



The Leadership Letter

Essential Skills for the Association President: Is It All Just About Robert’s Rules of Order ?

So you’re the new President of your affiliate? You’re either delighted or terrified and one of your concerns may be your ability to conduct an effective Board meeting.

First, let us say “congratulations”!

Your election tells us that your colleagues and members view you as a leader with the ability to move the association forward. That said, let’s talk about how to go about making your Board the most productive and effective that it can be.

As the President, you will be responsible for:

- ⇒ Planning meeting agendas (in consultation with your leadership group and committee chairs).
- ⇒ Communicating with your Board and others between meetings to ensure that work is being completed and everyone is on task.
- ⇒ Facilitating actual Board meetings.
- ⇒ Representing the Association both at the member and community, state and federal levels.

According to the article, *Ten Essential Responsibilities of Foundation Board Chairs*, www.boardsource.org (2008), these responsibilities divide nicely into ten categories.

- 1) Be Faithful to Mission
- 2) Guide the Grantmaking Strategy
- 3) Map Out the Future

- 4) Stay Focused on Financial Oversight and Legal Compliance
- 5) Master the Art of Facilitating Meetings
- 6) Connect the Dots Between Committees
- 7) Build a Board That is Strong and Engaged
- 8) Communicate with the Community
- 9) Oversee Administrative Work
- 10) Assess Performance

This issue of the *Leadership Letter* will be devoted to the issue of “mastering the art of meetings”. We’ll ask these questions:

- ◇ How do I put together an effective and productive Board agenda?
- ◇ Do we really have to follow Robert’s Rules of Order? Isn’t that pretty outdated?
- ◇ How do I keep discussion flowing and ensure that everyone participates? What type of structure will facilitate that participation?
- ◇ How does the organization’s Executive Director fit into a Board meeting? How do we coordinate our efforts to ensure a productive meeting?
- ◇ What resources are available to help me?

We hope you’ll find this useful as you begin your new adventure!

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Leadership Commission Members

- Anita Dailey, GA
- Cindy Ramagos, LA
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Robert's Rules of Order: Really?

For many years, Robert's Rules of Order have been the gold standard used to determine how meetings were conducted.

Check out your association's by-laws—we're almost sure that somewhere it's referenced that Robert's Rules of Order will be utilized to conduct meetings. **Article XIV—Parliamentary Authority of the SECA By-laws states:** *The rules contained in Robert's Rules of Order (Revised) shall govern the organization in all cases to which they are applicable, and in which they are not inconsistent with the By-Laws or the special rules (policies) of order of this organization.*

In, 1876. Henry Martyn Robert found himself in charge of a church meeting that he couldn't control and decided that he would write a set of rules that could govern those unruly meetings. He published a book titled, *Pocket Manual of Rules of Order for Deliberative Assemblies*, which came to be known as Robert's Rules of Order.

There are some basics to the rules that you need to know.

- ◆ The presiding officer must appear to be impartial in the Board discussions. *Robert's Rules states that a presiding officer (President) should only vote when breaking a tie or when ending a stalemate on a particular issue.*
- ◆ *A motion is approved by a simple majority*, unless the organization's by-laws require some other type of vote (in some cases 2/3 of the members). Proxy votes and absentee ballots are not recommended.
- ◆ *If an amendment is proposed, the board must approve it before it is adopted.* (This occurs after a motion has been made and the floor opened for discussion.) Amendments must be seconded before a

vote can be taken. The presiding officer cannot approve an amendment.

- ◆ *Speakers cannot be interrupted unless the presiding officer recognizes another speaker.* Robert's Rules suggests limiting any speaker to 10 minutes.
- ◆ *No member should vote on an issue if there appears to be a conflict of interest*, particularly if the member stands to gain financially from the vote.
- ◆ *Robert's Rules requires a formal charge, investigation and hearing process to remove an officer.* The Rules do not recognize a vote of no-confidence and, if an officer resigns, the resignation goes into effect upon approval by the Board.

The book is utilized most frequently by private-organizations—very few legislative bodies follow Robert's Rules.

In a blog post on the BoardSource website, the question is asked: *Should we rely on Robert's Rules of Order when running our Board meetings?* According to the blog post, these considerations should be taken into account:

- I. Few boards can function effectively when following the Rules to the letter.
- II. The book was originally created as a manual for parliamentarians, not for small nonprofit boards.
- III. If the Board chooses to utilize Robert's Rules to the letter, it invites a structured and inefficient exchange of information as well as Board discontent.

That doesn't mean that your Board meeting shouldn't have structure or "rules". The basics of parliamentary procedure are necessary to ensure

efficient Board meetings and there are components of Robert's Rules that should be followed in every meeting.

The basics that we listed previously should be the backbone of every Board meeting....they are designed to avoid conflict, ensure civility in discussion and allow everyone to have an opportunity to voice their thoughts, ideas and concerns.

To help you find that "middle ground" we'll give you a list of resources that you might tap. **Remember—the most important element of a good Board meeting is the Association President who can make sure that all Board members participate, that high value issues are thoroughly discussed and that decisions are reached in an amicable and professional fashion.**

Some Resources to Consider

***The Modern Rules of Order: A Guide for Conducting Business Meetings* by Donal A. Rotorice. American Bar Association, 1999** (80 pages) This guide provides a modern, simplified procedure for meetings that promotes efficiency, decorum, and fairness within an easily adopted format. Best suited for meetings where members focus more on content than procedure.

***Modern Parliamentary Procedure* by Ray E. Keesey. American Psychological Association, 1994** (143 pages) A simplified system promoting open participation and deliberation. A reduced order and structure guides the meeting.

www.Parliamentarians.org The website of the National Association of Parliamentarians provides guidance and resources on meeting procedures.

Source: www.BoardSource.org/ material accessed on 12/3/2012

Creating Effective Board Agendas

The meeting agenda is the tool that the President will use to ensure an efficient and effective Board meeting. It's the framework within which discussion and action will occur.

There are several substantive items that will probably appear on all your Board agendas.

- Financial Reports
- Administrative issues regarding staffing and operations.
- Board issues concerning recruitment, committees, officers, attendance and assessments.
- Minutes from previous meetings.
- Committee reports.

Other issues that will surface from time to time are:

- Potential projects and funding opportunities.
- Meetings and training opportunities (including annual conferences).

- Advocacy issues.

You should consider putting basic administrative items at the beginning of the meeting.....even utilizing a consent agenda if appropriate to treat these issues as one big "block" of business. (Make sure that only items that do not require significant discussion or action are included in this block.) You can review these items and adopt them as a group without individual votes, saving your meeting time for more pressing issues.

Your agenda should include three agenda items:

1. **Information Items** (This is your consent agenda.)
2. **Discussion Items** (Items that may be new to the list and are not ready to have action taken.)
3. **Action Items** (Items that require a Board vote....perhaps already discussed in previous meetings or items that began in the Discussion category and have been moved to the Action category.)

The meeting agenda and minutes of the previous meetings should be provided to the Board members well in advance of the meeting (at least 48 hours). Technology makes this simple and SECA posts all of this material on a password protected page of our website to make it easy to access.

As President, it's your responsibility to develop the agenda well in advance and it's your Board's responsibility to review it and be prepared for your meeting.

There are other issues of the *Leadership Letter* in which we've addressed some of these issues. You may want to take a look at:

Leadership Letter: July 2010

Leadership Letter: March 2011

Leadership Letter: September 2011

You'll make the difference—your leadership will determine whether your Board is a productive Board that is making good decisions for the Association or a Board that is struggling to find it's way. Good luck!

The Best Board Meetings

Brad Feld is an entrepreneur from Colorado who has spent many hours in Board meetings for community organizations. He writes a blog, *FeldThoughts*, that provides some insights from the volunteer's perspective about Board meetings. You'll find some fairly irreverent comments but also some thoughtful ones about what makes a "good" Board meeting.

According to Feld, his "favorite board meetings have the following characteristics":

1. All board materials go out in advance, including a detailed finan-

cial package and operating review of the business. Everyone reads this in advance....no excuses.

2. There is a dinner the night before with the Board and Executive Director. (*This should resonate with SECA...we all like to eat!*)
3. The first 30 minutes of the meeting are administrative. Everyone settles down, you go through any formal board business, discuss it and get it done.
4. The Executive Director then puts up one slide summarizing prior period financial performance and asks

if anyone has any questions. The discussion takes as long as it takes.

5. The Executive Director then puts up one slide with the issues he'd like to discuss. These are bullet points that are crisp yet detailed enough to know what the issue is. This is then the bulk of the meeting.

"I've found that the more time that is spent on #5, the more impactful the meeting is." Something to think about. *Source: www.feld.com, The Best Board Meetings, accessed 12/3/2012*



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*Promoting Quality Care and Education for
Young Children and Their Families*

SECA is a "Voice for Southern Children"

www.southernearlychildhood.org

Did You Know?

SECA has a series of nine Board orientation/ training modules that are available on-line on the Leadership page.

The modules include a background paper, a PowerPoint presentation (and questions) for Board training, and information about resources. Two of the modules will be useful in further research on topics in this newsletter.

Module 5/Part A:

The Board of Directors/Structure, Activities

Module 5/Part B:

The Board of Directors/Training, Recruitment

All materials can be downloaded from the website at

<http://www.southernearlychildhood.org/leadership.php>.

Click on Leadership Resources and scroll down to the bottom of the page.

The President and Executive Director: Your Leadership Team

The President and the Executive Director are your leadership team....a team that should support, consult and complement each other. Their relationship either contributes to the work of the Association or hinders the effective and productive work that is done on a daily basis.

Your President is the elected leader of the Association—he/she has been entrusted by the membership with that leadership role during the term of office. (For many of our states, the President also serves in a leadership capacity on the Board as a President-Elect and Immediate Past-President—that's 4 years of stable and committed leadership.) The President is responsible for leading the Board of Directors, developing policy for the Association and planning for the future.

The Executive Director is the opera-

tional arm of the leadership team.

The Executive's responsibility is to ensure the efficient management of the office and staff and to carry out the policy decisions of the Board.

These roles are very defined and should be clearly delineated in Association policies and procedures. Both the President and the Executive Director share power in ensuring that the Association moves forward with its agenda and serves its membership.

To make this happen, they must communicate regularly and effectively. This can be as simple as a weekly or bi-weekly phone call or, if possible, meetings that occur on a regular basis. (For SECA, the President and Executive Director have a weekly phone call scheduled to discuss issues, tasks, projects, develop meeting agendas and other items of business that are

relevant at that point in time.)

Think of the Executive Director as the "gatekeeper" of the business end and the President as the "gatekeeper" of Board policy. To implement effective meetings, both must work together to develop agendas that address issues and carefully consider the mission of the Association.

A meeting that is planned without the input of the Executive Director fails to recognize his/her role as the "memory" of the Association and the person who must make sure that projects and policy are implemented.

Watch for the May and July 2013 issues of *The Leadership Letter*. We'll address the topics of personnel policies and the non-profit business manager.