



## Why We Need Exceptional Board Governance More Than Ever

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Sometimes when there is a crisis in our lives, we get fired up and singularly focused on dealing with that particular issue. In some ways, we become more productive and better collaborators all because we have the same goal — to work together to overcome this challenge.

However, we also find ourselves ignoring our usual good habits in order to “just get through” this time. Many of us, myself included, have found ourselves giving up their exercise routine when pressures at work arose or when we’ve lost a loved one. And how many of us have found themselves baking and comfort eating sweets during this pandemic? This is all a normal reaction, but it’s not always what is best for us. If anything, we need our routines and our exercise and healthy eating habits now more than ever.

It’s the same for our nonprofit organizations. Our nonprofits need good boards more than ever, and our boards need their good governance practices to help our communities work through this pandemic. While it might be tempting for our nonprofit boards to ignore their usual board practices and good governance procedures to address the COVID-19 situation, I would encourage you to stay strong and be intentional about your board practices, and instead, use this time to work towards exceptional governance.

In 2005, BoardSource published [The Source](#) to inspire nonprofit boards to operate at the highest level and make the best use of their collective capacity. It outlined 12 principles of good governance exhibited by exceptional boards. These principles are especially important during COVID-19, so I thought I’d remind us of how we can use these principles to show up for our organizations and leverage our boards for their great contributions.

**1. *Constructive Partnership: Exceptional boards govern in [constructive partnership](#) with the chief executive, recognizing that the effectiveness of the board and chief executive are interdependent.***

The board and the chief executive are interdependent and essential to your organization during this time. If you haven't already developed good communication habits and an [open dialogue](#), now is the time to create this so you can handle the inevitable challenges that will arise during this time.

**2. Mission Driven: Exceptional boards shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and core values.**

Chief executives and boards are having to make some of the toughest decisions of their careers/terms and all board members need to have a clear understanding of the [mission](#), [vision](#), and core values. You could revisit each of these during your next virtual meeting.

**3. Strategic Thinking: Exceptional boards allocate time to what matters most and continuously engage in strategic thinking to hone the organization's direction.**

Boards and CEOs are engaging in all kinds of strategic thinking right now about [programs](#) and processes and working to ensure they are fulfilling their mission. They should also be using this time as an opportunity to consider what programs must continue, what could be discontinued, and what new programs may need to be created during Covid-19 and beyond.

**4. Culture of Inquiry: Exceptional boards institutionalize a culture of inquiry, mutual respect, and constructive debate that leads to sound and shared decision making.**

Check out last week's [blog on culture of inquiry](#) to learn how trust, information sharing, teamwork, and dialogue all promote a culture of inquiry, which will help boards as they make decisions for the future of their organizations.

**5. Independent-Mindedness: Exceptional boards are independent-minded. When making decisions, board members put the interests of the organization above all else.**

Right now, board members are being called to think about their nonprofits while balancing their very real concerns about their own personal health and wellness. Being able to wear their board hat and think about the needs of the organization and their stakeholders is crucial and part of their legal duty of loyalty. This may mean being understanding about the fact that your favorite program or service may have to be discontinued and being ok with that because it is what is best for the organization. This may be particularly difficult for founding board members to navigate.

**6. Ethos of Transparency: Exceptional boards promote an ethos of transparency by ensuring that donors, stakeholders, and interested members of the public have access to appropriate and accurate information regarding finances, operations, and results.**

In the best of times, boards have [to balance the need for confidentiality with transparency](#). Right now stakeholders, the public, and funders need boards to be [transparent](#) about how their organization is working to keep stakeholders and staff safe and healthy and how they are using their funds to fulfill their programs and services during this pandemic. This also means ensuring that your financial reporting and legal documents are kept up to date, communications to your members and the public are timely and clear, and your organization is following through on commitments.

**7. Compliance with Integrity: Exceptional boards promote strong ethical values and disciplined compliance by establishing appropriate mechanisms for active oversight.**

As much of our work moves to the virtual space or is on the front line with increased challenges, boards need to continue to ensure that their organizations have strong internal controls and are managing risk. Check out this Q&A on creating [internal controls](#). Boards need to also ensure that the organization isn't disregarding applicable laws or regulations and that they have up-to-date insurance policies. This is especially important for those organizations working in the health and childcare industries.

**8. Sustaining Resources: Exceptional boards link bold visions and ambitious plans to financial support, expertise, and networks of influence.**

Now is definitely the time to for board members to be bold in terms of resource development. If you haven't made your nonprofit one of your top giving priorities, consider doing so now. If you have been uncomfortable about asking your network to support your organization or haven't been involved in helping your nonprofit fundraise, now is the time to engage. Ask your CEO how you can help, and remember that one of the main reasons people don't give to an organization is because they weren't asked. You can also use your connections to advocate for the organization and the nonprofit sector.

**9. Results Oriented: Exceptional boards are results oriented. They measure the organization's advancement towards mission and evaluate the performance of major programs and services.**

Exceptional boards rigorously review the organization's performance, overall efficiency, and ultimate impact. A [dashboard](#) report can help a board monitor its organization's progress on its goals so it can — in partnership with the chief executive — make mid-course corrections during this ever-evolving pandemic. You may find that you have new key indicators to add to your dashboard that are directly related to your response to Covid-19. You can also use a [dashboard to track your board's performance](#).

**10. Intentional Board Practices: Exceptional boards intentionally structure themselves to fulfill essential governance duties and to support organizational priorities.**

If your board has not been intentional about its governance structures and practices, now is the time to focus on how to improve. Do you have board and committee meetings that are well facilitated and well attended by board members that read the materials ahead of time and are prepared to make good decisions for the organization? Do you have a committee structure that is flexible and streamlined? If not, check out this [resource](#), and consider if you still need all the committees you have or if some of them could be taskforces. Now is your opportunity to streamline your structures and processes, use [consent agendas](#) and executive sessions wisely, and use your board members' time efficiently.

**11. Continuous Learning: Exceptional boards embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value they add to the organization.**

Even in this era of virtual meetings and phone calls between meetings, it is a great time to include educational moments in your board meetings. Set aside 30 minutes of your next meeting to help educate the board about a governance topic or how your organization is meeting challenges relevant to your stakeholders and mission. There is also value in taking time for [board self-assessments](#), many of which can now be done online. Just as some of us find ourselves reflecting on our lives and how we can improve, board members might use this time to reflect on how their board is doing and where they may want to improve in order to be the best board for their organization as it weathers new challenges.

**12. Revitalization: Exceptional boards energize themselves through planned turnover, thoughtful recruitment, and inclusiveness.**

It may seem strange to focus on adding people to our boards when there is so much unknown with our organizations, but boards should always be working on building a pool of potential candidates. In this increased virtual era, you may be making new contacts through social media or in virtual meetings. Keeping a look out for rising stars and community stakeholders who care about your organization is another way boards can be exceptional and help attract new potential board candidates. This might be a great time for some phone or virtual interviews with potential candidates.

Because we all want to feel included in our communities, now more than ever before, take some time at your next board meeting and ask what everyone can do to make your board more inclusive. You might also think about the platinum rule that I heard mentioned at [Upswell 2019](#): consider not just treating others how you want to be treated, but treating others how they would WANT to be treated, since we all have

different needs that we may not understand without asking. And finally, if you are serving on a board and you aren't contributing, consider stepping aside for someone who has the energy and passion to serve.

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