

Guardians of Mission: The President and the Board



Mary J. Foley
Managing Director
Richard J. Burke
Founder
Jacqueline Abrahams
Robert A. Bailey
Edward J. Barrett
Norah Boucher
Joseph W. Bracco
Susan A. Castagna
Phyllis Cavallone
Frank J. Cawley
Sr. Carol Cimino, SSJ, Ed.D.
Austin L. Conley, III, Ed.D.
Julie C. Delaney, Ph.D.
Michael M. Denison
Greg Dhuyvetter
Lois K. Draina, Ph.D.
Donald L. Edwards, Ed.D.
Rachel L. Ellingson
Henry Fiore, Jr.
Susana A. Garcia
Terry Granger
Stephen J. Hammond
Susan R. Hoffman
Joseph D. Hollowell
David J. Holquin
Jennifer C. Kensel
Kelly M. Lazzara
Deborah L. Papa
G. Joseph Peters
Thomas H. Posnanski
Mary Beth Riley
Mary Lou Schoone
Barbara F. Simmons
Robin Slinkard
Tina Walker
Alan V. Weyland
Nicholas M. Wolsonovich, Ph.D.
Frederick Zilian, Ph.D.

Being entrusted with the leadership of an institution is an awesome and humbling responsibility. Successful leadership requires passion and vision, clearly defined expectations, trust, transparency and mutual accountability. When Presidents and Board members prioritize the vitality and viability of mission and their guardianship of it, the school, its mission and people can thrive.

Hiring a President

It is presumed that when the Board of Directors/ Trustees extends an offer to a prospective President of an organization, its sole employee, the Board has done its due diligence in vetting the candidate for mission fit, skill set and aptitude for success. From the thorough application process to interviews with key stakeholders to screening and vetting of the candidate via references, background check, etc., when an offer is made, a contract is returned and a communications strategy executed, the Board has publicly claimed its candidate to lead the school and its mission.

In doing so, the Board members have granted tremendous responsibility to the individual, recognizing that their role is then to support the President, ensure the strategic direction of the organization and secure the funds to finance the strategic plan.

What Should the Board Expect from the President?

When a President takes office, he/she should get up to speed as quickly as possible by reviewing key documents and meeting key stakeholders that were not included in the interview process. Creating a formal 100-day entry plan and sharing it with the Board and school staff may assuage any concerns about the leadership transition by providing a roadmap of the President's initial priorities. In an educational environment, specific goals can be formulated for the key stakeholder groups of the Board, administrative leadership, educators, students, alumni, parents of alumni, and community members like police and fire chiefs, political leaders and leadership of neighboring organizations.

The President should conduct meetings with all stakeholder groups so they get to know him/her and feel comfortable with the new leadership. The President should also

- *prioritize understanding the major issues facing the organization;*
- *assess how key issues were previously addressed to understand the dynamics of decision making in the organization;*
- *learn the formal and informal operating procedures and policies within the school;*
- *establish communication channels with various stakeholders;*
- *review documents that provide insight on how the school is governed and operates; and*
- *identify and prioritize tasks to be accomplished, and build an action plan to accomplish them.*

The Board should expect from the President forthright, transparent communication, which includes a copy of the entry plan, a cursory “audit” of what was discovered, key themes of conversations with stakeholders, the President’s goals which support the strategic plan set by the Board, and any additional goals generated from stakeholder meetings.

Just as the President is transparent with the Board, so too the President should be transparent with those delivering the mission (i.e., educators). Undoubtedly, a change in leadership can be a cause for concern because a new leader brings new ideas. Open communication with those one is leading helps to build trust, and following through on established goals further garners trust.

What Should the President Expect from the Board?

The Board’s overarching roles are a duty of care, loyalty and obedience. They are to

- *provide oversight that decisions made are in the best interest of the school, and not in the best interest of an individual Board member or other entity;*

- *ensure the prudent use of assets, including the facility and its people; and*
- *certify that the organization obeys applicable laws and regulations, follows its bylaws and adheres to its stated purpose and mission.*

Its power is as a collective of carefully selected individuals named to the Board, and this authority does not rest in any one individual. Ideally, Board and Committee members represent a diverse array of individuals, experiences and voices. Outside voices are welcome and valued; insularity and groupthink are not.

Board members contribute to the organization’s culture, strategic focus, effectiveness and financial sustainability, and also serve as ambassadors and advocates. Their privileged responsibility is not limited to only Committee and Board meetings. As ambassadors and advocates they share the good news of the organization and invite others to engage with the mission. In addition to prioritizing their philanthropic support to the school by making annual and capital gifts and supporting events, they also actively fundraise for the organization by inviting others’ support. A key duty is to open doors to future possibilities.

President and Board Chair – Partners in Leadership

The Chair of the Board plays a unique role as the main liaison from the Board to the President. The Chair

- *oversees the quality of the Board’s governance processes, including respecting the role of management;*
- *provides support and supervision to the chief executive officer;*
- *ensures the Executive Committee—comprised of the Chairs of the subcommittees of the Board—functions properly, with the President, Board Chair and Executive Committee setting the Board agenda.*



So what are key documents to review to assess the state of the school?

- ▶ The strategic plan
- ▶ Admissions materials
- ▶ Budget documents
- ▶ The Board policy manual
- ▶ Curriculum guides
- ▶ The faculty roster
- ▶ Employee and student handbooks
- ▶ Report cards and other school forms
- ▶ Board agendas and minutes
- ▶ Local press/school rankings
- ▶ Student publications
- ▶ Benchmarking
- ▶ Contracts
- ▶ Tuition assistance award process and policies
- ▶ Gift acceptance
- ▶ Policies and procedures
- ▶ Stewardship guidelines
- ▶ Capital needs
- ▶ Annual review form
- ▶ Audits
- ▶ Brand standards
- ▶ Communications
- ▶ Policies and procedures
- ▶ Safety guidelines
- ▶ Crisis communications policies
- ▶ The crisis management plan

CSM SERVICES	Strategy		Planning		Leadership	
	School Assessments	Advancement	Enrollment	Communication	Governance	Workshops and Webinars
	Program Audits	Alumni	Technology	Social Media Plans	Administrative Structure	Retreat Facilitation
Enrollment	Capital Campaigns	Annual Fund	Strategic Planning	Search	Keynote Presentations	
Marketing	Feasibility Studies	Development	Financial	Board Training/Development	Individual Seminars and Series	
Mission Clarification		Marketing		Professional Mentoring		



“All of you are in leadership and have people entrusted to your care.”
*–James C. Hunter, *The Servant – A Simple Story About the True Essence of Leadership**

When necessary, the Board Chair represents the organization as its figurehead, oftentimes in concert with the President.

The Board Chair and President ideally share mutual respect, trust and open communication, with the Board Chair serving as a trusted advisor of the President. As the sole employee of the Board, the President needs the Chair to listen and provide counsel as the President cannot and should not divulge these conversations with direct reports. Ideally, standing meetings are held, with the agenda set by the President. Here the Board Chair can raise any strategic questions, and the President can weigh in on strategy, direction or whatever needs to be discussed in order to advance the mission.

How Do the Board and President Grow Together?

The school's top leadership group and chief administrator should always be seeking to enhance their capacity to serve the school.

Membership

The continued growth of the Board should be top of mind for the Chair and President, ensuring an adequate pipeline of Committee members who can become Board members. Though some organizations may automatically name someone to the Board based upon a need, Committee involvement helps the school and Committee to see the volunteer's commitment and Board fit. The Governance and Nominating Committee, which votes on prospective candidates vetted by the President, must make certain that the Board reflects the school's core values.

Greater diversity can aid decision making, heighten awareness, help the organization connect to the larger community and broaden the supporter base. Members should be varied in respect to gender, ethnicity, culture, economic status, disabilities and skills.

With a healthy pipeline of potential Board candidates, enforcing term limits of members guarantees continuity of mission with openness of thought and experience and fresh perspective within the school's chief decision-making body.

Clearly Defined Expectations

The President must have a clearly defined job description and set of goals, and both should be updated annually. So too should Board members have well-articulated roles and responsibilities, springing from the Board's bylaws and Committee charge. An ideal way to reinforce expectations after enlisting a new President is to have an orientation with the Board Chair, President, Chair of the Governance and Nominating Committee, key leadership of the school and new members. If such an orientation has not been in practice, all Board members should participate.

Similar to the President, Board members should be properly vetted for mission fit and necessary skill set for active Committee work. They must be briefed on expectations for investment and engagement. It should be fully understood that their role is strategic, not operational. Prior to attending their first meeting, Board and Committee members should sign both a Conflict of Interest and Confidentiality statement in accordance with Policy. As volunteers, they receive no remuneration for service. The Board should not be comprised of employees or relatives of employees, and no Board member should be doing work for the school.

Better Together

Boards and Presidents operate best when there is a full understanding of joint and individual focus. For example...

Both

The health and safety of the school and the people who serve it are of significant concern to its CEO and the Board, as safety—or lack thereof—is a vulnerability and liability. As such, the Board should expect best practices and next practices in human resources, organizational safety, infrastructure safety (i.e., technology), and document retention and destruction.

The Board

The Board approves the annual budget, external financial audit, receives a copy of the IRS Form 990 prior to filing and meets in executive session with the auditors.

The President

The President as CEO confirms adherence to all safety standards for hiring and employment including but not limited to fingerprinting, background checks and updated VIRTUS training.

The Board

The Board should enact a whistleblower policy that includes a way for employees to report issues directly to the Board.

Both

A written succession plan or policy to guide the Board when the President/CEO transition occurs should be in place, as well as a written emergency backup plan for handling unexpected executive departures. (See the [September 2022 issue of CSML](#), “Art, Science, and a Leap of Faith: Succession Planning in Catholic Education” for more info on succession planning.)

Board Meetings – Dynamic, Not Deadly

It is incumbent upon the President and Board Chair to maximize the efficacy of Board meetings. Agenda and materials sent in advance, along with key issues to be discussed or voted upon, will enable the Board to have generative conversation, feel that their membership is valued and keep the mission top of mind when making the decision. Accordingly, Board members must come to meetings having reviewed in advance all items in addition to the Committee work undertaken since the prior Board meeting.

The Board Chair’s responsibility is running the meeting, keeping the Board strategic, inviting conversation on pre-read materials and encouraging the participation of many voices. The Board Chair ideally controls the meeting with the Committee Chairs and respective staff members presenting report updates or new developments before questions are asked. The Chair should invite healthy exchange of thought, and the President and reporting staff should welcome penetrating questions in accounting to the Board. Board members can disagree in the boardroom but should be unified as one outside of the boardroom. And though Conflict of Interest and Confidentiality statements were signed, it should be underscored that what happens within the boardroom stays there among those people present; no conversations with spouses, friends, staff or community members!

The meeting ideally concludes with a closed-door session with the President only, and then an executive session with the Board only. In the spirit of transparency, the Board Chair should inform the President of any executive session concerns following the meeting.

Responsibility	Board	President	Both
School safety, best practices, next practices in HR, organizational safety, infrastructure safety (IT), document retention and destruction, etc.			X
Approve annual budget, external financial audit, approve IRS Form 990 prior to filing, meet in Exec Session with auditors	X		
Confirms adherence to all safety standards for hiring and employment (i.e. fingerprinting, background checks, VIRTUS, etc.)		X	
Creates Whistleblower Policy	X		
Succession and Emergency Back Up Plan creation			X

Healthy Checks and Balances: Accounting to Board, Mission and One Another

The President

The President should be evaluated annually. This may take the form of a 360-degree review with direct reports being consulted, and should also be a part of a written evaluation by Board members or verbal conversation during a Board executive session. Topics could include chief responsibilities such as staff relations; administration; planning; leadership; fiscal management; external public relations; effectiveness in working with the Board to achieve the annual plan; and success helping the Board achieve its own accountability and level of responsibility.

Like all reviews, feedback is ideally constructive and proactive. If an egregious issue with the President is identified, the Board should move swiftly in a crisis. The Board's responsibility is to the organization, its mission and people.

The Board

As the President is evaluated for job performance, the Board and Committees should also be evaluated. An annual evaluation will help ensure that Committees

and the Board are meeting expectations stipulated in the Committee charge, in the Board bylaws and in the strategic plan. If a Committee or Board member is not actively participating, the Board Chair and/or the Governance and Nominating Committee should reach out to the Committee member to assess interest in continued membership and ability to meet expectations. Not addressing lack of engagement will only perpetuate it and diminish the involvement of other members. Serving in leadership is a privilege; with privilege comes responsibility.

The Blessing of Leadership

Leading an organization is a privilege. Exercising the power of the role of President or Board member necessitates that clear expectations, adherence to best practices and laws, attention to vulnerabilities, and mutual accountability will help to ensure that the organization and its mission thrives. When agency is given to both Presidents and vetted, oriented Board members to fulfill their respective roles, they are able to be guardians of mission in a mutually uplifting, inspiring, enriching and successful endeavor.

About the author ...



Anne Marie Tirpak, M.Ed., CFRE

Going door to door as an elementary school student selling raffle tickets, candy bars, and even Christmas wrapping paper for her parish and schools showed Anne Marie the necessity of funds to fund mission. Not afraid to ask for something she believed in, Anne Marie's early foray into fundraising later led to market research and development in college, and then the Jesuit Volunteer Corps: Northwest where she was "ruined for life." She has served nearly 30 years in various non-profits, mainly Catholic and educational. She is currently the first lay person and first woman serving as president of De La Salle Institute, a Catholic, Lasallian co-educational secondary school in Chicago. She's no longer selling candy or wrapping paper, and is instead focused on transformational leadership giving and strategic, inspired leadership.

**"If your actions inspire others to dream more,
learn more, do more and become more, you are a leader."**

—John Quincy Adams



A division of Christian Brothers Services

For more information about Catholic School Management, call 203.421.5169 or visit us at cbservices.org/csm.html.

Sign up to receive the CSML at cbservices.org/csml-sign-up.html or send an email to csml@cbservices.org.

© Copyright 2023 Catholic School Management, a division of Christian Brothers Services. CSM and *Catholic School Management Letter* are registered trademarks of Catholic School Management.

