80 Principles/Practices of
High Performing Boards

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Nonprofit Organizations Use This List To ...

- *Check whether they are missing any good governance practices*
- *Suggest topics for their board development committee to consider*
- *Assess what all directors think the board is doing well or should be doing*
- *Identify where they may need outside help*

FOUNDATIONS OF BOARD STRUCTURE AND PROCESS

1. We have a clear vision and mission that attract and guide people, programs, and resources.
2. We have defined measures of desired outcomes and we use them.
3. The size of our board is workable and is neither too big nor too small.
4. We have a defined profile of desired expertise and diversity of board members. ⬚
5. We build a pool of candidates throughout the year, using a board profile template.
6. Our directors contribute wealth, wisdom, wallop (influence) and witness (advocacy).
7. We have defined terms (2-4 years) and consecutive term limits.
8. We conduct pre-election (nominees) and post-election (new directors) orientations.
9. We have clear roles and responsibilities for the board as a whole, individual directors, committees, CEO, and staff.
10. We have all directors sign an annual affirmation of board-approved expectations.
11. We conduct peer evaluations prior to nominating current board members for another term.
12. We have a Bylaw provision for terminating directors mid-term, even without cause, if necessary.
13. We have an elected chair, gifted and prepared to manage the board and relate positively with the CEO.
14. The CEO is ex officio on the board without vote, but not the Chair.
15. We have no limits on consecutive terms for board chairs.
16. We understand directors may wear several "hats," but we elect them for the governance hat, i.e., their role as governors.
17. We expect each director to wear the volunteer, participant, and (maybe) implementer "hats" in addition to the governance hat.

EXECUTIVE LEADERSHIP

18. We have a clear definition of the type of CEO needed for our mission and the future of the organization.

19. We intend to implement an open, professional search process for the next CEO.

20. We have mutually agreed upon expectations and goals for the CEO.

21. The board allows the CEO to recruit, hire, evaluate, and terminate (if necessary) all staff.

22. The board defines what information and data it wants from the CEO and how often.

23. The board provides a good annual CEO performance review based on agreed upon goals.

24. The CEO is transparent with directors and informs them through regular emails or conference calls.

25. The CEO and board chair have regular pre-scheduled times and agendas for conversations.

26. The board has a comprehensive succession and transition policy for board and management leaders.

BOARD COMMITTEES

27. We review the committee structure periodically and change when wise.

28. We have clear, written job descriptions for all committees.

29. Committee chairs lead in setting agendas focused on governance, not management.

30. Our bylaws allow non-directors to serve on committees.

31. Our committees speak "to the board" and not "for the board."

32. If we have an Executive Committee, it meets only when needed.

33. We have a board governance committee that nominates, educates, and evaluates.

34. We have a separate Audit Committee that is focused on regulations, risk, and internal procedures.

35. The staff prepares advance board material that is policy-oriented, not management-focused.

36. Our board creates ad hoc task forces for short-term, specialized issues.

BOARD MEETINGS

37. We schedule board meetings at least two years in advance.

38. The number of board meetings each year is sufficient to maintain board unity and high performance.

39. We have fewer, but longer meetings rather than many, short meetings.

40. Our directors receive reports whenever developed, but all at least one week in advance of meetings.

41. Our directors build a culture that expects all to come fully prepared and ready to participate.

42. Our board schedules meetings at least two years in advance, with each meeting having an in-depth review of a major function.

43. We limit the time for staff reports and staff Q&A to allow for more in-depth board dialogue.

44. Our board meetings include time for board business, board education, and social interaction.

45. The board chair shapes the final agenda, including a consent agenda, and manages for maximum

board participation on strategic issues.

46. All of our meetings have a short executive session at the beginning without the CEO.
47. All of our meetings have a short executive session at the end together with the CEO.
48. The primary focus of board meetings is assessing outcomes and adjusting policies.
49. We conduct regular retreats, often with spouses, to build relationships and focus on long-term strategy.
50. All board members evaluate every meeting and suggest improvements in protocol, agenda, venue, etc.

BOARD POLICIES

51. Our board policy manual (BPM) has all ongoing board policies in one well-organized document.
52. One section of our BPM describes clear vision, mission, values, strategies, and top goals.
53. One section of our BPM has key policies about governance structure and meetings.
54. One section of our BPM clarifies the board-staff relationship and roles.
55. One section of our BPM articulates board parameters around all major executive functions.
56. We review and improve our board policy manual (BPM) at every meeting.
57. The CEO recommends edits to these standing policies in advance of each meeting.
58. Our committees review staff suggestions to the BPM, then recommend changes to the board.
59. The key outcome of our board meetings is wiser policies documented in our BPM.

STRATEGIC PLANNING AND BUDGET PLANNING

60. Our board policies specify that the CEO leads strategic planning involving key persons on and off the board.
61. Our board reviews current plans and finances at every meeting, often reflected in CEO "dashboard" reports.
62. Our annual budget reflects our strategic plan and prioritizes funds to achieve defined goals while reducing spending on lower priorities.
63. Our board makes key results public for needed transparency and accountability.

FUNDRAISING

64. Our board contributes to fundraising with good CEO selection, clear policies, and director involvement.
65. We enforce a policy that every director be a donor of record, ideally in the first quarter of every year.

66. We have a clear expectation that all directors participate in executing a good fundraising plan.
67. We appoint talented leadership for capital campaigns including non- board members.

<h2>OTHER CHARACTERISTICS OF GOOD GOVERNANCE</h2>

68. Our board faithfully honors all laws and government regulations.
69. The CEO uses emails, conference calls, a board website and other means to improve board communications.
70. We ensure that a culture of transparency, accountability, and integrity is promoted at all levels.
71. We reserve the right to request outside assessments or audits of legal, financial, program, or fundraising.
72. We conduct intentional research on and visits to similar organizations by board and staff.
73. We maintain membership in and partnership with significant organizations and associations.
74. We invest in professional development for board members, staff, and volunteers.
75. Our board protocols are documented, including our commitment to confidentiality.
76. We ensure that technology is maximized for efficiency in governance and programs.
77. We ensure that contracts and agreements with others include alternative dispute resolution.
78. We make sure to thank and honor board members and staff when they depart. ⍰
79. We regularly review Articles and Bylaws to reflect changing culture, laws, and regulations.
80. Our board knows why, when, and how it would close or merge with another organization.

NOTE: There are other good practices and many resources today to help improve governance. If you would like this list of 80 in a Word document so you could edit it to your liking, or you would like to discuss using these 80 in a Survey Monkey to get input from all board members, please contact bobandringa@mac.com.

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