?
- What lived experience and values will be relevant?

⋮ Planning for strategic recruitment



Always be recruiting

Building relationships to
deepen engagement



Board development



- Formal training sessions
- Mentorship
- Participate on a committee
- One-on-one check-ins
- Hire a consultant

What other suggestions do you have?

Meeting tools



Flexibility +
Digital tools =
Better accessibility

- Board calendar
- Annotated agenda
- Pre-reading
- Consent agenda
- Questions in the agenda
- Minutes
- Meeting evaluations

Committees

