



CONFERENCE

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HILTON LAKE LAS VEGAS

Essential Tenets of “Good Governance”: Strategies to Maximize Success

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Disclosures

No financial conflicts of interest.



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Learning Objectives

- Understand the unique perspectives that leaders and staff bring to the Board room
- Develop strategies to forge a stronger Board-staff partnership
- Identify engagement methods to enhance the Board effectiveness

Today's Agenda

- Understanding Roles and Responsibilities: Board vs. Staff
- Characteristics of High-Performing Boards
- Forging a Stronger Board-Staff Partnership
- Tips to Enhance the Effectiveness of Your Board Meetings



Understanding Roles and Responsibilities: Board vs. Staff

The Bicycle Analogy

Front Wheel

- ...Provides Direction
- ...Board
- ...Strategic
- ...Mission
- ...Vision
- ...Goals
- ...Fundraising



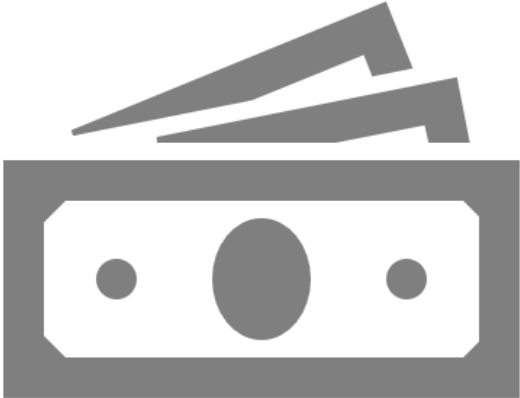
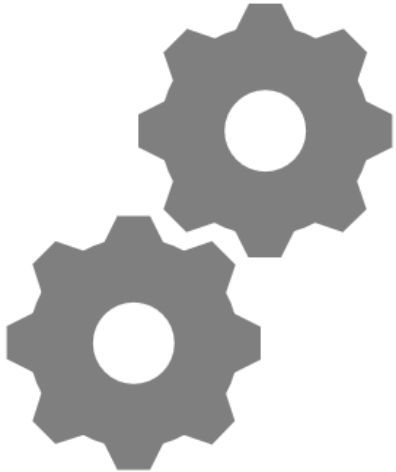
Back Wheel

- ...Propels Work
- ...Volunteers and Staff
- ...Tactical/Operational
- ...Plans
- ...Budget
- ...Implementation
- ...Performance Management

The Board's Job: Steer, Not Row



Basic Responsibilities Of Association Boards



Basic Responsibilities Of Association Boards



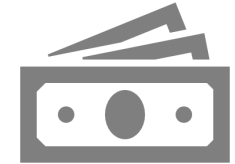
- Monitor and strengthen programs and services
- Ensure legal and ethical integrity



- Determine mission and purpose
- Ensure effective planning
- Enhance the organization's public standing



- Select the chief executive
- Support and evaluate the chief executive
- Build a competent Board



- Ensure adequate financial resources
- Protect assets and provide proper financial oversight

Basic Responsibilities Of Association Staff

- **Execute** strategy to achieve goals and objectives
- **Supervise** staff and **oversee** initiatives
- Serve as a **liaison** to volunteers on association initiatives (report progress, seek feedback and subject matter expertise)
- **Monitor** spending according to the organization's budget (approved by the Board)
- **Track** progress and **report** outcomes to Board



Characteristics of High-Performing Boards



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Characteristics Of High-performing Boards

Exemplary Boards . . .

- Engage in intentional practices
- Focus on outcomes, not process
- Have a constructive partnership with staff
- Dialogue, debate, decide
- Foster trust, transparency and continuity
- Balance risk and opportunity
- Evaluate and improve their own performance



Characteristics Of High-performing Boards

Values

- Are mission driven
- Engage in strategic thinking
- Have a constructive partnership with staff

Culture

- Promote a culture of inquiry
- Practice independent mindedness
- Promote an ethos of transparency

Rigor

- Are results oriented
- Comply with laws with high integrity
- Can steward and sustain resources

Continuity

- Engage in intentional board practices
- Engage in continuous learning
- Energize and revitalize themselves

Source: BoardSource

Five Minutes With Your Neighbor . . .

Quick Discussion:

- Where is your organization strongest?
- Where can your organization improve?



Forging a Stronger Board-Staff Partnership



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If You're A Staff Member . . .

DO:

- Set organizational goals and review them regularly with leaders
- Be transparent and accountable
- Inform Board discussions with knowledge and data
- Respect the Board's knowledge and authority
- Assume the best intentions

DON'T:

- Withhold information
- Make decisions unilaterally if Board input is needed
- Engage in personnel conversations with volunteers
- Steer debates and discussions to suit a personal agenda

If You're A Board Member . . .

DO:

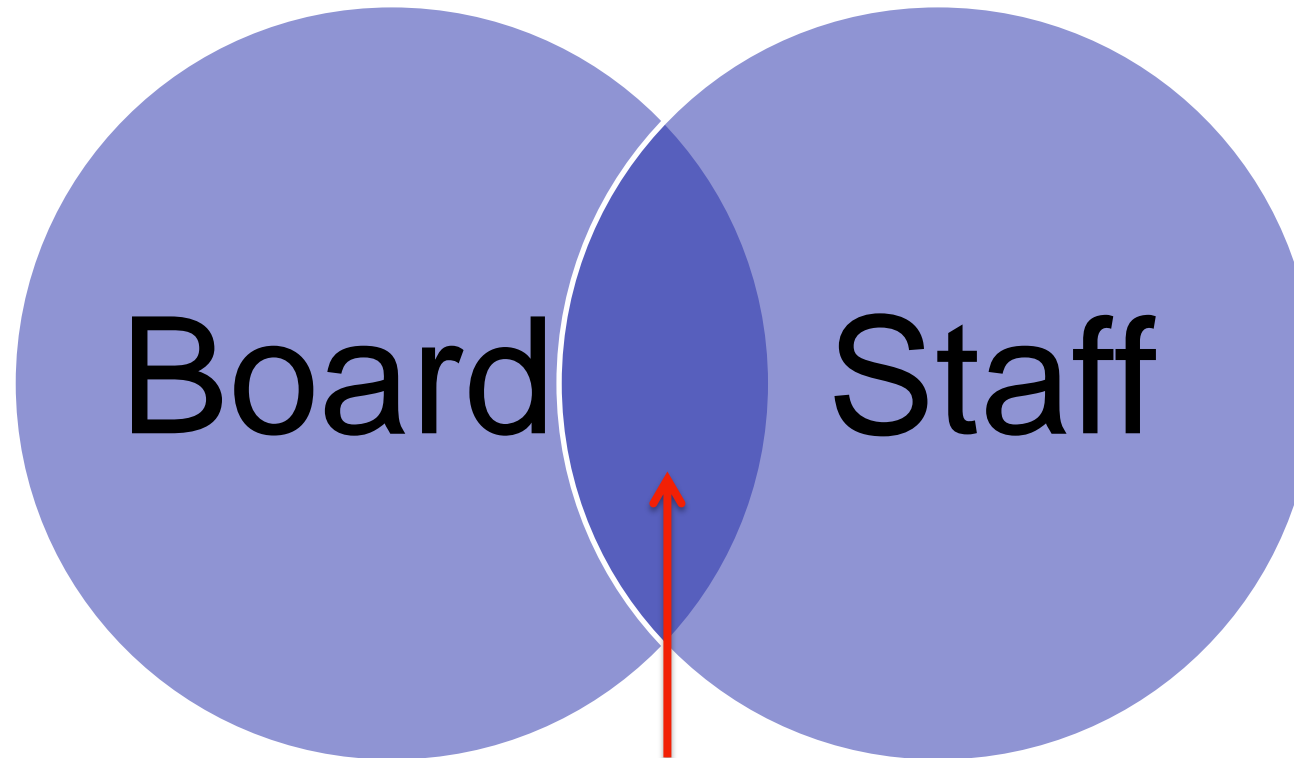
- Stay in touch with your fellow members about their perceptions of your organization's performance
- Debate issues as a Board to agree on the organization's priorities
- Be clear about your expectations of staff and desired outcomes
- Respect lines of authority – bring your concerns to the CEO
- Assume the best intentions

DON'T:

- Openly debate personal opinions with staff
- Establish your own deadlines without consulting the CEO
- Forget the difference between “leadership” and “management” roles of directors
- Get directly involved with personnel issues or reprimand staff

Finding Overlap In Perspective

- Subject matter expertise
- Professional experience
- Strategic ideation



- Association knowledge
- Operational expertise
- Day-to-day business experience

- Belief in mission
- Understanding of goals



Enhancing the Effectiveness of Your Board Meetings



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What Makes A Board Great?

“What distinguishes exemplary boards is that they are robust, effective social systems.”

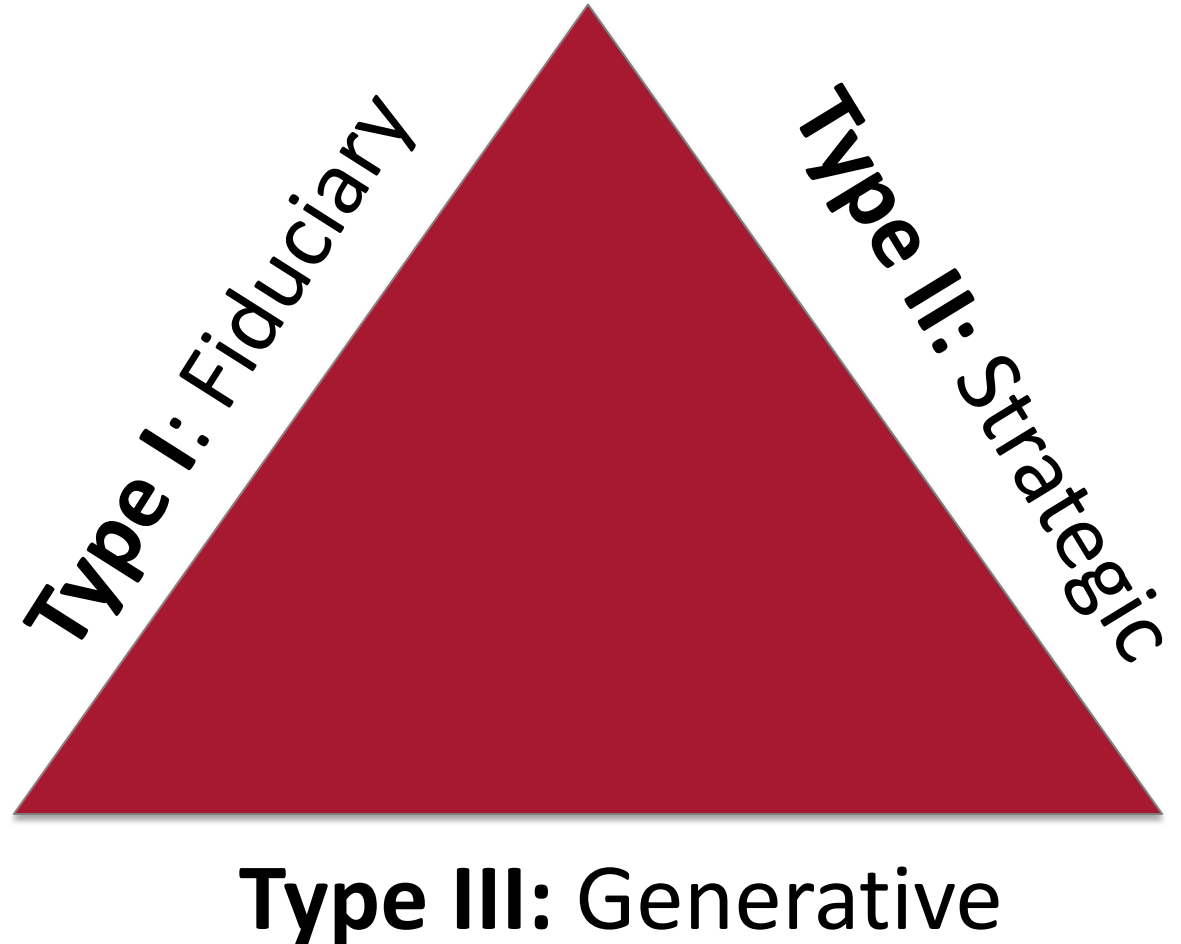
What Makes Boards Great
Jeffrey A. Sonnenfeld
Harvard Business Review
September 2002

Communication Is Key

- Use Roberts Rules as a guide
- Develop, share in advance and follow an agenda
- Establish ground rules (and remind meeting attendees of them)
- Set clear intended outcomes for each meeting
- Take the time to ensure everyone has been heard
- Use the ELMO principle (enough let's move on) for time management
- Discuss, debate, decide, diffuse
- Use executive sessions as necessary

Think In All Three Modes

- Source: *Governance is Leadership* (published by BoardSource)
- Leadership should be more than simply reviewing committee reports
- Research shows when a Board thinks in all three modes, satisfaction and enthusiasm increase



The Three Modes Of Governance



Fiduciary

“What’s wrong?”

Problems are to be **spotted**

Boards decide by reaching resolution

Strategic

“What’s the plan”

Problems are to be **solved**

Boards decide by reaching consensus

Generative

“What’s the question?”

Problems are to be **framed**

Boards decide by grappling and grasping

Examples Of The Three Modes Of Governance



Fiduciary

Annual budget
Immediate resolutions
Prepare by reading Board book, knowing policies, etc.

Strategic

New market opportunities
Developing goals and objectives
Consider scenarios and alternatives

Generative

“Blue sky” thinking
Tend to deal with high-stakes issues
Requires time and reflection

Five Minutes With Your Neighbor . . .

Quick Discussion:

- What changes can you make to strengthen your Board-staff partnership and improve your meetings?
- What key issues could serve as generative topics for your organization in the future?



Discussion



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Thank You!