

Nonprofit Board Roles, Unpacked



boardable

A digital resource provided by your friends at boardable.com



Nonprofit Board Roles, Unpacked

How do you know if you're the right fit for a specific board position? Whether you've recently joined a board and are thinking about taking on a **leadership position** or you're being recruited for a specific position, knowing for sure that you're the right fit can make a world of difference. If you're a board chair or nonprofit executive director, finding the right board members to fill leadership positions can be just as daunting because, let's face it, every board is different.

If you and your board have ever been concerned about the above, don't worry—we worked with Boardable advisor, Kim Donahue, a board governance expert with decades of experience in board coaching and management, to come up with the definitive, inside look at board roles.

From putting together the ultimate role descriptions for board positions to figuring out if your skills will set you up for success, here is an in-depth look at nonprofit board roles, unpacked.





Board Chair

The most visible role on the nonprofit board is the **board chair**. Acting as the point person of the larger board, the board chair serves as a connection between the nonprofit and the board and helps the executive team meet their goals and benchmarks.

Tactically, board chairs run board meetings, review agenda items, hold board members accountable for deliverables and to-dos, and help the CEO structure committees and leadership. From a big picture perspective, board chairs act as a coordinator for other board members, who are oftentimes heads down with committee or project work. Chairs keep an eye on the bigger picture and focus on the board's ability to help fulfill the nonprofit's mission. It also falls on the board chair to have candid conversations with board members if there is a discrepancy between his or her board performance and expectations.

The best board chairs have years of experience with the nonprofit, its mission, and its board. They also have the extra time to devote to leading the board rather than just serving as executives or on committees. Board chairs can empathize with other board members, and they efficiently and effectively **run board meetings**. And, finally, they should be well-connected and be able hold their own with other board members when it comes to fundraising.

One critical thing that board chairs need to remember (but that many tend to forget) is that the board chair is not the boss of the board, nor are they the boss of the nonprofit. His or her vote carries no more weight than any other board member. Board presidents may represent the board and serve as its leader during meetings but they are not managers. This is not a supervisor position and under no circumstances should a board chair evaluate or make decisions on their own. The success of a board chair comes down to cooperating with other board members and clarifying their input and suggestions, while prioritizing the mission and goals of the nonprofit. While there are multiple eyebrow-raising statistics in the report, the fact that nonprofit CEOs are more concerned about the lack of board diversity than actual Board Chairs is concerning.

The best board chairs have years of experience with the nonprofit, its mission, and its board.





Vice-Chair/Chair-Elect

This particular role differs across various organizations and nonprofits but is a vital part of any board looking to grow or scale over time. For many nonprofits, the person serving as the board's vice-chair also serves as the chair-elect. This is either explicitly stated in the nonprofit bylaws or is part of the general understanding of the group.

If it is indeed the intention of the board to make the vice-chair the next board chair, then it's the board chair's responsibility to mentor this person in the areas of leadership and decision-making processes. Giving the vice-chair hands-on experience will help ease the eventual transition to a new chair and will foster long-term success.

Additionally, having a vice-chair or chair-elect meet with foundations, high-level donors, and other community members puts the board—and the nonprofit itself—in a position to scale over time without relying on a single person to lead.

In many cases, people assume that the vice-chair is just there to lead a board meeting if the board chair can't make it. However, the vice-chair position is actually a training opportunity and allows the person to try on the mantle of leadership. Simultaneously, the board can gauge whether or not the vice-chair is the **right person** to take over the chair position in the future.

Board Secretary

At first glance the board secretary may seem like a simple position, but in reality, this person wears a ton of hats and shoulders major board responsibilities. The secretary documents all of the conversations, minutes, and discussions from board meetings and is responsible for the collection and preservation of these minutes.

Additionally, the board secretary is also responsible for:

- Documenting the board actions and decisions that are made. This is a legal responsibility that falls to the secretary regardless of whether they are taking minutes or receiving notes from a staff member.
- Making sure documents (including board minutes and agendas) are **easily accessible and available** to board members. This is especially important when onboarding new board members and getting them up to speed on board processes and procedures.
- Knowing which topics to make note of in board minutes and **which to leave out**. Board minutes shouldn't just be a transcript of a board meeting, but they should capture the essence of discussions, agreements, and debates.
- Participating in the discussion at hand. Just because a secretary is taking minutes doesn't mean they shouldn't chime in. For this reason, secretaries of larger boards will sometimes have a staff member take minutes, which the secretary would later review and edit before distributing to other members or archiving them.
- Building the agenda with the other organization leaders and sending it out before a meeting. Secretaries are also often responsible for keeping everyone on track and on time during meetings through creating and providing the agenda.

Since so much of a board's responsibilities include following through on documented tasks, the secretary's ability to report thoroughly and clearly on the board's decisions and action items is crucial. The board's overall organization in terms of agendas and minutes also has a major impact on its success, so finding a secretary who can be efficient and clear with these items helps tremendously.

Board minutes shouldn't just be a transcript of a meeting [...] they should capture the essence of discussions, agreements, and debates.

Board Treasurer

On the board, the treasurer is usually the chair of the finance committee and is in charge of the nonprofit budget. The board treasurer is one of the least standard board leadership roles as it varies often from nonprofit to nonprofit and is almost entirely dependent on the size of the organization. A large, sophisticated nonprofit, for example, most likely has a CFO or finance team. In this case, a board treasurer is going to be only one part of the formal checks and balances of an organization. In a smaller nonprofit, on the other hand, the treasurer can serve as a de facto staff person and be in charge of the organization's books. Because of the varying work required between the different sizes of nonprofits, potential candidates should think carefully before coming on board as a treasurer.

A board treasurer is a part of the formal checks and balances of an organization.

Looking ahead at how a nonprofit is planning to grow in the future is a needed consideration when selecting a treasurer. So how can nonprofits find a treasurer that can successfully scale with the nonprofit? Nonprofit boards should actively recruit for the right candidate to fit the role of treasurer, and both sides must be explicitly clear about role expectations. Just because someone wants to be a nonprofit board treasurer doesn't mean they want to be doing the books. Instead, sometimes the treasurer plays more of an advisory role, but again, the role strongly depends on the size and the structure of the nonprofit.



The Importance of Nonprofit Board Role Descriptions

The descriptions for all of these roles are very important. People need to know what they're expected to be responsible for or else your board could have a high turnover rate or include **members who are unwilling to step into a leadership position**.

Sometimes, people are recruited to a board to step into a role immediately. However, it is best practice for a person to have experience on the board before they take over a leadership role. Seeing the board in action, understanding the issues, and realizing the board's needs all help inform the way a potential leader will approach his or her new role.

For an established nonprofit, it can be a red flag for new potential board members if a board's officers are all new to the board. This just doesn't say good things about the other members of the board (i.e. nobody was willing to step into a leadership position), and it is asking a lot of new board members who are still trying to get up to speed and become familiar with both the nonprofit and the board processes.

To make this process easier, nonprofit board leaders should thoroughly examine their skill sets, their people skills, their temperaments, and their experience to know for sure if they're ready to step into a leadership position. And, on the flip side, nonprofit boards must make positions and responsibilities clear to these potential candidates.





Bonus Role: Nonprofit Executive Director

While not technically part of the nonprofit board, the executive director of a nonprofit is a crucial role that needs to be included as part of the leadership team. While a nonprofit board chair is definitely not a manager or supervisor, the nonprofit executive director serves as the leader and manager of the organization. From overseeing day-to-day operations to managing employees and staying on top of organizational finances, the executive director has a hand in everything happening at a nonprofit.

Many times, the executive director will work closely with the board chair to ensure the board and the nonprofit are aligned. (You can check out our ebook that explores this unique relationship [here](#).) By working in tandem with the board chair, as well as with the other nonprofit executive leaders, the executive director can keep a nonprofit on track and headed for success.



Leadership Success Requires Planning

Providing clear expectations and guidelines for board members makes everyone's lives easier. Additionally, board members should sign a 'board expectation agreement' on a yearly basis to remind them of their responsibilities, including attending meetings, reading the previous meeting's minutes, and ensuring they're prepared for each meeting.

The three basic legal responsibilities of a board are the duty of care, the duty of loyalty, and the duty of obedience. A duty of care requires board members to make responsible decisions, and the only way they can do this is through due diligence—in both performing their tasks and being an active member of the board.



The “Should I Be the President of the Board of Directors?” Checklist

You are flattered, honored, and panic stricken when the chair of the governance committee asks if you would be interested in becoming the next president of the board of directors at the nonprofit you love.

Should you say yes? Here are some questions to ask yourself to help you to decide if it's the right time for you to take this leadership role.

How much experience do you have on this board?

- ☐ Do you have at least a couple of years of membership on the board?
- ☐ Are you familiar with recent decisions?
- ☐ Do you understand the dynamics of the way this board of directors works?

Do you have the time to devote to this role?

- ☐ Will this require more time than you are used to giving to this organization?
- ☐ What other obligations do you have to your job and family?
- ☐ Do you have a flexible work schedule that might allow for some extra meetings with funders, donors, and/or the CEO?
- ☐ Do you have time to schedule a monthly one-to-one with the CEO?

Can you be patient with others who may not be as dedicated as you are?

- ☐ Can you mentor board members and committee chairs who are new or are not as passionate as you are?
- ☐ Can you answer questions that may be repetitive or show that someone hasn't read the required material without sounding impatient?

Can you model good fundraising behavior?

- ☐ Are you willing to make connections for the CEO and/or the chief development officer?
- ☐ Are you willing to go along on some fundraising calls with the CEO and/or chief development officer to tell the appropriate mission moment stories and to show the commitment of the board?

Do you want the job?

- ☐ Are you enthusiastic about taking on this responsibility? It's OK to have doubts and to give it serious thought before saying yes. Perhaps a talk with the current president and a past president will give you a clear idea of the expectations. It's a big responsibility and one that can be very rewarding as well.

About Boardable

Built by Nonprofit leaders, for Nonprofits. Boardable empowers you to work more effectively with your boards and committees. We know the frustration you feel (and the hours you lose) just from organizing a meeting via email, phone, and text. We've lived it. We're from the nonprofit world, too. After looking around for the right tool but not finding it, we decided to build it. Boardable is a software platform that centralizes all communication between you and your board. Find the best meeting times, securely store all of your documents, archive discussion threads and more—all in one place.

For more information, to schedule a demo, or to try Boardable for free (no credit card or commitment), visit us at **boardable.com**.



Copyright © 2020 Board Management Software, Inc. All rights reserved.

Any reproduction, modification, distribution, transmission, publication, translation, display, hosting or sale of all or any portion of the contents of this document is strictly prohibited without written permission of an authorized representative of the publisher.