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The Rusty Trustee Bob Harris, CAE

New directors may think, “I won’t say anything for six-months, until I learn the ropes.” This is a poor approach to governance and the responsibilities of directors.

There are methods to help new board members. They must learn the fundamentals of governance mixed with the culture and principles associated with board service. It is the culture that can be hard to communicate.

Annual orientation is important. Though one can only absorb so much when discussing bylaws, budgets, strategy, history and fiduciary responsibilities.

Access to information is critical to facilitate good governance. The officers and executive director should invite questions. Expect to hear, “What is the best way to prepare for meetings?” and “I’m not sure I understand the details of finances.”

The leadership notebook delivers essential documents and information. It may be in the format of a binder, a memory-stick, or a virtual notebook housed on a board portal or Dropbox.

Rusty Trustee

A unique idea is the appointment of an experienced leader to coach the board and new directors. The concept can be traced to the Kentucky Optometric Association, referring to the seat informally as the “rusty trustee.” The official title is the “Trustee Emeritus.”

The bylaws explain that this trustee must not have held in office in the past five years. They may not serve consecutive terms.

The purpose is to help the inexperienced directors and board understand history, culture and good governance. Depending on bylaws and the group’s preference, the position may be non-voting and be limited to one year, enough time to get the board up to speed.

Dinah Bevington, Executive Director at KOA says, “Another thing interesting with the makeup of our board is that our immediate past president actually serves at the treasurer as well. The thought is that this position is very important, and an individual

learns the appropriate knowledge and background after serving in the chairs – rather than using it as an officer ‘steppingstone’ as traditionally done.”

The emeritus trustee has multiple purposes, explains Ronald L. Benner, O.D, active in the leadership of the Montana and American Optometric Associations.

The trustee can serve as the voice of experience and historian. “Too often boards will repeat things already tried as they have no history or experience with the issues, the trustee can offer perspective.”

He describes their work as a brake for the board, and sometimes a steering wheel. “The trustee can slow things down or steer away from an initiative that seems askew.”

Their role is not to have heavy influence or a “no” vote impeding progress. They serve as the voice of an elder who asks the board to think strategically. The trustee may have a role in encouraging or curbing the enthusiasm of new directors who frequently proclaim, “I have a really good idea!”

Helping New Directors

Other methods for onboarding and adding confidence for new directors include:

Guiding Officers – The officers share responsibility for mentoring new directors. The board should be a team that understands and works together to achieve mission and strategic goals. Be sure officers are available for mentoring and give them a plan for teaching.

Orientation Process - Orientation is important but overwhelming. In one setting, the bylaws, budgets and fiduciary responsibilities can be too much to ingest. Offer micro-bursts of education at upcoming board meetings, for example how to understand IRS Form 990 or best practices for committees.

Past President – One reason for a past president remaining on the board is to ensure continuity in the leadership transition. They offer historical context and years of experience to share with new directors. Most organizations include the past president and give them a vote.

Board Buddies – New directors can benefit from being assigned a buddy. Delegate seasoned directors to serve as a resource for incoming leaders. Buddies are available to answer questions and provide guidance for good governance.

Evaluation – For continuous improvement, ask the board to evaluate their performance. There are plenty of board evaluation tools and techniques (www.nonprofitcenter.com). Outcomes might suggest different formats for meetings, agenda design or frequency, to improve governance outcomes.

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Note: Bob Harris, CAE, provides free governance tips and templates at www.nonprofitcenter.com. Ronald L. Benner, O.D is past president of the Montana Optometric Association and a trustee of the American Optometric Association Board; he serves as board liaison to the Education Center, Contact Lens Section and sit on the Finance Committee