

Best Practices Summary: Board Committees

- Board Committees are found most often in large districts as a way of managing some of the Board work.
- Typically, 2-3 Standing Committees are formed and include Budget and Finance, Facilities, and Teaching and Learning. Governance has become an added Committee or Ad Hoc group.
- The most common reason for a Committee to exist is to review pertinent items scheduled for the Board agenda.
- They are most effective when the scope of work and/or task is clearly defined by the Board.
- The Superintendent takes an active role, in partnership with the Board President, in the recommended formation of a Committee and/or other Ad Hoc or Task Force group.
- Senior staff are most often appointed by the Superintendent to help lead the Committee with a particular task at hand.
- The Superintendent assesses how much time senior staff will need to be involved, and whether or not their workload allows for the Committee time commitment.
- Anything significant or relevant to an issue that emerges from a Committee meeting is shared by the Superintendent with the full Board in the Friday newsletter.
- Committees do not need to meet every month, depending on the task.
- Each year, a Committee is reconstituted with a new Chairperson, etc.

Other Observations

- Please note that some Boards prefer to have Ad Hoc Groups address a particular need or task, in addition to their couple of Standing Committees and/or have no Standing Committees by choice.
- One district Superintendent of a large district shared that they are undergoing a complete review and redesign of their Committee structure. The major purpose shared is for a Committee to review items scheduled to appear on a Board agenda. Additionally, only one Board Member will serve on each Committee.
- It is recommended that a review of OUSD Board Bylaws 9130 and 9131 be undertaken and revised if necessary as part of the Committee assessment process.

Board Committee Best Practices (from Boardable Diligent)

- Boards usually have a few standing committees and form ad hoc committees as needed. Ad hoc committees meet for a shorter period and they're charged with working on specific issues.
- Committees need to have clear expectations and should be held accountable for regular updates and results.
- Committees may make oral or written reports, which should become part of the meeting minutes.
- Boards have various schools of thought regarding which board directors to choose for their committees. Best practices suggest that board directors shouldn't serve on more than two committees in the interest of being committed and effective.

- To save valuable board time, board committees that haven't taken any actions and don't have crucial information to report may opt to file a short, written report of the committee's work and have it included in the board meeting materials. As a word of caution, board directors shouldn't be taking meeting time to review written committee reports.

[BoardSource: Do We Really Need Board Committees?](#)

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Structuring Board Committees

Over the past 30 years, board committees and their structures have been streamlined. Many boards are looking for more flexible ways of managing their workload while adjusting to the board's evolving needs.

According to *Leading with Intent*, the average number of standing board committees is 4.1, with most boards having four or fewer committees. In 1994, boards had an average of 6.6 committees. Here are some alternatives for delegating – or not delegating – various tasks to specific committees.

Role of Board Committees

Committees can be a practical way to handle a task on the board's agenda or provide counseling and advice. Their role is to help structure and manage the board's work. Committees are most effective when the board clearly defines their work. It is unusual for a board to give decision-making authority to a committee; its recommendations will still need to be approved by the board.

Qualities of an Effective Nonprofit Committee

A streamlined committee structure makes board work easier. Involving board members in committee activities is an excellent way of taking advantage of everyone's special skills and expertise. An effective committee has

- a clear job description and defined goals
- a chair who can involve all members in the committee's work
- **members who are committed and willing** to spend the needed time to accomplish their tasks
- a sense of being part of the full board and not working in isolation
- an understanding of time constraints and deadlines
- an understanding that committees do not make decisions; rather, committees advise, recommend, or carry out a task
- an evaluation process to assess its accomplishments

Task Forces or Ad Hoc Committees

Task force or an ad hoc committee are an ideal solution when a new need is identified. Each task force is unique, so the answers to questions concerning meeting frequency, membership, and size will vary. Task forces allow the board to concentrate on only pressing issues. Examples of these work groups would be a bylaws task force tasked with reviewing the bylaws or a search committee tasked with leading the search for a new chief executive.

This allows committees to be used for ongoing work, such as finance, governance or development, as appropriate, and use task forces for time-limited work, such as those outlined previously.

Non-Board Members as Committee Members

Rarely do boards possess all the necessary skills and expertise to accomplish the organization's work. Organizations address this by **inviting non-board members** with specific experience, skills, contacts, or knowledge to serve on committees or task forces. Committee members have reduced responsibilities, liabilities, and pressures than full-fledged board members. This is an excellent way to bring new talents and perspectives to the board, as well as provide busy professionals with an opportunity to serve a mission they support. It is also an excellent way to cultivate prospective new board members and build the bench for future board roles. Other benefits include engaging

more people without the need to increase the board size and providing opportunities for former board members to remain active and engaged.

When to Consider Forgoing Committees Entirely

Small and particularly cohesive boards may need no committees at all. Board members manage the workload together as a committee of the whole or delegate tasks to individual board members. This requires effective leadership and commitment from every member.

To push efficiency even further, some boards start each year with a clean committee slate. Only the ones that are still needed are re-created. An evaluation process allows the board to reassess the composition of the committee and redirect the focus of the group if necessary. The benefits of this approach include the following:

- They avoid stagnation. The board is flexible and future-oriented.
- They dissolve unnecessary committees.
- Leadership opportunities are more frequent.
- Leadership changes are not threatening.

It is more likely that boards have fewer standing committees to address ongoing work and use task forces or ad hoc committees to complete time-limited work.

Are Committees Necessary for Your Nonprofit Board?

Committee structures are rarely set in stone. Each board should pay close attention to the needs of their board and the organization to ensure its work groups meet those needs. Frequently reevaluating your board's committee structure and keeping it flexible allows your board to address structural issues as they occur or even before they start.

Consider the following questions as you evaluate your board committee structure:

1. Do your board members feel their participation in committees provides them with a way to meaningfully contribute to the board's work and use their expertise that regular meetings do not?

2. Are committee assignments distributed evenly across the board so that every member has a chance to be involved in committee work?
3. Do your board committees foster, rather than hinder, board-staff interaction and cooperation and deepen the board's understanding of the issues that have an impact on the life of your organization?
4. Do all of your task forces have an objective? A lifespan?
5. Are any of your committees duplicating another committee's work or the staff's work?
6. Has a standing committee that had important work to do in the past completed its objective and taken on work that may have yet to be sanctioned by the board to occupy its time?
7. Does your board have so many committees that your board members are stretched thin and need to attend too many meetings?
8. Are there standing committees that could evolve into task forces to accomplish specific objectives within set time frames?
9. Are your board committees focused on policy and strategic work? Or are they involved in operations, which is usually the staff's responsibility?
10. If you have an executive committee, are all board members comfortable with its role? Does anyone feel the committee is acting in place of the full board?

Changing Traditional Board Committees to Be More Flexible

Traditionally, the **bylaws** define the standing committees and their roles. The easiest way to keep the committee structure simple and flexible is to limit the number of standing committees to the bare minimum and to supplement these with a few less permanent work groups. According to *Leading with Intent*, the most common standing board committees are **finance**; **executive**; **fundraising/development**; and **governance**/nominating.

To allow for flexibility, the bylaws could authorize the board to form committees as necessary and the policies could define the details. In addition, boards can form ad hoc

committees or task forces to carry out a specific task. Below are things to consider when structuring your board committees.

- Does each committee have significant ongoing and important work to do? If a committee does not have enough work, it should be disbanded.
- For short-term or special projects, rely on task forces but create them carefully. For task forces ensure they have:
 - a clear objective related to the organization's mission, strategy, and priorities
 - a reporting structure
 - no liability issues
- Weigh the pros and cons of keeping the committee structure out of the bylaws, except for the description of the executive committee and if it can vote instead of the full board, if you have one. If you eliminate committee structure as outlined, include a phrase in the bylaws that says the board may establish and disband committees as needed to support its work.
- Give each committee or task force an objective. Each committee's purpose should be explained in writing with a charter that defines its role, goals, and to whom it is accountable, usually the entire board. The full board should agree on the objective.
- Lay some ground rules and determine lines of communication on how committees will work with the board.

Committees and task forces can significantly improve the engagement of board members and the entire board's ability to accomplish its work.

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Resources: [Nonprofit Board Committees](#), [Nonprofit Board Answer Book](#)



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