

# Death or Success by Committee?

With Jennifer Banks-Doll  
Community Development Unit  
Alberta Culture and Tourism  
@ Board Leadership Calgary 2015

# Community Development Unit

**CDU facilitators design and deliver services to strengthen and build capacity in organizations and groups:**

- **Strategic planning**
- **Board Development**
- **Stakeholder Consultation**
- **Basic Facilitation Skills**

## **Board Development Program:**

- **Fundamentals and open workshops give board members the opportunity to work together to improve the governance of their organization.**

**Community Development works to improve, enhance or and contribute in a positive way to the lives of Albertans.**

# “Evaluating the Break” exercise

- Look for a **BLUE** piece of paper on your table
- Follow the directions with your table group

# Debrief

- Read your instructions aloud
- Share what you accomplished in your group

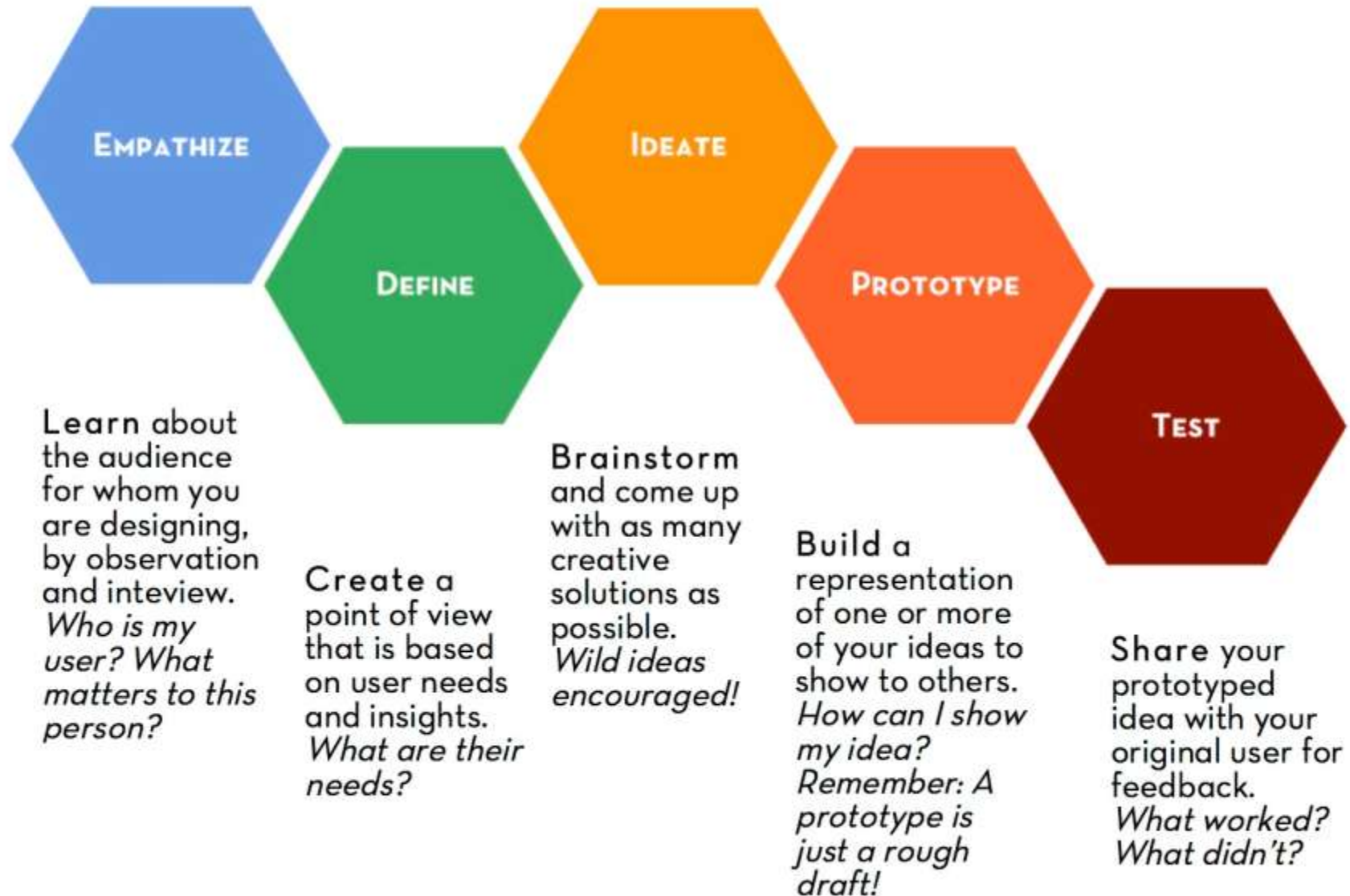
# Debrief

- *Can anyone relate this experience to your experience in committees, good or bad?*

**If I'd known about all these  
committee meetings, I never would  
have committed myself!**



# We are all DESIGNERS!



# Role of a Committee

- Workhorse of the board
- Can create efficiencies
- Can make for meaningful engagement of volunteers
- *So start a committee when you need the above*



# Why Committees?

- Serve as a training ground for future board members
- A way to engage the membership/community (non-board members)
- An opportunity to lead
- ???

# Why Committees (continued)

- Carry out tasks on behalf of the board
- Smaller group can be more focused and efficient
- Preparatory work leading up to board decisions – such as developing policy options and recommendations for consideration by the board.
- Work with the staff to implement certain operations and activities

# Types of Committees

- Standing Committee
  - E.g. Executive, Finance, Marketing, HR, Fundraising, Governance
- Sub-Committee
  - “Committee of a committee”
- Ad hoc Committee
  - E.g. Audit, Nominations, Governance, Event, Program, Research

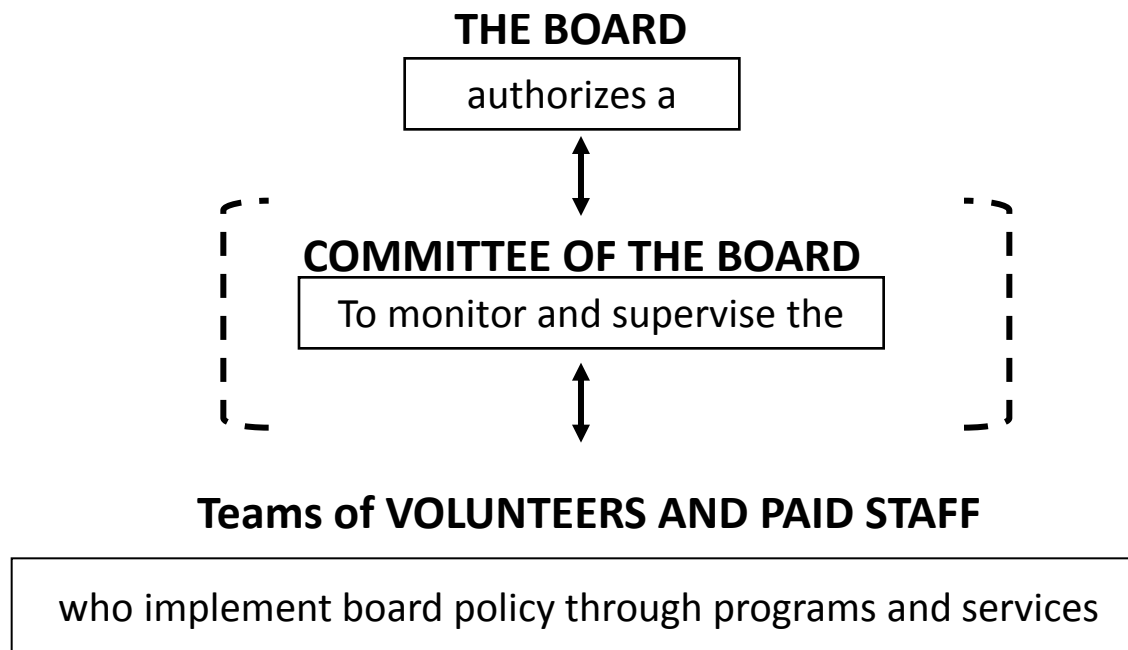
# Functions of a Committee

**Governance** (e.g. Recruitment and Nominations, Executive, Finance, Policy)

**Operations** (e.g. Event Planning, Fundraising, Advocacy)

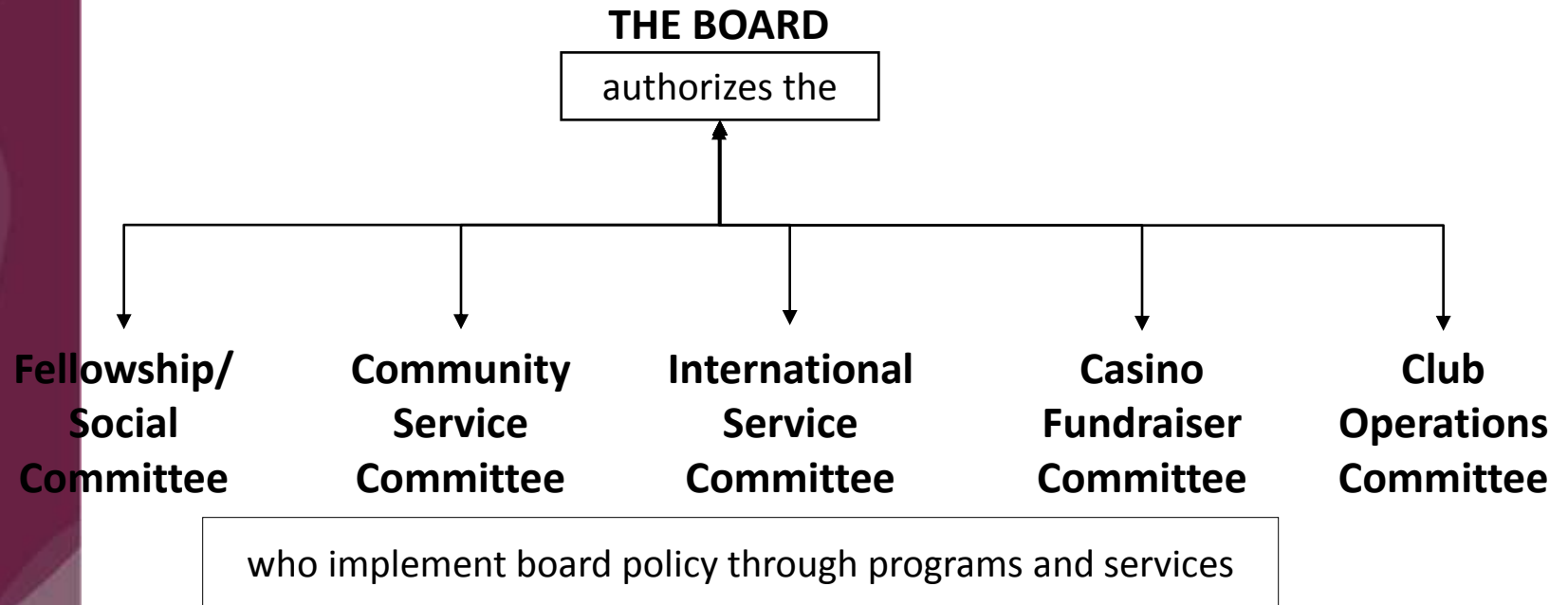
# Administrative Board

## Reporting Relationships/Lines of Authority



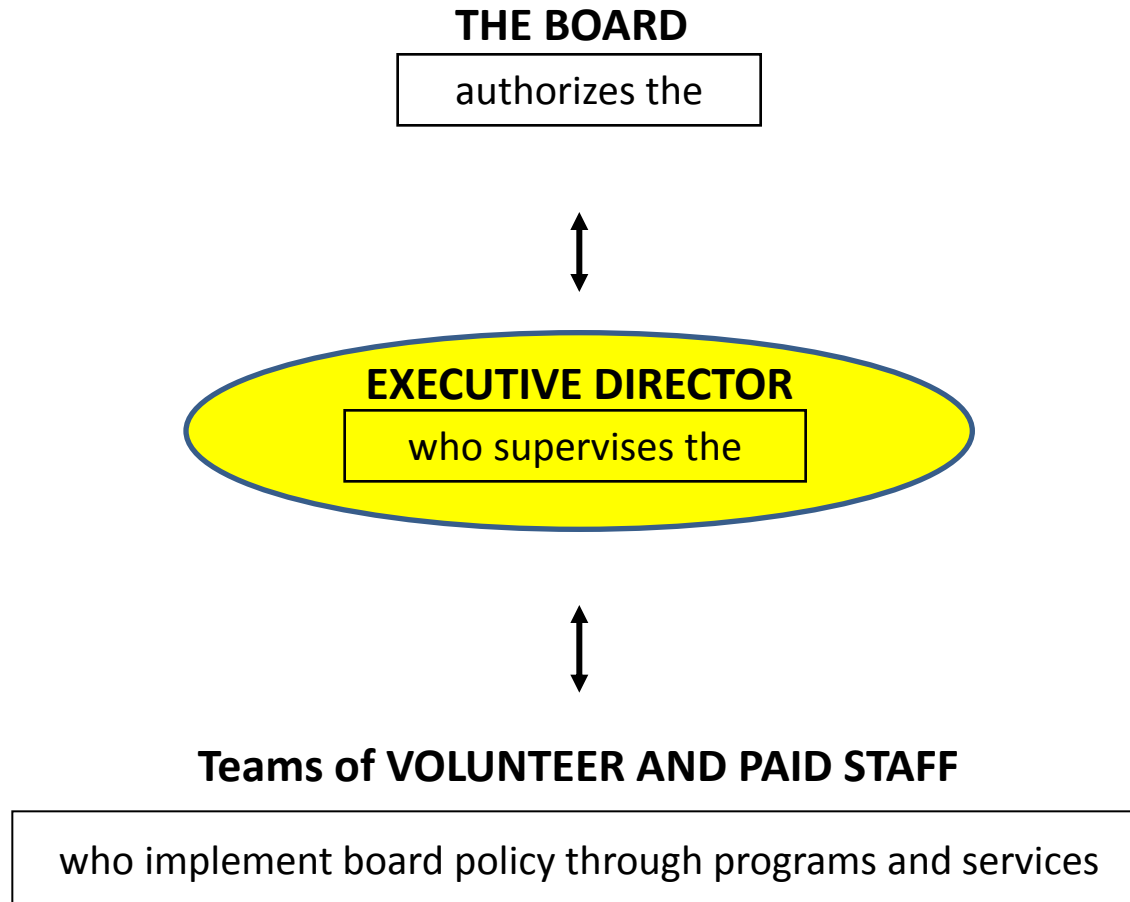
# Administrative Board

## Structure Example



# Policy Board

## Reporting Relationships/Lines of Authority



# Reporting Relationships and Lines of Authority are Defined by...

- Policies
- Committee Terms of Reference
- Job Descriptions for:
  - Board Members
  - Executive Director
  - Staff and Service Volunteers



# Levels of Committee Authority

**Limited Advisor:** The committee investigates and reports. The board makes the decision.

**Active Advisor:** The committee investigates and suggests action to the board. The board will properly take the committee's suggestions.

## Levels of Committee Authority (continued)

**Limited Agent:** The committee investigates, reports and can take some action on its own after the board gives consent

**Active Agent:** The committee investigates, reports and takes action that is later ratified by the board

# Executive Committee: To be or not to be?

- 78% of boards have Executive Committees
- Trend is to change or eliminate them. Why?

## Benefits:

- More time
- Quick action
- Provide management role when no senior staff

## Risks:

- Authority often not clearly defined
- Making decisions the board should be making, and for which the board is liable
- Lack of transparency
- Dis-engagement of the board

# Executive Committee: To be or not to be? (continued)

## Recommendations:

- Consider if you need an EC or if you could delegate the work to others
- Ensure the bylaws include the scope of responsibilities, membership, and decision-making powers
- Use the EC to vet ideas and make recommendations to the board, NOT make the final decision
- Ensure full minutes are kept of EC meetings and provided to the board
- Consider how often they need to meet

# Committee Reporting

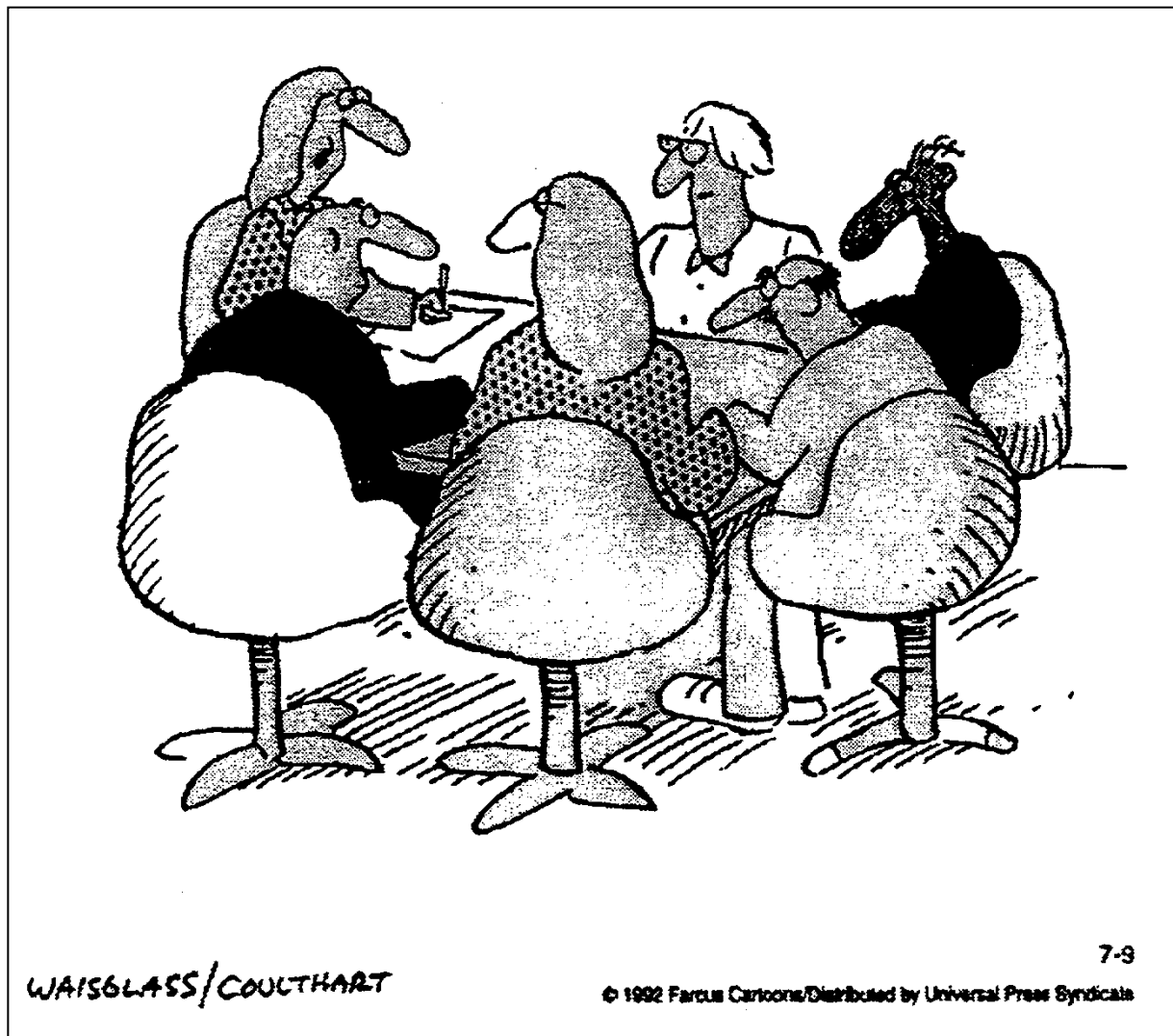
- Information
- Discussion
- Action

# Terms of Reference (TOR)

- Name and type of Committee
- General purpose
- Key duties and responsibilities
  - Level of Authority
  - Reporting relationship
- Composition and appointments
- Meetings

# Terms of Reference (continued)

- Resources
  - Financial
  - Staff
- Specific Annual Objectives
- Reports and target dates
- Review and evaluation process
- Approval date and review date



**“Let me get this straight – the only thing this committee has decided is to form another committee.”**



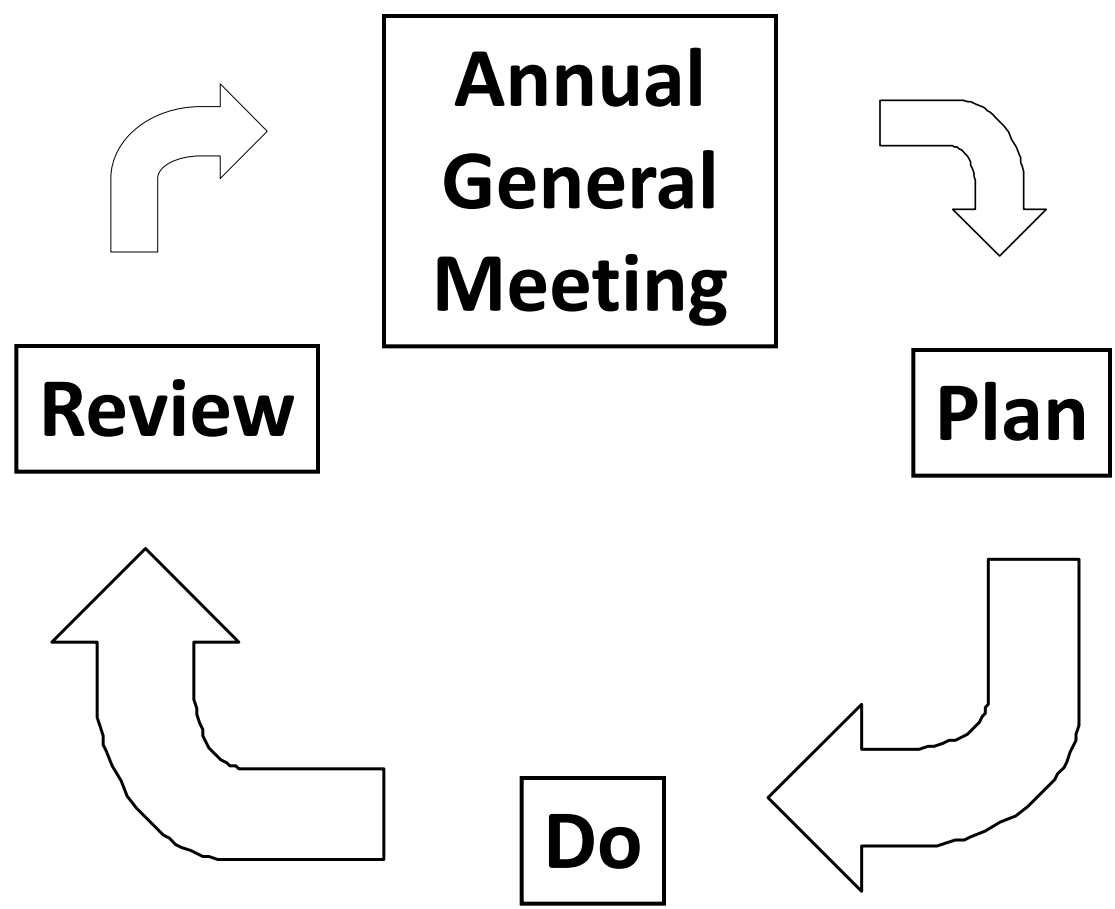
# Who can be on a board committee?

- Can include board members, organization members, and/or community members
- Board chair and executive director are often *ex-officio* members of every committee (check your bylaws)
- *Ex-officio* refers to the fact that they are members based on their position, NOT what their role is on the committee
- Other staff may sit as advisors but often not as members if it's a governing committee

# Who *should* be on a board committee?

- Depends on whether it is a governance or operations committee, administrative or policy board
- Membership should fit the purpose and goals of the committee e.g.
  - What skills are needed to do the work?
  - What perspectives are important to have?
- An effective chair is needed
- The required work needs to get done
- Transparency, accountability, and appropriate reporting is necessary

# Annual Cycle of Board and Committee Activities



# Here's an idea: “Zero-based Committee Structure”

- Start each year with a clean slate
- All committees are abolished and only the ones that are still needed are re-created
- An evaluation process allows the board to re-assess the composition, Terms of Reference, and approach

## Benefits:

- Avoid stagnation, future-oriented
- No unnecessary committees
- More leadership opportunities
- Leadership changes are not threatening

# Qualities of an Effective Committee

- A clear Terms of Reference
- A chair who involves all members
- Members who are committed and willing/able to spend the time to complete the work
- A sense of being a part of the board and not working in isolation
- An understanding of time constraints and deadlines
- Clear and transparent reporting practices
- An understanding of its decision-making powers
- An evaluation process to assess its work

# Activity: Terms of Reference

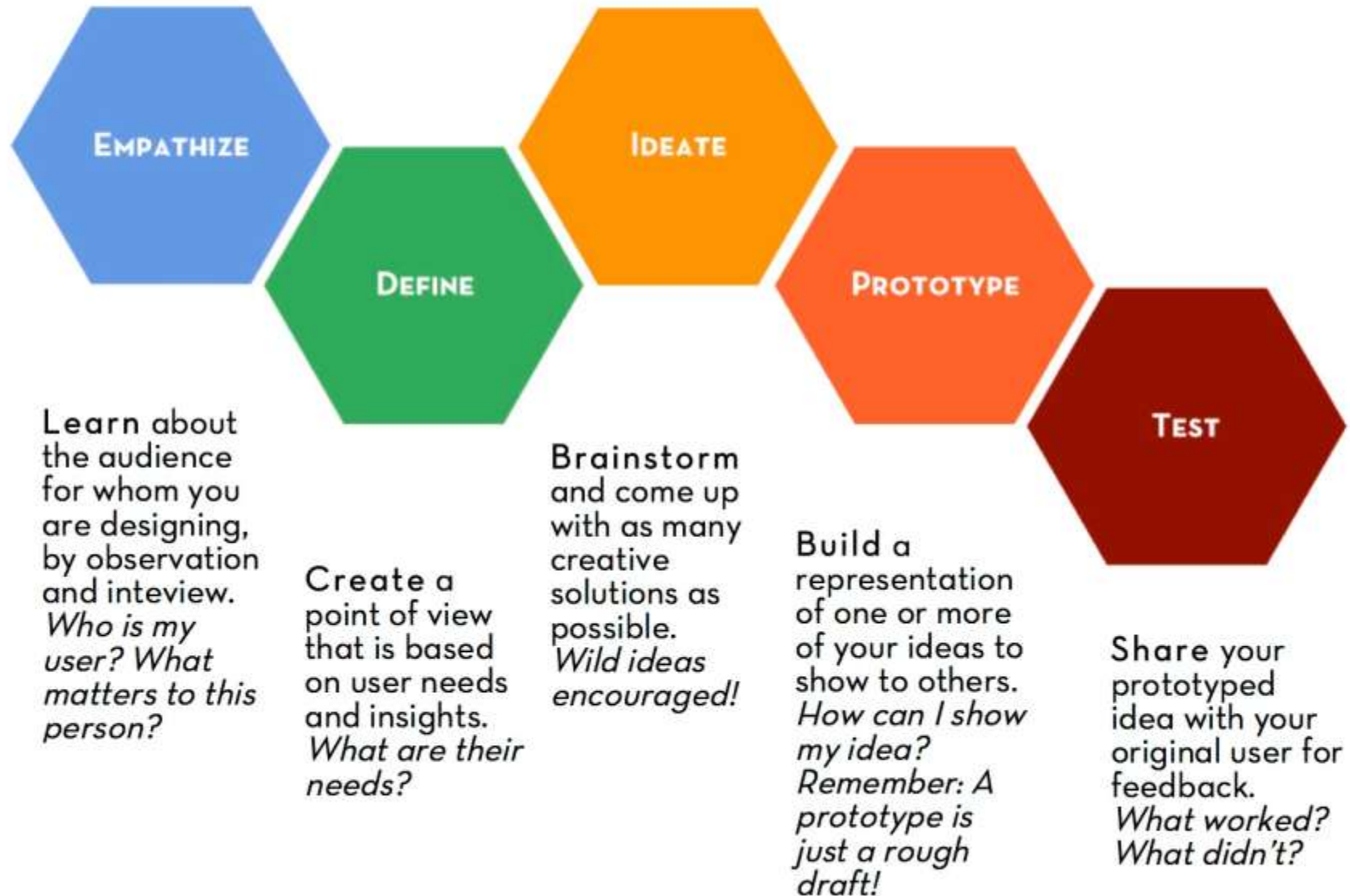
You are newly formed committee. You have been tasked with the recruitment and nomination of the slate of board members for your upcoming AGM. Another board member also thinks it would be a good idea if this committee also takes on the orientation of new board members.

- Work with the people at your table to develop a Terms of Reference for this committee

# Activity: Design your work

- *Are committees the best way to get the work of the board done?*
- *Can you think of any better ways to design how the work of a board gets done?*

# We are all DESIGNERS!





# Questions?

# Resources

- Board Development Programs info bulletin “Committees”:

<http://culture.alberta.ca/community/programs-and-services/board-development/resources/info-bulletins-english/pdfs/Committees09-print.pdf>

- BoardSource “Do we need committees?”:

[https://www.boardsource.org/eweb/DynamicPage.aspx?Action=Add&ObjectKeyFrom=1A83491A-9853-4C87-86A4-F7D95601C2E2&WebCode=ProdDetailAdd&DoNotSave=yes&ParentObject=CentralizedOrderEntry&ParentDataObject=Invoice%20Detail&ivd\\_formkey=69202792-63d7-4ba2-bf4e-a0da41270555&ivd\\_cst\\_key=00000000-0000-0000-0000-000000000000&ivd\\_prc\\_prd\\_key=790001F8-9064-4A68-B54A-44619F8C38E2](https://www.boardsource.org/eweb/DynamicPage.aspx?Action=Add&ObjectKeyFrom=1A83491A-9853-4C87-86A4-F7D95601C2E2&WebCode=ProdDetailAdd&DoNotSave=yes&ParentObject=CentralizedOrderEntry&ParentDataObject=Invoice%20Detail&ivd_formkey=69202792-63d7-4ba2-bf4e-a0da41270555&ivd_cst_key=00000000-0000-0000-0000-000000000000&ivd_prc_prd_key=790001F8-9064-4A68-B54A-44619F8C38E2)

# Resources (continued)

- BoardSource “Executive Committees: To be or not to be?”:  
<http://exceptionalboards.com/2015/04/22/executive-committees-to-be-or-not-to-be/>
- Carter McNamara “Typical types of board committees”:  
<http://managementhelp.org/boards/committees.htm>
- Cause&Effect Resources for Committees:
  - Committee Report to the Board form:  
<http://www.ceffect.com/wp-content/uploads/2014/03/report1.pdf>
  - Sample Board and Committee Objectives:  
<http://www.ceffect.com/wp-content/uploads/2014/03/report1.pdf>

# Resources (continued)

- Mentoring Canada training module on committees:

[http://www.mentoringcanada.ca/training/Boards/modules/4\\_committees.html](http://www.mentoringcanada.ca/training/Boards/modules/4_committees.html)

# Thank you!

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