

# Dealing with Dysfunctional Boards

“A good board is a victory, not a gift.”

Center for Non-profit Boards/Boardsource

There is very little “fun” in *dysfunctional* boards. When boards do not perform according to the needs and expectations of the organization, meetings become boring banter or hostile encounters between power-seeking factions. Accountability drifts, work goes unattended, and needed resources never arrive. As dysfunctional behavior continues, it becomes harder to recruit new board members. Some members who need to retire find reasons to continue *ad infinitum*. Finances are in disarray. You get the picture; you’ve been there. So have I. What I would like address in this edition of First Monday are the reasons why boards become dysfunctional over time and how we can help them find purpose and direction once again.

In conversations with many local staff and board members, the most common concern I hear is that board members don’t know why they are on the board to begin with. They have been recruited by friends who currently serve (and are hoping for a way to leave) or by staff (who take too much responsibility for identifying and inviting). Or they may have been referred by synod offices or a local congregation, because they have served well in other organizations (and are probably dead-tired by now). There are several issues here.

1. There usually is not a nominating committee in place until such a time as someone notices that new members are needed, and usually within a very limited timeframe. The committee becomes desperate and recruits “any warm body” who agrees to serve, but with no sense of why they were asked or what they are supposed to do once they get into the harness.
2. There is no discernment by the current board about what skills and gifts are needed to match the challenges faced by the board in the years ahead. While some board responsibilities can be learned, others need to be tailored specifically to professional training and experience, such as fundraising, legal concerns, real estate, or financial issues.
3. There is no training for new board members. Obviously, for those who have served on other boards and committees, there is transferable experience. However, serving on a campus ministry board is a unique opportunity. New members will need help to understand campus and young adult culture, the history of the ministry, financial complexities, or church operations at a different level. We expect new members to “get it” by some kind of miraculous process of osmosis, but when they don’t, they get frustrated and step back or leave.
4. There is no annual evaluation of the board. Usually, when things are running relatively smoothly, there is not the sense that things could be better or that there is a need to affirm good board activity. When things become urgent, however, evaluation quickly becomes finger-pointing and blaming, rather than being an objective look at what needs improvement.
5. Well-intended boards become meddlers and micro-managers. With no solid guidelines or job descriptions, they often default to doing something/anything to make their time worthwhile. They spend their time critiquing the daily schedule of the campus pastor or re-decorating the campus center. They seek to shore up the questionable work of the staff or become regular volunteers, rather than tending to their more appropriate work of oversight and governance.

6. The roles between board and staff become blurred. If there is a strong staff personality in place, the board often defers to the decisions made by the staff member. As an opposite extreme to the meddling board named above, they become rubber stamps for the decided directions laid down by over-managing staff.

### LOOKING ANEW AT RESPONSIBILITIES

Let's begin to look at some correctives to the problems identified above by taking a new overview of board responsibilities. Holland and Hester<sup>1</sup> invite us "to look at the board's performance from a new perspective: the board's main functions are to help the executive or minister identify the most important issues facing the organization in the months and years ahead, to work together to formulate creative responses, and then to shape and fine-tune decisions in partnership as the work of the organization goes forward."

From this new vantage point several things are possible.

- ✦ The vision of the ministry and the strategic plan can guide the work of the board and the decisions that are necessary to carry the mission forward. It is an opportunity to lift heads and hearts and ask appropriate questions about vision and purpose. A board that is mired in too much hands-on detail, or conversely, a board that is complacent, can find its reason for being by focusing again on the overall vision and what they need to do to move it forward. New energy can be generated from this new sense of purpose.
- ✦ The responsibilities of the board, both individually and collectively, can be defined and affirmed. A job description for the board can be designed based on this new vision of what tactical responsibilities are necessary to reach important goals.
- ✦ The search for new board members takes on a serious tone. Care is given to identifying what skill sets will be needed from board members in the days to come. Intentional recruitment of persons with specific gifts for specific tasks takes time. Good boards have a nominating or oversight committee<sup>2</sup> that functions throughout the year. They are always on the lookout for potential members, nurturing them, inviting them more deeply into an understanding of the ministry, so that when the time comes to ask them to serve, they can respond with some sense of understanding and information.
- ✦ The board begins to take its own health and culture seriously. They begin to ask themselves about the climate of the meetings, were they effective, and did they get the job done. They put in place an annual board evaluation process to discover not only how they did in the past year, but how they can function better in the year ahead. They can be both self-critical and self-affirming, not out of crisis or a sense of desperation, but because they want to grow in stronger, healthier ways.

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<sup>1</sup> *Building Effective Boards for Religious Organizations*, Thomas P. Holland and David C. Hester, editors (Jossey-Bass, San Francisco, 2000), p. 88

<sup>2</sup> In the best of all worlds this is a standing committee that is responsible for interviewing and recruiting new candidates, mentoring, and evaluating the board's performance monthly and annually.

- ✦ Relationships between staff and board improve, because each has an understanding of the proper role of the other. They don't do each other's work; they work inter-dependently, each with their own job descriptions and means of evaluation.

### MAKING BOARD CHANGE HAPPEN

A reality that must be recognized is that boards will not change their behavior if they see no need to do so. We know that change can't be forced on individuals, neither can it be forced on organizations. Unfortunately it may take a crisis to bring the need for change to everyone's attention. The building may be falling down, the budget may have developed a black hole, or the board is ready to fire the staff (or vice versa). Change requires new energy and new commitment. Board members may just be treading water until their term in office is over. While they may have a sense of the magnitude of the work ahead, it may seem so daunting that they don't have the collective will to attend to it.

“As a board member, you have a responsibility to subvert mediocrity.” Kay Sprinkle Grace<sup>3</sup>

Grace's point in the quote above is that it is the responsibility of every board member to challenge the way in which the board functions and to contribute to the health of the board culture. She observes that there is frequently a slide to mediocrity by boards and a lowering of expectations and performance. One can expect it, like sin in the human family. It has individual as well as corporate dimensions. Mediocre boards don't happen overnight, but they may happen without anyone noticing or reversing the slide downward. Grace lays the responsibility for change at the feet of each member. “The non-profit sector deserves the very best leadership possible. As a board member, it's your mandate not only to lead and govern, but to ensure that others do as well.”<sup>4</sup>

Although staff may be highly sensitive to the need for board change, staff responsibilities for effecting board change need to be carefully considered. It's not *your* board that needs changing; it's the ministry's board. They don't work for you; you work for them, albeit in a mutually supportive way. Machinations that attempt to move out certain members and/or add new members are bound to backfire. Changes in the way that decisions are made or goals addressed may be obvious to you, but may not be obvious to others.

The most effective way in which staff can speak to change is by providing information about ministry needs that the board must address or by describing outcomes which are crucial to the ministry, but are not happening at the present time. For example, the need for fundraising will become more urgent when staff informs the board of the costs of continuing the service events or what the ramifications of dissolving the peer ministry program might be in terms of their own work load and the overall impact of student leadership on the ministry. The need for board involvement in recruiting new members will become apparent when staff point out the obvious implications of inviting their own friends to serve. Times set for board and staff evaluations have an expectation that candor and good listening are the rule of the day, without the fear of punitive consequences. The appointment of a mutual ministry committee may also help the process of honest speaking and hearing.

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<sup>3</sup> *The Ultimate Board Member's Book*, Kay Sprinkle Grace (Emerson & Church: Medfield, MA, 2008) p. 60.

<sup>4</sup> *Ibid*, p. 60

James Gelatt<sup>5</sup> acknowledges that he has worked with “boards with bad attitudes” over the years. He is sensitive to the need for boards to change and to the propensity of staff to want to fix the way the board works (or doesn’t). He suggests:

1. Advocate for a consultant. Stack the deck with someone you know who can bring about the concepts of change as a “neutral” outsider, even though this is a person you know you can trust and be candid with.
2. Encourage board education sessions as a way for the board to grow and be healthy. Stay away from “training” language, which suggests that no one knows what they are doing. Talk about these as “growth” sessions or “information” sessions.
3. Share information from time to time about good board governance, but don’t use it critically or as a way to whip your board into shape.
4. Be “apolitically political” by formatting problems as questions that need answers or concerns that need responses.
5. When possible, get the board to agree to self-evaluation. Maybe an “I’ll go first” approach will work. If they see the positive value of evaluating staff, they will see the value of looking at their own process and outcomes.
6. Look for champions—people on the board or elsewhere who understand the challenges in the same way you do. Help their voices to be heard in a non-threatening way. For example, students can be very helpful in acquainting board members with the realities of campus life and the need for doing ministry in a particular way.

### HOW BOARDS LEARN

The learning that a board must do change its own culture is tied to both the developmental and the tactical work of the boards. It is a false dichotomy to separate the two. The dimensions of group interaction (discernment, decision-making, problem-solving, feedback), are critically tied to the accomplishment of goals and outcomes. Further, as these twin aspects of board change are identified, the reality is that change is not a quick fix that happens overnight or at one meeting alone. Meaningful change happens over time.

Holland and Hester remind us, “Effective boards are composed of members who work intentionally at learning and developing group skills. . . . Strong boards take time to examine their performance, to learn from their successes as well as from their mistakes, and to build skilled teamwork.”<sup>6</sup> They also note that it is easier to change a board’s behavior collectively than change members attitudes or personalities. Exhortations and pleading do not work nearly as well as changes in routines, procedures, and structural formation.

Members begin to think differently and act differently as a result of such practical steps as bringing thoughtful questions to the board, providing relevant and focused information on the issue, dividing members into small groups to brainstorm alternative solutions and formulate recommendations, and encouraging critical and analytical thinking about coming changes that are before the group, focusing on specific priorities, and agreeing on steps for accountability.<sup>7</sup>

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<sup>5</sup> “Boards with Bad Attitudes,” James Gelatt, *Contributions*, September-October, 2005

<sup>6</sup> Holland and Hester, pp. 88-89.

<sup>7</sup> Holland and Hester, pp. 91-92

Boards learn as most adults learn—by examining their successes, evaluating their failures, and trying new strategies and structures. Nurturing a group setting where all questions are legitimate, all voices heard, and all possibilities examined will help a board break out of its indenture to stifling routine and grinding apathy. Topics of discussion at poignant intervals might be:

- ♦ What did we do well that made this goal happen?
- ♦ What could we have done better to make the event more effective?
- ♦ How could we structure the board to get more done outside regular meetings?
- ♦ What new skills do we need to invite onto the board to accomplish our new goals?
- ♦ How did we get into this situation?
- ♦ What alternatives could we consider in the future?
- ♦ When could we have used more information?
- ♦ What new things do we need to learn to mover forward?
- ♦ Are there criteria for staying on the board or leaving that we need to consider?

### **DIS-INVITING BOARD MEMBERS**

This may be the most difficult dilemma—how to get a dysfunctional board member(s) to resign, particularly when they feel the need to stay. For example:

- A board president has not only been on the board forever, they have held the key position of president for 12 years, and have expected all decision-making to go through them.
- A fundraising committee has taken on the responsibility for the annual fund, but the income has slid decisively for the past five years.
- A strategic planning task force has been appointed, but has not met for the past year.
- Two members of the board use the meetings to work out personal vendettas, drawing other members into taking sides.
- The person responsible for maintaining the Web site refuses to turn over the work to someone else.
- The treasurer promises monthly reports, but offers only excuses why they are not available.

When the board itself becomes aware of issues like those noted above, there are several directions that can be taken.

1. The bylaws can be reviewed and, if necessary, changed to address term limits, terms of office, and attendance. Once in place, bylaws need to be enforced and can be used as leverage to change leadership.
2. How responsibilities are to be handled through the board structure, by the executive committee, or mutually by board and staff can be reviewed or reassigned.
3. A job description can be put in place for the board and used at an annual evaluation.
4. If the member was appointed by the synod council, for example, the council could act to remove the member.
5. If malfeasance is detected, for example careless work on the part of a treasurer, that member can be asked to step down from their position.

When a staff person becomes convinced that a board member(s) is dysfunctional, there is little overt action that can be taken. If a meeting is called for with such a member, the staff person should always go in the company of the board chair, or if the chair is at fault, with at least one other member of the executive committee. Every attempt should be made to help the member become part of a healthy board once again before any resignation is asked for. If problems persist, perhaps the synod bishop will

agree to participate in further conversation. Avoid triangulation. Use the tools named above for the board itself to utilize. Be patient; look for cracks in the process to insert a carefully chosen word. Pray.

Very often uninvolved board members are looking for a way out. Someone who was once active and productive may find it difficult to continue, but they do not want to let others down, so they hold their place at the table knowing that soon their term will come to an end or that by slacking they won't be asked to serve on another committee. When dysfunctional behavior becomes obvious, it's the responsibility of the board chair to thank the member for their service, acknowledge the current dilemma, and offer the member the opportunity to step down. Kay Sprinkle Grace reminds us, "It's important to prune deadwood on a board. But it's also key to discover why the wood is dying. Only then can you prune correctly, or water and witness new growth."<sup>8</sup>

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<sup>8</sup> Kay Sprinkle Grace, p. 108