## Albertina Kerr Board & Foundation Retreat January 31 – February 1, 2020 AGENDA

	AGENDA	Facilitator		
10:00ar	Friday, January 31, 2020 n – 5:00pm / Dinner 6:00pm / Wine and Connection 7:30pm			
10:00am	<ul> <li>Gathering / Welcome</li> <li>Welcome /Introduction of Board Members and Facilitators         Linda Carpenter, Carpenter Smith Consulting         Kim Curry, Foundation Chair Elect     </li> </ul>	David / Miki / Jeff		
	<ul> <li>Remembering who we are / why we're here</li> <li>What about our mission speaks to you most deeply?</li> </ul>	Jeff / Linda		
10:30am	Board / Foundation meeting  • Consent Agenda *  ○ Meeting minutes, pp. 3-5  ○ CEO written report, pp. 6-13	David / Miki		
	<ul> <li>Fundraising update, pp. 14-18</li> <li>Financial Report (handouts at meeting)</li> <li>Workforce Housing Update and Approvals</li> <li>CPO "First Impressions" * pp. 19-22</li> </ul>	Janice Jeff Derrick		
11:45am	<ul><li>Change at Kerr 2016 - 2019</li><li>Video and timeline</li></ul>	Craig / Jeff		
12:00pm	Lunch Break			
12:30pm	<ul> <li>Strategic Plan: Halfway There</li> <li>What shaped the current strategic plan / history from Board members at that time</li> <li>Affirm: Strategic Foci  <ul> <li>Deliver the highest quality services</li> <li>Build a thriving, effective and sustainable work force</li> <li>Ensure financial stability</li> <li>Strengthen our brand recognition and educate our community</li> </ul> </li> <li>Revisions needed with 2019 eyes - Metrics: Adjust / Jettison / Affirm</li> <li>(Objectives / Initiatives) - Recommendations from Staff</li> <li>Current Status of Ongoing Initiatives (handout)</li> </ul> <li>Kerr 2019: Where we are now? * pp. 23-30</li>	Jeff / Linda Jeff / Craig		
2:00pm	<ul> <li>Exploring Our Future         Leading into the Future Locally, Regionally, Nationally         <ul> <li>Thought Leadership</li> <li>Kerr has long been respected for its responsive and high-quality services in our community.</li> <li>As we have moved toward WFH and Integrated Housing we are being recognized as thought leaders in creating services and an environment where those services can thrive in the current economy.</li> </ul> </li> </ul>	Kim		
* See attachn	nents			

	<ul> <li>Moving into the Future / Taking the Pulse of the Leaders</li> </ul>	Jeff
DDEAK	<ul> <li>From your unique perspective in the organization         <ul> <li>What do you see as the three to five most important core competencies of Kerr? These can be small specific competencies - we work with this population - or they can be higher order competencies - we are uniquely skilled at providing 24-hour care and could do so with a range of populations. Take a moment and write the three to five competencies that you believe make Kerr what it is today.</li> <li>What do you see as the opportunities that are open to Kerr in the upcoming 3 - 5 years?</li> <li>What do you see as the challenges or obstacles Kerr is facing in the next 3 - 5 years?</li> <li>And not that we can do all of these, but if you had a wand and could do <i>one thing</i> that you believe would be great for Kerr and for our community in the next 3 - 5 years, what would that be?</li> </ul> </li> <li>Debrief: What stood out as you listened to one another?</li> </ul>	Linda / Kim / Jeff
BREAK	<ul> <li>Kerr's leaders' &amp; managers' responses to these same questions (handout)</li> </ul>	Jeff / Linda
	Discussion: what you learned as you head into 2020	
4:30-5:00p	om Wrap up the day	Jeff
	6:00pm Dinner 7:30pm Wine and Connection	
	Saturday, February 1, 2020, 8am – 12 noon Board Leadership Development and Education: Strategic Plan for Board Effectiveness and Success	
7:	:00-8:00am Breakfast Buffet Served in Meeting Room	
8:00am	Vision for the Board: What kind of Board do we need to be to take Kerr into the future?  • Individual notes / Small group discussion / Large group posting	Linda / Kim
	How Engaged Do We Need to Be? * pp. 31-45	
9:00am	<ul> <li>What are the Obstacles &amp; Challenges to creating that Board?</li> <li>Individual notes / Small group discussion / Large group posting</li> </ul>	
9:45am	BREAK	
10:00am	<ul> <li>Initial Areas of Focus: What does the Board need to do in the upcoming year to move toward their Vision? (3 – 5 areas of focus for 2020)</li> <li>Individual notes /Small group discussion /Large group posting</li> </ul>	Linda with David / Miki / Jeff
11:15am	Discussion: Time in Upcoming Board Meetings to Continue this Work	
11:45am	One word $/$ quick summary of how you feel at the end of this process	
	Jeff closes the meeting	
* See attachr	ments	

## ALBERTINA KERR CENTERS

## Joint Governing Board & Foundation Trustees Meeting Minutes November 18, 2019

5 to 7 p.m.

Offices of Buchalter Ater Wynne, 1331 NW Lovejoy St, Portland, OR 97209

## **Governing Board Members Present**

Terri Barichello, David Boxberger, David Connell, Miki Herman, Susan Hobbel, David Lake, Jill Nickerson, Lisa Powell, Karen Rasmussen, Laura Shipley, John Thoma, Dennis Warneke, David Wilson

## **Governing Board Members Excused**

Paul Litwinczuk, Craig Payne, Melissa May

## A quorum was present.

## **Foundation Members Present**

Kim Curry, Miki Herman, Sarah Robinson, Heidi Steeves, Catherine Bekooy, Jeff Carr

## **Foundation Members Excused**

Rod Malone

## A quorum was present.

## **Staff Present**

Anne Adler, Christine Andersen, Chris Canter, Jeff Carr, Janice Jacobs, Craig Rusch, Matthew Warner, Derrick Perry

<u>Convene</u> (David Boxberger, Governing Board Chair; Miki Herman, Foundation Chair) David convened the meeting at 5:01 pm.

## **Consent Agenda: Foundation** (Miki Herman)

Miki reviewed the consent agenda and asked for any discussion or questions.

ACTION: Kim Curry moved that the consent agenda be approved. Jeff Carr seconded. The motion passed via unanimous vote.

## **Consent Agenda: Governing Board** (David Boxberger)

David asked for any discussion or questions regarding items on the consent agenda.

ACTION: Susan Hobbel moved that the consent agenda be approved. David Wilson seconded. The motion passed via unanimous vote.

## **Accept CEO Written Report**

ACTION: David Connell moved to accept the CEO written report approved. The motion passed via unanimous vote.

Board Meeting Minutes November 18, 2019 Page 1 of 3

## Review FY2018-2019 Financial Audit (Gary McGee)

Kerr audit report in draft format was provided to attendees. The audit report is broken down into four sections. The first section is the letter to Board of Directors; audit was a little more difficult based on Kerr turnover in key accounting positions; however, the Auditor is very comfortable with the issues and controls needing to continue to keep Kerr successful in reporting. The second section is the consolidated financial statements. Growth was near 3% over last year, despite a mid-year operations loss. The third section is a management letter of comments and recommendations about systems, procedures and internal controls. The last section is additional analysis, comparing FY17-18 vs. FY18-19 operating changes.

The group discussed some of the noted areas of improvement from the Auditor report.

Jeff Carr thanked the work of McGee & Company for their efforts to keep Kerr on track, along with Janice Jacobs and members of the new Kerr Accounting team.

## Finance, Audit & Compliance Report (Karen Rasmussen)

Capital projects will be managed differently with the adoption of new rules related to depreciation (ex. Forest Grove home). Another focus area is internal controls. The Finance, Audit & Compliance Committee will be seeking reports to move toward compliance. Kerr auditors, McGee & Associates, will be asked to review early in FY20 (Feb/ March) versus the traditional review in May. RFP for Auditors scheduled for FY20-21, RFP scheduled for August 2020. The FAC Committee recommended acceptance of the audit.

## Discuss/ Accept the FY2018-2019 Financial Audit Report

ACTION: Miki Herman moved to accept the financial audit. David Connell seconded. The motion passed via unanimous vote.

## Financial Report (Janice Jacobs)

Starting with Operations of Programs revenue, the first quarter was strong due to census gains and programmatic strength. September shows the payroll salary adjustments. Outpatient mental health shows productivity at 50%, as opposed to 19% a year ago. Seasonal changes affected subacute in July/ August. September did not experience the same historical referrals. YTD, Kerr is well ahead of the planned budget. Review of expenses shows all on track for the budget overall. Kerr balance sheet review shows cash went down a little because of a third-party system issue. The balance sheet looks reasonable and strong.

## Fundraising Update (Anne Adler)

Anne thanked the group for their support of 24 Hours of Kerr event, sharing accomplishment of a 54% net contribution increase over last year's event. Kerr Development team fundraising efforts are slightly ahead of last year. Exciting Kerr news happened in current support for the Workforce Housing project: a new campaign of 10 gifts for \$30k with two of the 10 contributors procured. Key Kerr supporters, Ken Thrasher and Mark Edlen, will be helping with the prospecting for this campaign through networking efforts toward approximately 30 new supporters. Individual Giving goals are looking more and more attainable. We are hoping to close WFH campaign by the end of the year.

Marketing & Media plan is going well. Channel 6/ KOIN news produced a segment on Albertina Kerr that is airing this evening. The Development team is looking at additional media relations opportunities to further our efforts. Anne encouraged the group to think of business partners for Kerr to talk with about holistic Race for the Roses and 24 Hours of Kerr sponsorships.

<u>Upcoming Kerr events:</u> Saturday, November 30<sup>th</sup>, TOKNA's Sparkle, Shine & Shop event; Saturday, December 7<sup>th</sup>, PALS Holiday Art Show; Friday, December 13<sup>th</sup>, Kerr Boards Holiday Happy Hour

Board Meeting Minutes November 18, 2019 Page 2 of 3

## **Executive Session**

Board members entered executive session at 6:21 p.m.

## <u>Adjourn</u>

David Boxberger adjourned the meeting at 6:38 p.m.

Recorded by Christine Andersen, Kerr Development staff member



January 31, 2020 Report to the Albertina Kerr Board Jeff Carr, CEO

## Introduction

I am really looking forward to our time together at the Board Retreat in a few short weeks. I remember fondly our retreat almost three years ago. It was a time of deepening relationships among board members and senior staff, and it helped set the direction for our work together over the last three years. I'm anticipating an equally positive time together again this year.

I will share a few updates from the last few months in my abbreviated first section of this report, and am going to mostly focus on a look back at 2019 and the good work we did together, as well as some initial thoughts about where we are headed in 2020 and beyond. I hope this is helpful in framing our conversation at the retreat.

## **Staffing Updates**

We were sad to say goodbye to our Director of Children's Mental Health, Sara Hatch, in early December. Sara began her career right out of college at Kerr as a Psych Tech at Subacute, became a therapist, the leader of our Access Department, then Subacute, and finally for the last two years in her role as Director of Children's Mental Health. Sara is now leading a pilot project for the Washington State Department of Education in Southwest WA that is focused on creating a school that is specifically targeting kids who are not able to attend a regular school due to severe anxiety and other mental health challenges. It was a once in a lifetime opportunity for Sara, and while we are very sad to see her leave, we're excited for her and know she will make Kerr proud. We are in the process of searching for a new leader, but this will require a special and talented person with unique experience, so we expect it may take some time to find that person. Until Sara's replacement is found, Derrick Perry is providing oversight and direction to the team.

It was a real joy to participate in a 30 Year Anniversary luncheon for one of our Direct Support Professionals at Kerr, Herbie Spires. Herbie has worked at a number of different locations since he joined Kerr in 1989, but he now works in one of our adult group homes in Washington County. Herbie has an infectious personality and positive outlook on life and makes everyone around him better. We're lucky to have such amazing caregivers like Herbie here at Kerr.

Finally, we held our quarterly Leadership Forum at Kerr with members of the SLT, Directors, and Assistant Directors in attendance for a day-long meeting of sharing information and celebrating successes throughout Kerr, as well as discussing and tackling various strategic challenges and questions. This group continues to be the "brain trust" of Kerr and I'm proud of their leadership of our work in so many ways.

## **Organizational Highlights**

## FY 2019-20 2nd Quarter Financial Results

At the time of the drafting of this report, we have not closed our financials for the month of December yet, but we continued to trend positively in November and I believe we will again in December. Janice Jacobs will be sharing our 2<sup>nd</sup> Quarter results at the retreat.

## Policy Manual Updates

Over the next 18 months, we are taking on the needed challenge of significantly updating and integrating Albertina Kerr's policies and procedures. Currently, Kerr's operating procedures mirror the historical program silos of Mental Health, Intellectual/Developmental Disabilities, and Kerr administration. As we continue to integrate services, this silo-effect of policies contributes to confusion among staff as documents are hard to find and many policies duplicate or even contradict each other. Over the last year, our team has developed a framework and implementation strategy that will lead to a robust and staff accessible end-product.

At the start of this project, we had 680 policies and procedures spread across different programs and departments. Our policy structure, at the end of the project, will consist of one unified agency manual made up of 17 chapters that better reflect the agency's operations that will be more accessible to staff. We will also update the Board policy manual so that it compliments and aligns with this newly organized policy structure. Over time, relevant procedures, handbooks, and other materials will be cross-walked to this new procedure manual to integrate and support our Lean and Training initiatives.

## **Programs**

As I mentioned in November the State of Oregon's Office of Developmental Disabilities (ODDS) authorized an additional four kids' beds to be developed by Albertina Kerr and we began construction in late October to renovate our Autzen group home (formerly a DD Adult home) in Clackamas County. I'm pleased to say that the construction has been completed, we've identified two adolescent boys who will move in by the time the retreat occurs, and we are screening kids from the State for the other two vacant beds. The focus of this home is going to be on serving adolescent boys who are on the Autism Spectrum.

We had a very successful Holiday Art Show at the Portland Art and Learning Studios, selling more art than we ever have before, as well as hosting a VIP reception that was partially

underwritten by the Kuni Foundation. Thanks to Foundation Trustee Heidi Steeves for her leadership around this event and in helping us continue to grow our effort to make the greater Portland arts community aware of the amazing work of our PALS artists.

## Workforce Housing Update

Our Workforce and Inclusive Housing project continues to march forward with positive results. We successfully hit our private fundraising target of \$1 million by December 31<sup>st</sup>, which released the first \$175k of Murdock Trust's \$300k commitment. We are currently at commitments totaling \$1,054,550 and are confident we will hit our \$1.2MM goal very soon. We held a "universal design charrette" in mid-December to brainstorm the latest technology and building solutions for making our campus, the common areas of the housing, as well as the individual units as accessible as possible for people with I/DD who will live in the 30 universally accessible units. It was very exciting to learn about what is available and how we might be on the cutting edge of universal design with our project. Finally, we had a formal Design Review Consult with the City of Gresham's Design Review Committee and received very positive feedback about our project overall, as well as initial support for many of the variances to code that we will be seeking as part of our design.

## Personal

I was pleased to participate in a Leadership Conference of non-profit and faith-based leaders from throughout the Pacific Northwest that was hosted by the M.J. Murdock Trust. It was great to connect with some folks from my past (including a guy I went to high school with almost 40 years ago), as well as participate in some interesting conversations about leadership.

Since I arrived at Kerr, I have wanted to be trained in the Oregon Intervention System (OIS), which is the training our direct care staff receive in how to handle clients who are escalated and may require a Personal Protective Intervention (PPI). It's required to work as a direct care staff in our group homes, as well as in Subacute on the units. I'm pleased to say that Derrick Perry and I both received the highest level of training and we hope to occasionally work a shift in a group home or at Subacute to maintain an on-the-ground understanding of the challenges of our work.

Finally, I will begin participating in a small CEO Cohort sponsored by Partners in Diversity that will meet once a quarter for a half-day meeting and conversation on Equity, Diversity, and Inclusion. I'm looking forward to the training and collegiality with six other leaders of for-profit and non-profit organizations.

## 2019 Look Back

I know I often get caught up in whatever is happening at the moment, and don't take the time to reflect on the recent past and the progress I've made in my own life. I think this is also true of us at Kerr, as we are always focused on our current environment and what is immediately in

front of us. I thought it would be good to use this report in preparation for the retreat to reflect on a few of the highlights and organizational progress we made in 2019 at Kerr:

## Staffing

 We filled three key senior positions at Kerr this past year including Medical Director (Dr. Alfredo Soto), Chief Program Officer (Derrick Perry), and Chief Financial Officer (Janice Jacobs). All three of these professionals bring their unique experiences and backgrounds to our team and have already brought value to the organization in different ways.

## • Lean Process Improvements

- We initiated a focused Lean Process improvement project in late Spring 2018 to specifically address the significant vacancy level for Direct Support Professional (DSP) positions at Kerr. At the beginning of the project our vacancy level in these positions was 20%~, which translated into between 90-100 vacant DSP positions. At the end of 2019 our vacancy rate had been reduced to 9% and ~40 vacant positions.
- We also developed a new DSP Training and Onboarding process in 2019 and created a fulltime Associate Director of Training position that was filled by Samantha Gifford, a 20-year Kerr employee who most recently served as Assistant Director over adult group homes in Multnomah & Washington counties. The new training and onboarding process launched in October and over 60 new employees have gone through this new process. Initial anecdotal response from both employees and group home managers has been very positive and our hypothesis is that this will continue to drive down our vacancy rate and eventually reduce our overall DSP turnover rate.
- As part of the rollout of Epic in our Group Homes we decided to precede this by implementing the Lean Daily Management System (DMS) in all of the Epic Pilot homes. DMS is a structured way to share information, identify problems, and work together to problem solve as a team where the problem is closest. Staff has been very receptive to DMS and other homes who were not scheduled to implement DMS requested to be trained so they could utilize this structure in their homes. We believe DMS will be the first phase of creating some overall consistency and standard operating procedures in our group homes, while maintaining a person-centered approach to service delivery.

## Paycom Conversion

• We transitioned from our Oracle payroll/human resources platform to Paycom's integrated platform. The process of reviewing options, deciding on a vendor, and implementing the new system (September 2019) took most of the year. Some of the key features that we are excited about in the new system include outsourcing of all quarterly and year end tax preparation, a great employee portal that allows for much more "self-service" and less administrative staff time, a mobile application with a "geofencing" timecard function, and a

scheduling application that will enable us to have an accurate headcount and position control across the agency.

## Revenue Forecasting Tool

After our poor financial performance in Q1 of FY 2018-19 we began the process of identifying our key revenue drivers and started tracking them on a weekly basis in January 2019. This tool is updated weekly with our revenue numbers and tracks what our revenue has been the last six months and what we project our revenue will be going forward over the next six months. This is shared weekly with 30-35 Kerr leaders and has been an effective tool in helping Kerr focus on our key revenue drivers and ensuring we maximize our revenue opportunities.

## • Epic Coordinated Care Management Module

We finished the build for our new Electronic Health Record (EHR) in Epic utilizing their new Coordinated Care Management module and piloted it in six (6) of our locations: four DD Group homes, PALS, and Employment Services. Thanks to our partnership with Legacy Health Systems and Epic corporate, we were the first program in the USA to launch this new Epic module and we believe it will drive better overall care for our clients after it is rolled out in all our group homes in 2020.

## New Project Search Location

• We launched a new Project Search site in Salem in partnership with the City of Salem. Project Search is a 9-month internship program for adults who experience an intellectual and/or developmental disability who want to gain the skills necessary to be placed in competitive, integrated employment. Our placement rate across our Project Search programs was over 90% in 2019 with an over 80% retention rate after one year on the job.

## • New Kids DD Group Homes

• We purchased a new Kids DD Group Home in Forest Grove, which houses four adolescent boys, and with the help of our partners, Special Needs Housing (SNH), we were able to open an additional four-bed group home in Salem. These kids were previously living in our 165<sup>th</sup> Group home on our Gresham campus, which is being transitioned for our Subacute expansion. The acquisition of these two new homes enabled Kerr to increase our Kids DD Group Home capacity by two additional beds.

## • Subacute Expansion Plan

 We laid the ground work for transforming our 165<sup>th</sup> group home into a new 6bed crisis psychiatric unit specializing in treating kids with I/DD & co-occurring mental health challenges, which when completed, will bring our total number of Subacute beds to 30. A draft Executive Summary and Treatment Program Addendum was developed, along with a budget that has been transmitted to the State for consideration of funding to launch this unit. We have also developed renovation plans/drawings for a remodel to make this a state-of-the-art facility for this specific population.

## Workforce & Inclusive Housing Project

We made significant progress this past year on making our Workforce & Inclusive Housing project a reality. We committed to expanding the project from 120 units targeting direct care workers with income >60% AMI by adding 30 units for adults with I/DD with income >30% AMI for a total of 150 units. We developed a campus master plan siting the housing, along with options for siting future buildings and programmatic growth. We completed drawings to 100% of schematic design, the necessary documents for land use submittals, and raised nearly \$800k towards our \$1.2MM private fundraising goal, which now totals \$1,054,550.

## • New Board Members

 We added two new board members to the Governing Board (Susan Hobbel and David Lake) and one new trustee to the Foundation (Heidi Steeves) and are grateful for the contributions all of them are already making to our mission.

## Advocacy Efforts

 Kerr staff participated in leadership within the Oregon Resource Association (ORA), our I/DD State Trade Group, in successfully advocating for increased rates funded partially through a \$30 million increase from the General Fund by the Legislature.

## Wage Increases

 We increased wages between 3%-30% for our employees based on their position and years of service at Kerr, and were able to get our starting wage to \$15.40 per hour, which is 123% of minimum wage in the Portland Metro area and 137% of minimum wage in Marion County.

## • New Group Home Manager Positions

 We created six new Group Home Manager positions for our DD Kids Group home system to ensure the managers are only responsible for managing a single home. Previously, we had some managers managing two group homes simultaneously, which we believed was too much direct responsibility due to the increasing complexity and behaviors of the kids we are serving.

## New Albertina Kerr Brand

 We finished a complete refresh to the Kerr brand, with a new logo, materials, signage, and most importantly, a complete overhaul of our website that has a new look and feel, is more user friendly, and optimized for mobile web browsers as well.

## Fundraising Increases

We saw a significant increase in our fundraising efforts in 2019 with a 42% increase in overall fundraising from FY 2017-18 to FY 2018-19. We also continued to grow our Discover Kerr cultivation event and 24 Hours of Kerr fundraising event with nearly 400 attendees at both events, expanding our reach to a broader audience.

## 2020 & Beyond: A Look Forward

As I think about the near future and where I believe we need to focus our attention, the following themes are a few that come to mind:

## • Continue making investments in our people

 While we have made significant progress on wages, we need to continue tracking with minimum wage increases over the next 2.5 years to ensure we remain competitive in our compensation. In addition, we need to also continue to make investments in training, particularly for our managers with the design and implementation of a new Manager Training program.

## • Program Growth

• We need to continue to grow our programs, which will enable us to serve more people and spread overhead costs over a larger pool of program revenue. This can and should happen through continued development of as many Kids DD Group Homes as the State of Oregon will fund, as well as through potential strategic acquisitions. To accomplish this, it will be important for Kerr to be as strong financially as possible, so that when the economic downturn finally arrives, we are positioned to capitalize on acquiring organizations that may not have the financial means to survive.

## • Standardize Group Home Processes

While each person we support in our Kids, Transition, and Adult Group Homes are unique individuals, we need to create a more standardized operating model that would allow us to know there are 3-5 programmatic operating procedures that are the same in all 54 of our locations. This will be accomplished by building on our work in 2020 to complete the rollout of our Lean Daily Management System (DMS) and Tiered Huddles in all our programs. This will also allow for more flexibility in moving staff between locations to manage workforce shortages or short-term behavioral challenges in a particular high need home.

- Integrate I/DD and mental health throughout Kerr services
  - It is clear in our kids and adult programs that more and more of our clients with I/DD are also experiencing significant mental health challenges/crises that often lead to significant aggressive behavioral issues. Building a core competency of integrated I/DD & mental health clinical expertise will position Kerr to respond with services that are currently almost non-existent (not only in Oregon, but throughout the entire Western USA), that will increasingly be in demand in the future.

## A Single Electronic Health Record (EHR)

• We will finish the rollout and implementation of Epic in 2020 and will for the first time in our history have a single EHR. The opportunity and challenge will be how does it become more than a repository of information/documentation? How do we use this to increase the quality of care that we provide our clients and look at social determinants of health for people with I/DD?

## • Workforce & Inclusive Housing

• We will finalize the design, financing, construction, and begin to house direct care workers from Kerr and other human service organizations, as well as adults with I/DD who have the opportunity to live more independently before the end of 2021. What do we learn about a supportive community that provides both natural supports and paid supports for people with I/DD? What identity does a truly inclusive community take on? If this all works, does Kerr build other inclusive communities that provide people with I/DD and direct care workers with quality affordable housing?

## • Kerr Administrative Center Plan

 We will create a vision for what to do with our historic headquarters building that has been the main public facing structural identity for nearly a century of Kerr's history. How do we maximize the value of the property for the next 100 years of Kerr's existence?

## Closing

Hopefully, this gives you all a taste of what's going on in the present, the successes we collectively achieved this past year, and some of the opportunities and challenges we face in 2020 and beyond. I'm grateful for the opportunity to lead such an amazing organization and look forward to the good work I believe is ahead.

## FY20 Fundraising Progress to date – January 7th 2020

Happy New Year to all and thank you for your generous support throughout 2019!

## Overall results to date

FY20 fundraising goals and progress to date are outlined on page 17. We have raised approximately \$200,000 more in cash than last year at the same time.

Our progress report shows that we are performing slightly behind our pace for last year for cash and inkind contributions combined; at 56% of goal year to date, vs. 59% for last year at the same time. However, not included in our year to date results for this year are Workforce Housing pledges totaling \$425,000 from Meyer Memorial Trust (\$300,000) and from MJ Murdock Charitable Trust (\$125,000). These pledges are excluded because their fulfillment is effectively contingent upon confirming Gresham's substantial financial support for the project. While we believe Gresham's support is likely, we are uncertain as to when it will be finalized, hence exclusion of the WFH pledges. If these WFH pledges are not fulfilled in FY20, there is risk that we will fall short of our FY20 budgeted Foundation Grant goal of \$1.7M+. We are working diligently to identify alternative sources to avoid this outcome.

While we are pleased with our fundraising progress to date, there are some risks to achieving our fundraising goals for the year. They include in order of importance:

- the WFH related pledges outlined above
- achieving our budgeted 50% increase in Individual and Planned Giving
- achieving our budgeted race revenues given race registrations which are lagging behind last year as detailed in the race update below
- identifying sources to offset a \$20,000 shortfall in corporate revenues due to lower than budgeted 24 HOK sponsorships

We are actively working to address these risks.

Lagging to date in-kind contributions are due to timing given substantial in-kind contributions from the Blazers and from Entercom Portland, which have been confirmed but yet to be booked.

## **Marketing and Communications**

FY20 to date has seen a significant increase in marketing and communications exposure fueled by the work of our dynamo Marketing Manager, Jeanette Weston and Marketing Coordinator and Graphic Designer Katherine Jones. Highlights include dramatically increased web traffic - from 8,000 views for all of FY19 to more than 85,000 views since July 1 of 2019. Yay! Additional highlights include numerous new earned and paid media exposures, significantly increased social media engagement, Kerr's being featured once again in Willamette Week's GiveGuide after a long hiatus and Kerr being chosen as one of four PBJ Nonprofit Partners for 2020. A summary of key Kerr marketing accomplishments for FY20 to date are shown on page 18.

## **Individual & Planned Giving**

We have made significant progress in our I&PG fundraising since our last report. At this time, 6 months into the fiscal year, we have raised just \$7,000 less from individuals than we did for all of FY19!

Nevertheless, because we set an aggressive 50% increase goal for this year, we still have \$200,000 to raise before the end of June. The frontline team is focusing its efforts on securing larger individual gifts while simultaneously maximizing annual renewals and opportunities like GiveGuide and Oregon's Charitable Check Off. If you have not yet made your personal gift to Kerr this year, please contact Anne Adler or Chris Canter to discuss your interests. If you know of someone who might be interested in becoming a Kerr supporter, please contact Anne or Chris to explore how best to engage them.

## **Corporate & Employee Giving**

We have secured \$67,500 of our \$80,000 sponsorship goal for Rip City Race for Roses this year and are aggressively working to meet or exceed our goal through renewed and new sponsors. We are also working aggressively to meet our non-event corporate fundraising goal while actively seeking to renew our FY21 24 Hours of Kerr sponsors and identify new ones. Please assist in any way you can by engaging your (or your spouse's or partner's) company or employer as a Kerr supporter. Corporate support can take many forms – adopting a group home, supporting one of our fundraising events, sponsoring an employee giving campaign, employee volunteerism and all of the above. Please contact Justin Zellinger or your primary contact on the development team to arrange an exploratory conversation and determine best next steps.

## **TOKNA (The Old Kerr Nursery)**

After eight years of outstanding dedication and service to Kerr, Christine Andersen, our Director of TOKNA Businesses and Community Engagement will leave us at the end of March to oversee her and her husband's family business. We are thrilled for Christine and grateful for her significant contributions to the Kerr community. We are in the process creating a new TOKNA staffing plan in light of Christine's departure. Please join us in thanking Christine for her great work and congratulating her on her exciting new chapter. More regarding TOKNA's evolution and transition staffing plan, as well as Christine's "new chapter" celebration will be shared soon.

## **Events**

## Rip City Race for the Roses - Sunday, April 26th

Race revenues come predominately from registrations (44% of budget) and corporate sponsorships (42% of budget). We are making progress on both but are lagging significantly behind in race registrations compared with last year for the same period – at 67% of race registrations for last year at the same time. To counteract this, we are working aggressively to expand our race promotion efforts to reach target rich mediums (e.g. Race Center, halfmarathon.net, Portland Monthly and Portland Parent). We are also working to expand the involvement of corporate teams and to maximize exposure through our partners at the Blazers and Hood to Coast. We have successfully renewed our on-air partnership with Entercom Portland despite continued turnover at the organization and we have initiated a TV partnership with KOIN TV.

## Lujon Cellars Winemaker Dinner – Saturday, March 14th

Support Kerr while enjoying a six-course dinner paired with award-winning wines from the father and son winemaker team, Lewis and John Derthick. 6-9 p.m. at Albertina's Place, Tickets \$100.

## Discover Kerr – Thursday, June 4th

Discover Kerr is a premier opportunity to introduce new friends and potential supporters to Kerr — without asking them for financial support. Therefore, we ask that all Kerr Board Members and Trustees host/fill at least one DK table with contacts from your network. As always, DK is strictly a non-solicitation, cultivation event designed to introduce, inspire and energize prospects and donors. There is no charge for tables. If you have not already spoken with a development staff member regarding your attendance and table, please contact Toni Tringolo. 11:00-1:00 at the Hilton Portland Downtown.

## 24 Hours of Kerr FY21 – Saturday, September 12th and Monday, September 21st

Our Country Gala will take place again at Mike and Monica Hotchkiss' farm. Our Mercedes-Benz sponsored tournament will take place again at Columbia Edgewater Country Club (CECC). Please help us grow these fun and unique events! If you have any leads on 24 HOK committee members, potential sponsors or table hosts, please reach out to them to begin a conversation or call Justin Zellinger and/or

Anne Adler to strategize the best approach. We are happy to host exploratory luncheons with you and guests at Albertina's Place anytime. We are also in need of unique/high value auction items for our live auction; if you have ideas or leads for any, please contact The Talented Toni Tringolo.

Thank you for making Kerr's continued success possible!

FY20 Campaign Performance through 1/7							
Description	Total Given 1/7/2019	Goal FY20	%Goal	Total Given 12/10	Last Year Total Given 1/8/2019	Variance (FY19 vs. FY20)	Oustanding to raise or below budget
24 Hours of Kerr Event and Sponsor Gifts	\$495,476	\$460,500	108%	\$499,902	\$395,290	\$100,186	(\$34,976)
Christmas Ships	\$0	\$0		\$0	\$74,761	(\$74,761)	\$0
Race for the Roses	\$76,751	\$189,500	41%	\$69,611	\$93,670	(\$16,918)	\$112,749
Corporate and Workplace Giving Third party fundraising	\$47,687 \$59,812	\$150,000 \$0	72%	\$45,898 \$56,961	\$20,966 \$50,259	\$26,720 \$9,553	\$42,502
Endowment Funds	\$133,789	\$150,000	89%	\$41,285	\$20,121	\$113,668	\$16,211
Individual Giving	\$401,218	\$600,000	67%	\$260,488	\$227,425	\$173,793	\$198,782
Grants*	\$608,569	\$1,708,500	36%	\$635,611	\$724,152	(\$115,583)	\$1,099,931
The Old Kerr Nursery Association Donations/Dues	\$14,596	\$8,074	181%	\$12,957		\$14,596	(\$6,522)
Total Cash & Pledges	\$ 1,837,897	\$ 3,266,574	56%	\$ 1,622,712	\$ 1,606,643	\$ 231,254	\$ 1,428,677
Grant a Wish Holiday Giving	\$58,000	\$50,750	114%	\$1,521	\$20,760	\$37,240	(\$7,250)
In-kind contributions**	\$43,691	\$166,750	26%	\$43,691	\$112,014	(\$68,323)	\$123,059
Total In-Kind	\$ 101,691	\$ 217,500	47%	\$ 45,212	\$ 132,774	\$ (31,083)	\$115,809
Grand Totals	\$ 1,939,588	\$ 3,484,074	56%	\$ 1,667,924	\$ 1,739,417	\$ 200,171	\$1,544,486

_	FY19 YTD - Cash	\$ 1,606,643
	FY19 YTD - In-Kind	\$ 132,774
	FY19 YTD Total	\$ 1,739,417
	FY19 Goal	\$ 2,962,200
	FY19 YTD %	59%

<sup>\*</sup>Does not include \$300,000 in MMT + \$125,000 in MJMCT WFH funds conditional upon substantial funds raised for projec \$44,100 in HEDCO funds to be matched

<sup>\*\*</sup>Significant differential from last year due largely to timing

## Kerr Marketing Key Accomplishments, June-Dec 2019

- > 8 videos produced
- > 32 Advertisements/sponsored content produced (PALS, Albertina's Place, R4R, Kerr)
- Produced PALS advertisements/sponsored content for 5 local publications, as well as postcards and social media boosted posts, resulting in the most lucrative month of art sales for PALS (\$10K+)
- > 11 Earned media features (featuring Kerr, PALS, Albertina's Place, 24HOK, EPIC)
- Selected as one of four nonprofit partners by the PBJ for 2020 (valued at \$60-70K) (wrote proposal)
- > Selected as a Give!Guide partner by the Willamette Week (helped write proposal)
- Produced 8 emails and 20+ social media posts for the Willamette Give!Guide, resulting in nearly \$30K in donations
- > 30 emails produced for various fundraising projects
- > 9 website blog posts, which drove traffic to Kerr site.
- The new website has had 85,677 pageviews (impressions) in the first half of FY20; up from 8,000 for the entire 12 months of FY19.
- Increased social media presence on Kerr's various channels.
  - o First 6-months:
    - Facebook engagement: 5.1K (compared to 6.6K FY19)
    - Facebook post reach: 33,574 (compared to 635 FY19)
    - Video views: 2997 minutes (n/a FY19)
    - Total Facebook Likes: 4337 (compared to 4256 FY19)
    - Total Facebook Followers: 4544 (compared to 4462 FY19)
    - Instagram Followers: 488 (compared to 402 FY19)
    - Instagram Impressions: 14K (compared to 20K FY19)
    - LinkedIn Followers: 1844 (compared to 1,772 FY19)
    - Linkedin Impressions: 4,046 (n/a FY19)
    - Twitter Followers: 2.4K (compared to 1,561 FY19)
- 16 new branded materials produced (monument signs, pop-up banners, folders, newsletter, swag, etc.)
- Rebrand of 24HOK materials (invite, program, PPT, signs), including writing more impactful emails (16) resulting in a record year of attendance and net revenue.
- Rewrote and updated design of TOKNA membership drive mailing making it more donor centric, which resulted in a 50% increase in membership.
- Case for Support and supporting one-pager in review

## **CHIEF PROGRAM OFFICER FIRST IMPRESSIONS**

## **DERRICK PERRY**

I've appreciated how I have been welcomed and received by Kerr staff, as well as Board members. It's evident how passionate everyone is about the population we serve. Although I feel that people process change in different ways, there's an overall openness to enhance those areas where we perform particularly well, while also exploring potential opportunities for improvement.

I feel that an important function of my role is to understand, support, and advocate for all programs. Over the past few months, I have participated in listening tours throughout most of our homes and programs. My goal was, and continues to be to meet staff and clients, identify those areas that are working well, as well as opportunities to enhance service delivery and ensure that staff have the necessary skills, tools, resources and training to do their job effectively.

There are currently three primary focus areas:

- Standardized Practices
- Organizational Structure
- Access to Care

## ELIMINATING KERR SILOS AND ADOPTING A MULTI-DISCIPLINARY APPROACH TO GROUP HOME CARE

One method that has proven successful in previous experience is a multi-disciplinary approach to care or treatment, and this has been my primary focus thus far. Through the collaborative efforts of both I/DD and mental health staff, we have built the blueprint for this program design in our I/DD Kids Group Homes. The basic model includes integrating our clinicians and behavior specialists into the day-to-day care of clients with each client having an individual service plan. Advantages of the multi-disciplinary team approach include:

• It improves service coordination. Because the services are coordinated together, there is a framework of uniformity provided to each person that improves treatment delivery.

 It creates new avenues for service implementation. It provides the client with access to resources from multiple departments within Kerr and from complementary organizations that partner with Kerr. It's an opportunity to combine resources from multiple sources.

## **TRAUMA INFORMED CARE**

As we integrate the multi-disciplinary team model, we will then "set the stage" of becoming a trauma informed workplace. Trauma Informed Care is an organizational structure that recognizes that traumatic experiences terrify, overwhelm, and violate the individual. Trauma Informed Care is a commitment not to repeat these experiences and, in whatever way possible, to restore a sense of safety, power, and self-worth. The foundations of Trauma Informed Care include:

- Commitment to trauma awareness
- Understanding the impact of historical trauma and oppression

Our goal will be to implement Trauma Informed Care with policies, procedures and practices.

Incorporated into these discussions is environmental awareness. One element that determines how a client reacts or responds in care, is what their environment "is" or looks like. I've learned that many of our homes are beautiful, but not all of our clients' living environments are warm, welcoming, and conducive to people in care. I would encourage continued discussion and emphasis on how we invest in our facilities, in alignment with our vision that all people thrive in nurturing communities.

## STAFF DEVELOPMENT AND ENGAGEMENT

If we want to deliver quality services and build a thriving, sustainable workforce, it's important that we have a robust training program in place. One opportunity is to identify ways that we can continually leverage the skills and talents that people learn or already have. I have experienced success through a strengths-based approach and tapping into one's unique talents. The result has been staff who are:

- More engaged at work
- More productive in their role

Happier and healthier

One goal of our program management team should be to support a workplace culture that attracts and retains star talent. Through this same approach, our managers can answer questions like:

- How can I improve employee engagement?
- How can I improve employee development?
- How can I coach employees?

## MENTAL HEALTH TRAINING FOR OUR YOUNG ADULT AND ADULT GROUP HOME STAFF

One area where I feel we can benefit from more training and an increased understanding of need and resources, is with people who have co-occurring developmental disabilities and mental health problems. The current challenge primarily effects our young adult population.

As we collaborate with families, there's an understanding that we both need:

- More information about mental health care and community supports for adults with developmental disabilities
- Skills to collaborate with others in the field to help manage problems before they
  escalate into a crisis
- A seamless continuum of supports across the lifespan

## TRANSITION PLANNING FOR OUR KIDS DD GROUP HOME CLIENTS

As youth demonstrate progress towards individual goals, part of the discussion will include any services or needs that will be incorporated into the plan to support a thoughtful transition into early adulthood. The multi-disciplinary team will collaborate with our employment services department, as well as vocational rehabilitation to identify opportunities and resources. Our goal will be for youth and young adults with disabilities to:

Have access to health care services and integrated work-based experience.
 This will help them to better understand how to manage their physical, mental, and emotional well-being, to enhance their job-readiness skills and career planning, and to make a successful transition towards greater independence.

 Be connected to programs, services, activities, information, and supports for which they are eligible, that prepare them to self-manage their health and wellness, become financially literate and capable, and make informed choices about their lives.

## **DD ORGANIZATIONAL STRUCTURE**

As we transition into the New Year, we will look at our two biggest programs, children's and adult group homes, and examine the levels of support needed for medical management, employment services and our day program (PALS), in an effort to capture growth opportunities in those two areas specifically. And because we want to ensure that individuals, families, and all other stakeholders have their varying needs met and experience quality customer service, it is important that we establish *a single point of access for all the services that Kerr provides*. With a department that is cross-trained and informed of all programs and services, we will ensure that any inquiry into Kerr during standard hours, is met with a live body who can answer questions immediately or provide the proper resource or guidance.

Many decisions need to be executed rather quickly and in a unified manner. As a result, the centralization of our medical services and access to care specifically will promote:

- A focused vision that supports clear lines of communication. Stakeholders also receive a uniform message.
- Quick implementation of decisions that promote efficiency

## MAXIMIZING UTILIZATION IN OUR MENTAL HEALTH PROGRAMS

Most of you are aware of the expansion of our subacute program, and we are exploring ways to maintain a balanced flow of referrals into our *current* subacute program. We have also begun discussions about potential growth opportunities in our outpatient program, including our capacity to provide school-based mental health services, and if not now, leveraging ourselves for future growth opportunities, as we understand the value and importance of developing and cultivating strong relationships in the community.



## Where We Are

January, 2020

# KERTINA

# KERTINA

## Programs

## **Children's Mental Health Services**

We offer a continuum of mental health services for children, teens, and their families, including short-term crisis stabilization, as well as clinic- and community-based outpatient care.

## **Outpatient Mental Health Services**

We offer clinic- and community-based mental health services to children, teens, and their families. Our services are rooted in a strengths-based, client-centered, systemic approach that strives to alleviate the individual and family struggles associated with mental health symptoms.

## **Crisis Psychiatric Unit (Subacute)**

We offer short-term, safe, and secure residential placement for children and teens (ages 5-17) who are experiencing a mental health crisis. Services focus on mental health stabilization, psychiatric evaluation, and transitional planning. Children and teens will be provided individual and family therapy, intensive skill building, case management, and medication management.

## **Developmental Disability Services**

We offer an array of services for children, teens, and adults with intellectual and developmental disabilities, empowering them to lead fuller, more self-determined lives.

## 24 HOUR RESIDENTIAL CARE

Our group homes provide opportunities for residents to develop the skills they need to live as independently as possible with services that support each individual's special needs.

## **ADULT GROUP HOMES**

Kerr operates 34 community-based residential homes in Clackamas, Marion, Multnomah, and Washington counties.

## **YOUTH GROUP HOMES**

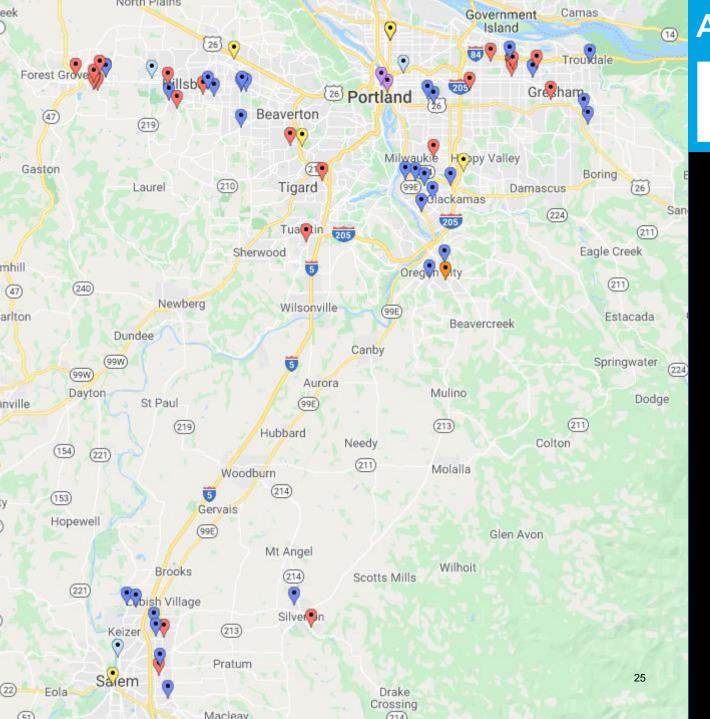
We have 20 neighborhood group homes, offering support and life-skills training for children and teens ages 7-18.

## **EMPLOYMENT SERVICES**

We match employers with our client employees who have IDD and provide ongoing support to ensure positive results. We partner with Clackamas, Lane, Marion, Multnomah, and Washington counties, brokerages, and Vocational Rehabilitation.

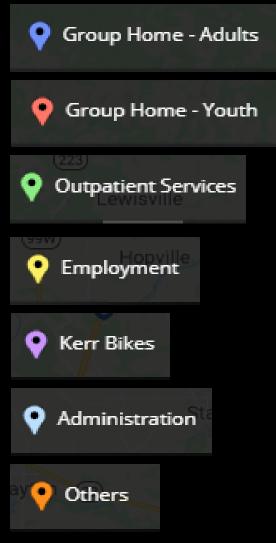
## PORTLAND ART AND LEARNING STUDIOS

Kerr's Portland Art and Learning Studios (PALS) is an art center and gallery for adults with intellectual and developmental disabilities. We strive to foster each artist's creative growth, build positive relationships within our community, and

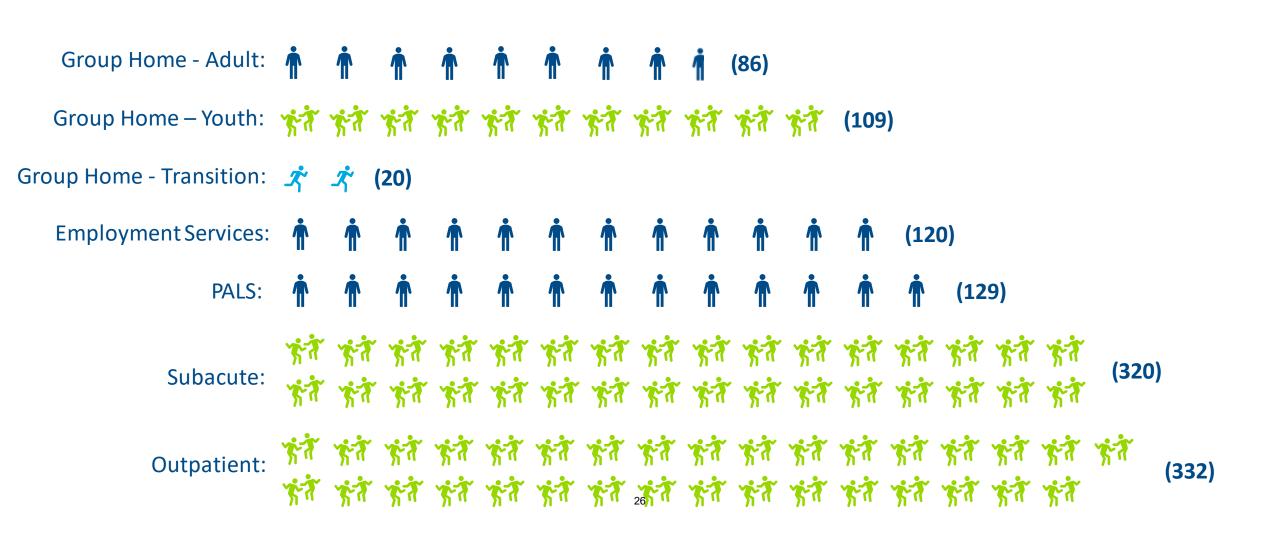


## ALBERTINA L/CDD

## Locations



## Clients Served Annually – FY 18/19



## Clients Served Annually – By Hours



Group Home – Youth: 👨 👨 👨 👨 👨 👨 👨 👨 🧸 (682,026)

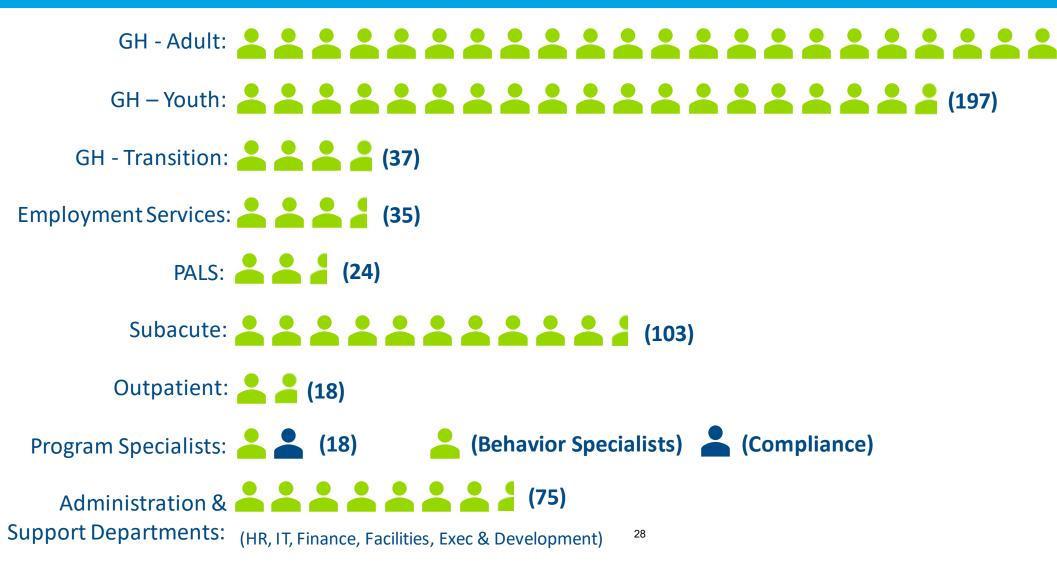
Group Home - Transition: (150,974)

Employment Services: (43,200)

PALS: (76,320)

Outpatient: (9,050)

## Employees – 761 Total



## ALBERTINA

## Facilities

Homes Owned:









Homes Leased: (20)





Other Buildings Owned: (7)



Other Buildings Leased: (5)















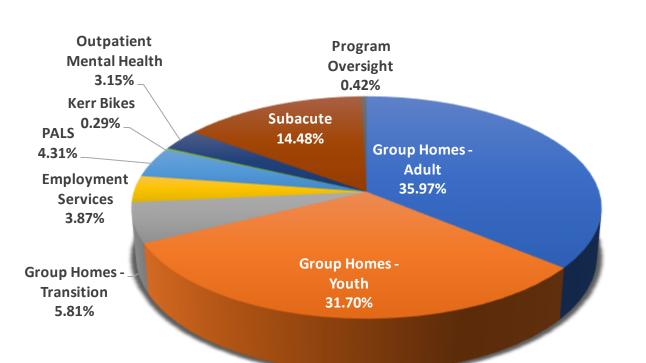


Buses & Trucks: (7)

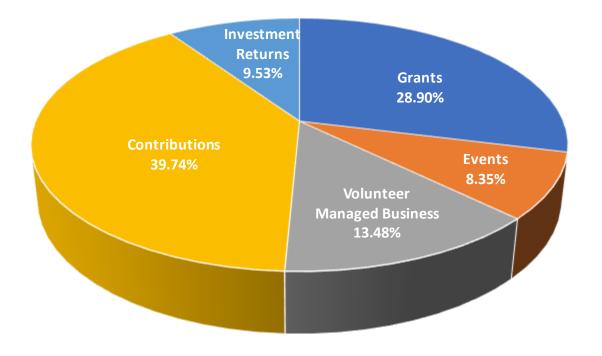


## Financials – FY 18/19

Total Revenue: \$40,218,348



**Total Fundraising: \$3,771,547** 





The real challenge for directors isn't regulatory compliance—it's high performance. To achieve it, they need to systematically examine their purpose, tasks, talents, information, and agenda.

## Building Better Boards

by David A. Nadler

The real challenge for directors isn't regulatory compliance—it's high performance. To achieve it, they need to systematically examine their purpose, tasks, talents, information, and agenda.

## Building Better Boards

by David A. Nadler

In business, as in families, overly permissive parenting is often blamed for egregious misbehavior. Recent scandals have exposed some boards as too passive, too indulgent, or flat-out oblivious to what goes on around them. As a result, companies facing new governance requirements are scrambling to buttress financial reporting, overhaul board structures—whatever it takes to become compliant. If they stop there, though, compliant is all they'll be. That would be a shame.

The key to better corporate governance lies in the working relationships between boards and managers, in the social dynamics of board interaction, and in the competence, integrity, and constructive involvement of individual directors. Patently, this is not the stuff of legislation. In fact, as others have noted ("What Makes Great Boards Great," Jeffrey A. Sonnenfeld, HBR September 2002), many corporate scofflaws already had in place the "reforms" now prescribed as a vaccine against misconduct. Boards dissatisfied with lowest-commondenominator improvements cannot count on

answers imposed from outside. Instead, they must think aspirationally and act practically, deciding where they want to go and then equipping themselves for the journey.

That journey will probably be a long one. Everyone knows what most boards have been: gentleman's-club-era relics characterized by ceremony and conformity. And everyone knows what boards should be: seats of challenge and inquiry that add value without meddling and make CEOs more effective but not all-powerful. A board can reach that destination only if it functions as a team, as we have come to understand teams over the past few decades.

The high-performance board, like the high-performance team, is competent, coordinated, collegial, and focused on an unambiguous goal. Such entities do not simply evolve; they must be constructed to an exacting blueprint. At Mercer Delta, we call that act "board building."

The challenge of board building is huge; most companies don't know where to begin.

To help them, we've developed an agenda and a set of tools that boards can use to define and achieve their objectives. The following guidance derives from our recent work with the CEOs and directors of more than two dozen major companies on the topics of board effectiveness, governance reforms, and CEO performance appraisal and succession.

We also collaborated with the Center for Effective Organizations at the University of Southern California in Los Angeles to survey more than 300 chiefly independent directors representing the boards of more than 200 large corporations. In general, the results of our survey mirrored our firsthand observations. One point that emerged repeatedly was the importance of regular self-assessment when building a strong board.

## The Right Mind-Set

Board building is an ongoing activity, a process of continuous improvement, which means boards must keep coming back to the same questions about purpose, resources, and effectiveness. The best mechanisms for doing that are annual self-assessments. According to our survey, conducting and acting on such assessments are among the top activities most likely to improve board performance overall.

Of course, not everyone does what they know is best for them. Only 56% of respondents to our survey said their boards' performance is formally evaluated on a regular basis. And only one-quarter of those—or 16% of the entire sample—have a plan to address the concerns raised by their assessments. Clearly, many boards lack data from which to draw conclusions about their success and processes for using the data they do have to improve.

But to assess or not to assess isn't really the question: The New York Stock Exchange now requires annual board evaluations. Companies do retain great flexibility around what to assess and how, as well as how to apply the results. Some boards skate by with paper-andpencil surveys comprising recycled checklists cobbled together by another company's attorneys. That will keep them listed, but it won't do much to improve their minimalist approach to governance.

Others treat self-assessment as a transformational exercise. The boards of Medtronic, Service Corporation International, Bank of Montreal, and Best Western, among others, have self-assessed themselves into high-performance teams, rethinking members' roles and working relationships. Such extensive reinvention requires serious time and energy scarce commodities for directors and CEOs. Self-assessment is no cursory glance in the mirror but rather an exhaustive culling of quantitative and qualitative data through surveys, confidential interviews, and facilitated group discussions.

The investment is worth it. By making routine the practice of rigorous introspection, boards ensure that they are fit to cope with existing circumstances and adapt to new ones.

## The Right Role

Like most quests for change, board building begins with a vision. Specifically, boards must decide how engaged they want to be in influencing management's decisions and the company's direction. With this step, they move beyond the letter of reform and begin to focus on its spirit. We have identified five board types that fall along a continuum from least to most involved. (See the exhibit "How Engaged Should We Be?") At the start of any board-building program, the directors and the CEO should agree among themselves which of the following models best fits the company.

The Passive Board. This is the traditional model. The board's activity and participation are minimal and at the CEO's discretion. The board has limited accountability. Its main job is ratifying management's decisions.

The Certifying Board. This model emphasizes credibility to shareholders and the importance of outside directors. The board certifies that the business is managed properly and that the CEO meets the board's requirements. It also oversees an orderly succession process.

The Engaged Board. In this model, the board serves as the CEO's partner. It provides insight, advice, and support on key decisions. It recognizes its responsibility for overseeing CEO and company performance. The board conducts substantive discussions of key issues and actively defines its role and boundaries.

The Intervening Board. This model is common in a crisis. The board becomes deeply involved in making key decisions about the company and holds frequent, intense meetings.

The Operating Board. This is the deepest level of ongoing board involvement. The board makes key decisions that management

**David A. Nadler** is the chairman of Mercer Delta, a New York–based management consulting firm specializing in executive leadership and organizational change.

then implements. This model is common in early-stage start-ups whose top executives may have specialized expertise but lack broad management experience.

The point of this exercise isn't to pack boards into rigid boxes. These characterizations are, after all, essentially archetypes. Realworld boards slide back and forth across the scale, their levels of engagement changing as issues and circumstances do. A passive or certifying board in crisis, for instance, may morph temporarily into an intervening board to remove the CEO, and then into an operating board until a new leader is in place.

Still, selecting a level of engagement provides the philosophical framework for everything that follows. Simply having that conversation is a significant first step toward improved board performance. The board may find that it disagrees sharply with the executive team about its role; or that individual directors harbor divergent views, making it difficult to act in concert.

Having characterized itself to itself and to management, the board can evaluate each subsequent decision for fidelity to the model.

## The Right Work

Establishing an overarching level of engagement helps board directors set expectations and ground rules for their roles relative to senior managers' roles. But an engagement philosophy—like most expressions of general principle—does not apply equally to all spheres of activity. Boards, after all, potentially participate in dozens of distinct areas.

Many board tasks are familiar legal obligations: approving mergers and acquisitions; providing counsel to senior management; hiring, firing, and setting compensation; evaluating the CEO; ensuring effective audit procedures; monitoring investments; and so on. The latest governance requirements call upon boards to spell out those duties in written charters. At the end of each year, they go down the check-

## How Engaged Should We Be?

At the start of any board-building program, the directors and the CEO need to agree what their level of involvement will be. The following are five possible board models, which fall along a continuum from least to most involved.

## 

## The Passive Board

- Functions at the discretion of the CEO.
- Limits its activities and participation.
- · Limits its accountability.
- Ratifies management's preferences.

## The Certifying Board

- Certifies to shareholders that the CEO is doing what the board expects and that management will take corrective action when needed.
- Emphasizes the need for independent directors and meets without the CEO.
- Stays informed about current performance and designates external board members to evaluate the CEO.
- Establishes an orderly succession process.
- Is willing to change management to be credible to shareholders.

## The Engaged Board

- Provides insight, advice, and support to the CEO and management team.
- Recognizes its ultimate responsibility to oversee CEO and company performance; guides and judges the CEO.
- Conducts useful, two-way discussions about key decisions facing the company.
- Seeks out sufficient industry and financial expertise to add value to decisions.
- Takes time to define the roles and behaviors required by the board and the boundaries of CEO and board responsibilities.

## The Intervening Board

- Becomes intensely involved in decision making around key issues.
- Convenes frequent, intense meetings, often on short notice.

## The Operating Board

- Makes key decisions that management then implements.
- Fills gaps in management experience.

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## Which Tasks Are Most Important?

Using a form like the one shown here, board directors and management can rate the existing and optimal levels of board engagement for each strategic business activity on a scale of one to five. (One represents areas that are chiefly management's responsibility, and five represents areas that are exclusively the board's responsibility.) This exercise may surface gaps between where the board needs to be focused and where it is actually spending its time and resources.

strategic direction     strategic plans     strategy implementation		2 2	3 3 3	4 4	5 5	? ? ?	1 1	2 2 2	3	4 4	5 5	? ?	3 >	≥ hi	gher number Jenotes area to work on
	Curi	rent	Eng	ager	nent	77 85	Des	ired	Enga	agen	nent		The Gap		
trategy 1. strategic direction	1	2	3	4	5	?	1	2	2	1	_	2		1	NO
strategic direction     strategic plans	1	2	3	4	5	?	1	2	3	4	5	?			ENGAGEMENT LOW
strategy implementation	1	2	3	4	5	?	1	2	3	4	5	?		2	ENGAGEMENT
trategic transactions														3	MODERATE ENGAGEMENT
major investments	1	2	3	4	5	?	1	2	3	4	5	?		4	HIGH
5. portfolio change (M&A)	1	2	3	4	5	?	1	2	3	4	5	?		277000	ENGAGEMENT
35.			,									11.		5	ENGAGEMENT
<b>)perations</b> 6. R&D	1	2	3	4	5	?	1	2	3	4	5	?		?	NOT APPLICABLE DON'T KNOW
7. manufacturing	1	2	3	4	5	?	1	2	3	4	5	?			DOM I KNOW
8. marketing and sales	1	2	3	4	5	?	1	2	3	4	5	?			
9. IT	1	2	3	4	5	?	10	2	3	4	5	?			
luman resources and organization															
leadership development	1	2	3	4	5	?	1	2	3	4	5	?			
non-CEO executive compensation	1	2	3	4	5	?	1	2	3	4	5	?			
human capital	1	2	3	4	5	?	1	2	3	4	5	?			
3. organization	1	2	3	4	5	?	1	2	3	4	5	?			
corporate culture	1	2	3	4	5	?	1	2	3	4	5	?			
inancial management															
5. financial strategy	1	2	3	4	5	?	1	2	3	4	5	?			
6. capital structure	1	2	3	4	5	?	1	2	3	4	5	?			/ed.
7. liquidity management	1	2	3	4	5	?	1	2	3	4	5	?			serv
8. dividend policy	1	2	3	4	5	?	1	2	3	4	5	?			ts re
9. financial reporting	1	2	3	4	5	?	1	2	3	4	5	?			righ
isk management															₩.
0. enterprise risk management	1	2	3	4	5	?	1	2	3	4	5	?			ion.
1. ethical performance and compliance	1	2	3	4	5	?	1	2	3	4	5	?			orati
2. audit	- 1	2	3	4	5	?	1	2	3	4	5	?			orpi
xternal relations															19 C
3. brand positioning and integrity	1	2	3	4	5	?	1	2	3	4	5	?			nihs
4. shareholder relations	1	2	3	4	5	?	1	2	3	4	5	?			ilqn
5. legal and regulatory	1	2	3	4	5	?	1	2	3	4	5	?			hool Publishing Corporation. All rights reserved
6. other constituencies	1	2	3	4	5	?	1	2	3	4	5	?			cho
EO effectiveness															55 5
7. CEO performance appraisal	1	2	3	4	5	?	1	2	3	4	5	?			sine
8. CEO compensation	1	2	3	4	5	?	1	2	3	4	5	?			IBus
9. CEO succession	1	2	3	4	5	?	1	2	3	4	5	?			Copyright © 2004 Harvard Business Sc
orporate governance															Har
0. board effectiveness	1	2	3	4	5	?	1	2	3	4	5	?			704
1. director selection	1	2	3	4	5	?	1	2	3	4	5	?			0 20
2. director assessment	1	2	3	4	5	?	1	2	3	4	5	?			Jht @
ther (please specify)															yrig
3.	1	2	3	4	5	?	1	2	3	4	5	?			do

list and affirm, "Yes, we did that." But that is a recipe for compliance, not necessarily for good governance. A better approach is to translate these mandates into categories of work, each composed of several activities.

Using a form like the one shown in the exhibit "Which Tasks Are Most Important?" directors can rate the existing and optimal levels of engagement for each activity on a sliding scale. Activities that are chiefly management's responsibility receive a one; activities that fall exclusively within the purview of the board get a five. Senior managers should fill out the same form.

The results provide fodder for two forms of gap analysis. First, by comparing actual and desirable levels of engagement for each activity, the board can plot in great detail where to pump up or down its energies. Second, juxtaposing directors' and managers' views of the board's role may surface disagreements that otherwise act like submerged mines. Occasionally, the reverse happens: The directors at one large media company we worked with, for example, were pleasantly surprised when managers rated the board's optimal involvement in some areas higher than the board had rated itself.

This exercise has other applications as well. As the directors are considering all the scenarios that might require changes in involvement, they're forced to contemplate the future. The board can also use this form to track how well it is fulfilling its self-defined mission and whether meetings devote the right amount of time to the right topics. Finally, it is a starting point to determine whether directors possess adequate skills, experience, and knowledge in the areas that matter most.

## The Right People

A team is only as good as its members, and high-quality board members are alarmingly scarce. Eighty-one percent of our survey respondents said it's become more difficult to recruit qualified directors; close to 40% said their boards lack an effective process for selecting new members.

In addition, reform efforts unduly emphasize several narrow aspects of board composition. Sarbanes-Oxley prescribes a heavy dose of independent directors, but the real issue isn't independence; it's competence. We are not referring merely to the technical expertise of

audit committee members but to all competencies related to the company, its environment, and its industry.

Composition assessments look at both the collective capabilities of the board and the attributes of each director. Again, our survey is revealing. More than 90% of respondents said their boards possess the collective capabilities to be effective. By comparison, directors' individual proficiencies inspired less confidence. Only:

- 73% of respondents said their colleagues have detailed knowledge of the company's industry;
- 69% said their colleagues have accounting and public-reporting expertise;
- 61% said their colleagues understand the company's key technologies and business practices;
- 60% said their colleagues possess expertise in global business issues;
- 58% said their colleagues contribute potentially valuable external contacts.

The work-categories exercise described earlier is the cornerstone of composition assessment. Boards take inventory of each director's strengths—based on professional experience and technical knowledge—and align them with activities that require maximum board involvement. The resulting capabilities profile illustrates the match—sometimes the alarming mismatch—between what the board needs and what directors can actually do. Such knowledge is critical for producing director recruitment profiles.

Continental Airlines, for example, was determined to enlist the best directors possible to help fight the battles engulfing its industry. The board thoroughly analyzed the company's business issues to determine what skills and experience it needed. Directors zeroed in on knowledge of the airline and travel industries, an understanding of marketing and consumer behavior, access to key business and political contacts, and experience with industry reconfiguration.

The board then defined the capabilities and qualities expected of all directors, such as independence, business credibility, financial expertise, confidence, and teamwork. To be as representative as possible, it took into account directors' knowledge of geographic markets—particularly their knowledge of key Continental hubs—CEO experience, leader-

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help, which should not be

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term, and which should

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which directors need

ship in the business sectors, and gender and ethnic diversity.

Next, the board assessed all of its directors and mapped their skills, experience, and backgrounds against the new criteria. The gaps became fodder for hypertargeted recruitment profiles. In the end, several board members voluntarily stepped down to make way for new directors who had the capabilities Continental needed to compete successfully.

Capabilities profiles also provide a safe mechanism for directors and senior managers to broach sensitive subjects. "For about a year, I'd wanted to raise the issue of recruiting more directors with industry experience," said the CEO of a *Fortune* 500 company involved in a massive turnaround. "I felt sure this issue would make several board members defensive, so I held off." Then the board performed a composition assessment. "To my surprise, they raised this issue themselves," the CEO told us, "and tasked the nominating committee to develop a list of board candidates with exactly the kind of experience I felt we needed—all without my having to be the heavy."

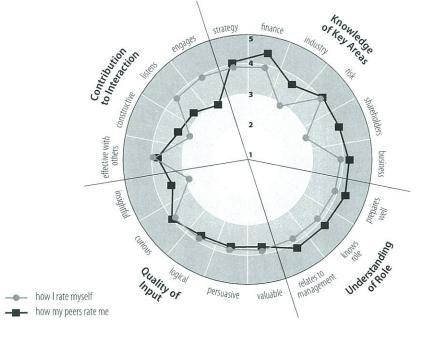
Evaluating personal performance, of course, requires precision and delicacy. It is not surprising that 76% of our survey respondents report

that the boards on which they sit conduct no individual assessments. Under growing pressure to perform, however, boards must recognize which directors need help, which should not be nominated for another term, and which should be cut loose. Consequently, more boards are adopting formal assessments of individual directors, including peer review.

The peer review at one multinational financial services company illustrates how such assessments work. It comprises 18 questions rating individual members' demonstrated knowledge of key areas, their understanding of and preparation for their roles as directors, the quality of their input or advice, and their contributions to board interaction. All board members, including the member being evaluated, fill out the form. (The exhibit "What Are Our Members' Strengths and Weaknesses?" compares the ratings one director gave himself with the ratings others gave him.) The company furnishes such reports to each board member and to the board's independent chairman, who uses them to guide discussion during directors' annual reviews. Peer feedback has influenced decisions about recruitment, retirement, committee leadership and selection, and education initiatives for directors.

## What Are Our Members' Strengths and Weaknesses?

Use of peer-review tools is becoming more common among boards interested in formally assessing their individual directors. In the example here, the performance of one director at a multinational financial services company was rated on a scale of one (lowest performance) to five (highest performance) in four areas: contributions to board interaction; knowledge of key areas; understanding of director's role; and quality of input at meetings. His peers generally gave him more credit for his knowledge than the director gave himself. But when the subject was interaction, the director's peers perceived him as undermining board deliberations by talking too much, listening too little, and squelching constructive debate. Meanwhile, the director clearly considered listening and engaging to be among his strong suits.



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## The Right Agenda

Agenda management is a mundane-sounding subject if ever there was one. Agendas, however, dictate what the board discusses and at what length. To control the agenda is to control the work of the board.

Historically, management has been in control. Nearly 60% of our survey respondents said they can't influence their own agendas. The result has been decades of choreographed ceremonies substituting for meetings where real work gets done. At many companies, directors routinely endure a parade of precisely scripted presentations, occasionally followed by perfunctory discussion and the inevitable vote to ratify management's recommendations. CEOs, if so inclined, can overload the agenda with so many show-and-tell segments that they crowd out serious questions, trouble-some concerns, or authentic debate.

"At many U.S. companies, the board meetings are shorter, and there's much less discussion," says one retired CEO who has sat on the boards of both U.S. and European companies. "It's more, 'Bang, bang, here's a nice presentation on interesting issues.' It's like going to a diner for a meal. If you don't finish your food fast, they will take it away from you."

But with the call to accountability, corporate boards can no longer doze behind the wheel while management steers. To the extent that CEOs participate in the board-building process (and CEOs must participate in the board-building process) they acquiesce to some level of power sharing-a high level in the engaged, intervening, and operating models. The presiding director can collaborate with the CEO to devise an agenda agreeable to both. Alternatively, at the end of each board meeting, participants can collectively set the agenda for the next one. In any case, the rating of tasks (which, you'll recall, has been blessed by both the board and management) is the touchstone. Directors and managers can review the agendas and minutes of meetings past to ascertain how much time they devote to each area. They then compare those findings with the board's priorities to establish a correlation between interest bestowed and time spent.

The board at Target, a corporate governance leader, has gone further, transforming agenda management into something of an art. At the start of each year, the board sets three top priorities—for example, strategic direction, capi-

tal allocation, and succession planning. It then places each topic at the top of the agenda for at least one upcoming meeting. Target's board also devotes one meeting a year to setting the strategic direction for each major operating division, an acknowledgement of the company's growing complexity. Directors never stint on questions and debate, requiring management to submit major items for board approval at least one meeting prior to the scheduled vote so they have the chance to discuss them. But they are chary of their time and insist that presentations be short and to the point.

Boards should find ways to stay engaged with the company's issues outside of regular meetings as well. Even without managerial diversions, board meetings are simply too packed with must-accomplish items to allow an in-depth examination of any one. That is frustrating for directors who want to dig deeper into the meatiest subjects, most notably succession planning and strategy. Annual off-site meetings or retreats, one-on-one conclaves involving CEOs and directors, and sit-downs between groups of directors and employees who have common interests all make the intervals between meetings fruitful.

The board's standing committees can also provide continuity. In response to the heightened focus on accounting and financial reporting, for example, many audit committees now meet—in person or via teleconferencing—more often than the board as a whole. Certainly, committees give directors the chance to concentrate on specific issues, developing deeper expertise in the process. But in general, boards have come to rely less and less on committees, motivated in part by the concern that some will emerge with greater influence than others and impair directors' ability to work together.

## The Right Information

The corporate secretary of a major company explained to us the "dark side" of communications between senior management and the board. "There are two equally effective ways of keeping a board in the dark," he said. "One is to provide them with too little information. The other, ironically, is to provide too much." The secretary went on to describe his own experience on the board of a public corporation: "We received reams of financial information in advance of each board meeting, which was

way too much to absorb and could not be properly understood without considerable background information."

Thus do boards fall prey to the confusion of data with information, which is no less real a problem for being a cliché. Too many board directors are overwhelmed by fat stacks of often insignificant numbers but lack the right information presented in the right way to produce informed action. We're constantly surprised—though perhaps we shouldn't be—when directors who have served on boards for years confess that they don't really understand how their companies make money.

Certainly, boards face a huge information challenge. Directors are outsiders with limited time to learn about the company. If knowledge is power, then the balance lies with managers, who live and breathe operations. Indeed, only 28% of the directors in our survey said they have independent channels for obtaining useful information about the company. The rest rely on what management chooses to share with them. Throughout our research, directors asked us repeatedly, "How can I tell what's really going on?"

In some cases, a little class time helps correct the imbalance. One company we worked with, for example, decided that its board lacked the background to intelligently review its strategy, business model, and performance. So the CFO walked audit committee members through the company's balance sheet line by line and later did the same for the entire board in an intensive three-hour workshop. Directors, including some who had been on the board for years, came away with a much better understanding of important issues.

In that case, the board diagnosed its own problem. Other boards, however, suffer from a more general discomfort: the feeling that something is missing or preventing them from doing their jobs. Often, that something is a particular kind of information. The board of Axcan Pharma, for example, conducted a self-assessment that exposed concern about the conflation of chairman and CEO roles. Further conversations narrowed the focus: Directors, it turned out, worried less about the conflation of roles than about a lack of information regarding acquisitions the CEO was pursuing. The solution was to change the information flow to the board rather than separate the two roles. Similarly, at Best Western, directors expressed dissatisfaction about the board's role in strategic direction. Their chief complaint? They weren't getting information on risks and returns before being asked to ratify major initiatives.

Such knowledge malnutrition is common. Boards often subsist on just two sources of information. The first is retrospective data on corporate performance and operations—in other words, trailing indicators. The second is presentations by management—particularly by the CEO, whose articulation of a vision and interpretation of financials significantly shape boards' views. Given those meager rations, it's no wonder companies get into deep trouble before their boards find out.

Not long ago, we worked with a board that was under sharp criticism for taking too long to remove a CEO following major performance shortfalls and spectacular valuation declines. But the directors shouldn't have been faulted for dragging their feet. As one explained, "Six months ago, we had a very articulate CEO who made a very eloquent case about the company, and we had financial measures that indicated we were one of the most valuable market capitalization companies in the country. How were we to know what was going on below? In fact, once we saw the problems, we acted with blinding speed, although in many ways it was too late."

It is management's responsibility to ensure that boards get the right information at the right time and in the right format to perform their duties. The best boards design processes to deliver formal information that combines both leading and lagging performance indicators, which will vary by industry and company. But boards should also be free to collect information on their own, informally and without management supervision. Directors at General Electric and Target, for example, are required to periodically visit company facilities unaccompanied by senior executives.

## The Right Culture

Against a backdrop of governance progress, many boards appear positively antediluvian. The boardroom is dark and richly paneled. A plaque engraved with a member's name adorns each chair. No one argues passionately about anything. Robert's Rules of Order prevail.

Those are just some visible artifacts of tradi-

Without the right information, in the right format, at the right time, board members may be left in the dark.

## Do We Have an Engaged Culture?

Engaged cultures are characterized by candor and a willingness to challenge. In each of the following areas, engaged boards reflect the social and work dynamics of a high-performance team.

## **Agendas**

- The agendas limit presentation time and maximize discussion time.
- There is lots of opportunity for informal interaction among directors.

## **Norms**

- Board members are honest yet constructive.
- Board members are ready to ask questions and willing to challenge leadership.
- Board members actively seek out other directors' views and contributions
- Board members spend appropriate time on important issues.

### **Beliefs**

- "If I don't come prepared, I will be embarrassed."
- "If I don't actively participate, I won't be fulfilling my responsibility."

"I'll earn the respect of my fellow directors by making valuable contributions and taking responsibility for what we do together."

"If I can't carry my load, or if I can't agree with what's going on, I should resign."

### Values

- The board serves the business community by actively participating in governance.
- The board is responsible to the company's various stakeholders and constituencies.
- Board members are personally accountable for what goes on in the company.
- The board is responsible for maintaining the company's stature in the industry.
- · Board members respect one another.

tional board culture—a huge obstacle to directors seeking greater engagement. Culture is a system of informal, unwritten, yet powerful norms derived from shared values that influence behavior. We know that culture affects teams: Even those doing the same work with identical structures and similar composition perform differently depending on their social systems and beliefs. Thus, passive boards, governed as they are by formality and reserve, will perform differently from boards like the one described in the exhibit "Do We Have an Engaged Culture?" Engaged cultures are characterized by candor and a willingness to challenge, and they reflect the social and work dynamics of a high-performance team.

Structures, composition, information flow—these things can be designed. Culture, by con-

trast, develops over time and tends to reward those who perpetuate it, making it difficult to change. At one financial institution in the midst of a self-assessment, some directors argued for a more open and participatory culture. But the majority clung to the status quo. Proponents of change recognized that as long as the board's composition stayed the same, the old culture wasn't going anywhere.

Boards cannot easily change their cultures. But as members start to act as a team, board cultures will change. The closer directors get to an engaged culture, the closer they are to being the best boards possible.

• • •

Although governance reform is, strictly speaking, an imposition, boards should view it as a catalyst. Yes, it is far harder to clean house than to simply tidy up, but the rewards are proportionately greater. An ambitious board-building process, devised and endorsed by directors and management, can turn a good board into a great one. But that transformation happens only when boards define their optimal roles and tasks and marshal the people, agendas, information, and culture to support them.

At its most effective, board building contributes not only to performance but also to member satisfaction. "I've served on this board for nearly ten years, and this is the first time I've really sat down and thought about how we have been working together," said the director of a consumer products company engaged in such a project. "Our discussions always focus on how we are addressing everything on the overloaded agenda. Now that I've spent some time thinking about this, there are definitely some things we could do better.

"It also made me think about why I joined this board in the first place," he said. "Somewhere between all the meetings and the calls, I seem to have lost sight of that."

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## **Further Reading**

Building Better Boards is also part of the Harvard Business Review OnPoint collection Building the Best Boards, Product no. 6948, which includes these additional articles:

## The Board's Missing Link

Cynthia A. Montgomery and Rhonda Kaufman *Harvard Business Review* March 2003 Product no. 3183

## What Makes Great Boards Great

Jeffrey A. Sonnenfeld Harvard Business Review December 2002 Product no. 2365

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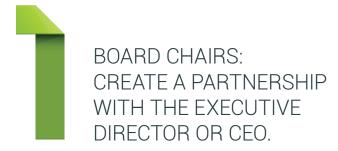






# What Makes a GOOD BOARD MEMBER?

While all effective board members understand and meet their basic responsibilities, truly exceptional board members do more. They go beyond the basics and pay attention to how they approach board service. These six characteristics build on straightforward board duties and focus on key traits of exceptional board members.



The partnership between a nonprofit's board chair and CEO is one of the most important elements of a strong board and a successful organization. However, developing this relationship takes work and commitment from both individuals.

The role of chief executive can be lonely, so having a trusted colleague in the board chair is invaluable. A good board chair ensures lines of communication are open and serves as a much-needed sounding board for the CEO.



**Don't Do:** Board chairs shouldn't shy away from, or overreact to, bad news. A strong board chair—CEO relationship is built on trust. The CEO should be just as comfortable sharing bad news as good.



FOCUS ON LISTENING, NOT JUST PARTICIPATING.

To encourage robust discussion during board meetings, board members must be prepared to listen as well as engage. Exceptional board members are careful not to dominate discussions and ensure that everyone, including quieter board members, have a chance to share their opinions. Additionally, it is important to understand the reasoning behind individuals' comments, even when board members do not agree. After listening carefully to others' views, the board can work together to build consensus.



**Don't Do:** Avoid creating a homogenous board in which consensus is based solely on similar experiences and opinions. Diversity enhances decision making, so

incorporating a number of different perspectives in discussions helps the board arrive at the best result.



## UNDERSTAND THE BALANCE BETWEEN GIVING THE CEO AMPLE ROOM TO MANAGE THE ORGANIZATION AND ENSURING THAT ETHICAL STANDARDS ARE MET.

Board members are overseers, not implementers. The chief executive is in charge of managing the day-to-day activities of the organization, and the board should be careful not to <u>micromanage</u>. Instead, board members are responsible for bringing complex, big-picture questions and opportunities to the organization.

However, the board must also ensure adherence to legal standards and ethical norms. Adopting a "hands-off" management approach does not mean that board members can turn a blind eye to ethical improprieties. All board members should be familiar with the organization's bylaws and understand how best to respond to any ethical issues that might arise.



## Don't Do:

When introducing issues or programs for the board

to consider, board members should be careful not to push their personal agendas. The needs of the organization should always come before personal connections and pet projects.



One of the most important roles of nonprofit board members is to ask questions. The board should constantly assess current and proposed projects to ensure they serve the organization's mission and are setting the organization up for success.

In addition to bigger picture questions, exceptional board members are not afraid to ask what may seem to some as simple, more straightforward questions as well. Oftentimes, a more nuanced organizational business practice can take time to understand, or a new board member might not be familiar with the organization's history. Good board members are not afraid to ask naïve questions because they trust their own instincts and want to improve their knowledge of the organization.



**Don't Do:** While asking questions is beneficial, board members must be prepared for rigorous discourse by reading all the materials provided to them during new board member orientation and in advance of a board

meeting. Posing a question that has been answered in the materials provided may show a lack of attention or interest.



## SERVE AS AMBASSADORS FOR THEIR ORGANIZATIONS AND UNDERSTAND THE RESPONSIBILITY THAT COMES WITH THAT ROLE.

As ambassadors, board members represent the board outside the boardroom. This can range from talking with colleagues and friends about the good work the organization does to attending meetings with legislators. Board members serve as a link between the organization and its members, stakeholders, constituents, and clients and are responsible for educating influencers and the community about the importance of the organization's work. For more information on board members' roles as advocates, visit the Stand for Your Mission campaign.



**Don't Do:** While it is important to discuss the organization's work outside of the boardroom, board members must be careful not to gossip about confidential matters. No matter how informal the situation might seem, internal matters of the organization should remain just that — internal.



REMAIN ENERGETIC IN LEARNING ABOUT AND HELPING THE ORGANIZATION. Above all else, good board members enjoy their role. They are passionate about the work of the organization and interested in learning more about its mission and the community served. Board meetings should not be seen as a chore; instead, they can help board members connect with their peers and maintain enthusiasm for their important responsibilities.



**Don't Do:** Be wary of board members who have lost their excitement for board service. Occasionally, fatigued or irritable

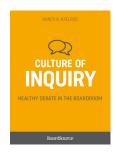
board members are be a sign of problems with the staff or board processes, but a lack of enthusiasm might also mean it is time for certain members to roll off the board.

Adapted from a featured speech at the 2007 BoardSource Leadership Forum by Susan V. Berresford, then president and CEO, Ford Foundation.





## **Board Fundamentals**



## **Culture of Inquiry**



## <u>Ten Basic Responsibilities</u> <u>of Nonprofit Boards</u>



The Board Chair Handbook

## Albertina Kerr FY19-20 Board & Foundation, Standing Committees

Rev: December 2019

## **Governing Board of Directors**

Name	Email	Position	Term expires	Committee(s)	Expertise
Teri Barichello		Member	3rd term FY21	P&A	DMD, Executive Mgmt, Healthcare
David Boxberger		Board Chair	2nd term FY20	Executive (Chair)	Business Owner, Technology, Consumer
David Connell		Member	3rd term FY22	FAQ	Attorney
Miki Herman		Chair Elect	4th term FY21	Executive	Business Owner, Executive Mgmt, Retail
Susan Hobbel		Member	1st term FY22		Executive Mgmt, Health Care
David Lake		Member	1st term FY22	FAQ	Executive Mgmt, Health Care
Paul Litwinczuk		Member	2nd tern FY21	FAQ	Strategic Planning
Melissa May		Member	2nd term FY21	FAQ, P&A	Attorney
Jill Nickerson		Member	2nd term FY22	FAQ	Executive Mgmt, CFO
Craig Payne		Member	2nd term FY20	FAQ	Executive Mgmt, Insurance, Consumer
Lisa Powell		Member	2nd term FY22	P&A	Executive Mgmt, HR, Health Care
Karen Rasmussen		FAC Chair	2nd term FY20	FAQ (Chair), Executive	Executive Mgmt, CFO, CPA
Laura Shipley		Member	2nd term FY22	FAQ	Banking Executive
John Thoma		Past Chair	3rd term FY20	Executive (Past Chair)	CFO, CPA
Dennis Warneke	<u> </u>	Member	2nd term FY20	P&A	Business Owner, Insurance
David Wilson		P&A Chaiar	4th term FY22	P&A (Chair), Executive	DMD, Healthcare, Consumer

## Foundation Board of Trustees

Name	Email	Position	Term expires	Committee(s)	Expertise
Catherine Bekooy		Trustee	2nd term FY20	P&A, Investment (Chair)	Consumer
Jeff Carr		Trustee	N/A	N/A	
Miki Herman		Chair	4th term FY21	Executive	Business Owner, Executive Mgmt, Retail
Kim Lilly-Curry		Chair Elect	2nd term FY22	Executive	Business Owner, Executive Mgmt, Marketing
Rod Malone		Trustee	1st term FY21	Investment	Executive Mgmt, Finance
Sarah Robinson		Trustee	1st term FY21	Ambassador Board	Healthcare
Heidi Steeves		Trustee	1st term FY22	PALS Committee	Healthcare