



BOARD LEADERSHIP

Leaders have a lot to do with the quality of a team. A board without experienced leadership is often a group without direction. Every board needs to plan for officer succession: how to identify leadership qualities, elect the best candidates for the positions, train the officers for their roles, and ensure timely rotation. Serving as an officer is an added responsibility but it also provides an opportunity for a board member to show special commitment and improve his leadership skills.

Role of officers

An officer is a board member with extra duties. Most state laws require certain officers within each board. These roles are defined in the bylaws. The following positions are common in boards.

The most demanding task lies on the shoulders of the *chair*. She is the chief volunteer officer and role model for the board. Her responsibility is to develop the board as a cohesive and effective team. The *vice chair* fills in when the chair is not able to carry out the duties. Some boards also have a *chair-elect* who is a chair-in-waiting. This position provides for automatic succession when the term of the chair is up. The *treasurer* keeps the board on top of the finances. The *secretary* keeps the minutes and the board records. The tasks of this position are more and more often filled by a staff person. On some boards the positions of secretary and treasurer are sometimes held by one person if the bylaws allow it. More detailed job descriptions for officers can be found in the BoardSource publication *The Policy Sampler*; please see references at the end of this paper.

Electing officers

The traditional voting mechanism relies on the governance committee to prepare a slate of candidates. If the committee reflects the composition of the board and is fair and open-minded, it has a chance to create a sensible slate. When this is the case, board members can consider its recommendations well-founded and sound. Through open discussion the board makes the final choice from the slate. If the governance committee has not earned the trust of the rest of the board members or the role of the committee is unclear, officer election can turn into unnecessary confrontation and into choosing winners and losers.

Another method for electing officers is for the governance committee to facilitate the process. It collects nominations from board members, communicates back and forth with

candidates, and finally recommends one candidate who emerges as the best choice for each position. Finally, the board confirms the nominations.

In membership organizations the corporate members — besides electing the board — may also elect the officers. As it is much easier for board members to assess the qualifications of candidates and the needs of the board than for the entire membership to bear this responsibility, it makes sense to strengthen the role of the governance committee in the eyes of the members. Explain the role of the committee and show that the members can trust its recommendations.

Lack of candidates

What should a board do when there are no willing or capable candidates? Here are some ways to deal with that difficult situation.

Long-term solutions:

- Ask the preliminary question: Why don't we have candidates for all the officer positions? Only by defining the underlying reason are you able to find a long-term solution.
- Assess your recruitment criteria. Bring in new board members with leadership experience. Let candidates know they are encouraged to take on officer responsibilities.
- Evaluate your training and leadership development opportunities. Help willing candidates learn and obtain the tools they need to take on added duties. Serving as committee chairs is an excellent occasion to learn.

Immediate solutions:

- Analyze the job descriptions and expectations. If one is too heavy and demanding, divide the responsibilities. Too much to do may act as a deterrent for potential candidates. If really necessary, create a co-officer or assistant officer position.
- If you have a chair-elect position, discuss its benefits. Is long term commitment too demanding for some candidates? How could this person share the duties?
- Consider shortening the overall term lengths to make the commitment more acceptable.
- As a last resort, see if the present officer would accept to extend his term by a year in order to provide training time for his successor. This choice should not serve as an option to delay necessary leadership change. It might also necessitate an amendment in the bylaws.

Term limits

Officer term limits should be tied to regular performance evaluation. Before a candidate can be re-elected, he or she must go through peer approval. Term limits also permit other board members to have a chance to exercise their leadership skills. It is easier to avoid stagnation, undue concentration of power, and continuous inadequate leadership if the positions come with a set term. For instance, a two-year term allows an officer to have an impact by accomplishing a specific agenda. Ultimately the board has always an option to re-elect an exceptionally effective leader for a consecutive term — providing bylaws allow for an additional term.

Removal of officers

The bylaws should spell out the process for board officer removal. Removal is necessary when a major disagreement cannot be solved by other methods. Reasons for removal could include not fulfilling board requirements or inappropriate behavior. Each board needs to determine the gravity of the charges on a case-by-case basis. Each board must determine whether the officer-in-question will be removed from the position or be asked to leave the board.

References

The Board Chair Handbook

Better Bylaws: Creating Effective Rules for Your Nonprofit Board

The Nonprofit Policy Sampler

All available at www.boardsource.org or by calling 202-349-2500.

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