



12 Principles of Governance that Power Exceptional Boards

1. **Constructive Partnership**

Exceptional boards govern in constructive partnership with the chief executive, recognizing that the effectiveness of the board and chief executive is interdependent. They build this partnership through trust, candor, respect, and honest communication.

2. **Mission Driven**

Exceptional boards shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and organizational values. They treat questions of mission, vision, and core values not as exercises to be done once, but as statements of crucial importance to be drilled down and folded into deliberations.

3. **Strategic Thinking**

Exceptional boards allocate time to what matters most and ensure the congruence between decisions and core values.

4. **Culture of Inquiry**

Exceptional boards institutionalize a culture of inquiry, constructive debate, and engaged teamwork that leads to sound and shared decision making.

5. **Independent-Mindedness**

Exceptional boards are independent-minded. When making decisions on behalf of the organization, board members put the interests of the organization above those of the chief executive, themselves, or other interested parties.

6. **Ethos of Transparency**

Exceptional boards promote an ethos of transparency and ethical behavior by ensuring that donors, stakeholders, and interested members of the public have access to appropriate and accurate information regarding finances and operations.

7. **Compliance with Integrity**

Exceptional boards govern with full recognition of the importance of their fiduciary responsibilities, developing a culture of compliance through appropriate mechanisms for active oversight.

8. **Sustaining Resources**

Exceptional boards ensure that the organization's resources are balanced with its strategic priorities and capacities. Individual board members extend the reach of the organization by actively using their own reputations and networks to secure funds, expertise, and access.

9. **Results Oriented**

Exceptional boards track the organization's advancement towards mission and evaluate the performance of major programs and services.

10. **Intentional Board Practices**

Exceptional boards make form follow function when it comes to their own operations. To provide stable leadership to the organization, they invest in structures and practices that transcend individuals and thoughtfully adjust them to suit changing circumstances.

11. **Continuous Learning**

Exceptional boards embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value that they add to the organization.

12. **Revitalization**

Exceptional boards revitalize themselves through planned turnover, thoughtful recruitment, and intentional cultivation of future officers.

CEO & STAFF
LEADERSHIP



BOARD
MEMBERS

POTENTIAL FOR EXCEPTIONAL PROGRAMMATIC OVERSIGHT

One area where board members can have a tremendous impact on the nonprofit organization they govern is through their role of programmatic oversight. Done in tandem with the CEO and staff leadership, monitoring and strengthening an organization begins with ensuring that current and proposed programs and services align with the organization's stated mission and purposes. What an organization actually does, and how well it does it, should be at the heart of board interest.

WHAT DOES A BOARD LOOK LIKE THAT IS PRACTICING EXCEPTIONAL PROGRAMMATIC OVERSIGHT?

Good governance requires the board to balance its role as an oversight body with its role as a force supporting the organization. Becoming an exceptional board takes hard work. Exceptional boards add active engagement and independent decision making to their basic and legal oversight function. They are boards that are results-oriented. They measure the organization's advancement toward mission and evaluate the performance of major programs and services.

Management is closer to the programs, operations, and the field than the board, which makes it challenging for boards to provide strategic guidance and oversight. In practice, the CEO is often the lead partner in these areas, and it is incumbent upon management to provide the board with regular, appropriate information and to engage the board in high-level strategic issues and decisions.

Board members: Be curious.
Chief Executives: Inform and engage.

In short, it's the strong partnership between the CEO and the board that is critical to providing exceptional program oversight.

Use the tool on the following page as a resource to help start and guide a strategic conversation about the important roles both board and staff play in programmatic oversight.

HOW WELL IS YOUR BOARD PROVIDING PROGRAMMATIC OVERSIGHT?



DEVELOPING -- LIMITED

- Board members display limited knowledge or varied understanding of the organization's programs and services.
- The board receives insufficient information related to the organization's programs and services, including changes in programs and services.
- The board is not proactive in ensuring the organization has adequate infrastructure (staff and volunteers, facilities, technology, etc.) to operate the programs and deliver the services.



ADEQUATE -- PROFICIENT

- Board members display knowledge of the organization's programs and services.
- The board receives sufficient information related to the organization's programs and services, including changes in programs and services.
- The board ensures the organization has adequate infrastructure (staff and volunteers, facilities, technology, etc.) to operate the programs and deliver the services.



EXCELLING -- EXCEPTIONAL

- The board has mechanisms in place to monitor the quality of the organization's programs and services.
- The board has standards against which organizational performance is measured.
- The board has the ability to measure the impact of critical programs and initiatives.

Resources:

[The Source: 12 Principles of Governance That Power Exceptional Boards](#)

[The Handbook of Nonprofit Governance](#)

[Leading with Intent: A National Index of Nonprofit Board Practices](#)