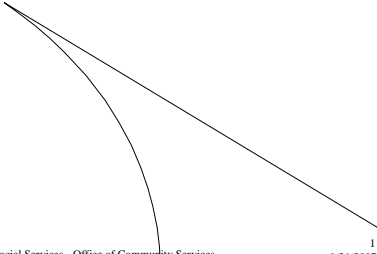


**Board of Directors Training**



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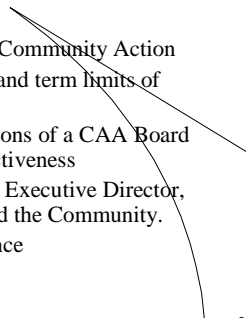
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**Introduction**

- Introduction and History of Community Action
- Organization, composition, and term limits of CAA Boards
- Basic Functions and Operations of a CAA Board and how to increase its effectiveness
- Board relationships with the Executive Director, Staff, Funding Agencies, and the Community.
- Head Start Shared Governance



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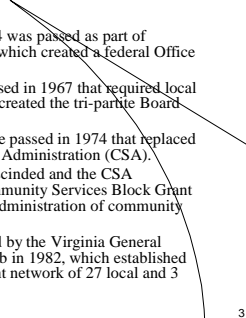
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**History of Community Action**

- The Economic Opportunity Act of 1964 was passed as part of President Johnson's "War on Poverty" which created a federal Office of Economic Opportunity (OEO).
- Green and Quie Amendments were passed in 1967 that required local government designation of CAA's and created the tri-partite Board structure that still exists today
- Community Services Amendments were passed in 1974 that replaced the OEO with the Community Services Administration (CSA).
- The Economic Opportunity Act was rescinded and the CSA abolished in 1981; replaced by the Community Services Block Grant which delegated responsibility for the administration of community action agencies to the states.
- The Community Action Act was passed by the Virginia General Assembly and signed by Governor Robb in 1982, which established the legislative framework for the present network of 27 local and 3 statewide community action agencies.



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## CAA Board Composition - Tripartite

- One-Third of members must consist of elected public officials or their representatives
- Not less than One-Third of members must be chosen democratically to represent low-income individuals/families in the service area
- Remaining members represent the community (business, labor, industry, religious, law enforcement, education, other major groups and interests)

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## Term Limits in Virginia

- Terms Limits for Community Action Board Members are established by *The Virginia Community Action Act*.
- Elected public officials and their designees have **no** term limits.
- All other CAA Board Members have the following term limits:
  - No More than Five (5) Consecutive Years
  - No More than a Total of Ten (10) Years
  - *\*Board service as an elected public official or their designee does not count toward term limits imposed on board members from the other two sectors.*

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## Type of Board

- CAA Boards are Governing Boards which means:
- The Board of Directors IS the Community Action Agency and is LEGALLY responsible for its actions.

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## Basic Board Roles

- **Support** – raise money, bring contacts and clout, provide special skills, act as ambassadors to the community, and strive to ensure the success of the organization.
- **Governance** – selecting and evaluating performance of the Executive Director, reviewing and authorizing plans and commitments, ensuring compliance with legal and contract requirements, evaluating Agency’s work, protecting the public interest.
- Effective Boards find creative ways and techniques for fulfilling these two differing (and sometimes conflicting) roles for the good of the Agency and its mission.

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## Basic Board Functions

- Define vision/mission.
- Set goals/select strategies.
- Mobilize resources.
- Manage relationships with key constituents.
- Approve Agency policies.
- Select/discharge an Executive Director.
- Monitor/evaluate performance of Executive Director.
- Evaluate Agency programs and operations.
- Evaluate its own performance.

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## Legal Responsibilities of Board

- According to the United Way of America, the legal obligations of board members are defined as “To operate in accordance with the principle that you act as a reasonably prudent person, and use the principle of good faith”.

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## A Reasonably Prudent Person Avoids:

- Mismanagement – failure to follow fundamental management principles.
- Non-management – failure to use existing opportunities for good management.
- Self-dealing – voting on decisions from which you may receive possible unfair personal gain. Abstain on anything that might benefit you or a relative/friend.

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## The Principles of Good Faith state Board Members should:

- Attend board and committee meetings regularly.
- Have a thorough knowledge of your Agency's By-Laws and articles.
- Heed corporate affairs and keep informed of general organizational activities.
- Ensure that minimum legal/technical requirements are met.
- Avoid any semblance of self-dealing.
- Make no financial profit except as provided for in the By-Laws.

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## Board Operations

- Committees are used to carry out the functions/operations of the Board.
- Standing committees are those necessary to the ongoing management and continuity of the Agency.
- Ad hoc committees carry out a specific, time-limited project
- Active committees are time-savers; doing the legwork on various issues while leaving the Board time to spend on other matters.
- Up-date By-Laws regularly and follow them.
- Maintain accurate minutes of all Board and Committee meetings.

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## Standing Committees

- **Executive Committee** – especially useful for large Boards or those that meet less frequently than monthly; includes all officers and sometimes others; formulates general policies, oversees legal compliance, assumes public accountability, acts for Board between regular meetings, makes decisions not clearly assigned to other committees.

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## Standing Committees

- **Finance/Audit Committee** – should always include the treasurer and other Board members; approves/revises financial policies/procedures, designs financial reports, reviews/recommends a budget, monitors financial condition, arranges for and reviews annual audit, approves major purchases or expenditures, oversees Agency investments, reports to the Board.

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## Standing Committees

- **Nominating/By-Laws Committee/Board Development Committee** – addresses how Board will organize and operate; develops criteria for board membership, recruits and nominates new members, monitors attendance and recommends necessary action, nominates slate of officers, monitors compliance with By-Laws, reviews By-Laws annually and recommends revisions.

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## Planning/Evaluation Committee

- Identifies community and agency-related needs.
- Drafts short- and long-range goals.
- Suggests methods for prioritizing goals.
- Identifies results and outcome measures.
- Evaluates programs and activities.
- Provides Board with recommendations and information to guide decisions.

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## Personnel Committee

- Approves and reviews/revises Personnel Policies.
- Recruits and evaluates performance of the Executive Director.
- Monitors staff development and application of Personnel Policies.
- May serve as a step in appeal or grievance procedures.
- Monitors volunteer recruitment and development.
- *Optional Committee – some CAA's assign these duties to the Executive Committee and appoint an ad hoc Search Committee when recruiting a new Executive Director.*

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## Other Standing Committees

- **Fund-Raising/Resource Development** – recommends and implements plans for resource mobilization.
- **Public/Community Relations** – promotes public awareness of Agency and communicates with the community.
- **Public Policy** – Identifies social or public issues that affect the CAA and its clientele, recommends policy positions/statements, advocates on social issues.

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## Increasing Board Effectiveness

- Provide orientation to new members and recognize Board service.
- Plan and provide on-going training to all members.
- Provide formal written notice of all meetings.
- Develop a draft agenda which is then approved at the beginning of the Board meeting.
- Focusing on the Agency's mission is key to maintaining effective teamwork.

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## Increasing Board Effectiveness

- Adopt a Code of Conduct/Ethics
- Enforce Board meeting attendance policy.
- Keep accurate Board meeting minutes.
- Develop an annual plan for Board and committee responsibilities and tasks.
- Complete an annual self-evaluation of Board operations and identify training needs.

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## Increasing Board Effectiveness

- Respect the opinions of fellow Board members
- Respect and support the majority decisions of the Board.
- Recognize that all authority is vested in the full Board only.
- Provide opportunities for Board members to get to know each other.
- Focus on the big picture; the Board's role is to govern the Agency, not to manage.

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## Board Relationship with the Executive Director

- Board has ultimate responsibility for the Agency.
- Board is composed of non-experts in service area.
- The E.D. has limited and immediate responsibility, serving at the pleasure of the Board.
- The E.D. is a professional, possessing expert competency.

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## Board Relationship with the Executive Director

- The Board is corporate, making group decisions, seeking a consensus.
- The Board is continuous.
- The Board is part-time.
- The Board has no staff except the E.D.
- The E.D. is an individual and acts with authority through a single personality.
- The E.D. is temporary.
- The E.D. is full-time.
- The E.D. has a hierarchy of helpers.

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## Board Relationship with the Executive Director

- The Board should consider the E.D. a vitally important member of its team and its most valuable in-house resource.
- The Board, particularly the Board Chair, should support and mentor the E.D.
- The Board and its committees should rarely meet without the E.D.
- The Board Chair should meet regularly with the E.D. and serve as the primary linkage between the Board and its E.D.

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## Characteristics of an Effective Board/Executive Director Relationship

- Clarity of Roles – written job descriptions for both, written policies/procedures.
- Good Communication – no surprises, regular meetings between Chair and E.D., timely reports.
- Trust – follow-through on commitments, thorough and respectful discussion and problem solving.
- Mutual Support – back up each other’s decisions, share the glory and the problems.
- Respect - share honest opinions, confront conflicts constructively, allow for human error.

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## Board Relationship with the Staff

- Remember! The E.D. is the Employee of the Board. The staff are employees of the E.D.
- All contacts initiated by staff to Board members should be authorized by or with the consent of the E.D.
- Adopt policies that spell out the chain of command and stick to it!
- Make sure all appeals and/or grievances filed follow the appropriate procedures set forth in the personnel policies.

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## Board Relationship with the Staff

- Senior staff can be assigned to Board Committees to provide background information and share their expertise.
- Staff should be encouraged to make presentations to the Board on Agency programs and projects.
- Boards should regularly recognize staff for service, loyalty, or special achievements.

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## Board Relationship with Funding Agencies

- Funding sources want to know the Agency's outcomes; that its goals and purposes are being accomplished.
- Funding sources want to ensure that you are accountable to it for what you do and how you do it.
- Funding sources want to know you are honest in your dealings with it and your handling of its assets.
- The amount and types of communications depend on how well the funding source feels you are addressing the issues listed above.

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## Board Relationship with the Community

- Board members should promote the public's awareness of the Agency and its programs.
- The Board should develop methods for presenting Agency information to the public.
- Board members should communicate with the community and assist the staff in maintaining communications with constituents, the media, and its members.
- Board members should interact with other groups to promote the goals and programs of the Agency.

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## Head Start Shared Governance

- Head Start Performance Standards require that certain governance functions be shared jointly by the CAA Board of Directors and the Head Start Policy Council or Policy Committee.
- Head Start requires the local CAA to develop written procedures for implementing this shared governance requirement.
- Head Start requires the local CAA to develop plans and procedures to ensure effective and timely communication between the Board of Directors and the H.S. Policy Council.

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## Areas of Shared Governance for the Head Start Program

- Procedures for H.S. Program Planning
- H.S. Program philosophy
- Long- and Short-Range H.S. Program goals and objectives
- The selection of H.S. delegate agencies and their service areas
- All H.S. and Early Head Start funding applications and amendments

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## Areas of Shared Governance for the Head Start Program (Cont.)

- The composition of the H.S. Policy Council or Policy Committee and procedures by which policy group members are chosen
- Written policies that define roles & responsibilities of the Board of Directors in implementing Head Start
- Written procedures for how "shared governance" will be implemented.
- Written procedures for resolving internal disputes between the Policy Council or Committee and the Board of Directors

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## Areas of Shared Governance for the Head Start Program (Cont.)

- Personnel Policies that impact H.S. personnel (and subsequent changes to those policies)
- Decisions to Hire or Terminate the Head Start Director or Early Head Start Director

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