

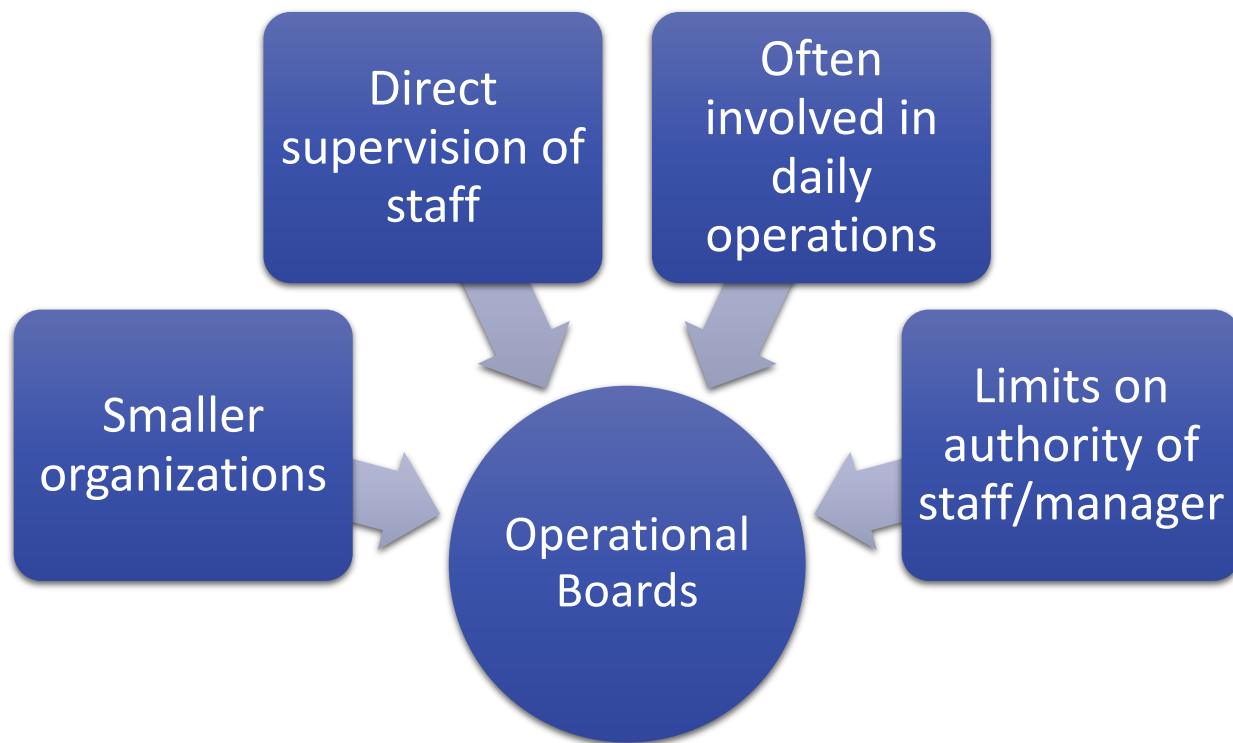
Roles and Responsibilities of Boards and Managers

Director Training 2023

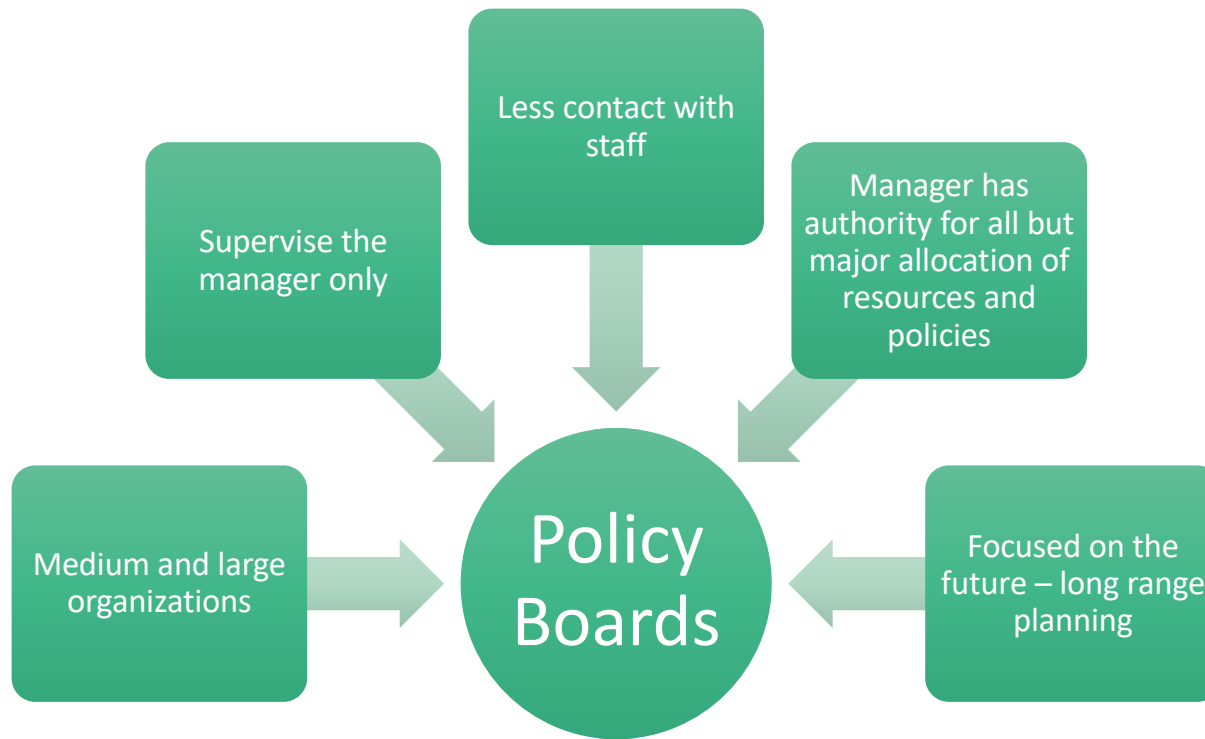


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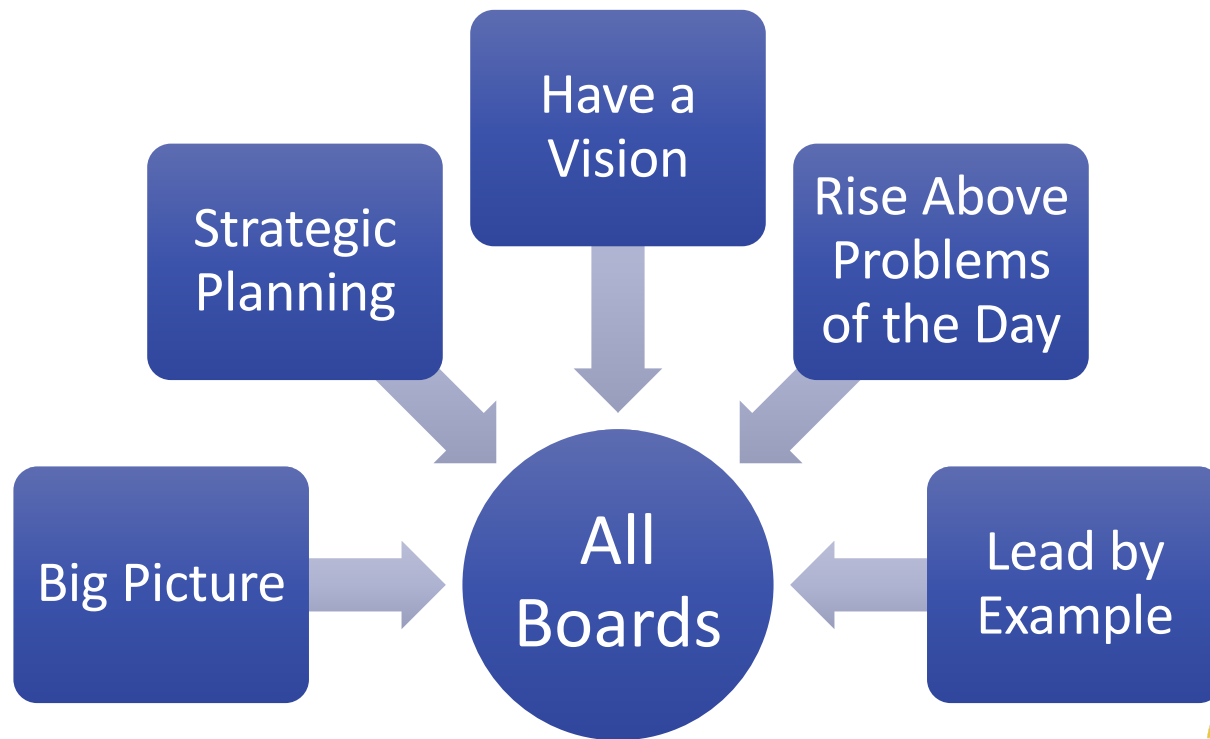
Types of Boards



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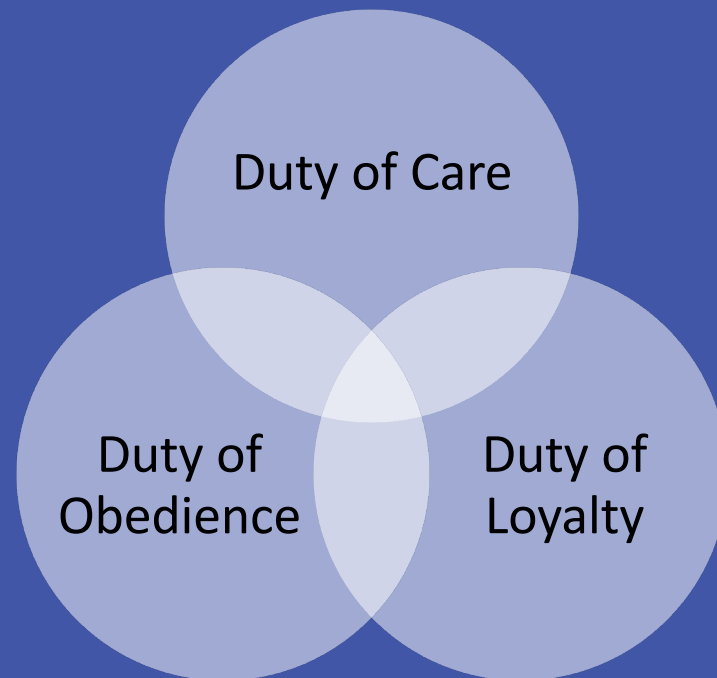


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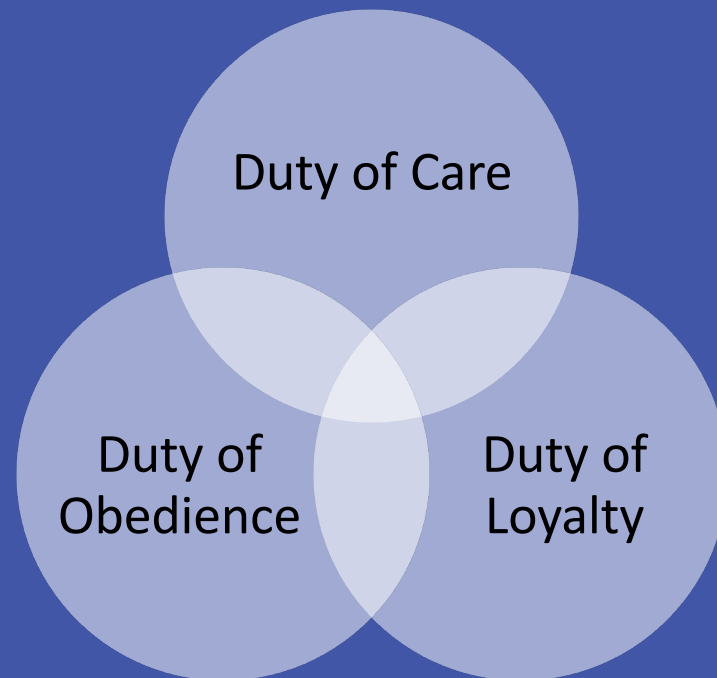
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Board Duties



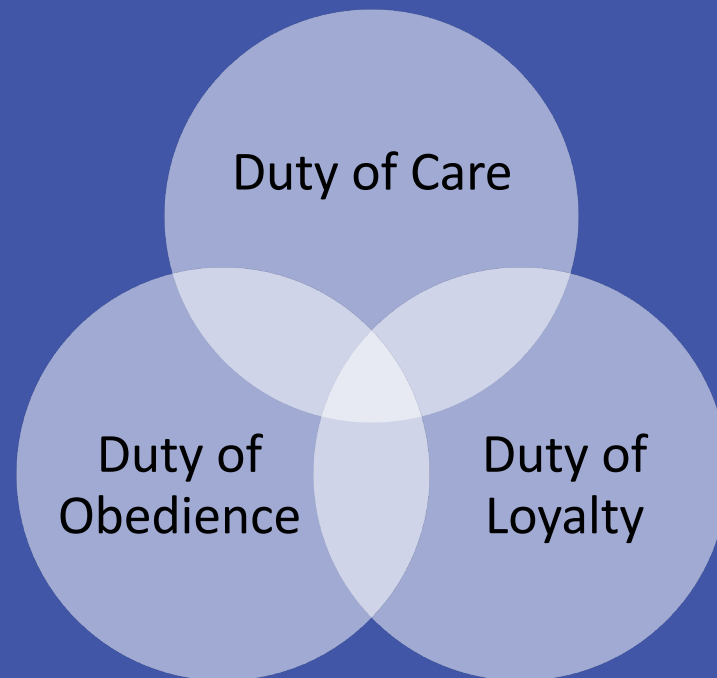
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Manager Duties



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Staff Duties



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Board Vision, Mission, and Values



Vision: What does the District strive to be?
How do we want to be seen?



Mission: Why does the District exist?
What services do we provide?



Values: What are our guiding principles?
What are our standards for conduct and ethics?



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Board's Role

- Select, evaluate, and support the manager.

Manager's Role

- Run the organization in line with board direction.
- Keep the board educated and informed.
- Seek the board's counsel.

*Comparative list from Bader and Associates



Board's Role

- Approve high-level organizational goals and policies.

Manager's Role

- Recommend goals and policies, supported by background information.

Board's Role

- Make major decisions.

Manager's Role

- Frame decisions in the context of the mission and strategic vision, and bring the board well-documented recommendations.



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Board's Role

- Oversee manager and organizational performance.

Manager's Role

- Bring the board timely information in concise, contextual, or comparative formats.
- Communicate with candor and transparency.
- Be responsive to requests for additional information.



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Board's Role

- Act as advocates in public policy, fundraising, and stakeholder and community relations.

Manager's Role

- Keep the board informed, bring recommendations, and mobilize directors to leverage their external connections to support the organization.



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When does the board get involved?

Seven Guiding Questions for the Board



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Is it big?



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Is it about the future?



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Is it core to the mission of the district?



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Is a high-level decision needed to resolve a situation?



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**Does the manager want and need
the board's support?**



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Is a watchdog watching?



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Is a red flag flying?



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Red Flags

1. Cancelled board meetings.
2. Board meetings with very little content.
3. Inconsistent or incomplete financial reports.
4. Lots of excuses.
5. No performance reviews.
6. Staff turnover. Staff “grumblings.”
7. Partner agency “grumblings.”



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Rogue Managers Rogue Board Members



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Risks and warning signs of Rogue Managers

- Uninformed board
- Fiscal and/or operational failure
- Ruined reputation
- Burned bridges with partners
- Poor role model for other employees
- Loss of staff and/or board members
- Legal risks



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Dealing with Rogue Managers

Preventative Measures

- Starts in hiring process
- Regular performance reviews
- Regular communication
- Accountability
- Training

Reactive Measures

- Counsel Manager
- Confront Manager
- Plan of Corrective Action
- Training
- Termination



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Risks and warning signs of Rogue Board Members

- No longer fulfilling mission
- Lose board members
- Lose your manager and other staff member(s)
- Lose credibility as an organization within your community
- Legal issue (depending on extent of abuse)



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Dealing with Rogue Board Members

Preventative Measures

- Have a strategic plan and stay focused on mission.
- Create board member job descriptions.
- Create rules to govern board meetings.
- Have a strong commitment to board recruitment and training.

Reactive Measures

- Dissonance vs. bullying
- Enforce policies
- Enforce rules governing board meetings.
- Create Rules of Conduct
- Training
- Confront individual



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Staff expectations:

- The staff expects Directors to conduct themselves in a professional manner that represents their constituents respectfully through their words and actions.
- The staff expects that during Board meetings the Directors will stay focused on regular business items that help progress the function and goals of the District. Directors will also work efficiently and effectively and to respect everyone's time and other commitments.
- The staff expects that Directors will only formally represent the district at functions or meetings or act on behalf of the district only if they have been specifically authorized to do so. Board members need to state clearly at public meetings that they are only representing their personal opinion and not the opinion of the SWCD unless authorized to do so by the board of directors.
- The staff expects that the Directors will comply with the Oregon Public Meeting and Record Laws .
- The staff expects Directors to be engaged and help guide the District in its goals.
- The staff and directors agree that public notices will be provided for the board meetings as required by Oregon Public Meeting Law.
- The staff expects to be treated fairly and respectfully and all discussions will be professional in manner and tone. Any questions or feedback about staff performance or job duties and expectations are to be directed to the board chair or discussed at board meetings with the staff present.

Director expectations:

- The Directors expect the staff to conduct themselves in a professional manner that represents the District and its values.
- The Directors expect to be treated fairly and respectfully and all discussions will be professional in manner and tone.
- The Directors expect the staff to stay focused on regular business items that help progress the function and goals of the District and work efficiently and effectively and to respect everyone's time and other commitments.
- The directors expect that the staff will provide public notices for the board meetings as required by Oregon Public Meeting Law.
- The Directors expect staff to represent the District at any functions or meetings and to act on behalf of the district as specifically authorized by their job descriptions or as specifically authorized by the chair or board of directors.

Questions or Comments?

