

Observing a Board of Directors Meeting: A Quick Source of Feedback on Board Performance

One quick way to assess your Board of Directors is to ask someone to observe a Board meeting and provide feedback. The observer should be knowledgeable but objective. Ideally, the individual has served on nonprofit Boards, has some understanding of your organization's work, and is not a current or past Board member or a staff member. This might be a consultant who will be working with the Board or a friend of the organization. Assure the observer that you want honest observations and feedback. Provide a copy of your bylaws, a "package" from a recent Board member, including minutes, and all materials for this Board meeting. Ask for structured feedback, ideally a combination of written notes and an oral presentation to the Board or Executive Committee at its next meeting.

To guide the observer, suggest looking for and recording observations related to at least the following topics and questions:

1. **Attendance:** What proportion of members are present? Do they come on time? Do they stay for the whole meeting? What staff are present? Who speaks? Do other staff speak out independently on issues, or respond only when asked by the Executive Director?
2. **Materials/Preparation:** Is there an agenda and Board "package"? Are materials well organized and the agenda time-phased? Was the package sent out at least a few days ahead? Does it appear that people have read the materials? Does the Board seem well informed about the work of the organization?
3. **Process:** Does the Board use some orderly process to run the meeting – *Robert's Rules of Order* or something else? Does the Chair seem in control? Does everyone have the opportunity to speak and be heard? Does the meeting follow the agenda? Does it end on time?
4. **Decisions:** Are needed decisions clearly explained and proposed actions or options clearly stated? Are decisions made based on motions or some other defined process? Are decisions made by voting or consensus? Does the Board address difficult issues and take action, rather than trying to avoid them?
5. **Content:** Does the meeting provide for a report from the Executive Director? A report from the Chair? Is there a program update? Is there a reasonable balance between program-related and oversight/administrative issues?
6. **Committees:** Are there committees? If so, do they appear to have met since the last meeting? Are there written committee reports? Oral reports? Do committees bring recommendations to the Board? Does the Board pay attention to the Committee's recommendations and use them as the basis for discussion?

7. **Finance:** Is there a finance report, including written financial statements? Do they include at least a statement of financial position and a balance sheet? Is the Treasurer (not just staff) involved in making the report? Are financial matters discussed and understood by the Board? Does the Board formally accept or adopt the financial report?
8. **Resource Development:** Does it appear that the Board is informed and involved in resource development? What discussion occurs at the meeting? Do all Board members appear engaged in this discussion? Does the Board appear to be helping the Executive Director and staff with fundraising?
9. **Relationships:** Does it appear that Board members respect each other? Do they interact positively, using and sharing knowledge and experience? Do you see any tension or factions? Is there evidence of clear role division between Board and Executive Director? Is there any evidence of tension or distrust between them?
10. **Follow up:** When the meeting ends, is it clear what follow up is needed? Are responsibilities clear – have tasks been assigned to committees or individuals? Are deadlines included (e.g., report back at the next Board meeting)? Do members seem to feel they have accomplished what was needed?