

Board Development

So You Want to be a Board Member

Imagine a friend saying...

“Our secretary resigned at last night’s board meeting. Do you think you’d be interested in joining the board? It’s not a lot of work. Aside from attending the monthly board meetings you’d just have to prepare and mail the minutes. It’s only a few hours work a month. Would you like to join us?”

Have you ever had that experience? How might you respond? Would you respond immediately with a yes or no? Or would you say, “Let me think about it. There are a few questions I’d like to discuss before deciding.”

Thinking about joining a board for the first time?

This Information Bulletin should help you:

- Ensure that you are familiar with what will be expected of you as a board member, and
- Make it easier for you to get involved in a meaningful way.

Before saying yes, you should consider whether or not you:

- Share the values and community responsibilities of this board
- Can meet the performance expectations for board members
- Know enough about the organization to make an informed decision

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*Before you say yes, have you
thought about...*

*Shared values and
community responsibilities*

Do you:

- Want to serve on a board?
- Believe in the organization?
- Endorse the mission of the organization?

The BIG Picture

The concept of public trust embodies the values that you share with the organization and the responsibilities of board members to the community. As a board member you represent not your own interests, but the broader interests of the community. You have a responsibility to manage public funds on behalf of the organization for the benefit of the community at large. Incorporation as a Society implies public sanction of the organization's mission as a legitimate public activity. This entitles the organization to legal and social recognition and access to community resources (e.g., government funds, donations or volunteer time).

Values and community responsibilities

To understand your own values and your commitment to the organization ask yourself:

- *Do you want to serve on this board?*
You should have a desire to see the organization develop and grow.
- *Do you believe in the importance of the organization to the community and society in general?*
You should understand what the organization does and how it contributes to society.
- *Can you endorse the mission of the organization without reservation?*
You should be willing to be an advocate for the organization.

The BIG responsibility

In addition to the public trust responsibilities of board members, there are generally accepted performance expectations for individual board members. The key to becoming an effective board member is to be aware of these expectations and to work at improving your skills over time.

About the Author:

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Performance expectations

For each of the following criteria think of a specific example as it relates to your experience:

1. *Loyalty*: You must uphold the interests of the organization and its membership.
2. *Conflict of interest*: You have the fiduciary responsibility (hold a position of public trust) to act in good faith and in the best interests of the organization.
3. *Individual authority*: Through your position as a board member you must not try to exercise individual authority over staff or parts of the organization. You will be part of a board that speaks with one voice in its dealings with the organization and the public.
4. *Conduct*: When you interact with your colleagues on the board, staff members, clients, or with outside bodies in your community, your behavior should reflect the principles of fair play, ethics and straightforward communication.
5. *Meeting preparation*: You should prepare for meetings. This includes reading the minutes of the previous meeting and identifying any questions or concerns.
6. *Active participation*: You should attend all board meetings and meetings of any committees to which you have been assigned. Ask questions as needed and develop a working knowledge of meeting procedures.
7. *Board and staff relations*: You should encourage a friendly working relationship with board members, staff and service volunteers. In most organizations, the board has only one employee (the executive director) and the board typically asks one person (usually the chairperson) to handle formal communications with that employee.
8. *Confidentiality*: You should keep board business and matters of a delicate nature confidential. The board is responsible to define confidential issues.
9. *Image*: You should present a positive view of the organization to the public.

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Performance expectations

Will you:

- be loyal to the organization?
- avoid conflict of interest?
- avoid exercising individual authority?
- exhibit appropriate conduct?
- prepare for meetings?
- participate actively?
- maintain confidentiality?
- portray an appropriate image?

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Are you concerned about potential liability?

When an organization incorporates, it limits an individual board member's liability. The key word is "limit." Liability is not entirely eliminated. The board must follow the objects and bylaws of the organization and the legislation under which it is established.

Specific instances of potential personal liability

- Non-management is evident if an individual board member or corporate management disregards management responsibilities.
- Negligence or willful mismanagement is evident if a board or board member conducts duties poorly, improperly or dishonestly.
- Conflict of interest or self-dealing is evident if a board member stands to gain personally from a transaction made by an organization.

If every board member practiced the public trust and performance expectations suggested above, individual liability would be a non-issue.

The BIG decision

Once you understand public trust and performance expectations of board members you are in a better position to decide whether or not to become a board member. Here are some questions to ask of the particular board you're thinking of joining:

1. *Orientation:* How are new board members oriented? What orientation resources are available?
2. *Meetings:* When does the board meet? How long are the meetings? Be clear about your scheduling needs and preferences so that they can be considered along with the schedules of others.
3. *Job description:* Does each board member have a job description? How are board members elected and evaluated? A job description should include the title and authority associated with the position and any expectations.
4. *Strategic plan:* What are the beliefs and values of the organization and how do they relate to services provided? Can the organization provide information about where it is going and how it will get there? This includes vision, mission, targets, aims, goals and objectives.

Information required to make an informed decision about joining a board

Have you considered:

- orientation?
- meetings?
- job description?
- strategic plan?
- code of conduct?
- time, financial and other costs?
- training events?

5. *Code of Conduct:* Is there a description of the ethical and professional conduct required of each board member to maintain the confidence of the membership and the public?
6. *Costs:* What is the cost of being a board member? How much time is needed for board, committee and staff meetings, special event attendance, fundraising and telephone calls? Is there a membership fee? Are board members expected to make a donation to the organization? Are out-of-pocket expenses reimbursed? What is the personal cost of being a board member? What emotional investment will be needed? How much time and energy will be taken away from other pursuits?
7. *Training events:* What are the expectations about participation in board development events? Is there a process, and are there resources for individual board members to develop skills?

The BIG adventure

One last step before signing up is to seriously contemplate the invitation:

- For me the most significant issue that is raised by the information is...
- With the knowledge that I now have, over the next few months I want to...

Being a board member can be one of the greatest adventures of your life. Your participation can change your life, and you can change your community for the better. Whether or not to join is a complex decision. Ultimately, you have to weigh your commitment to the cause, your knowledge of the organization, and your personal interests and obligations. Good Luck!

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“With the right combination of preparation and support being a board member can be a positive, rewarding experience.”



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Potential Board Member Checklist

	Yes	No
My Values		
Do I want to serve on this board?		
Do I believe in the importance and value of the organization to the community and society in general?		
Can I endorse the organization's mission without reservation?		
Performance Expectations for ALL Board Members		
Can I be loyal to the interests of this organization?		
Am I in a position where I can minimize the potential for conflict of interest if I sit on this board?		
Am I prepared to work as part of the board team?		
Am I joining this board with a desire to apply the principles of fair play, high ethical standards and straightforward communication?		
Am I committed to being prepared for all meetings?		
Am I committed to being an active member of this board?		
Am I comfortable with the distinction between board and staff roles in the organization?		
Am I comfortable dealing with issues related to confidentiality that are likely to come before the board?		
Am I prepared to be a public advocate for this organization?		
Am I aware of how to minimize my personal liability when sitting on this board?		
Information about this Board Opportunity		
Is a formal orientation provided?		
Is there a board meeting schedule provided?		
Are board member job descriptions available?		
Is a strategic plan available?		
Does the board have a Code of Conduct?		
Is there a list of time and financial requirements for board members?		
Are there training events board members are expected to attend?		