

## Board “Wellness” Committee

By Brydon M. DeWitt, President

The doctor is in and ready to suggest how to diagnose and begin to “cure” your ailing board of trustees.

We have written at length and over a number of issues of this letter about the roles and responsibilities of your nonprofit governing board. We have stressed the importance of treating the selection, cultivation, and recruitment of new board members with seriousness. In this issue, we will provide some specific information and recommendations on the structure and use of what should be considered the most important standing committee of the board -- the committee whose charge should be the “wellness” of the board on which they serve. Whatever its name at your nonprofit (Board Governance Committee, Nominating Committee, Board Affairs Committee), this committee plays a fundamental role in the quality and success of your board of trustees.

It is an open secret that many nonprofit CEO’s and boards have a loose process for selecting and securing new board members. It can also be revealed that the means used to assess the involvement and effectiveness of current trustees often relies more on “feelings” than performance. Neither of these keeps faith with the concept of trusteeship, holding the organization in trust for society’s benefit. In fact, failure of leadership to do its very best to encourage board members to perform to the best of their abilities and to be thoughtful in the selection of those who will join them plays a large part in the nonprofit’s ability to function effectively.

The best Rx to build and keep a healthy board is to commit to a thoughtful process of board education and recruitment. And, the most effective way to approach these tasks is to empower the committee responsible for evaluating and nominating members of the board. For this article, we will refer to it as the Governance Committee.

Appointed by the Chair of the Board, the Governance Committee’s responsibilities go beyond nominations. Following are suggested as part of the expectations:

1. Committee members need to actively assess the current board members in relationship to their involvement, their knowledge/skills, their support, and the constituent groups whom each represent. Being honest in this assessment is vital regardless of personal friendships. Each member should be evaluated according to his/her:
  - a. Understanding and appreciation of the organization’s mission and program
  - b. Commitment that has been demonstrated through volunteer service and financial contributions

- c. Integrity, intuitiveness, intelligence, industry and influence
  - d. Standing within the community and/or organization's constituency that provides additional credibility
  - e. Ability to "move" the organization in giving and getting the financial resources necessary to underwrite the institution's current and future program
2. Following the analysis, the Committee should create a profile of the current board and note the areas that need to be strengthened both in terms of professions/vocations and market penetration. In addition, create a list of personal qualities that each board member should possess to ensure integrity and compatibility with current members. These qualities are important to identify because they speak to the personality of your board and your nonprofit.
3. Set up a formal nomination process that requires a written rational and background information on each proposed candidate. Board members, like normal people, do not usually like to do this, but the Governance Committee must insist on it. This is a key step in being serious about the selection of new members.
4. Next, a pool of potential candidates for board membership should be developed keeping in mind the areas for strengthening. There may be some candidates already in the pipeline. However, if not yet done, the committee members should carefully research each person; rate each according to potential and profile, and assign a member of the committee and/or board to each serious candidate for cultivation. The Governance Committee is in charge of and responsible for the cultivation, nomination, and invitation process.
5. Analyze the job description of the board and recommend changes, as necessary and appropriate. If a job description does not exist, draft one for board discussion, editing, and approval. It is recommended that the job description be reviewed and updated annually.
6. Bring prospective trustee nominees to the board for consideration and approval BEFORE extending the invitation to the selected individuals.
7. Assist the chair of the board in making committee assignments and preparing the slate of officers following the board's policy on rotation.
8. Work with the chair of the board and CEO in planning trustee orientation and education.

9. Plan and implement continuing education programs for the board. These range from board planning and education to those that help members better understand the work of the nonprofit they collectively own.

This is only a brief overview of the importance and role of the Governance Committee; however, our aim is to impress upon you the true value of a properly structured and functioning committee for promoting the health and productivity of your board. When strengthening the board comes from the members, the results are more likely to endure and good practices become good habits and expectations.

We have forms, job descriptions, and other related materials that we are happy to share with you. Let us know by emailing: [brydon.dewitt@gmail.com](mailto:brydon.dewitt@gmail.com).