

BUILDING A SUPERIOR BOARD: GETTING THE RIGHT PEOPLE FOR THE JOB

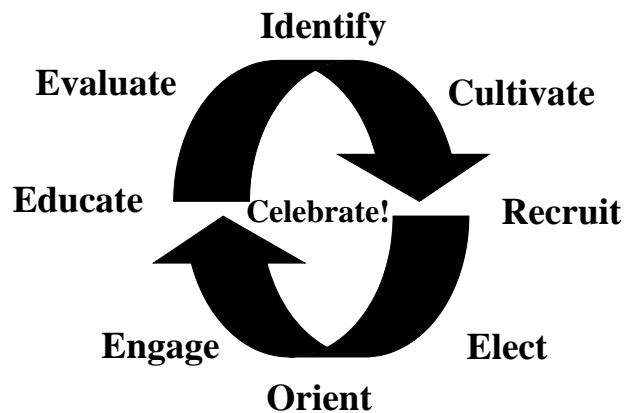
Presented by

**Chuck French, Statutory Non-Federal Director, Governance Chair &
Member Finance Committee of Bedford Research Corporation, Inc.
(BRCI), Bedford, MA**

&

**Helen Petrovitch, M.D., Executive Director, Pacific Health Research
and Educational Institute (PHREI), Honolulu, HI**

Board Building Cycle



Governance Committee

- ▣ **Responsible for the general affairs of the board**
 - Board composition
 - Recruitment
 - Self assessment
 - Leadership succession
 - Board professional development

Identify

- ▣ **Determine target board size**
 - Authorizing statute provides the minimum board
 - By-laws may provide limits
 - Assess areas of weakness
- ▣ **Review term limits**

Statutory Directors	Statutory Non-Federal and Non-statutory Directors
<ul style="list-style-type: none">• No Term Limit	<ul style="list-style-type: none">• Who is rotating off?• Stagger terms• Invite re-ups

Identify

- ▣ **Identify board needs**
 - Professional / personal skills and attributes
 - Professional / personal connections
 - Diversity (geographic, ethnic, age, gender, etc.)

- ▣ **Identify potential candidates**

NPC Board Characteristics Matrix

	Current Board Members									Prospective Members		
	Mary	David	Susan	John	Jeff	Joe	Ann	Pete	Cary			
Name												
Gender												
Race												
Age												
Nonprofit Legal Expertise												
Nonprofit Accounting Expertise												
Nonprofit Governance Expertise												
Prior Nonprofit Board Service												
Nonprofit Management Expertise												
Fund Raising Expertise												
VA Researcher												
Other Researcher												
VA Employee												
VA Patient												
VA Volunteer												
Veteran												
Term expires												

Identify: Sources for Finding New Board Members

▣ Close to home

- PIs
- Prior year board candidates
- Friends, neighbors, and colleagues of current board members or other VAMC staff
- Veterans service organizations (VSOs)
- VAMC volunteers or former VA personnel
- Previous NPC donors

7

Identify: Sources for Finding New Board Members

▣ Cast a wider net

- Social web sites
- Community associations
- Board “banks”
- Colleges & universities
- Recruiting task force
- For accountants: Local chapter of the American Institute of CPAs (AICPA)
- For financial expertise: Local bank managers
- For lawyers: State and local chapters of the American Bar Association (ABA)
- Board recruitment websites: BoardNetUSA.org; BoardSource.org, Bridgestar.org and Volunteer Match.org
- References from your state association of nonprofits – go to the National Council of Nonprofit Associations to locate your state’s association <http://www.ncna.org/>

8

Cultivate

- **Get them interested in your organization**
 - Give a tour of programs and facilities
 - Set up a meeting with the ED, an active PI or board member
 - Invite them to attend a board meeting
 - Ask them to serve as ad hoc committee members (i.e., Finance, Audit, Nominating, Research Week, etc.)

9

Recruit- Interview

- ▣ Meet in person to determine if the individual and your organization are a good match
 - Involve the candidate in dialogue
 - Discuss current programs and priorities
 - Describe expectations and responsibilities of board members
 - Gauge their willingness to serve
 - Do not make commitments or extend invitations at this time

10

Recruit - Interview Guide

Questions to Ask

1. What interests you most about our org.?
2. Are you willing to make a contribution?
3. What expertise do you feel you offer?
4. What are some of your other volunteer roles?

Questions to Answer

1. What is the time commitment?
2. What is unique about your organization?
3. What are the major issues you face?
4. What role do you see me playing?

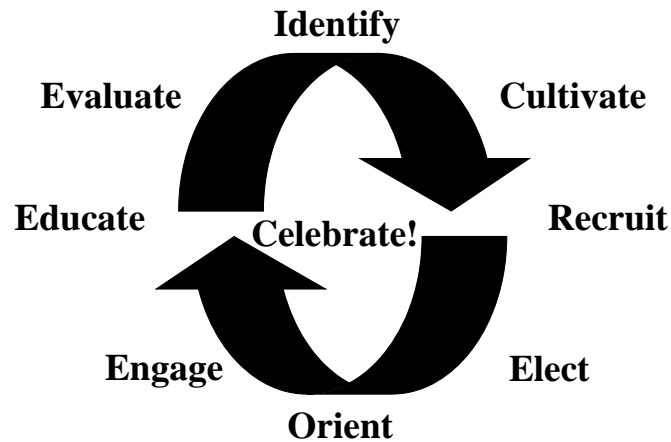
11

Nominate and Elect

- ▣ **Nominating Committee**
 - Assess candidates
 - Develop a slate of nominees
 - Present slate and written bios to board
- ▣ **Board**
 - Considers candidates
 - Conducts elections

12

Board Building Cycle



CAHNERS & DONAHUE
ASSOCIATES LLC
Helping Boards Work

13

Orient – Engage – Educate

Board members are engaged, enthusiastic and willing to take responsibility when:

- They truly have a personal understanding and enthusiasm for the mission
- They feel needed and appreciated
- They feel camaraderie as a board

MISSION: PHREI conducts health research and education that improves the health and well-being of veterans and all people in Hawaii, the Pacific region, and throughout the U.S.

14

Orient - Welcome New Members

- ▣ Send a congratulatory welcome letter from the chair of the board.
- ▣ Include information about:
 - The term
 - Date and time of orientation session
 - Date and time of next regular board meeting
 - Directions to meetings and map
 - Information about other members
 - Name and contact number of someone to call for questions – chair of the board, executive director – or a specially selected and assigned mentor on the board.

15

Orient

- ▣ Orientation Session
- ▣ Board Member Handbook/Orientation Manual
- ▣ “Buddy” or Mentor System

16

Orientation Session

- ▣ Invite new board member(s) and mentor(s) or other interested members
- ▣ Chair of Board and Executive Director present
- ▣ Introductions
- ▣ Review Board Member Handbook/Orientation Manual - questions
- ▣ Overview of VA research and historical VA R&D highlights
- ▣ Brief overview of affiliated VA facility
- ▣ Solicit feedback - find out new board members' experience and interests

17

Board Member Handbook/ Orientation Manual

- ▣ Background about the VA-Affiliated Nonprofit Research and Educations Corporations (NPC) in general
- ▣ The NPC's mission
- ▣ The NPC's history/About NAVREF
- ▣ Current list of board members and officers; and contact information
- ▣ Responsibilities and expectations of board members and officers
- ▣ Required training and disclosures
- ▣ Planned meeting dates and times for the year

18

Board Member Handbook/ Orientation Manual (con't)

- ▣ Overview of local research funding activity
- ▣ Brief description of current active research projects
- ▣ Brief descriptions and pictures of current active PIs
- ▣ List and brief description of the NPC administrative staff
- ▣ NPC website
- ▣ Directions to the NPC office

Board Member Handbook/ Orientation Manual (con't)

Additional Background Materials

- Authorizing Statute
- VHA Handbook 1200.17
- Board policies
- Insurance
- Financial statements
- Last 990 and Audit
- Last board agenda and minutes

The Engagement Pyramid

Leads others in carrying out the organization's work

Leading

Fully invested in the mission and success of the organization – takes responsibility for accomplishing the mission

Owning

Contributes significant time, financial or social capital to the organization

Contributing

Believes in the mission, trusts the organization allows use of their name to endorse the organization

Endorsing

Interested in the cause and cares somewhat about the organization

Following

Interested in the cause aware of the organization

Observing

Engage and Educate – At Board Meetings

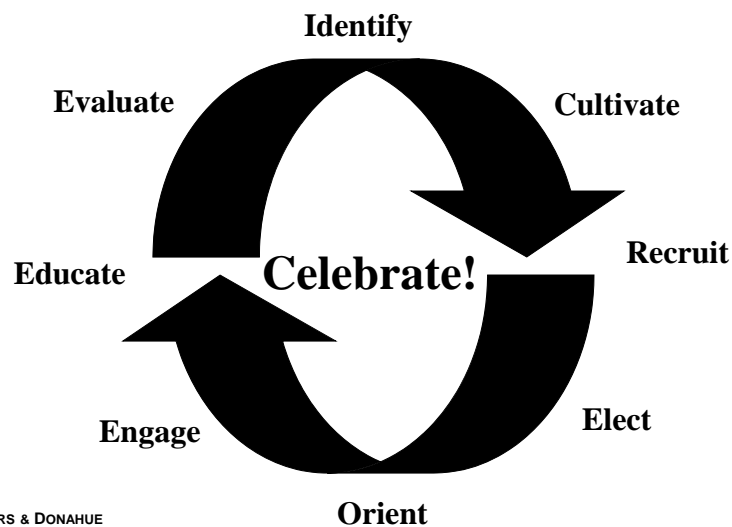
- ❑ Send out a packet with the agenda and any necessary handouts a week in advance
- ❑ Board Chair or a mentor calls new members to assess questions or concerns regarding the upcoming meeting
- ❑ During the board meeting, leave enough time for questions and solicit feedback from new members
- ❑ Develop assignments, place new members on committees
- ❑ Ongoing: allocate time and resources for board training (i.e., books, training sessions, guest speaker, etc.)

Engage and Educate – At Board Meetings

- ▣ Strategic planning meeting annually
- ▣ Annual board retreat
- ▣ Present NPC's work!
 - ▣ PI presentation to the Board
 - ▣ Endorsements from research participants

23

Board Building Cycle



CAHNERS & DONAHUE
ASSOCIATES LLC
Helping Boards Work

24

Contact Information:

- ▣ **Chuck French**, Board Member
Bedford VA Research Corporation
BRCI/Dept. of VA/Edith Nourse Rogers Memorial Vets Hospital
200 Springs Road (151), Building 12
Room B04
Bedford, MA 01730
T: 781-862-2465
E: chuckcfrench@comcast.net
- ▣ **Helen Petrovitch, M.D.**, Executive Director
Pacific Health Research and Education Institute
3375 Koapaka Street, Suite I-540
Honolulu, HI 96819
T: 808-564-5480
E: hpetrovitch@phrei.org