Ensuring Effective Governance for Non-Profit Board of Directors

What is transition planning and why is it important?

The Office for People With Disabilities (OPWDD) is committed, in partnership with over 600 voluntary provider agencies, to ensuring the delivery of quality services for individuals throughout New York State. One key element to achieving this goal is that agencies have the appropriate governance structure and oversight from an effective Board of Directors.

OPWDD has found that agencies facing challenges often lack accountability and active Board involvement. The purpose of this toolkit resource is to:

- Provide agencies, Board members and stakeholders an overview of Board of Director responsibilities;
- Provide a checklist for agencies and their stakeholders to assess the effectiveness of Board of Director activities; and
- Provide resources for agencies to enhance their Board structure.

Overview of Board of Director Responsibilities

Board members play an integral role in overseeing the operations of an agency, which is also defined by statutory and regulatory requirements. As directors, board members have a legal and moral obligation to keep themselves fully informed about the organization, its finances, and its total operations. By accepting a position on a Board of

Directors, each member should demonstrate a clear understanding of these responsibilities and be able to put forth the expertise and time commitment to support the agency and individuals served.

At the core of Board activities, is the capacity to:

- Develop an organizational plan consistent with the provider agency's mission, philosophy and by-laws;
- Conduct meetings at periodic/regular intervals with the recording of all meeting activities through minutes, which can be made readily available;
- Obtain all records/information needed to make informed decisions/deliberations about the agency and its operations;
- Train and provide orientation to existing and new members on their responsibilities; and
- Participate in the development of a strategic plan to support long-term viability of the agency.

Enhancing Board Capacity

Directors are entrusted with the overall management and oversight of a corporation and must maintain certain standards of conduct in the exercise of these functions.

There are many ways in which provider organizations can seek to enhance the capacity of their Board of Directors.

- Reconsider Board member selection, composition and expertise
- Utilize associations, web-resources, training consortiums, to identify ways to support Board and agency activities
- Consult regulations to identify current and legal and statutory responsibilities
- Facilitate and promote open communication, ethical conduct and best practice in Board operations

Resources

New York State Office of the Attorney General Charities Bureau http://www.charitiesnys.com/nonprofit_rev_act.jsp

For More Information: quality@opwdd.ny.gov

NEW YORK STATE OF OPPORTUNITY. Office for People With Developmental Disabilities