



Who Does What? Board and Staff Relationships

The Board of a nonprofit organization is the highest authority in the organization. If the staff can't agree to implement Board policy, it is the staff that will have to resign.

The Board has to provide purpose, leadership and overall strategy, and it has the responsibility of assuring the public that the organization's finances are sound, its operations are legal, and its procedures work.

It is generally the staff that has a deep understanding of the day-to-day working of the organization. They are closest to the needs and opinions of the clients and supporters, they know what kinds of fundraising initiatives have worked before, they feel the heat when there are staffing pressures and they are on the front line when the photocopier is too old to carry on for another day.

Governance and Management

What the Board does is known as governance; what the staff does is management. The functions are separate and different, but they should operate as a partnership. If there is any confusion in an organization about roles and responsibilities, it can lead very quickly to conflict, inefficiency, low morale and irritation.

Clarifying the Roles

The following lists may be useful in helping Board Members clarify where their responsibilities begin and end.

Board Responsibilities:

- Setting long-term goals
- Having the final say when determining yearly objectives
- Ensuring the mission of the organization is adhered to
- Finalizing budgets and allocating funds
- Approving any changes or additions outside the budget
- Taking responsibility for the company's financial records
- Evaluating programs, services, and products
- Evaluating Board members and their performance
- Employing the organization's CEO, setting his/her compensation package and evaluating his/her performance
- Appointing new Board members and evaluating the Board's performance
- Taking ultimate responsibility for all legal matters
- Taking ultimate responsibility for compliance with regulatory requirements (e.g. annual general meeting, annual returns, audit)
- Appointing auditors and approving the audit of the financial records
- Managing committees
- Maintaining and building the organization's public profile

Staff Responsibilities:

- Providing information to the Board, including recommendations for action
- Supporting the Board's planning function
- Determining community needs
- Operating programs and reporting on their successes and shortcomings
- Evaluating performance
- Organizing the organization's events, fundraising activities, etc. once approved by the Board
- Managing volunteers and staff (other than the CEO)
- Implementing Board decisions
- Conducting day-to-day financial operations
- Monitoring and managing daily operations

Joint Responsibilities:

- Discussing ideas and forming long-term goals
- Planning organizational strategies
- Designing programs to achieve the group's mission
- Proposing fundraising ideas
- Ensuring risk management programs are implemented
- Ensuring that achievements are recognized and documented
- Promoting the organization