

Role of the board | Job description of the board

The board of directors is legally and morally (ethically) accountable for the health and effectiveness of the organization. The board ensures that the organization achieves its mission in an ethical, transparent, accountable, and prudent manner.

The board's job is governance, the ongoing process of due diligence whereby the board operates as a collective to ensure corporate health and effectiveness. Specifically, the board is accountable for the functions described below.

The board works in partnership with its chief executive (CEO). The executive provides leadership and support, enabling the board to carry out its governance responsibility.

Board Functions/Scope of Authority

All of these functions are accomplished as a group – at board meetings – through review of information, strategic questioning, conversation, and decision-making.

1. Articulate values and mission, and set standards, controls, and policies. Ensure that all the organization's programs, activities, and operations adhere to these.
2. Ensure that the organization is relevant to the community through processes that monitor the external environment and define vision, direction, and strategy.
3. Define and monitor key areas of performance compared with short- and long-range strategy and plans, assess results, and ensure that steps are taken for continuous quality improvement in all areas.
4. Ensure financial sustainability and intergenerational equity, e.g., operations, reserves, and capitalization.
5. Ensure that adequate risk management is in place, e.g., safety and security, insurance, data backup, CEO succession, board officer and board member succession, etc.
6. Define criteria for board membership, ensure proper recruitment of candidates, elect members and officers, and ensure proper orientation and development of board members.
7. Define and enforce parameters of the board's work, including its committees and task forces, and the role and performance of the individual board member. Assess effectiveness.

8. Define the role of and hire the CEO. Appraise performance; set compensation; reward competence; and, if necessary, replace the individual.
9. Ensure compliance with relevant laws and regulations.
10. Ensure effectiveness of management without intruding in management's role and authority.
11. Act as a think tank and sounding board regarding organizational health and effectiveness and the marketplace environment without compromising management's authority.

Note: The challenge is to ensure that the boards – including its individual members – recognize that #10 and #11 are neither a directive nor an authoritative function.

This job description for the board comes from *Firing Lousy Board Members – And Helping the Others Succeed*, by Simone P. Joyaux, ACFRE. Published in Fall 2013 by Charity Channel Press, www.charitychannel.com/charitychannel-press.

For more about the board, governance, and the individual board member – and lots more! Visit the Free Download Library at www.simonejoyaux.com.