

Welcome to the Board of Directors

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Bethany Brown (BeBe) was elated when she learned that by popular vote of other members of her professional health care society, that she was elected to its board of directors at the national level. It had been a long road to navigate. Since she began her membership in the society nearly twenty years ago, she held several positions on the executive committee of the association at the state level and volunteered extensively with the national association.

Over the years, she never refused to be there and lend a helping hand, even if the committee assignment was more “work horse than show horse.” She had contributed her energies and talents to the association because she agreed with its mission and value statements and felt that it had done a respectable job in meeting, what she later termed, “...the needs, wants, desires, expectations, and demands of its nearly 50,000 state, national and international members.” She recalled with clarity how her major professor insisted that all graduate students join their respective professional associations as member, because it was an excellent way to have continual lifelong learning and professional development. And, if they met the academic qualifications for membership, they should respond positively to the invitation to join their discipline’s national honorary society. Minimally, he suggested, such memberships look great on the “office bragging wall.”

Bethany started her term on the national board of directors with zeal and optimism. She looked forward to the challenge and felt well prepared for the responsibility she knew she would have. She had many years of experience in her health-related profession, having worked as a practitioner/provider and also in various management roles. She also had a lengthy history of volunteer service with the state and national association. Her active involvement at both the state and national levels had eventually culminated in her election to the board of directors of the national association, and Bethany was justly proud of her accomplishment. The various capacities in which she had worked and volunteered had prepared her well, she hoped, to be an effective board member and leader at the national level.

Bethany was not naïve about the presence of some tension and divisiveness within the national association, as there had been a history over the years of many troublesome turf battles between management and volunteer governance members. These skirmishes seemed to focus on issues of power and control between members of the board of directors and either the past or current executive director and national office staff. There had also been a protracted history of governance changes within the association. For a number of years, major policy decisions had to be passed by a legislative body composed of representatives from every state in the nation, leading to policy gridlock. Important motions and policy decisions died amid debate and disagreement in the legislative body, and confidence diminished in the ability of the national board to act resolutely on anything, especially if it was an important national problem.

Several years ago, a governance restructure movement had succeeded, perhaps against all odds, and the legislative body had voted to eliminate itself. Many in the association thought this was a move in the right direction, for they too had learned through the rumor mill and grapevine how the “fun” had been taken out of a “dysfunctional association.” Now, the association was governed by a single, 20-member board of directors, with members elected by vote of all association members from a national slate of candidates. As a student of organizational theory, Bethany knew the pros and cons associated with the size of the board. A larger board would give voice to a wider range of constituent interests but could also lead to “grandstanding” by some and could also literally lead to a “run-away” board of directors.

After the governance restructuring had been implemented, many volunteer association leaders, including Bethany, assumed that the turf battles and tension between the elected volunteer leadership and the association management staff would end, and that elected board members and staff would be able to work together in what they called “cooperative harmony.” Unfortunately, Bethany had discovered during her first year on the board of directors that a large amount of tension and distrust continued to exist. To Bethany, a newly elected board member, it appeared that fault could be placed on both sides of the equation. She personally observed an insatiable set of power-plays that occurred during meetings of the board—power plays that were identifiable even to the most novice and inexperienced board member. As she told another board member in confidence while at a luncheon meeting, the power be exuded from the executive director and “mahogany row” was palpable!

To better understand the working relations that evolved between the board of directors and the executive suite, a historical note is in order. As is common for most boards of directors associated with academic disciplines, whether in health science areas, business, public administration, or the arts and natural sciences, elected board members are often professionals who have extensive managerial and/or academic teaching and research backgrounds. They are accomplished and often came from work settings in which they have wielded considerable influence, if not power. If they came to the board with extensive management experience, they were accustomed to being in charge of staff, managing day-to-day operations, dealing with budgets and financial accountings, and leading work units. If they came from academic teaching and research positions, they were accustomed to being immersed in the study of particular clinical or subject areas pertinent to the profession, which earned them great respect and enhanced the reputation of their department and parent university, but they often had little formal knowledge of association management and of the salient, but pedestrian, issues which the board of directors regularly found on the agenda.

After a year of being on the board of directors, it seemed to Bethany that those from either background faced significant challenges if they were to become effective board members. Those from managerial backgrounds often tended to delve deeply into how policies and objectives would be implemented within the association’s office, or they drilled down into budget questions related to how much money should be allotted to a particular activity. On the other hand, those from academic backgrounds tended, in Bethany’s view, to debate various aspects of issues and policy decisions endlessly without being able to reach conclusions about how to move forward on a given issue or policy decision. They were familiar with reaching decisions by consensus—after lengthy, tedious debates.

On the other hand, Bethany could see that the paid management staff of the association also, and quite often, raised the tensions between board and staff. The association was large enough that it employed a staff of more than 175 people, led by Henry Gray, executive director, for the past five years. Over the years Gray rose through the ranks and was a veteran of previous governance structures and turf battles between staff and association leaders. Some members felt that he personally benefited from the “bar stool syndrome” and that it served his rise to a position of national prominence. He had great name recognition, was a person of some presence when he addressed the board, and could “wine and dine,” “lift a few,” and tell stories with the best of them. He was no stranger to conflict, but he was a weak leader in the area of conflict resolution and compromise.

Bethany’s impression was that Henry Gray, although personable and competent in many areas of management, was highly selective of the information he chose to share with members of the board. Thus, not all relevant or pertinent information was available to the board regarding progress being made on some of the strategic objectives of the association. Board members, particularly when new to the board of directors, did not always feel comfortable asking for information because, through word and deed, he seemed to convey the message that questions, and concerns were unwelcome.

As Bethany often stated under her breath, “Yours is not to question why; yours is but to do or die.”

She knew her expected place, and as a seasoned professional, was not ready to accept her newly assigned status and role—at least as envisioned by Gray.

Although Bethany could understand why the executive director tended to erect a wall between the board of directors and the paid staff, it also seemed that Gray’s lack of openness and candor exacerbated the tensions that bubbled-up and served as a barrier between board members and staff that impeded effective and constructive communication.

After one of the national meetings, she spoke briefly with her graduate studies advisor and major professor about her newly found board experience, and to her surprise he shared with her a similar set of recollections. Years ago, he too was nominated and then elected by the organization membership to a prestigious executive board and found several undesirable attributes to be present. He observed a “clique” mentality among those board members from prestigious colleges and universities. This group often succeeded in setting the guidelines and standards of the organization to mirror their own curricular direction—not the national direction. The executive directors, over time, did not come from the academic discipline represented by the association, but instead were drawn from the ranks of career public appointees in Washington, D.C. These people developed a network of friends, especially among nonprofit professional organizations, and prospered professionally because of the “entitlements of cronyism”.

The agenda for the association, year after year, was developed by the executive director with only limited and highly selective input from those board members who were most compliant with the executive’s lead. Important issues within the association related to ethics, discrimination, environmental and global trends, and civil and human rights, received scant consideration or attention

by the largely older, white, male, executive board. Finally, there was precious little input solicited from the rank and file practitioners and “street-level” bureaucrats.

Bethany’s professor went on to say that, in his opinion, the main problem rested in an elitism in the national office, coupled with an arrogance associated with a seemingly “untouchable and unaccountable” management cadre, who had never distinguished themselves as practitioners or academics, but who were able to survive on “K Street” as sycophant bureaucrats. He chuckled as he recalled that the executive board meetings were largely centered on accepting the financial and budgetary audit reports prepared by one or another of the “Big Six” accounting firms, approving the two year budget recommendations that would ensure the continuity of administrative services, and making sure the association was actuarially sound insofar as it covered executive salaries, pensions and retirements, health benefits and other perks, and gave little attention to how to expand the membership rostrum and provide meaningful technical, professional and curriculum advice to its present membership institutions and individual members.

Bethany left his office in a state of renewed perplexity: Did she have a similar set of experiences—a *déjà vu* moment—albeit in another professional association? She wondered if she would be able to carve out a legacy of service that truly would meet the needs of the nearly 50,000 academic and practitioner members in her specific health field niche, or would she end up disgruntled and alienated, like her mentor, after her service to the national board had been rendered?

In a moment of quietude, Bethany reminisced about her many years of volunteer service and how she became interested in subjects related to organizational theory and behavior. In fact, in order to prepare herself, she had delved into the existing literature on association governance, board of director’s issues, strategic planning, and collaborative leadership. She reflected on her studies of these topics and felt they had served her well in her various roles at the state level of the association. Now, she wondered, would her knowledge and leadership skills be needed to improve the working relationship between the national association staff and the board of directors as well? She recounted how she had often been a voice of moderation and reason on the state board of directors, and that she was increasingly being looked to as a source of knowledge concerning association governance. Bethany could see, without being too vain, that she had the knowledge to make a difference in how the board of directors conducted its business, and was beginning to think about how she could communicate it and start to make a difference.

Questions and Instructions

1. What is the appropriate role of the board of directors of a nonprofit organization? What is the appropriate role of the executive director? In this scenario, can you identify ways in which both board members and paid staff have acted in ways that are not beneficial to the organization? Please explain.
2. Do you know of any collaborative/cooperative or transformational leadership concepts and practices that members of this board of directors could embrace that would assist them in becoming more effective? Please elaborate. How could these leadership notions be best brought into and implemented at the national association level? Please explain.
3. Should the board address the way Henry Gray, the executive director, tended to withhold critical information from members of the board? What kind of processes need to be in place that will facilitate vertical communication and feedback between the board and the executive director in an open, transparent, and accountable manner? Do you have any suggestions?
4. In what way should the board of directors evaluate its own effectiveness and develop ways to improve its own performance? Do you have any ideas or suggestions? Please explain.
5. Would strategic planning help this organization move forward? What would be the appropriate role of the board of directors and paid staff in the process of strategic planning and implementation? Please explain.
6. What could be done to implement a decision-making model within the board of directors that would lead to proactive, timely decision making? What decision making process could be used that would short-circuit the board's tendency to engage in endless dialogue and discussion, and help them reach decisions? Which of these two decision-making strategies, majority vote or consensus, would you propose to resolve the indeterminate discussion and failure to act decisively?