

**GRASS
ROOTS**

2017

Board Responsibilities in Governance

Bob Harris, CAE

www.nonprofitcenter.com

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ROOTS**

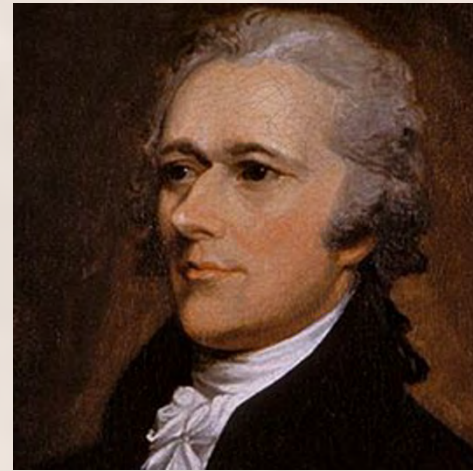
an **ATA** leadership event
an **ATA** leadership event

RCH CAE
Robert **CH**arris, CAE

Learning Objectives

- Model of Governance (board) and Management (staff)
- Fiduciary Roles of Care, Obedience and Loyalty
- Disclosure of Conflicts
- Strategic Direction and Goal Setting

“Winning is easy (young man),
governing is hard.”



BOARD RESPONSIBILITIES

Serving on the Board of Directors is a rewarding and important responsibility. This guide informs leaders of the unique aspects associated with governing a volunteer, membership organization.

*"The board governs ...
... the staff manages."*

Governance: Volunteer leaders are responsible for the direction of the organization. The board governs, develops policy and sets a course. The mission statement should frame all discussions — avoid micro-management. Four board functions:

- Governance
- Policy & Position Development
- Visionary – Future Focus
- Fiduciary

Management: Staff and consultants are responsible for administration of the organization. Staff partner with the board to advance goals and strategies, while taking care of the daily administrative needs unique to nonprofit organizations.

Unique Terminology

Not-for-Profit refers to the legal corporate status of the organization. (It does not imply an exemption from paying or collecting *state sales tax*.) **Nonprofit** is the casual reference to Not-for-Profit.

Exempt Organization is a reference to the IRS designation exempting the organization from paying most federal income tax (with exception of **UBIT - Unrelated Business Income Tax**.)

IRS 501(c)(3) designation most often is referring to organizations with a religious, charitable, scientific or educational purpose.

IRS 501(c)(6) designation refers to trade associations, business leagues and professional societies.



1-12-03 RCH

Board Responsibilities

1. Determine and advance the organization's mission and purposes.
2. Select the chief paid executive (*not staff*) as well as CPA and attorney.
3. Support the chief executive and assess performance in the organization (i.e. budget, goal achievements, etc.)
4. Conduct organizational planning.
5. Ensure adequate resources (funds, time, volunteers, staff, etc.)
6. Resource and financial oversight
7. Determine, monitor and enhance programs and services.
8. Promote the organization.
9. Ensure legal and ethical integrity and maintain accountability.
10. Recruit and orient new board members, and assess board performance.

(Adapted from [The Board Responsibilities of Nonprofit Boards www.BoardResponsibilities.com](http://www.BoardResponsibilities.com).)

Good Governance

In response to corporate scandals, there is scrutiny on all boards of directors. Since 2008 the IRS started inquiring about the policies of exempt organizations. Boards are expected to maintain their accountability, independence and transparency while governing. Policy questions in IRS Form 990 include:

- Audit and Audit Committee
- Whistleblower
- Compensation
- Document Destruction
- Conflict of Interest
- Public Records
- Minutes

Insurance and Volunteer Immunity

State and federal governments afford certain protection to volunteer leaders. While the volunteer may have some protection, the organization is still open for legal suits. Insurance coverages add further protection for volunteers and organization.

Directors and Officers (D&O) Liability may cover legal defense for employment, copyright, and antitrust claims, for instance.

General Liability insurance covers property damages and injuries relating to the organization.

Fidelity Bond covers losses resulting from fraudulent or dishonest acts committed by an employee.

Meeting Cancellation covers the loss of revenue due to a cancellation, curtailment, postponement because of weather, strikes, etc.

(Consult legal and insurance counselors for assistance.)

Legal Principles

Duty of Care requires leaders to use reasonable care and good judgement in making their decisions on behalf of the interests of the organization; and,

Duty of Loyalty requires leaders to be faithful to the organization, avoiding conflicts of interest; and,

Duty of Obedience requires leaders to comply with governing documents (i.e. bylaws, articles of incorporation, policies, etc.)

Board Tools

Documents available to leaders, often in a *Leadership Manual* or board portal.

- Statement of Purpose (Mission)
- Articles of Incorporation
- Bylaws
- Policy Manual
- Strategic Plan
- Financial Statement - Budget
- Meeting Minutes
- Organizational Charts
- IRS Forms
- Frequently Asked Questions

Treat all information with *confidentiality*.

#1 lie — "You won't have to do anything when you get on the board!"

Resources

COMMITTEE RESPONSIBILITIES

Committees are an integral part of successful organizations. Their purposes include: supplementing the work of the board and staff; engaging members; and developing leaders. The *Committee Responsibilities* guide clarifies responsibilities, authority, recommendations, smart practices, trends and risk avoidance.

Types of Committees

Standing Committees are identified in the bylaws and serve the duration of the year.

Subcommittees divide work amongst subgroups.

Task Forces and Ad Hoc Committees are appointed for a specific purpose. The committee disbands after completing the assignment. Because volunteers have limited time, consider using task forces or **Quick Action Teams** (similar to task forces but even shorter duration.)

Councils, Think Tanks, Brain-Trusts, Strike-Forces and Special Interest Groups are other committee names, often created to engage persons with similar interests, such as practice specialty, geography or ethnicity.

Chairs and Liaisons

Every committee needs *leadership*.

The **chair** should have the best understanding of the purpose of the committee and the immediate tasks. He or she sets the tone for achieving results and engaging volunteers. The chair should be able to communicate a clear vision and desired outcomes.

Use a **vice-chair** or **co-chair** for sustainability. The position supports the chair and may become next year's leader.

Committee liaisons serve as an advocate and champion. A **board liaison** is the communication channel between the committee and board. The **staff liaison** is a link to management and resources.

Alignment in the Organization

Committees have a "fit" within the organization. Each has an explicit purpose often identified in the **governing documents** (bylaws, policies or committee purpose statements.)

Efforts of the committee should align with the organization's structure, strategic goals and resources. An org-chart will depict hierarchy and the relationship to the board and staff.

Trends in Committees

- There are no "sacred cows." Is the committee necessary?
- Elimination of standing committees in favor of task forces.
- Committees are all aligned with the organization's strategic goals.
- Technology use, on-line meetings and committee web portals.
- No silos. Committees should interface with other committees to collaborate.

Outcomes and Recommendations

Committees should produce *results*. For example, instance, creating new educational content, programs, publications, fund raising, a robust special interest section or enhancements in the organization.

Most efforts by a committee will require approval by the board. *Recommendations* should be in the form of a motion or resolution. A request to the board should be explicitly clear so that directors understand and approve.

When setting committee goals, be realistic about what can be achieved. Break projects into monthly or quarterly steps.

Committee Resources

Resources take the form of time and money:

Finances – The annual budget may have allocation for committees.

Time – Consider the value of a committee meeting by multiplying the # of persons involved x the length of the meeting x \$50 hour wage/val (minimum).

Information – "Read to Lead." Know the mission, bylaws, policies, strategic plan, budget and organizational chart.

"Some committees keep minutes and waste hours."

Will you serve?



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Protecting You

1. D & O
2. Incorporated
3. Indemnification
4. Volunteer Immunity

Authority to Govern

- a) State Corporate Law
- b) IRS/Dept of Treasury
- c) **FTC Antitrust Interest**
- d) AIA Relationship

Governing Documents



Mission

(Purpose for existence)



Articles of Incorporation

(Relationship to state gov't.)



Bylaws

(Relationship to members)



Policies

(interpretation of the governing documents)



Strategic Plan

(roadmap for the organization)



Annual Budget



Board

Roles

IRS Definition

Board

Group of persons authorized by state law to make **governance decisions on behalf of the organization and its members.**

Exec Dir.

The person who has ultimate responsibility for **implementing the decisions of the governing body.**

**Govern More -
Manage Less!**

BOARD GOVERNS STAFF MANAGES

www.nonprofitcenter.com
Bob Harris, CAE
bob@rchcae.com

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Partnership?





BOARDS GOVERN STAFF MANAGE

Govern More -
Manage Less!

Governance: Volunteer leaders are responsible for the direction of the organization. The board governs, develops policy and sets a course. The mission statement should frame all discussions. Purposes of a board of directors:

- Governance
- Policy & Position Development
- Visionary – Future Focus
- Fiduciary

Management: Staff are responsible for administration of the organization. Staff *partner* with the board to advance goals and strategies, while taking care of the daily administrative needs unique to nonprofit organizations.

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1-13-10 RCH

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(Adapted from [Top Responsibilities of Nonprofit Boards www.BoardResponsibilities.com](http://www.BoardResponsibilities.com))

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Insurance and Volunteer Immunity

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Meeting Cancellation covers the loss of revenue due to a cancellation, curtailment, postponement because of weather, strikes, etc.

(Covers legal and insurance expenses for entrance.)

Legal Principles

Duty of Care requires leaders to use reasonable care and good judgement in making their decisions on behalf of the interests of the organization; and,

Duty of Loyalty requires leaders to be faithful to the organization, avoiding conflicts of interest; and,

Duty of Obedience requires leaders to comply with governing documents (i.e. by laws, articles of incorporation, policies, etc.)

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Documents available to leaders, often in a *Leadership Manual* or board portal.

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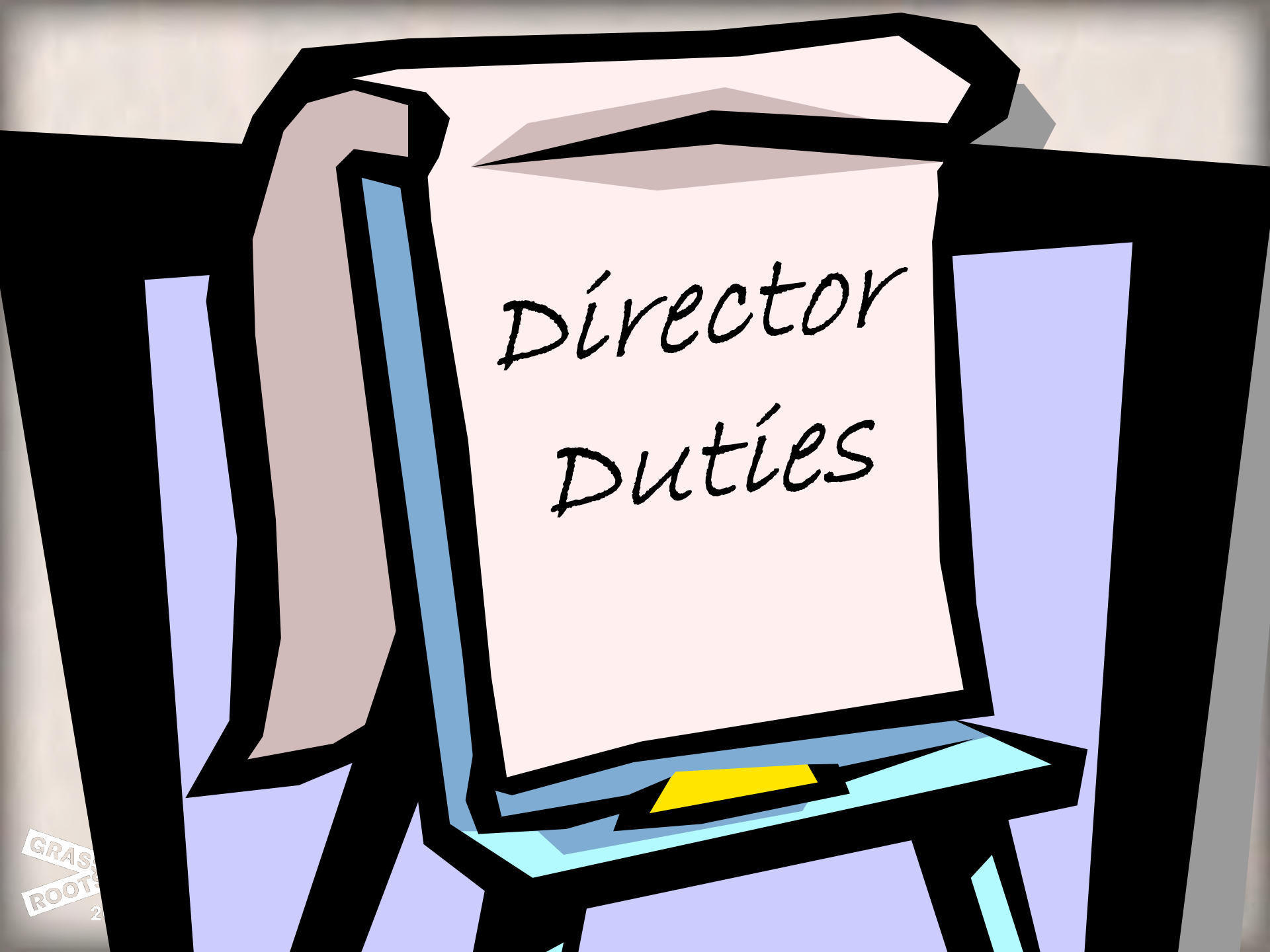
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Good Governance

Scrutiny has increased on nonprofits from media, government and members. More recently the IRS has focused on organization governance and policies. Boards are expected to be accountable, independent and transparent.

Policy questions in IRS Form 990 include:

- Audit and Audit Committee
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- Public Records
- Board and Committee Minutes



DIRECTOR
DUTIES

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General Liability insures damages and injuries relative to organization.

Fidelity Bond covers losses from fraudulent or dishonest acts of employee.

Meeting Cancellation covers revenue due to a cancellation postponement because of weather, etc.

(Covered legal and insurance cases)

Legal Principles

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Duty of Loyalty requires faithful to the organization conflicts of interest; and.

Duty of Obedience requires comply with governing documents, bylaws, articles of incorporation policies, etc.)

Board Tools

- Documents available to lead:
- **Leadership Manual** or board
 - Statement of Purpose (SOP)
 - Articles of Incorporation
 - Bylaws
 - Policy Manual
 - Strategic Plan
 - Financial Statement - F/S
 - Meeting Minutes
 - Organizational Charts
 - IRS Forms
 - Frequently Asked Questions

Treat all information with care

#1 lie --- "You won't get anything when you get out"

Rules of Order

Agenda ensures that important business is covered and discussions are on topic.

Motions are proposals for action, beginning with, "I move we..."

A **Second** is required for the motion to be discussed.

Amendments may be made to most motions if they improve the intent or clarify the original motion.

Tabling lays the motion aside.

Calling the Question refers to ending the discussion and voting on the motion.

Voting is the official action after discussion to adopt, amend, kill or table the motion.

Minutes protect the organization by recording the time and location of the meeting, participants, and the outcome of the motions. They are not a place to record conversations, assignments, reports, etc. (Including reports and discussions can incriminate.)

Quorum is number of directors required to conduct business.

Recommended: "ABC's of Parliamentary Procedure" 800-477-4776

Committees

Committees supplement the work of board and staff. Organizations are streamlining or eliminating all but essential committees and aligning committee work with strategic goals. Short assignments are in favor.

Standing - identified in the bylaws, appointed annually, on-going committee work.

Ad Hoc - formed for specific or immediate needs and disbanded upon completion of work (a.k.a. **Task Force**)

Quick Action Team - very short term, precise call for volunteers.

External Influences

- Economy, Recession
- Relevance, Return on Investment
- Technology Use, Investment
- Competition
- Generational Differences
- Governance Adaptability
- Engagement
- Entrepreneurship

Guiding Principles

"Mission Driven - Member Focused"

Identifiable values guiding board and staff.

- Integrity, Honesty
- Accountability
- Respect, Diversity
- Innovation
- Member Focused
- Transparency
- Results, Outcome Driven

Strategic Planning

A strategic plan focuses the board on mission and goals for 3 to 5 years. It serves as a roadmap. *Great board members can think beyond their term of office and outside their area of expertise.*

Environmental Scan - Review of external and internal influences on the organization, as well as strengths, weaknesses, opportunities and threats (SWOT).

Mission - Purpose for existence; concise, with PR value.

Vision - Inspiring, long-term desired outcome; image of success.

Values - Guiding principles of board and staff

Goals - Broad competencies to advance the mission. Usually 3 to 7 goals so as not to deplete resources.

Strategies - Fresh and continued approaches to achieve the mission and goals

Tactics/Performance Measures - Delegation, deadlines, accountability and metrics.

Business Plan - Break down the strategic plan into a one year action plan to monitor.

Plan Champion - A board member assigned to monitor and report on plan progress.

Risk Management

Protect the organization. Be aware of fiduciary responsibility, contracts, audit results, insurance, IRS requirements, values and ethics, apparent authority, antitrust, etc.

Public Records requests for the organization's annual federal tax return (Form 990, 990-EZ) must be made available for the last three years. Significant fines occur for noncompliance.

Antitrust Violations occur when two or more persons from the same industry or profession discuss suppliers, processes, prices or operations. Remove yourself from any conversation that would change how business is conducted because of an agreement among competitors.

Apparent Authority arises when a board chair, though not granting actual authority, permits a committee or chapter to behave as if it had authority. Authority rests with the chairman and may not be assumed by others.

Financial Audits annually to protect board and staff; relying on an audit committee to select, oversee and report on the process.

Conflicts of Interest disclosed at the start of the term and throughout the year.

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335 Beard St., Tallahassee, FL 32303
Or e-mail quantity in rbch@rhcac.com

Seminars and Consulting

- Strategic Planning
- Board Development, Orientation
- Operational Audits Systems
- Best Practices, Mgmt. Seminars

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BOARD RESPONSIBILITIES

1. Promote the Mission

- ✓ Purpose of Existence
- ✓ Frames all work/programs.
- ✓ Update periodically
- ✓ Mission, Vision, Values

Vision
Mission
& Values

Mission – Who we are, who we serve, what we offer.

3
statements

Values – Principles of board and staff.

Vision – Future picture of the association; envisioned success; aim

AIA Mission

The AIA is the voice of the architectural profession and a resource for its members in service to society.

AIA Vision

The American Institute of Architects: Driving positive change through the power of design.

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is, CAE

BOARD RESPONSIBILITIES

2. Partner with the Exec Dir.

- ✓ Board – Staff team
- ✓ Avoid interfering with Exec Dir. relationship.-*lines of authority.*
- ✓ Org Chart ?

*Board sets destination -
Staff implement plans*

Takes a Partnership

Staff
10,000'

**Work
Groups and
Committees**
25,000-
40,000'

**Board of
Directors**
50,000'

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**WE'RE
IN THE
WEEDS!**

BOARD RESPONSIBILITIES

3. Monitor Performance

- Budget Performance
- Exec Dir. - Administrator Performance
- Board Self Evaluation*

Please fill in the following values into the Chart Accordingly:

1-Poor | 2-Fair | 3-Good | 4-Very Good | 5-Excellent

CATEGORIES	Bonner, Joshua	Brakebill, Andy	Callaway, Helen	Chalmers, Rodney	Curry, Dr. Frank	Dibbey, Jim	Madick, Ray	Schneider, Bob	Schneider, Jason	Sanchez, Steve	Swarthout, Patrick	Thompson, Thaddeus	Tremblay, Jill	Ward, Valerie	Notes
	Board Meeting Attendance														
Board Meeting Participation/Interaction															
Committee Involvement															
Event Attendance															
Event Volunteerism															
Communication with President/CEO & Fellow Board of Directors															
Time/Talent/Treasures															
Recruitment of Members															
Promoting Chamber Continuously															
Chairman of a Committee															
Social Media (F) friendly															
Total Points															
Average Score															

Comments:

GA
RC

BOARD EVALUATION

Board evaluation is an approach to improving *governance* --- with the intent to maintain a high performing board. The chief elected officer (not staff) leads the process. Input will be treated with confidence.

Indicate your understanding of and offer recommendations for these governance aspects.	Very Comfortable	Somewhat Comfortable	Somewhat Uncomfortable	Very Uncomfortable	Not Sure N/A
Mission and Strategic Direction					
1. Board efforts advance the mission, vision, values and goals.					
2. The strategic plan portrays an image of the organization in 3, 5 or 10 years.					
3. Meetings and agendas are organized to achieve the mission and goals (and avoid operating matters.)					
Comments:					
Governing Documents					
4. Board understands and upholds all governing documents.					
5. Policies are adopted and followed to guide current and future leaders.					
Comments:					
Leadership, Succession and Transparency¹					
6. Board selection process is transparent and ensures leadership succession.					
7. Board orientation and self-assessment is sufficient.					
8. New ideas and people are respected.					
Comments:					
Budgeting, Finances and Infrastructure					
9. Board adopts annual budget and is engaged in monitoring finances.					
10. Reserves/savings and investment strategies are appropriate.					
11. Financial reports are clear, accurate and timely.					
12. Annual audit and auditor's recommendations are reviewed.					

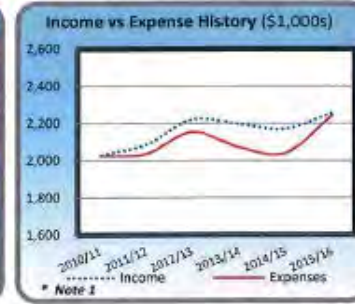
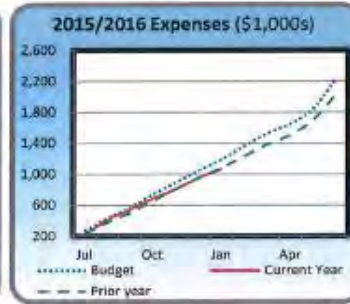
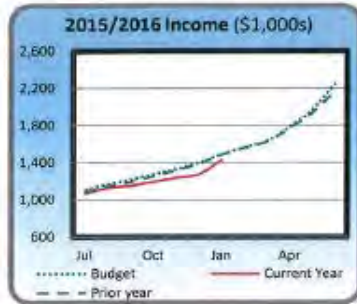
Arkansas Bar Association

Monthly Dashboard Report

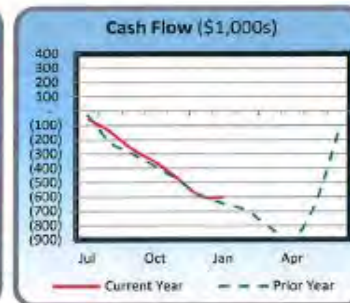
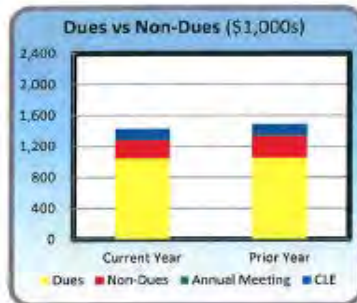
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For the Period Ended January 31, 2016

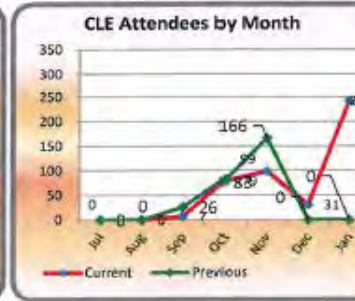
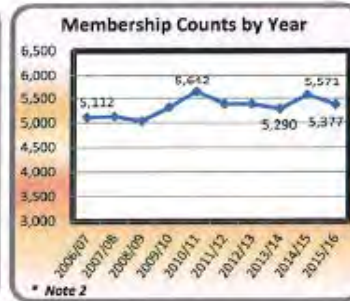
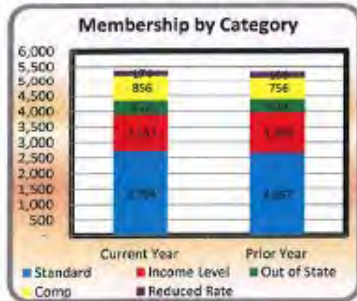
Financial Information:



	YTD Actuals	YTD Budget	Variance	Annual Budget
Income	\$ 1,425,383	\$ 1,490,779	\$ (65,396)	\$ 2,257,075
Expenses	\$ (1,068,846)	\$ (1,190,018)	\$ 121,172	\$ (2,242,538)
Profit/Loss	\$ 356,537	\$ 300,761	\$ 55,776	\$ 14,537



Non-Financial Information:



*Note 1: Current Year Income and Expenses are from the annual budgeted amounts.

*Note 2: Current Year Membership Counts are as of this report. Prior year counts are as of the end of the bar year.



Our Mission is Your Success

Through April 2013

High Level Dashboard – April 2013

Current Restaurant Members <small>(Month-to-date)</small>	1,485 <small>Apr 2013</small>	1,442 <small>Apr 2012</small>	+43	+3.0%	▲
Current Restaurant Units <small>(Full In-Time)</small>	3,598 <small>Apr 2013</small>	3,478 <small>Apr 2012</small>	+120	+3.5%	▲
Restaurant Members <small>(YTD)</small>	703 <small>YTD 2013</small>	651 <small>YTD 2012</small>	+52	+8.0%	▲
Restaurant Member Units <small>(YTD)</small>	1,989 <small>YTD 2013</small>	1,897 <small>YTD 2012</small>	+92	+4.8%	▲
Avg Restaurant Member Dues	\$738 <small>YTD 2013</small>	\$761 <small>YTD 2012</small>	-\$23	-3.0%	▼
Total Membership Sales <small>(Active, Allied & Non-Profit)</small>	\$567,377 <small>YTD 2013</small>	\$537,800 <small>YTD 2012</small>	+\$29,577	+5.5%	▲
Total Revenue <small>(Budget)</small>	\$926,143 <small>YTD Actual</small>	\$893,761 <small>YTD Budget</small>	+\$32,382	+3.6%	▲
Total Expenditures <small>(Budget)</small>	\$843,065 <small>YTD Actual</small>	\$864,920 <small>YTD Budget</small>	-\$21,855	-2.5%	▲
Education Certifications	957 <small>YTD 2013</small>	969 <small>YTD 2012</small>	-12	-1.2%	▼
Twitter "Followers"	1,441 <small>Apr 2013</small>	1,380 <small>Mar 2013</small>	+61	+4.4%	▲
Facebook "Likes"	1,359 <small>Apr 2013</small>	1,350 <small>Mar 2013</small>	+9	+0.7%	▲
PAC Net Income	\$11,421 <small>YTD MARCH 2013</small>	\$16,937 <small>YTD MARCH Budget</small>	-\$5,516	-32.6%	▼

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S, CAE

BOARD RESPONSIBILITIES

4. Strategic Direction

- ✓ Board is the *visionary* body.
- ✓ Written in form of a “Strategic Plan.”
- ✓ Reviewed annually.
- ✓ Fully updated 3 to 5 years.

Strategic Goals

The AIA has set forth the following goals to support the Mission and Vision of the organization:

ELEVATE PUBLIC AWARENESS of the value of architects and architecture to society.

ADVOCATE FOR THE PROFESSION by championing the architect's role in designing a better world.

ADVANCE KNOWLEDGE AND EXPERTISE that bring the transformative power of architecture to the built environment.

Tallahassee
BOARD OF REALTORS®

The mission of the Tallahassee Board of REALTOR® is to protect property rights and support the success of our members.

Strategic Direction: THE ROAD TO 2020

- ### Member Value

 - Provide Resources and Tools
 - Provide Technology Training
 - Facilitate Business Relations
 - Serve All Real Estate Sectors
- ### Community & Public Relations

 - Increase Community Awareness
 - Facilitate Community Involvement
 - Improve Media Relations
- ### Professional Standards

 - Protect Consumers & Realtor®
 - Ensure Ethics
 - Provide Education
- ### Advocacy & Government Relations

 - Monitor & Respond to Legislative Issues
 - Advocate for Housing
 - Support Regional Economic Growth
 - Encourage Engagement
 - Maintain Collaboration
 - Support Leadership in Public Service
- ### Association Excellence

 - Increase Membership Growth
 - Invest in Technology
 - Develop Leadership
 - Maintain Financial Stewardship
 - Manage Assets
 - Maintain Professional Staffing

Tallahassee
BOARD OF REALTORS®

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 - Manage Assets
 - Maintain Professional Staffing

GRASS
ROOTS

2017

an AIA leadership event

ROH CAE
Robert CHarris, CAE

Michigan Chamber Goals

The following five organizational goals are the core competencies or pillars of the Michigan Chamber:

- Deliver Powerful Advocacy & Business Leadership in the Public Policy Arena
- Foster a More Competitive Economic Climate
- Streamline State & Local Government to Improve Effectiveness and Customer Service
- Enhance Member Involvement and Increase Use of Chamber Programs & Products
- Be Passionate about Organizational Excellence and Responsible Stewardship

Strategies

The following implementation strategies support the Chamber's five organizational goals:



Powerful Advocacy

- Carry out 2013–2014 legislative priorities.
- Retain pro-business majorities in the State House and Michigan Senate.
- Re-elect pro-business Governor.
- Retain rule-of-law majority on the Michigan Supreme Court.

- Promote the new strategic plan to current and prospective members.
- Continue to diversify Chamber membership by size, type of business, geography and expand outreach to young entrepreneurs, women and minority business owners.



Organizational Excellence

- Increase membership retention to 85%.
- Increase total number of Chamber members to 6,400 by June 30, 2013; 6,700 by June 30, 2014; 7,300 by June 30, 2015; and 8,000 by June 30, 2016.
- Continue to recruit high-level, successful business leaders to the Board of Directors and Executive Committee.
- Continue to attract and keep highly-effective Chamber staff.
- Continue leadership role in chamber federation.



Streamlined Government

- Promote regional cooperation and local government consolidation.
- Support efforts to improve government efficiency and reform through best practices and benchmarking.



Member Engagement

- Strengthen the Chamber's grassroots network.
- Conduct annual regional membership meetings.
- Increase awareness of Chamber programs, products and services through a comprehensive and highly coordinated marketing campaign.

Powerful
Advocacy



Economic
Competitiveness



Streamlined
Government



Member
Engagement



Organizational
Excellence



2014-2016
Strategic Plan

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an AIA leadership event



MISSION

"To Serve as Your Advocate and Resource for Real Estate in Northeast Florida"

VISION

"To be the Association of Choice for the Real Estate Professional"

Strategic Goal #1

The Voice and Advocate of Realtors®

Government Relations and Public Awareness

Strategies

- Government Affairs
 - Collaboration with Northeast Florida Regional Chambers and Associations
 - Create Member/Public Awareness of Economic Impact of Politics to Promote RPAC
 - Local, State, National Monitoring and Influence
 - Affordable Housing Programs and Initiatives
 - Create Relational Boards
 - Home Retention
 - Monitor & Support Insurance Benefits
- Communications
 - Primary Voice for
 - Create a Long Range Communications Plan on the Role and Value of NEFAR.

Strategic Goal #2

The Realtor® Knowledge Center

Education, Professional Development, Resources and Knowledge in Real Estate

Strategies

- Annual Future Forecast Report
- Repurpose & Repackage Existing Content
- Deliver Education Services to other Boards
- Protect Intellectual Rights
- Communication Technology

Strategic Goal #3

Successful Realtor® Operations

Member Growth, Benefits and Services

Strategies

- Increase Member Involvement
- Leadership Development Academy - Develop Future Leaders Desiring to Move Up

Strategic Goal #4

The Model Association



2012 – 2014 Strategic Plan Lehigh Valley Association of REALTORS®

(approved February 2, 2012)

MISSION:

The mission of the Lehigh Valley Association of REALTORS® is to enhance our members' ability to conduct business and professional...



AREAS of FOCUS



MISSION

"To provide a unified effort by growers to enhance the performance of the California cut flower and foliage industry."

PROMOTION

Responsible:
Promotion Committee

Objective:
Increase the consumer and retailer awareness of the virtues of buying California Grown Flowers

Strategies:

- Leverage CA Grown brand and facilitate a unified message
- Sponsorship of industry events
- Lead on social media efforts
- Support Open House events
- Manage online grower and flower directory
- Establish export markets
- Support CalPoly's Rose Parade Float

GOVERNMENTAL AFFAIRS

Responsible:
Governmental Affairs Committee

Objective:
To advocate for the long-term viability of California's cut flower and foliage farms at the state and federal level.

Strategies:

- Engage in Trade Policy, specifically the ATPA and pending free trade agreements
- 2012 Farm Bill
- Address burdensome regulation requirements
- Coordinate grassroots communications from farms
- Address import pressures
- Address export issues

TRANSPORTATION

Responsible:
Transportation Committee

Objective:
To reduce costs, increase efficiencies and preserve the quality of California Grown Flowers through transportation.

Strategies:

- New Model Development
- Advocate for cold chain
- Support technology improvements (i.e. GTIN)
- Increase standardizations

RESEARCH & ECONOMIC DEVELOPMENT (GRED)

Responsible:
GRED Committee

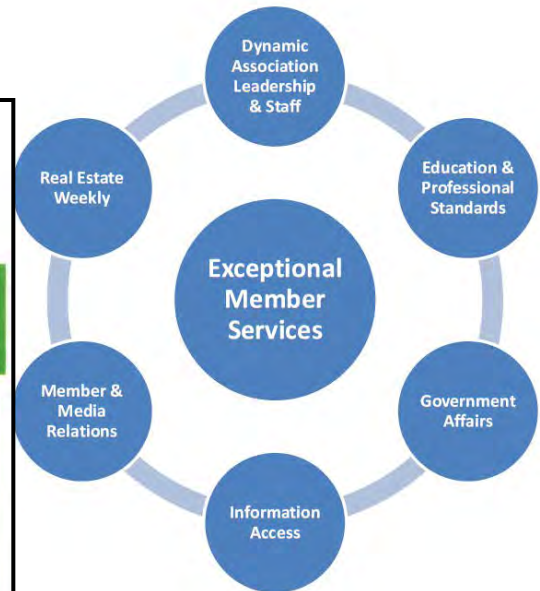
Objective:
To secure research and economic development opportunities that advances the interests of California Grown Flowers

Strategies:

- Study the sustainability of CA Grown Flowers
- Provide resources, reports and research to farms

CONTACT INFORMATION

California Cut Flower Commission
PO Box 90225
Santa Barbara, CA 93190
916.441.1701 - info@ccfc.org - www.ccfc.org



2013-2017 Стратегический план

I. ОБУЧЕНИЕ

2014 Oversight Officer
Midge Jimerson

GOAL #1 PROFESSIONALISM AND STANDARDS

Maintaining the REALTOR® ethics and standards through education and knowledge.

- A. Increase compliance with the Code of Ethics.
- B. Increase competence and success through Association education and training.
- C. Improve awareness of the consequences of unethical practices; on piloting implementation of a fiduciary liability fund.
- D. Maintain effective and timely processes for professional standards and grievances.
- E. Enhance advisory offerings by investing in signature quality speaker programs.
- F. Provide scholarships for students pursuing a course of study in real estate or some related field at the college or graduate levels.

II. ПРИВЛЕЧЕНИЕ

2014 Oversight Officer
Theresa Olson

GOAL #2 MEMBER SERVICE AND VALUE

Serving the needs of our members by providing programs, products and services that actively impact their professional success.

- A. Maintain productive and reciprocal relationships within brokerage and agent community.
- B. Update and expand programs, products and services to meet the demands of an ever-changing and diversified marketplace.
- C. Provide a superior membership experience to all members.
- D. Set guidelines to monitor recruitment, retention and market share.
- E. Respond to legal for new agents, network and use group to engage diversity of members and interests.
- F. Promote the achievements, benefits and value of the BWC, CAR and NAR as a distinct and valuable member service.
- G. Identify, reach and provide value to industry niches; i.e. property management, commercial brokers, new home construction, ancillary industry partners, etc.

III. ЛИДЕРСТВО

2014 Oversight Officer
Sheri Anthes

GOAL #3 ASSOCIATION LEADERSHIP AND OPERATIONS

Maintaining a motivated and successfully achieved Association of REALTORS® through leadership and resources.

- A. Analyze programs, education and events to determine relevance, expense, perceived value and return on investment to increase income.
- B. Make use of the BOA(s)21 foundation to broaden purpose beyond advertising.
- C. Pay off the Association mortgage by 2015.
- D. Allocate resources to identify, recruit and invest in future leaders of the Association and to serve on private and public boards.
- E. Anticipate Association office growth needs with a plan for expanding parking and classroom space.
- F. Maintain plan for technology investment and providing leading edge tech services to members.
- G. Increase professional staffing to increase programs and member service requests for outstanding service excellence.
- H. Align committees with the goals of the Association, ensuring relevance of their work and outcomes.

IV. АДВОКАСИ

2014 Oversight Officer
Bill Redmond

GOAL #4 GOVERNMENT RELATIONS AND THE VOICE OF REAL ESTATE

Vigilance in monitoring and influencing issues impacting real estate.

- A. Develop policy platforms that correspond with strategic plan on issues impacting our industry.
- B. Develop a coalition to support advocacy.
- C. Support RREC - "The Voice and Muscle of the REALTOR®".
- D. Improve awareness and grassroots involvement of members in political advocacy.
- E. Allocate sufficient resources for an effective Government Affairs Program.
- F. Involvement and recognized as influential in economic development.

IV. УСЛУГИ

2014 Oversight Officer
David Knoeb

GOAL #5 COMMUNITY SERVICE

Схема комитетов Ассоциации



VISION STATEMENT: Improving the real estate industry through professionalism and service.
STATEMENT OF PURPOSE: The Bakersfield Association of REALTORS® is the leading advocate of the Real Estate Industry in the

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2017

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Robert CHarris, CAE



Mission
Vision

Founded in 1915, the Wisconsin Veterinary Medical Association is more than 2,300 members strong. The WVMA prides itself on being a member driven organization. Our members drive initiatives, outreach efforts, continuing education opportunities and legislative change. We strive to be the premier state organization advancing veterinary medicine.

JOIN TODAY
wvma.org
(608) 257-3665



**Integrity
Compassion
Community
Well-Being**



Mission

To advocate and promote veterinary medicine, while enriching animal and human health.

Vision

The WVMA's vision is to be the premier state organization advancing veterinary medicine.



2801 Crossroads Drive, Suite 1200
Madison, WI 53718
(608) 257-3665
wvma.org

facebook/WisconsinVMA
@wvma

Values

Integrity

The WVMA is committed to a set of professional and ethical principles to do what is right, for the right reasons.

Compassion

The WVMA is committed to promoting and supporting compassion towards people and animals.

Community

The WVMA is committed to being a responsible community citizen.

Well-Being

The WVMA is committed to caring for one another, the public, clients and patients.

JOIN TODAY

(608) 257-3665 • wvma.org



Goals

One Health

Promote Animal and Human Health – Protecting animals, people and the environment.

Advocacy

Enhance the Success of the Veterinary Profession – Advancing the interests of the profession, animals and the public through policy development.

Value

Provide Value to Members – Delivering services and resources to benefit veterinarians and the veterinary medical profession.

Leadership

Create the Future of Veterinary Medicine through Strong Leadership – Sustaining the leadership and resources to carry out the strategic plan.

Member Benefits

- Exceptional, innovative educational opportunities.
- A respected voice in matters of public policy, appropriate animal care and advancing health.
- A sense of community and purpose.
- Services that value your time, your pocket book and your profession.
- A nimble, dynamic organization dedicated to delivering timely local and national information, insights from your colleagues and legal briefs to protect you.
- A dedicated staff that answers and resolves.
- People who share your vocational passion.

Membership is open to veterinarians and veterinary students who want to be part of a professional organization that gives you a voice to shape veterinary medicine.



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THE BENEFITS OF WVMA MEMBERSHIP

Integrity • Compassion • Community • Well-Being



A VOICE

- Monitored **1,591** bills in the state legislature, **14** special session bills and acted on those which affected you
- Saved veterinary practices more than **\$7 million** by repealing PDMP
- Continually work with state and national agencies to influence rule changes that impact you



RELEVANT EDUCATION

- More than **80** CE credits available at Annual Convention
- Innovative scientific and non-scientific CE offered throughout each year

Vision:
The premier state organization advancing veterinary medicine



WVMA
WISCONSIN VETERINARY
MEDICAL ASSOCIATION

Mission:
To advocate and promote veterinary medicine, while enriching animal and human health



COMMUNICATION

- **12** newsletters packed with pertinent industry and practice management information
- E-mail alerts of breaking industry news that affect you
- Numerous ways to connect with colleagues and WVMA staff



PROMOTION

- Promote the work of our more than **2,300** members through multiple communications and social media channels
- The Better Half Packers' wives show promotes WVMA members statewide television and social media audience



ACCESS

- **5** dedicated, knowledgeable staff members serving you
- Access to professional services from WVMA partners
- Grievance committee and mediation availability



2801 Crossroads Drive, Suite 1200
Madison, WI 53718
P: (608) 257-3665 F: (608) 257-8989

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2017

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BOARD RESPONSIBILITIES

5. Adequate Resources

- ✓ Budget income streams.
- ✓ **Savings - reserve.**
- ✓ Staffing.
- ✓ Volunteers and committees.
- ✓ Facilities – office.

Revenue Sources

Member Dues

50/50

Non-Dues

- Advertising
- Sponsorship
- Endorsements/Royalties
- Trade Show/Expo
- Interest
- Product Sales
- Education, Meetings
- Gifts, Grants



Budget Questions

- Do I know the size of budget?
- Do I know what's in reserves and assets?
- Do we have an audit; policy?
- Do our minutes record financial reports?
- Are systems in place safeguarding funds?
- Ratio of dues to non dues income?

BOARD RESPONSIBILITIES

6. Protect the Resources

- ✓ Board accountability, oversight.
- ✓ Audit & audit committee.
- ✓ Insurance coverages



BOARD RESPONSIBILITIES

7. Programs, Services, Events

- ✓ ROI?
- ✓ **Abandonment of Programs?**
- ✓ Golden Handcuff?

Activity Alignment with Strategic Goals

Mission: To advance and protect the profession.....

GOALS	Program Event Activity	Supports the Mission Statement	% of Member Usage	Other Users	Gross Income	Budgeted Costs	Indirect Costs	Recommendation for Upcoming Year
Education	Annual Conference							
	Webinars							
	Regional Road Show							
Communications	Journal							
	Website							
	PR Firm							
	Weekly E-Blast							
Advocacy	Day on the Hill							
	PAC Fund Raising							

BOARD RESPONSIBILITIES

8. Promote the Organization

- ✓ Know the mission.
- ✓ Talk about the goals.
- ✓ Talking points and positions.
- ✓ Lines of authority.



**“I can’t speak
for the board
but I can give
you my
*personal
opinion.*”**

Policy on Spokesperson

No one shall act as the official spokesperson for the association except the elected president or a person or persons so designated.



© Association Xpertise Inc. 2003 www.axi.ca

**"I didn't say anything during the meeting,
but I don't agree with the rest of the Board
on this issue."**

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BOARD RESPONSIBILITIES

9. Legal - Ethical Integrity

- ✓ Insurance
- ✓ Conflicts of Interest
- ✓ Filings
- ✓ Antitrust*

Risk Awareness

- Apparent Authority
- Antitrust
- Copyright
- Legal Compliance
- Financial Audit – Oversight
- Insurance Coverages
- Compliance with Governing Documents
- Defamation, Discrimination

FTC to Associations: Lack of Antitrust Compliance Can Facilitate Coordination and Violate the FTC Act

by Richard Liebeskind, Jerald A. Jacobs, Jefferson C. Glassie, Alvin Dunn and Cynthia Robertson

*In a recent enforcement action, the Federal Trade Commission has made clear that it expects trade associations to adopt antitrust compliance measures to prevent discussions among competitors that would facilitate coordination on prices or competition. **Failure to adopt customary antitrust compliance measures, coupled with discussions of pricing policies, might constitute an “unfair method of competition” in violation of the FTC Act.***



Architects

Career

Advocacy

Events

Topics

Practice

Antitrust compliance

AIA and its members are committed to the highest ethical standards and full compliance with all laws and regulations, including federal and state antitrust laws.

By complying with both the letter and spirit of antitrust laws, we protect the integrity of our professions and the reputation of the AIA.

Responsibility for antitrust compliance

The AIA's General Counsel provides guidance on antitrust matters, but members are responsible for ensuring that their actions, and the actions of others under their direction, comply with all antitrust laws.

Antitrust violations may result in substantial fines for corporations and in fines or imprisonment for individuals.

Antitrust guidelines

In all AIA operations and activities, members must avoid discussions or conduct that might violate antitrust laws or even raise an appearance of impropriety.

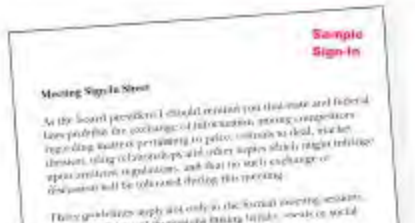
Here are some guidelines to maintaining compliance with antitrust laws.

an AIA leadership event

ANTITRUST AVOIDANCE

Defenses

- Stick to the agenda – avoid side conversations
- Have legal counsel brief the board (that updated and precise) minutes.
- Record in the minutes that violations were spotted and record the antitrust avoidance measures – available.
- Keep file copies to show a paper trail that you made an effort to follow antitrust violations.
- Include antitrust avoidance in the leadership communication manual.
- Has adequate business strategy.
- Supplement with management strategies.



Sample Sign-In

ANTITRUST AVOIDANCE

Antitrust: Laws designed to preserve the free enterprise of the open marketplace by making illegal certain private conspiracies and combinations formed to minimize competition. Most violations of antitrust laws involve either price-fixing, boycotting, setting unrealistic standards, ethics or certification qualifications, member expulsion, restraint of trade, allocation of markets or agreements on contract terms.

Association Activities and Antitrust

- Pricing of Services
- Surveying
- Membership Exclusion-Expulsion
- Product Standards
- Codes of Ethics and Standard Setting
- Articles, Publications, Websites
- Literary Discussions
- Meetings, Speakers
- Certification
- Trade Shows and Advertising Exclusion
- Referrals and Recommendations
- Discount Programs

Compliance Illustration

(Sample Policy Statement – Review with Legal Counsel!)

The XYZ Association is a not-for-profit organization. The association is not organized and may not play any role in the competitive decision-making of its members, nor in any way restrict competition among members or potential members. Rather it serves as a forum for a free and open discussion of diverse opinions without in any way attempting to encourage or sanction any particular business practice.

The association provides a forum for exchange of ideas in a variety of settings including its annual meeting, educational programs, committee meetings, and board meetings. The board of directors recognizes the possibility that the association and its activities could be viewed by some as an opportunity for anti-competitive conduct. Therefore, this statement supports the policy of competition served by the antitrust laws and is communicated to the association's uncompromising policy to comply strictly in all respects with these laws.

While recognizing the importance of the principle of competition served by the antitrust laws, the association also recognizes the severity of the potential penalties that might be imposed on not only the association but its members as well in the event that certain conduct is found to violate the antitrust laws. Should the association or its members be involved in any violation of federal/state antitrust laws, such violation can involve both civil and criminal penalties that may include imprisonment for up to 5 years as well as fines up to \$350,000 for individuals and up to \$10,000,000 for the association plus attorney fees. In addition, damage claims awarded to private parties in a civil suit are tripled for antitrust violations. Given the severity of such penalties, the board intends to take all necessary and proper measures to ensure that violations of the antitrust laws do not occur.

Visit www.fto.gov for a copy of the publication: *A Plain English Guide to Antitrust Laws.*

Apparent Authority
An association can be held responsible for anticompetitive conduct of volunteers (i.e., committees) and staff who take action (statements, letter writing, interviews) that appear to represent the organization and violate antitrust laws.

Posting the Antitrust Statement

If the organization is involved in dictating prices, terms, supplies, etc. then communicate an antitrust avoidance message in various ways:

- On the top inside of letter, business cards
- In a letter on the meeting agenda
- On the top or bottom of the meeting sign-in sheet
- In an insert in board packets
- In the leadership manual
- Verbal notice, circulation the minutes
- On a sign posted on the meeting room

Antitrust Avoidance
A Plain English Guide to Antitrust Laws
Available from **FTO/CAE**
100 Bank Street, 10th Floor
New York, NY 10038
Tel: 212-368-1000
www.fto.com
Building on Association Management Skills
Strategic Planning
Leadership & Volunteer
Association Operating Manual

RCH CAE
RobertCHarris,CAE

Severe Penalties

The government often enforces the antitrust laws very strictly. Comparing to its price for violators, is a felony with a potential fine of \$10 million for organizations and \$350,000 for individuals, plus prison time and damages.

The Antitrust Statutes

- The Sherman Act – 1890
- The Federal Trade Commission Act – 1914
- The Clayton Act – 1914
- Antitrust State Laws

ANTITRUST AVOIDANCE

Associations represent the interests of professional and industry members. They facilitate meetings and promote communication among competitors. **There is potential for actions that may be "anti-competitive."** Association professionals and leaders should be observant of antitrust risk and association activities. Be sure to consult with legal counsel.

Failure to take such steps for a disclaimer, resolution article, or statement presented to meeting attendees to guide the attention of government authorities.

Opportunity for Violations

Members may not realize they are joining in antitrust violations as they participate in activities. Consider these instances:

- How much do you add for supplies? I'm trying to keep all our costs?
- Let's make it include at 5 per cent. Sometimes, we can't keep it because it's not allowed.
- What you suggesting to take the business to the next level?
- I don't see any agencies, let's make it per
- I'm not doing anymore, but, anyway, the industry
- By going to focus for the
- I don't see that we can
- We can do others are
- We pay for it, let's be a leader

Precautions:
Organizations can minimize their risk of violating antitrust laws with these steps:

- An antitrust policy statement should be included in the association's documents, read at board meetings and discussed at its annual leadership convention.

- At least annually the leadership should review a copy of the antitrust policy statement, have it signed and dated. The association and/or the individuals should keep a copy.
- Leadership orientation should include a review of copies that should not be discussed at association meetings. These topics may include: association expansion

ANTITRUST COMPLIANCE

Antitrust Compliance Guide for Association and Board Leadership

REALTOR NATIONAL ASSOCIATION of REALTORS®

CAE
ROBERT CHARRIS, CAE

Multi-purpose sign in sheet to record attendance, promote the mission statement, and increase awareness of antitrust, conflicts and confidentiality. (Sample for adaptation.)

Meeting Sign-In Sheet

Meeting Date _____ Location _____

ATTENDEES SIGNATURES REQUIRED

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
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_____	_____
_____	_____
_____	_____

ANTITRUST AVOIDANCE

Meeting attendees are reminded that state and federal laws prohibit the exchange of information among competitors regarding matters pertaining to price, refusals to deal, market division, tying relationships and other topics which might infringe upon antitrust regulations, and that no such exchange or discussion will be tolerated during this meeting. These guidelines apply not only to the formal meeting sessions, but to informal discussions during breaks, meals or social gatherings.

CONFLICTS OF INTEREST

There is a fiduciary duty to disclose any conflict or potential conflict of interest at the meeting. Should a conflict arise, please inform the chief elected officer.

CONFIDENTIALITY

Meeting discussions and handouts are for the purpose of discussion and deliberation. Please respect confidentiality after the meeting and recognize that the chief elected officer is the spokesperson for the board unless otherwise specifically indicated.

MISSION STATEMENT

The mission of the organization is to advance and protect....*[insert your mission statement.]*

Meeting Minutes

1. Audio Recordings
2. No Side Bar Conversations
3. Protect Organization w/ Self
Serving Statements
4. Distribution Policy
5. Committee Minutes, too.

BOARD RESPONSIBILITIES

10. Develop New Leaders

- ✓ Board Orientation
- ✓ Term Limits
- ✓ Leadership Development
- ✓ Young Leaders, Diverse Leaders

Behaviors

Devil's Advocate



HOODWINK



Director Commitment

1. Read and uphold the governing documents.
2. Work to advance the mission; serve the members.
3. Respect confidentiality of discussions and documents.
4. Disclose conflicts of interest.
5. Avoid antitrust violations.
6. Respect board decisions.

Who is Responsible?	Chief Elected Officer	Board of Directors	Exec. Director-Staff	Committee
1. Create a strategic plan.		✓		
2. Approve the annual budget.		✓		
3. Hire and evaluate staff other than the executive dir.			✓	
4. Assess performance of the board of directors.		✓		
5. Promote board accountability.	✓			
6. Assess the performance of the executive director.		✓		
7. Review IRS Form 990.				
8. Establish organization policies.				
9. Set the agenda for board meetings.				
10. Monitor income and expenses on a daily basis.				
11. Approve selection of the auditor/CPA.				
12. Develop (review) programs or services.				
13. Revise/update the mission statement.				
14. Exercise fiduciary oversight of the organization.				
15. Identify, recruit and train new board members.				
16. Create a business plan of action.				
17. Daily management of the organization.				
18. Create resolutions and positions.				
19. Document administrative procedures.				
20. Renew insurance coverages.				
21. Budget for staff professional development				
22. Appoint committees.				
23. Budget for technology investment.				
24. Develop external relations, collaboration.				
25. Sell sponsorships and generate revenue.				



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committees

GR
RO

111

COMMITTEE RESPONSIBILITIES

Committees are an integral part of successful organizations. Their purposes include: supplementing the work of the board and staff; engaging members; and developing leaders. The *Committee Responsibilities* guide clarifies responsibilities, authority, recommendations, smart practices, trends and risk avoidance.

Types of Committees

Standing Committees are identified in the bylaws and serve the duration of the year.

Subcommittees divide work amongst subgroups.

Task Forces and Ad Hoc Committees are appointed for a specific purpose. The committee disbands after completing the assignment. Because volunteers have limited time, consider using task forces or **Quick Action Teams** (similar to task forces but even shorter duration.)

Councils, Think Tanks, Brain-Trusts, Strike-Forces and Special Interest Groups are other committee names, often created to engage persons with similar interests, such as practice specialty, geography or ethnicity.

Chairs and Liaisons

Every committee needs leadership.

The **chair** should have the best understanding of the purpose of the committee and the immediate tasks. He or she sets the tone for achieving results and engaging volunteers. The chair should be able to communicate a clear vision and desired outcomes.

Use a **vice-chair** or **co-chair** for sustainability. The position supports the chair and may become next year's leader.

Committee liaisons serve as an advocate and champion. A **board liaison** is the communication channel between the committee and board.

The **staff liaison** is a link to management and resources.

Alignment in the Organization

Committees have a "fit" within the organization. Each has an explicit purpose often identified in the **governing documents** (bylaws, policies or committee purpose statements.)

Efforts of the committee should align with the organization's structure, strategic goals and resources. An org-chart will depict hierarchy and the relationship to the board and staff.

Trends in Committees

- There are no "sacred cows." Is the committee necessary?
- Elimination of standing committees in favor of task forces.
- Committees are all aligned with the organization's strategic goals.
- Technology use, on-line meetings and committee web portals.
- No silos. Committees should interface with other committees to collaborate.

Outcomes and Recommendations

Committees should produce **results**. For example, instance, creating new educational content, programs, publications, fund raising, a robust special interest section or enhancements in the organization.

Most efforts by a committee will require approval by the board. **Recommendations** should be in the form of a motion or resolution. A request to the board should be explicitly clear so that directors understand and approve.

When setting committee goals, be realistic about what can be achieved. Break projects into monthly or quarterly steps.

Committee Resources

Resources take the form of time and money:

Finances – The annual budget may have allocations for committees.

Time – Consider the value of a committee meeting by multiplying the # of persons involved x the length of the meeting x \$50 hour wage/vale (minimum).

Information – "Read to Lead." Know the mission, bylaws, policies, strategic plan, budget and organizational chart.

"Some committees keep minutes and waste hours."

documents with committee members in advance.

4. Involve the board and/or staff **liaison**. Their role is for *support*; not to run the meeting or serve as secretary.
5. **Rules of order** will help advance the agenda and maintain decorum.
6. **Chairing** the meeting is like conducting an orchestra. Try to engage each attendee, stick to the agenda, avoid distractions and sidebar conversations, and work towards consensus.
7. Meeting **minutes** are important to maintain accountability, reports, and to inform the board and staff¹.
8. Use **technology** when face to face meetings are difficult to plan. Collaborate on documents between meetings by using conference calls and shared on-line portals.
9. Set **guide lines**, such as meetings will start on time and information will be treated with confidentiality.

Risk Management

Committees are an extension of the board of directors and thus appear as representatives of the organization. Generally they DO NOT have authority to speak for the organization, expend funds or sign contracts.

Apparent Authority arises when a board chair, though *not* granting actual authority, permits a leader or committee to behave as if they had authority. Authority rests with the organization's chief elected officer (and his or her spokespersons) and should not be usurped by a committee.

¹ The IRS asks on Form 990 if committees with authority keep meeting minutes.

Antitrust Violations occur when two or more persons from the same industry or profession discuss and agree on suppliers, processes, prices or operations. Stop any conversation that would affect how business is conducted because of collusion among competitors.

Copyright laws must be respected. Be sure copyrighted materials are not mistakenly used when creating training curriculum or newsletter articles. Committee original works should belong to the organization, not the committee. [©]

Financial safeguards and insurance should be in place for all projects and events.

Public Records in most organizations are limited to IRS documents. Respect confidentiality!

Conflicts of Interest should be disclosed at the first meeting of the committee and throughout the year.

- Committee Responsibilities@ LAMINATED
- Board Responsibilities@ LAMINATED
- Strategic Planning Guide @ LAMINATED

\$12 or \$10 ea. for 2 or more + \$/h
Payable: Harris Mgmt Group, Inc.
335 Beard St., Tallahassee, FL 32303.
Or email quantity and street address to bob@rchcae.com and request to be billed.

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GRASS ROOT

I Survived a Year on a Committee!

By Eric Westover and Bob Harris, CAE

Every organization has them -- standing committees and task forces. Committees are a way to involve volunteers, benefit from their input, advance efforts and identify new leaders.

Last year I cringed when I was asked to serve on a committee. Before I said "yes," I was determined to learn how to be a good committee member. You see I've served on committees that wasted my time, had no clear purpose and succumbed to egos and politics.

Now that my year of service has ended I can say, "I survived a year on a committee!" Let me share how I approached my committee work.



COMMITTEE SURVIVAL TIPS (10)

Purpose -

My first question was "What's the purpose of the committee?" I wanted to ensure a good reason existed for our committee. (I'm in favor of eliminating or merging unnecessary committees.)

Charges -

Now that I knew its purpose, I wanted to be sure the committee had received a clear work assignment. What did the incoming board chair communicate to the committee's chair about expectations and outcomes? The clearer the charge -- the more likely our success.

History -

I knew our standing committee was not new to the organization. So I asked the committee chairman about last year's records. I wanted to know what had been accomplished and what work was pending. The staff gave us the prior "committee notebook." It explained rationales and helped us avoid redundant discussions. We made a commitment to help future committees by taking good notes and keeping all of our drafts and minutes in a similar notebook.

Performance Measures -

At our first meeting I asked how we would measure performance. I suggested we include accountability (who, when) and quantifiability (how many, how much) to gauge progress during our term. Everyone agreed and we achieved all of our aims within the year.

Linkage -

Committees usually serve at the pleasure of the board. Thus, we asked how we would be expected to keep the board informed of our ideas and progress. Did they expect written reports? Would a board liaison attend our meetings? Would a staff member be assigned to our committee? We respected protocol by asking questions at the onset and viewing the organizational chart that showed hierarchy and information flow.

—continued on following page

1. Chair & Vice Chair
2. Alignment with Goals
3. Purpose Statement
4. Current Year Charges
5. Metrics, Timelines
6. Board – Staff Liaison
7. Agendas
8. Minutes
9. Committee Notebook or Portal

Successful Meetings

- a) Come Prepared “**Read to Lead**”
- b) Relationship to Liaison
- c) Quorums
- d) Rules of Order
- e) Agenda and Minutes
- f) Facilitator of the Meeting
- g) Alignment with Strategic Plan
- h) Succession Plan – Knowledge Transfer
- i) **Envision Success**

Top 3 Goals for the Committee (Year _____)

(Committee completes form at start of their year.)

Committee _____ Staff Liaison _____
Chair _____ Vice Chair _____

#	Goal or Priority	Which elements of the Strategic Plan does the goal support?	Can goal or activity be achieved within the budget; does it add or use resources?	Suggested performance measures and timeline.
#1				
#2				
#3				

+ ELECTED/APPOINTED (CONT'D)

COMMERCIAL ALLIANCE BOARD 2nd Thursday of the month; 10:00am

Tedd Rosenstein, President • Hayim Mizrahi, President-Elect • Richard Lybbert, Treasurer
Staff Liaisons: Stephanie Hill (702) 784-5019 • Dawn Romo (702) 784-5044
Elected by Commercial Alliance Members • Term 2 years

Responsible for reviewing, evaluating and recommending the programs, products and services necessary to meet the needs of Members and prospective Members active in commercial real estate.

EXECUTIVE 3rd Thursday of the month; 8:30am

David Tina, President • Heidi Kasama, President-Elect
Staff Liaison: Sonya Jefferson (702) 784-5012
Elected by Members of the Association • Term 1 year per office

At the direction of the Board of Directors, the Executive Committee shall address issues and make recommendations to the Board relating to the direction of GLVAR, including suggested Member benefits and services as per the Strategic Plan.

FACULTY 1st Friday of the month; 8:30am

Sue Naumann, Dean • David Boyer, Vice Chair
Staff Liaison: Michael Linden (702) 784-5008
Elected by Senior Faculty Committee Members

Responsible for identifying, training and evaluating competent GLVAR instructors to deliver GLVAR's educational courses. Also responsible for evaluating and recommending to the Education Committee course content as well as identifying new course needs.

FINANCE 3rd Monday of the month; 1pm

Robyn Yates, Treasurer • Scott Beaudry, Vice Chair
Staff Liaison: Gloria Johnson (702) 784-5013
Appointed by the President • Term 2 years

Responsible for reviewing, evaluating and recommending GLVAR's annual budget (including new or renewing vendor contracts) to the Board of Directors. Utilize the Association's Strategic Plan as the guiding baseline for evaluating any vendor programs and services. Responsible for monitoring the monthly financial updates and reviewing non-budgeted requests (as specified in the Bylaws) to ensure the best interests of the Membership are met.

GRIEVANCE 2nd Wednesday of the month; 8:30am

Richard Foster, Chair • Ashley DeBusk, Vice Chair
Staff Liaisons: Jan Misher (702) 784-5014 • Jacquie Ketchersid (702) 784-5025
Appointed by President • Term 3 years

Reviews all Membership and public complaints to determine if the complaints should be forwarded to the Professional Standards Committee for a hearing.

INVESTMENT Quarterly

Robyn Yates, Treasurer • Scott Beaudry, Vice Chair
Staff Liaison: Gloria Johnson (702) 784-5013
Appointed by President • Term 3 years

Responsible for the operations and investment activities of the Association's Portfolio.

MLS 2nd Wednesday of the month; 10am

David Brownell, Chair • Norma Jean Opatik, Vice Chair • Nancy Nestor, Treasurer
Staff Liaison: Stephanie Hill (702) 784-5019
Elected • Term 3 years

Responsible for reviewing and evaluating MLS Rules and Regulations and recommending MLS Policies that meet the needs of the Membership. Ensures the effective operation of GLVAR's Multiple Listing Service.

PROFESSIONAL STANDARDS Annually for training.

Lawrence Lermustux, Chair • Jennie Holder, Vice Chair
Staff Liaison: Jacquie Ketchersid (702) 784-5025
Prerequisite: Members of this committee must have served on the Grievance Committee.

Responsible for conducting formal hearings on matters of alleged ethical misconduct by Association Members. Also responsible for providing arbitration services where needed or requested. Additionally, responsible for reviewing, evaluating and reporting common trends and patterns of misconduct to appropriate committees that develop and deliver education to Members.



2013 GLVAR COMMITTEES

REALTOR® and Affiliate Members who volunteer are the backbone of the Association. Your help, ideas and input are important to our success in the coming year. We invite you to participate in your Association by becoming a Member of one or more Committees.

GET
INVOLVED!

For additional information on these committees, please contact the appropriate staff liaison.

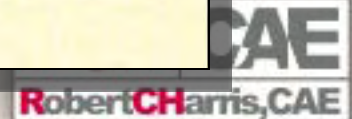


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Robert C. Harris, CAE

THE NONPROFIT CENTER: PROMOTING THE ASSOCIATION MANAGEMENT PROFESSION

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Operating Frameworks and Inventory

Tools for NPs

Guest Column Downloads

PowerPoint Presentations - OK to
save & adapt.

Online Education

Traning Videos

References

Photos - PR Purposes

Welcome

Bob has 25+ years experience with **associations, chambers and other nonprofits**. His seminars are interactive, focused on core-knowledge and member needs. He utilizes case studies, trends and headlines board orientation, training, strategic planning, staff training and consulting. He is the author of Association Management 101 Online®; creator of the Association Self-Auditing Process® and co-author of "Building an Association Management Company."

He is known around the world for sharing best practices and promoting sustainability of associations and chambers.

"Your Association Efficiency Symposium was the most practical, idea generating, 'light a fire' meeting that I've been to in a long while."

"Based on your leadership program I'm excited to start my year as president."

"Your session is the most practical I have ever attended."

"Congratulations on being honored as an ASAE All-Star Award winner for professional development! Our association couldn't agree more with the selection."

"You've made major differences in our association, and the ripple effect just keeps multiplying the benefits! It's nice to see that your commitment is recognized by your peers as well as your clients!"



"My philosophy is to promote the association management profession and share the tools of success."

Tool Kit

Policy Management

Policies serve many purposes in an association. They represent the wisdom of the board of directors in interpreting the governing documents and identifying methods to advance and protect the organization.

Contents

The Purpose of Policies	
Definitions	
Policies are NOT Procedures	
Precautions	
Policy Development	
IRS Policies	
Errors in Policy Adoption	
Creating a Policy Manual	
From Minutes	
From Bylaws	
Policy Management	
Common Policies	
Appendix	
Antitrust Avoidance	
Savings Reserve	
Insurance Coverages	
Financial Audit	

Policy Management Tool Kit

Assoc Policies

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Tool kit developed by Bob Harris, CAE. For samples and tips on association governance and management, visit www.nonprofitcenter.com.

INVENTORY, ASSESS, IMPROVE

2-12

Introduction

Sustaining and maintaining a *focus on excellence* in a nonprofit organization requires keen attention to administration, governance, strategy and systems. This is especially true as scrutiny intensifies on the sector by the government, the media, consumers and stakeholders --- for example changes to IRS Form 990 and Sarbanes Oxley or the "Corporate

Use this checklist to *inventory, assess and*

Process

Work as a staff team to review the documents *without staff*, the officers can use the form

Format

The left column identifies important documents and their purposes or rationale¹. The right column

Document	Description	Assessment/Action
----------	-------------	-------------------

Eight categories include:

- Governing and Legal Documents
- Strategic Direction
- Risk Management and Insurance
- Board and Committees, Leadership

Grading Scale

Assign a grade to each document or system

- A – Document exists and is good
- B – Document found and could be improved
- C – Document is outdated or incomplete
- D – Unknown, requires further investigation
- N – Does not apply.

Results

As omissions are identified or items targeted for improvement --- seek additional information or

¹ Be sure to contact legal, accounting and insurance assistance.

Document	Description	Assessment/Action
and to distinguish it from others.	should be able to <i>articulate</i> the mission.	
Vision Statement	A vision statement describes the organization's aspirations. By contrast to the requisite mission statement, the vision statement is <i>optional</i> .	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
Values Statement	The guiding <i>principles</i> for board and staff. Adopted as more scrutiny is placed on nonprofit governance. Examples include integrity, transparency and stewardship.	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N

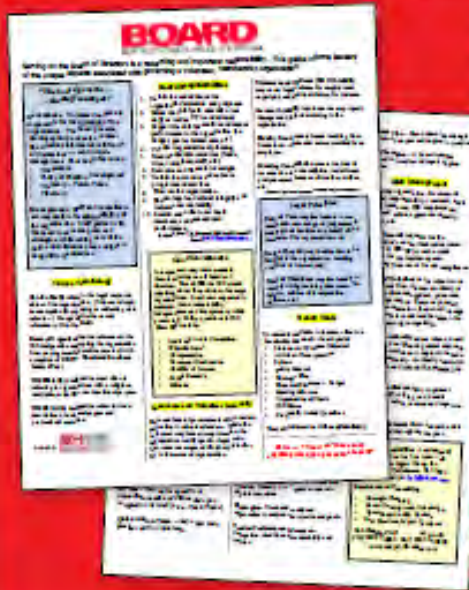
Document	Description	Assessment/Action
Governing and Legal Documents		
Articles of Incorporation	Articles of incorporation are filed with the appropriate <i>state</i> agency to acquire legal standing and are needed to request exempt status from the IRS. Most states require an annual report. Failure to file may result in <i>involuntary dissolution</i> . Some organizations refer to the Articles as a <i>Constitution</i> .	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
Bylaws	Bylaws describe how the organization will operate and its relationship to stakeholders or members. Amendments generally require approval of the membership. [Note: The IRS requires notice of amendments to governing documents with submission for Form 990.]	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
IRS Public Documents	<i>Public records</i> include the 1) IRS Letter of Determination, 2) Form 1023 and/or 1024 and 3) Form 990 Information Return for the past three years. Keep copies readily accessible. [Be sure to know if the parent or chapter is filing an annual IRS return or holds a <i>group exemption</i> .]	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
• Letter of Determination		
• Form 990 Return		
• Form 1024 Application (or 1023 for 501c3)		
Sales Tax	A state Dept. of Revenue sales tax certificate may be required if the organization sells items such as books, shirts, directories, etc. Or a certificate of sales tax <i>exemption</i> may be required.	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
Annual Business Meeting	Most states' corporate laws require proof of an annual business meeting.	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
Charitable Solicitation	A majority of states require organizations to register if they are soliciting charitable funds from persons with whom no business relation exists.	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
Occupational License	Check with local municipality officials to determine if an occupational license is needed for a not-for-profit organization.	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
Strategic Direction		
Mission Statement	The mission statement is a well crafted, brief sentence, usually including three elements: identify 1) the organization, 2) its members, and 3) what it does for members. It should complement the IRS submitted "statement of purpose." Board and staff	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
The mission, vision and values statements help brand the organization		

led by the board to set	<input type="checkbox"/> A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/> D <input type="checkbox"/> N
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Revised 2013

BOARD RESPONSIBILITIES GUIDE



- ✓ *Ideal for Leadership Development*
- ✓ *Easy to Use and Explain*
- ✓ *Thousands used by Every Kind of Board*

Topics Covered – Ideal for Board Discussion

- Governance-Management Relationship
- Special Terms of Non-Profits
- Board Responsibilities
- Trends and Issues Facing Associations
- Volunteer Immunity and Insurance
- Board Legal Duties
- Board Tools and Common Sense
- Meeting Rules of Order
- Committees and Trends
- Strategic Planning
- Risk and Liabilities
- IRS Policies

\$12

Just \$10 each if ordered as 2 or more

RCH 1/13



Board Responsibilities Guide - Laminated [\$12; 2 or more \$10 each]

FAX THIS ORDER FORM TO 850.297.2800

Item	Quantity	Shipping & Handling	Total
Board Responsibilities Guide - Laminated [\$12]	One	Included	\$ 12
Board Responsibilities Guide - Laminated [\$10]	Two or More	Add \$9 for orders up to \$50 Add \$14 for orders above \$50	\$
			Total \$

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Mail check payable to "Harris Mgmt Group" c/o Bob Harris, CAE 335 Beard Street • Tallahassee, FL 32303

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EMAIL: bob@rchcae.com for more info on strategic planning, board seminars and staff training



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