

GOVERNING YOUR FOOD BANK ORGANIZATION

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- ▶ What's your role in the organization?
- ▶ How long has your food bank been in existence?
- ▶ How long have you been involved?
- ▶ How did you get involved?

WELCOME AND INTRODUCTIONS

1 MINUTE PER FOOD BANK



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- ▶ Less than five?
- ▶ Five to 10?
- ▶ More than 10?

HOW MANY PEOPLE ARE ON YOUR BOARD?

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- ▶ Once a month?
- ▶ Once a quarter?
- ▶ Once every six months?
- ▶ Once a year?
- ▶ Only when needed?

HOW OFTEN DOES YOUR BOARD MEET?

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What is the single biggest challenge that your Board faces in governing or leading your organization?

GOVERNING CHALLENGES

2 MINUTES PER FOOD BANK

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GOOD GOVERNANCE LOOKS LIKE THIS?

THE FUNCTIONS OF GOVERNANCE ARE:



FUNDERS AND DONORS

government funders or major gift donors may have specific expectations about how governance is performed

LIFECYCLE STAGE

a new organization may require less formal governance processes than a mature one

BENEFICIARIES AND STAKEHOLDERS

there may be set expectations for their engagement in decision-making

FINANCIAL MODEL

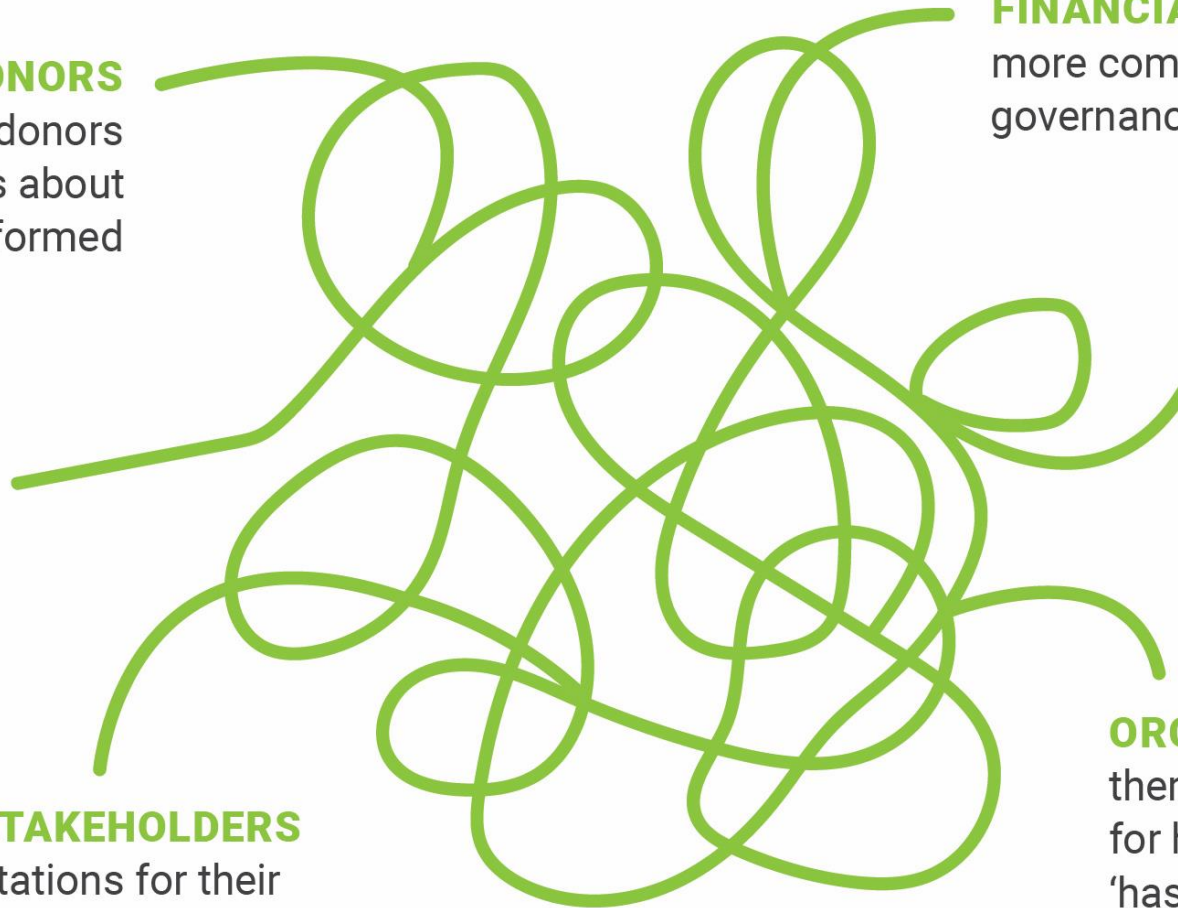
more complex financing requires different governance competencies than simpler models

FIELD OF ACTIVITY

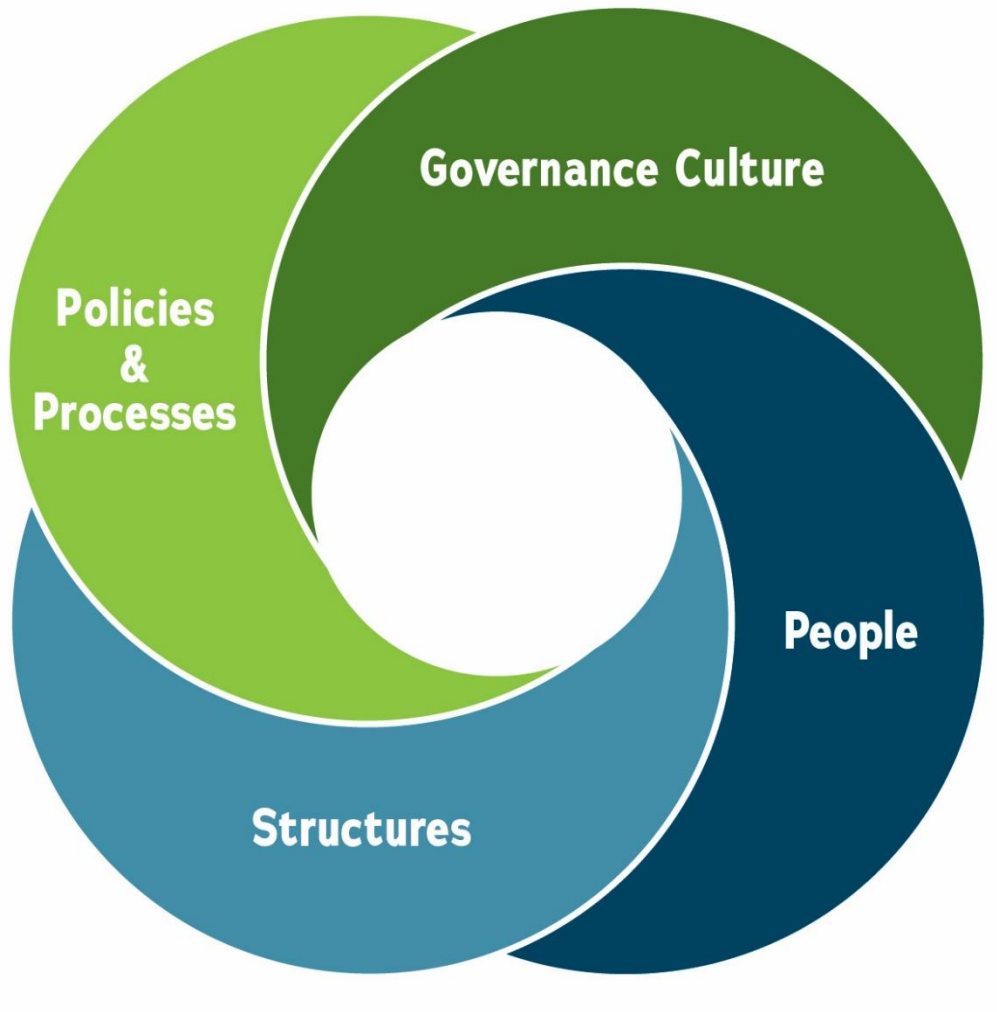
health care, for example, has different expectations of governance than sports associations

ORGANIZATIONAL HISTORY

there may be set precedents for how governance 'has always been done'.



INFLUENCERS FOR GOVERNING



- ▶ These are four enabling factors that are the foundations of governance design. They can make good governance possible or create barriers. They also create a space that can be used as a playground for innovation.
- ▶ Organizations can focus on strengthening one enabler, such as improving a process; however it's important to recognize that all four of the enablers are deeply interconnected.
- ▶ To bring about real change, it's critical to consider how they reinforce one another. For example,

ENABLERS

Administrative

- ▶ Boards make and implement all governance and operations decisions.

Management

- ▶ Boards make governance decisions and share decision-making for operations with staff and committees.

Policy

- ▶ Boards make governance decisions and delegate the responsibility for operational decisions to the senior staff person or to a management group

DIFFERENT TYPES OF BOARDS



- ▶ the Board is the governing authority for the organization and is responsible for directing, influencing, and monitoring the organization's business
- ▶ **governance** is the way in which your Board exercises its authority, control and direction
- ▶ typically, a board carries out its governance role by developing and monitoring policies, developing a strategic direction and organizing some of its work through committees

THE GOVERNING BOARD



In every model, the responsibilities of the Board are the same:

- ▶ Exercise legally required duties
- ▶ Ensure regular connection with members, funders and stakeholders about needs, values, priorities
- ▶ Establish the Mission, Vision, Values, Ends/Outcomes
- ▶ Ensure open and transparent decision-making
- ▶ Ensure external representation of organization's interests
- ▶ Accountability for organizational progress and oversight

RESPONSIBILITIES OF YOUR BOARD



- ▶ **Purpose** – establishing the mission, vision and values or guiding principles
- ▶ **Continuity** – providing continuity and sustainability for managing and implementing the organization's affairs
- ▶ **Progress** – setting the rate of progress that the organization takes in reaching its goals
- ▶ **Identity** – securing the support of the community and appreciation for the organization's purpose, beliefs, vision, mission and long-term direction

OVERARCHING RESPONSIBILITIES



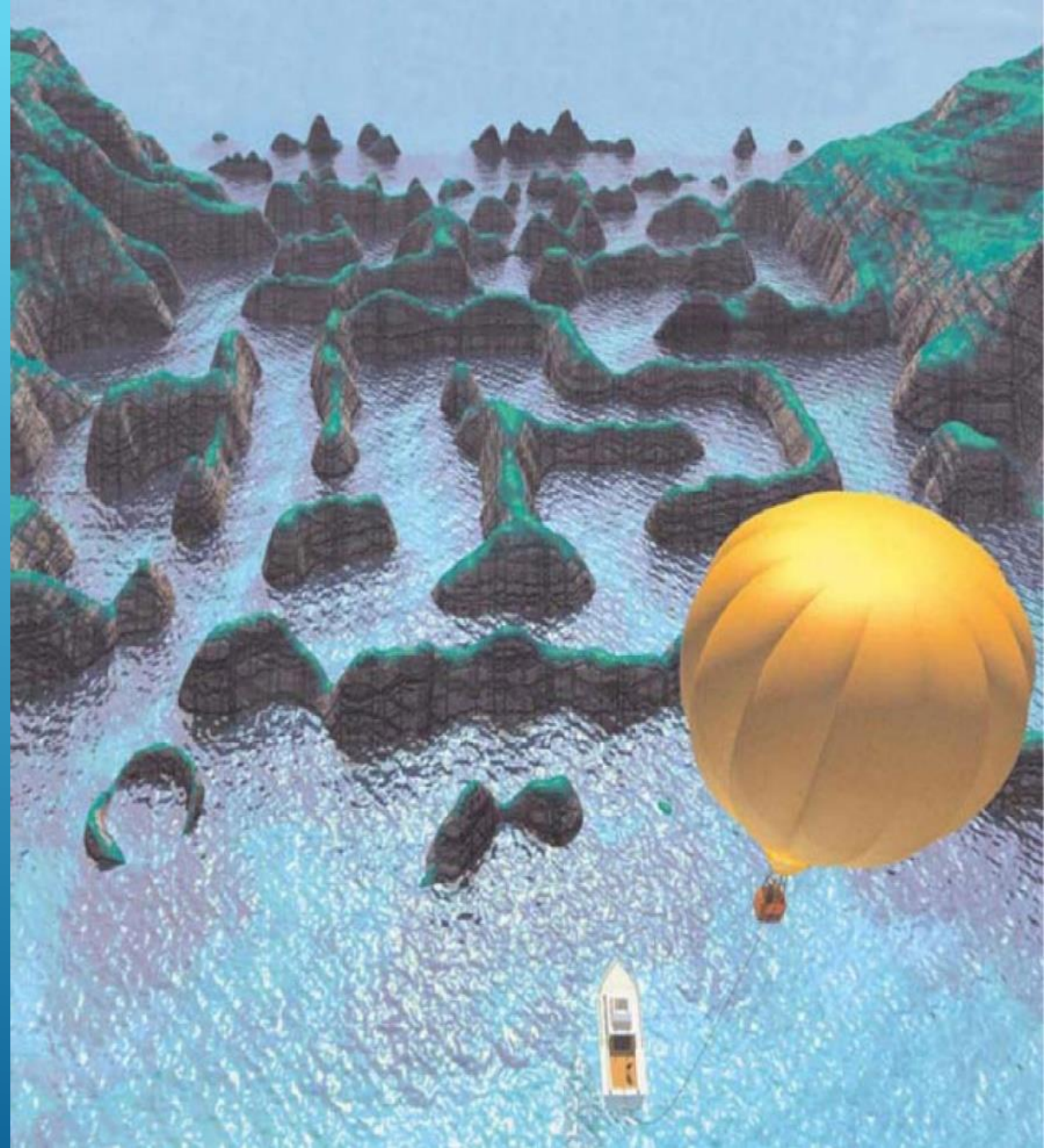
- ▶ the board is responsible for the highest level of decision-making for the organization
- ▶ the board is accountable for, and has authority over, the organization's resources and activities
- ▶ the board develops and communicates the organization's vision to the membership and the community
- ▶ through policy, the board defines how the organization will carry out its work
- ▶ the board provides **direction** to the senior staff

BOARD ROLES



GOVERNING & OPERATING

- ▶ Important to understand roles and responsibilities
- ▶ Who's in the boat?
- ▶ Who's in the balloon?
- ▶ How do the two relate?
- ▶ What makes the outcome possible?



- ▶ long term outcomes
- ▶ strategic leadership rather than administrative detail
- ▶ the future rather than the past
- ▶ planning rather than reacting
- ▶ understanding/connecting with supporters
- ▶ clear delineation of authority
- ▶ monitoring results
- ▶ implementing policies where appropriate

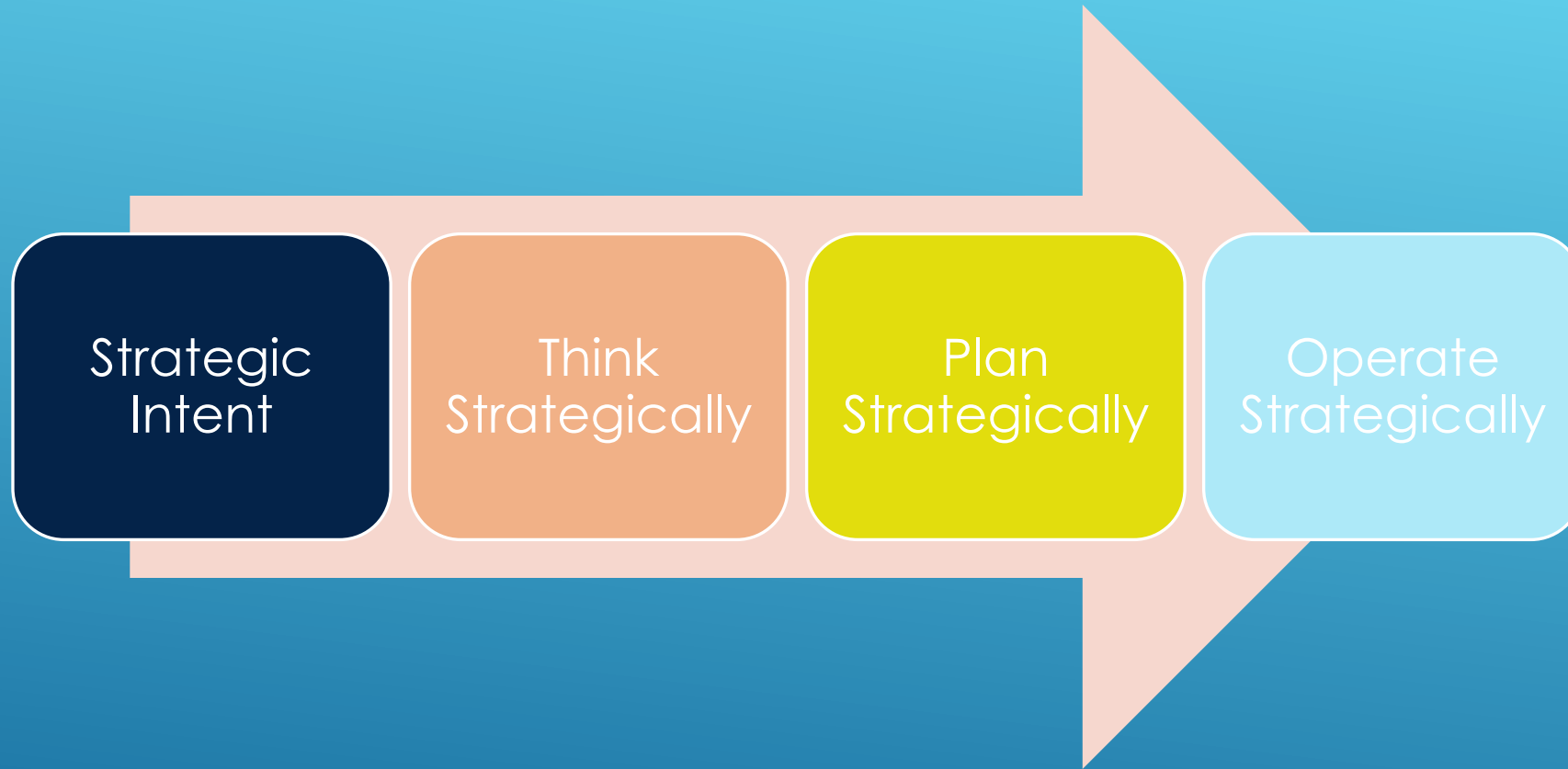
WHAT SHOULD THE FOCUS OF THE BOARD BE?



- ▶ being able to set priorities is essential
- ▶ understanding capacity is important – you will have limits in terms of funds, people and time – these will limit your focus and ability to carry out your work
- ▶ important to recognize that you can't be all things to all people all the time
- ▶ the fundamental question is “what good for what people at what cost?”

FOCUS ON THE FUTURE





BEING STRATEGIC



GOVERNING AND OPERATING ROLES

Governing Roles

- ▶ Focus of the Board
- ▶ Ends/Outcomes
- ▶ Doing the right things
- ▶ Forward looking
- ▶ Strategic thinking/ planning
- ▶ Financial oversight
- ▶ Evaluating outcomes/ progress
- ▶ Future planning

Operating Roles

- ▶ Focus of management
- ▶ Means/Programs
- ▶ Doing things right
- ▶ Current reality
- ▶ Operational thinking/ planning
- ▶ Financial management
- ▶ Monitoring and measuring progress
- ▶ Execution



- ▶ teammates communicate well with each other
- ▶ team members focus on team goals and results
- ▶ everyone contributes their fair share
- ▶ teammates offer each other support
- ▶ team members are diverse
- ▶ teams need good leadership
- ▶ the best teams are the best organized ones
- ▶ they have fun!

THINK OF YOUR BOARD AS A TEAM



In building your board, what would be the optimal size that would provide you with the skills and experiences to govern effectively?

- ▶ 5 to 8
- ▶ 8 to 10
- ▶ 10 to 12
- ▶ More than 12

HOW MANY PEOPLE WOULD YOU LIKE TO HAVE ON YOUR BOARD?

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- ▶ every organization's governing board will only be as effective as its individual members
- ▶ there is no fixed formula for determining the composition of a board or the size of the board
- ▶ one size does not fit all
- ▶ form follows function – thus every board will have its own style and form of organization

BUILDING YOUR BOARD



What are the skills and experiences you want to recruit for your board?

WHAT SKILLS AND EXPERIENCES DO YOU WANT ON YOUR BOARD?

OPEN DISCUSSION

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- ▶ nothing is more important to the health and sustainability of your organization than getting highly qualified and enthusiastic people to serve on your board
- ▶ building a board is more than just filling slots
- ▶ it's about finding leaders who have skill sets and perspectives that align with your organization's strategies, goals and needs – into the future
- ▶ it's about having the right blend of skill sets, expertise, connections and diverse perspectives

BOARD RECRUITMENT



- ▶ an interest in the mission and the people you serve
- ▶ a sense of integrity
- ▶ image and profile in the community
- ▶ skills to work effectively with others
- ▶ willingness to learn and grow
- ▶ a sense of wider community
- ▶ orientation to the future
- ▶ enthusiastic support for the organization

WHAT QUALITIES DO YOUR BOARD MEMBERS NEED?



- ▶ What have you found that works for you?
- ▶ What skills, competencies or attributes are missing from your board that would help you?

I'M INTERESTED IN HOW YOU RECRUIT
YOUR BOARD MEMBERS

OPEN DISCUSSION

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- ▶ providing a clear orientation for new board members is critical
- ▶ consider providing an information session prior to a commitment to serve – to test drive the organization
- ▶ be clear up front about conflicts of interest, job descriptions, expectations and important policies
- ▶ consider having a ‘contract’ that outlines expectations to avoid future issues or conflicts

ORIENTATION OF NEW BOARD MEMBERS



- ▶ build your board based on the skills and abilities needed to provide effective governance
- ▶ build for the future and not the present
- ▶ tie your recruiting to your strategic plan and priorities
- ▶ orientation is very important – this is a process and not a binder
- ▶ consider the changing needs of your organization – your selection criteria needs to reflect these changes

REMEMBER THESE

- ▶ Duty of Care
 - ▶ Using good business judgment at all times
 - ▶ Exercising due diligence in decision making
- ▶ Duty of Loyalty
 - ▶ Acting in the best interest of the organization and membership
 - ▶ Avoiding conflicts of interest
- ▶ Duty of Obedience
 - ▶ Faithful to the mission and goals
 - ▶ Following the governing documents

LEGAL DUTIES (THE CANADIAN CONTEXT)



- ▶ your board should establish its own annual work plan which includes key activities that the board is responsible for
- ▶ the work plan should help to frame agendas for board meetings
- ▶ the annual work plan should help the board ensure that it carries out its legal and fiduciary duties: annual meeting of members, annual audit, annual planning, board development, nominations and others

BOARD WORK PLAN



- ▶ board committees help the board to carry out its work between meetings of the board
- ▶ serving on a committee can be a way to cultivate prospective board members
- ▶ committees can include teams for special projects
- ▶ typical board committees include: Finance, Governance, Food Sourcing etc.
- ▶ board committees should mirror the work of the board

A WORD ABOUT COMMITTEES



- ▶ committees need clear terms of reference
- ▶ board committees are accountable to the board
- ▶ members need the knowledge, skills and experience to carry out the work of the committee
- ▶ committees can provide the focus and dedication of time to do the necessary work of the board
- ▶ committees can provide opportunities for other volunteers to be involved

COMMITTEES AT WORK





QUESTIONS

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