

President / Chair Person

General Responsibilities

The President is responsible for ensuring that the Board of Directors and its members: 1. are aware of and fulfill their governance responsibilities; 2. comply with applicable laws and bylaws; · conduct board business effectively and efficiently, and 3. are accountable for their performance. (see note 1)

In order to fulfill these responsibilities, and subject to the CSAA's bylaws, the President presides over meetings, proposes policies and practices, sits on various committees, monitors the performance of Directors and Officers, submits various reports to the board, to AMDD, and to other "stakeholders"; proposes the creation of committees; appoints members to such committees; and performs other duties as the need arises and/or as defined in the bylaws.

Accountability

The President is accountable to the Board of Directors or Members as specified in the bylaws. The President may delegate specific duties to the Executive Director, Board members and/or committees as appropriate; however, the accountability for them remains with the President.

Specific Duties

Meetings

The President ensures that an agenda is planned for board meetings. This may involve periodic meetings with committee chairpersons to draft annual and meeting agendas and reporting schedules.

The President presides over meetings of the Board of Directors. In this capacity, the President:

- chairs meetings according to accepted rules of order for the purposes of
 - encouraging all members to participate in discussion;
 - arriving at decisions in an orderly, timely and democratic manner;
- votes as prescribed in the bylaws.

The President serves as an ex-officio member of board committees specified in the bylaws. In this capacity, the President's role is

- to serve as a voting member of the committee (if specified in the bylaws);
- to negotiate reporting schedules;
- to identify problems and assist the committee chairperson to resolve them, and if necessary, to bring them to the attention of the Board of Directors.

Community Relations

The President ensures that the organization maintains positive and productive relationships with media, funders, donors, and other organizations. In this capacity, the President serves as primary spokesperson for the organization Duties may include:

- representing the organization to the media;
- representing the organization on governmental or nongovernmental organizations and committees;
- timely and appropriate reporting of Board decisions and actions to Congress members, Stakeholders and/or funders and/or donors.

Signing Officer

The President is normally designated by the Board of Directors and/or bylaws as one of the signing officers for certain documents. In this capacity, the President may be authorized or required to sign or countersign checks, correspondence, applications, reports, contracts or other documents on behalf of organization.

Board Development

The President ensures that structures and procedures are in place for effective recruitment, training, and evaluation of board members.

Fund Raising

The President ensures that structures and procedures are in place for securing the resources required by the organization

Delegation

Depending upon the organization's needs and its bylaws, the President may establish or propose the establishment of committees of the Board, and may assign tasks and delegate responsibilities to board committees and/or directors.

Note 1

This document uses the word "ensure" to convey the intent that accountability for the specified responsibilities lies with the President but it is not necessarily the President who carries out the activity. Indeed many of these responsibilities will be delegated to board committees, staff, or others including experts retained for a specific purpose. The word "ensure" is not intended to imply any additional source of legal duties beyond those that are required by law.

This generic position description was a collaborative effort of number of subscribers to the Boards and Governance forum of CharityChannel.com. The original draft was developed by Nathan Garber, moderator of the forum. Additional contributions were provided by Adam Kerman, Stephen Nill, Hildy Gottlieb, Mike de Freitas, Jane Garthson, David Darwin. To view the full discussion, consult the CharityChannel.com archives for January, 2001. We make no claim to having the "definitive" job description. Every organization has its own unique history and structure. No job description can suit every organization and it would be a mistake to try to adopt any job description without critical evaluation and reference to your own unique circumstances. We offer this as a starting point for your own work.

How to Be a Great Chairperson

by Nathan Garber

Whether you arrived in the role of meeting chair by virtue of your bright ideas, your winning personality or because no one wanted the job, you need to recognize that you are the person most responsible for making board members feel that their participation is valued and helpful to the organization.

It is not easy to make every meeting productive and enjoyable but you can do it. Being a great chair involves five sets of tasks:

1. carefully planning the meeting;
2. involving other directors in the process;
3. making everyone feel important;
4. facilitating a productive meeting process; and
5. enforcing the meeting rules.

This article provides a brief outlined of what is involved in each of these tasks.

1. Plan for Success

Great meetings happen by design, not by accident.

When you attend any successful event, whether a theater, sporting event, fundraiser, or conference, it is readily apparent that most of the work has been done before the event. You can't put on a successful event without plenty of preparation. Board meetings are no different. It takes planning and work between meetings to ensure that the necessary decisions can be made fairly, with adequate discussion, in a reasonable amount of time. Good meeting planning requires attention to the following:

- Ensure that the meeting has a purpose. The purpose of board meetings is to make decisions. If there are no decisions to be made, don't waste people's time.
- Provide information needed for decisions in time to be read before the meeting. Meet with the executive director and/or executive committee at least a week before each board meeting to review the reports to be given and the decisions to be made. Don't just send out a generic, pro-forma agenda. Make sure the board's meeting package includes sufficient background material and that board members receive the material at least a few days before the meeting.
- Ensure a *quorum* will be present so the meeting can take place. If there have been attendance problems or people arriving late, contact them before the meeting to let them know their presence and their opinions are important.
- Prepare an agenda that can be completed in the time allowed. After reviewing the matters for the meeting, consider how long to allow for discussion of each item. Assess each potential discussion item in terms of its urgency and importance. Is a decision absolutely required by the end of the meeting? How significant is the impact of the decision on the organization as a whole. Make sure that the most urgent and important items get priority on the agenda.
- Critically review past meetings to see how the next one can be improved. Meetings don't get better on their own. Review past meetings to see what you can do to make them more effective, more efficient, and more fun.

2. Involve the Team

The executive director needs to be involved but should not be the only person planning the agenda. A great chair knows that planning, running, and evaluating meetings is too much work for the chair to do alone. It takes an executive committee. If you don't have an executive committee, create a meeting planning committee to meet between board meetings to review recent meetings, plan the agenda, follow-up with absent directors and compile reports and minutes for distribution. Use the opportunity to help prepare the next chair for the job.

3. Make Everyone Feel Useful

Volunteers will only do what gives them some satisfaction. Volunteer board members will come to board meetings when they feel they are making a contribution. If they don't feel necessary or respected, nothing will get them to attend meetings. A great chair creates a respectful environment, invites participation and encourages all directors to present their views. It is very important to ensure that the agenda items require everyone's participation. It is demoralizing and disrespectful to spend precious meeting time listening to reports that do not require action or discussing decisions that have already been made. If decisions do not require the full board to be involved, delegate them to an officer or committee.

4. Facilitate Decision-Making

I hope you'll excuse me for reiterating that the purpose of board meetings is group decision-making. Groups may come together for many purposes, but board meetings are for making decisions that require the involvement of all directors. A great chair ensures that the agenda is designed to facilitate group decision-making. The chair keeps directors focused on the agenda and brings discussion to a conclusion when it is clear consensus has been achieved or it is time to vote.

5. Learn and Enforce the Rules of Order

Procedural Rules are not an imposition. They are essential. Most everyone wants board meetings to be informal and friendly but without rules of order, discussion may wander, meetings may go into overtime, quieter personalities may not have an opportunity to participate, and disagreements may turn into personal attacks. A great chair knows, explains, and enforces rules to ensure civility, participation, and fair decisions. This does not mean that you should slavishly follow Robert's Rules of Order. For most volunteer boards, General Robert's rules are overkill – intended to keep order in an adversarial environment, not to facilitate collaborative decision-making. Much better for most of us is to have a few clear and simple standing rules that can be displayed on a poster at all meetings. Here are some basic rules, compatible with generally accepted parliamentary procedure.

- A member must be recognized by the Chair before he or she can speak.
- No one can speak twice on a matter until all have had opportunity to speak.
- The Chair may set time limits for discussion. These can be changed by a majority vote of the Directors.
- No disrespect towards others will be tolerated.
- Only urgent items may be added to agenda.
- Conflicts of interest must be addressed.
- The Chair votes with the other members (depending upon your by-laws).

If you don't have clear and simple standing rules, you should allocate some time to create and approve them

CHECKLIST FOR THE CHAIRPERSON

by Nathan Garber

John Kenneth Galbraith wrote: "Meetings are indispensable when you don't want to do anything." Unfortunately, in many cases, he is right. To make meetings creative and useful, a good chairperson is essential. The chair can make the difference between a successful, productive, stimulating meeting and a frustrating, disappointing, waste of time. Chairing a meeting effectively does not come naturally, but it can be learned through practice and effort. Use this checklist to help you as you learn the job.

Before the Meeting

↑ Meetings are for making decisions. Be sure you understand what decisions have to be made at the meeting.

↑ Plan the agenda to ensure that the most important and most time-critical decisions are made first.

↑ Make sure that reports and information necessary to make the needed decisions are sent with the agenda in sufficient time for them to be read.

Í Contact individuals scheduled to make a verbal report and make sure they will be present or will appoint someone else to give the report.

Í Note when someone comes unprepared to the meeting. Call them in advance of the next meeting with a reminder to read and think about the agenda items before the meeting.

Í The board or committee can be severely handicapped when members are absent. Frequent absences may indicate personal problems for the member or a problem with the Board. If you have reason to think that any member is not making a serious effort to attend all meetings, call them to find out why.

At the Meeting

Í Use a “Consent Agenda” to dispense quickly with routine and non-controversial agenda items.

Í Rules of order are important to ensure that decisions are made fairly and that the rights of the majority and minorities are protected. Make sure that the rules you follow encourage adequate discussion and participation.

Í Start meetings at the scheduled time.

Í Introduce and welcome all newcomers.

Í Summarize the issues to be discussed.

Í Clarify the time-line for discussion.

Í Keep a speakers list. Make sure that everyone who wishes to speak has done so before any speaker has a second opportunity.

Í Encourage the quiet ones. Direct questions to them or go around the table so that everyone can comment.

Í When discussion wanders, bring it back to the matter at hand.

↑ Be alert to nonverbal behaviours signifying dissent. Ask the dissenter to comment.

↑ When debate becomes confrontational and positions become entrenched, seek ways to identify the interests and values that underlie the positions and seek ways to negotiate resolution.

↑ Watch for signs that the debate has run its course. Then summarize the discussion and ask for a vote or expression of consensus.

↑ Ask the secretary to read all motions, amendments to be sure that they are clear, express the intent of the mover, and are correctly entered in the minutes.

↑ Before the meeting is adjourned (or before people start leaving), make sure that anyone who has been assigned a task is clear on their responsibilities and aware of the reporting date.

↑ Check to see if anyone has a problem with the next meeting date and time.

↑ End the meeting on time.

After the Meeting

↑ Review the previous meetings to identify problems so that they can be addressed before the next meeting.

↑ Review the Annual Agenda to see what is coming up in the months ahead. Update the annual agenda if necessary.

↑ Review this checklist. Consider what you might do to make the next meeting better, and what long-term strategies might improve your meetings.

↑ Consider what you might do to assist new members, deal with absenteeism, or remediate poor performance.

↑ If you have a vice-chairperson or if there is someone in line for the chairperson's role, include her or him in this review process