EFFECTIVE BOARD MEETINGS - DEALING WITH DIFFICULT BOARD MEMBERS OR PRESIDENTS

2015 NABE SMALL BAR CONFERENCE
Of course...
This is a safe place
WHY AM I HERE?

Two words: Cheese curds

This is my Summerfest

I’ve sat next to some of the leading governance experts in the bar world
ON TAP FOR TODAY

Board Bugaboos

Less than ideal Bar Presidents

What can we do about it?
TOP 10 THINGS THAT CAN DERAIL BOARDS
#10 – DON’T PREPARE FOR MEETING

I don't have to do anything!!

STUFF I have to do

Pretend-it-doesn't-exist forcefield
#9 – WON’T FORGET WHERE THEY CAME FROM
#8 – DOESN’T UNDERSTAND THE ROLE OF STAFF
#7 – MATH IS HARD – DOESN’T TAKE FIDUCIARY ROLE SERIOUSLY
#6 – WORST. FOCUS. GROUP. EVER.
#5 – DISREGARD CONFIDENTIALITY
#4 – PEOPLE DON’T SHOW UP
#3 – WORRIES ABOUT THE COLOR OF THE NAPKINS
#2 – THINKS ALL BOARDS ARE THE SAME
#1 – BEST CONVERSATIONS TAKE PLACE IN THE PARKING LOT
WHAT CAN WE DO ABOUT IT?

“The Board is responsible for creating the future, not minding the shop.”

John Carver
Governance Guru
BOARD ORIENTATIONS

• A process that ensures the board coalesces as a group and shares an understanding of the bar and its responsibility to it
• Preferably before the start of the association year
• Separate from a regular board meeting
• Learn the culture of the board
• Talk about the we and the me
• Assign members them specific responsibilities
BETTER AGENDAS

Getting Them to Focus on the Right Things

- Reports/Updates
- Decision/Action Items
- Environmental Scanning & Strategic Discussions
- Fiduciary/Board Obligated Items
A GOOD AGENDA...

• Aim for 75% strategic dialogue
EMPHASIS RECRUITMENT

• Identify the strengths and perspectives the board needs in its Members

• Formally solicit any individuals who have already expressed interest in serving

• Actively seek out other individuals who exhibit the strengths you’ve Identified

• Discuss board responsibilities and obtain candidates’ commitment
BE EXPLICIT ABOUT RISK

Duty of Obedience
- The obligation to follow the governing documents of the organization—bylaws and articles of incorporations
- The obligation to ensure that funds are expended in compliance with the mission of the organization

Key Policies
- Conflict of interest
- Document retention/destruction
- Whistleblower
  - Executive compensation
  - Gift acceptance
  - Form 990 review

Talk about Internal Controls
FINANCIAL REPORTING

Duties of Staff

• A statement of financial position, showing assets, liabilities and net assets
• A statement of activities that details year-to-date revenue and expenses
• A comparison of actuals and budget statements, with variances explained
• A statement of cash flow (cash received and paid out)
• Prior year actuals for comparison
• Financial reports broken out by program
• A statement of cash or investment position

Duties of Board Members
FINANCIAL REPORTING

Duties of Board Members

• Is there a satisfactory explanation for variances between the budget and actuals?

• Do the actuals suggest any trends or problems that should be addressed?
STRATEGIC PLAN – CREATE IT, USE IT OR LOSE IT

Basics of a Strategic Plan

• A vision - What you want the bar to look like
• Goals - How you plan to reach that vision
• Definitions of success - How you’ll know when you’re successful

Pathway to Success

• Integrate the plan and its language into the regular work of the organization
• Give the plan an owner, a volunteer who will oversee the Process
• Establish measures of progress and success and periodically check against them
BE OKAY WITH HEALTHY DISSENT

**Culture of Inquiry**

“Boards that foster a culture of inquiry are not afraid to question complex, controversial, or ambiguous matters or look at issues from all sides. Inviting smart people to do this not only can make a difference to the quality of the outcome but also can make board service more interesting and gratifying…(B)oards make better decisions because members are better informed as a result of robust discussions in which multiple ideas are vetted.”

-- Axelrod (2006, p. 9)
BAR PRESIDENTS – LET’S KEEP IT REAL
TRAITS OF BAD PRESIDENTS

Failure to consult with the board
Bully
Took themselves too seriously
Shot from the hip
Afraid or Refused to Make Decisions
Took actions that benefited their firms, their clients, or their vendors vs. the bar association.
Wants to leave a legacy
Thought they knew it all
“wore his gavel.”
Would text and email during discussions with staff and fellow leaders
Lack of confidentiality
incapable of sharing any credit
Everything is an emergency
Want to reinvent the wheel
A GOOD BAR PRESIDENT

Know there is no “I” in Team
Thinks strategic
Is a cheerleader
Shows up
Is Available
Shows appreciation
Meets Regularly with the Executive Director
Doesn’t have to be Captain Extrovert
Wants to leave the bar association in a better place than when she started
Understands that your never not the bar president
“No Yelling Ever”
STAYING OUT OF TROUBLE CHECKLIST
(A/K/A “YOU MIGHT BE A BAD BAR PRESIDENT IF…”)

• Lack of responsiveness when a decision needs to be made

• Involvement in and/or micromanagement of staff functions

• Failure to consult other leaders (executive committee, board and/or executive director) prior to making a decision

• Forcing a personal agenda that is not a priority for the rest of the organization

• Making commitments that are not the president’s to make
HOW DO YOU SOLVE A PROBLEM?
YOU CAN’T CHANGE A PERSONALITY...

But you can manage expectations
WORKSHEETS FTW!
FOR THE LOW, LOW PRICE OF $12.95

You receive a Presidential Planning Workbook

- Critical Information & Relationships Checklist
- Your Calendar – Presidential Responsibilities, Schedules & Deadlines
- Your Bar’s Division of Responsibility & Authority – How well do you know it?
- Bar President Personal Leadership Style & Competencies Worksheet
- Communications Worksheet (already included in your Small Bar Handouts)
HELP IS OUT THERE

NABE
• Listservs
• CSE Retreat

ABA Division for Bar Services
• ABA Bar Leadership Institute
• Consulting Services
• Information Clearinghouse
WHERE TO FIND ME & DBS

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