Both the board and CEO advance the foundation's mission. They hold different responsibilities, but they need to support and balance each other.

The board chair–CEO partnership is crucial to your foundation’s effectiveness, as well as to your success as a CEO. As one CEO said, “To have a successful community foundation, no matter the size of its assets, there must be, first and foremost, a positive and mutually respectful relationship between the CEO and the board of directors.” Ideally you are looking for a relationship that is open, positive, productive, and enduring. Such partnerships don’t develop naturally, but instead must be built and managed over time. So, how do you get there?

This edition of What You Need to Know is specifically for CEOs—new or seasoned—who are looking to build a better relationship with their board chairs.

Roles and Responsibilities

Before you can understand the relationship between the board chair and CEO, it’s important to know everyone’s role. In sum: The board of directors is responsible for formally setting the vision, mission, and policies for the foundation. The CEO, as a hired employee, leads the staff in implementing the vision, mission, and policies. The CEO implements those policies according to the board’s directives. Although these roles support each other, they remain separate and distinct. Here are more details:

**THE BOARD CHAIR**

The board chair (also called the board president) leads the board. As the chief volunteer officer, the board chair presides over meetings, rallies the board, supports the CEO, and facilitates communication between the board and the CEO. This position demands exceptional commitment to the community foundation, first-rate leadership qualities, and personal integrity. Board chairs and CEOs drive the foundation’s direction, so the board chair must be able to earn and maintain the respect of fellow board members. (See What are some of the functions of the board chair? (page 3) for more information.)

**THE CEO**

Typically, the chief executive oversees the daily and long-term operations of the community foundation and its staff, including hiring the staff and defining job responsibilities, overseeing programs, establishing the financial infrastructure, communicating fully and frequently with the board, and acting in a leadership capacity on behalf of the community foundation.

Below are some tips for how you and your board chair can best support each other’s work:

- **Have confidence in your board and board chair.** Be assured that the board members have the best interests of the community foundation at heart and are willing to work for its good.

- **Give the board and board chair reason to have confidence in you.** Show the board that you are running the community foundation well. Communicate openly and honestly with them. Listen to them.

- **Be sure all employees know their roles.** Provide clear job descriptions. An imbalance of power can undermine the authority of both the board and the staff, and diminish morale.

- **Help the board avoid bottlenecks of control and micromanagement.** Offer members tools and resources on board roles. Communicate your concerns to the board chair. Keep working on the relationship.
● **Learn how to manage conflict.** Provide conflict resolution skills when needed. Model a positive, constructive attitude. Create appropriate channels for the staff and board to voice concerns. Plan in advance how to manage a crisis situation.

● **Encourage regular self-assessment.** Self-assessment opens communication, improves relations, and increases the board and the staff’s effectiveness.

● **Bring in an outside consultant.** If conflict arises between the board and staff, you might suggest bringing in an objective expert to mediate and/or conduct a retreat.

### Ask Yourself

- How confident are you in your board chair? How confident is she in you as CEO?
- How well do you communicate with the board chair and vice versa?
- How clear are the CEO, board chair, board members about their roles and responsibilities? Do all parties have and use job descriptions?
- What is the board chair’s communication style? For example, does he prefer to be approached in person first, followed by a memo recapping your conversation? Or does she like to be approached first by email, followed by a face-to-face interaction?
- In what ways do you, the CEO, prefer to communicate?
- What are the board chair’s goals, priorities, pressures, strengths, weaknesses, and blind spots?
- What are your needs, strengths, weaknesses, and working style?
- What does the board chair see as the challenges and opportunities that lie ahead?

- How often and in what way does the board evaluate the CEO’s performance? How can the process be improved?
- What are the organization’s needs and how can the board help the organization?

### Frequently Asked Questions

**How can the board chair and the chief executive work together productively?**

The board chair and the CEO need to support, consult, and complement each other.

Each has her own responsibilities: The chair leads the board, while the CEO manages the operational activities of the foundation. They share power in their mutual pursuit of advancing the mission of the community foundation.

As the CEO, you will want to cultivate your relationship with your board chair immediately. While this is a shared responsibility, the burden usually falls on the CEO. If you are a new CEO, or if the board chair is new, begin by meeting with the chair right away. Share what you are learning or have learned as CEO, ask the chair questions, and discuss the kind of relationship you want. Talk about what you can do to develop your partnership. Ask the board chair—and the board, for that matter—to communicate their expectations to you verbally, or, better yet, in writing, and often (twice or more per year).

**What makes for good leadership on the part of a CEO?**

CEO leadership does not mean dominating the board or stripping it of its responsibilities. You are there to involve the board and give them ownership, not simply report to them and have them rubber stamp what you and the staff are doing. Strong leadership means being proactive, facilitating the ideas of others, and encouraging regular self-assessment—both for the board and the CEO.
The savviest community foundation CEOs make an effort to understand what their boards want to achieve and then help their boards realize those goals. For example, learning that his new board chair was very interested in strategic innovation and change management, one successful community foundation CEO made sure that the chair was prepared to play a leading role in the annual strategic work session. The preparation included developing a presentation on major community conditions and trends, for the chair to make, and providing a forum for the chair to rehearse before the session. A less savvy CEO might have had a senior executive create the presentation, thereby losing an opportunity to cement a partnership with the chair. But this CEO took advantage of a good opportunity.

Why is it helpful to create job descriptions for the board and CEO?

Providing a clear and realistic job description for a CEO—and for board members as well—goes a long way. Your board should clearly define your duties and responsibilities, and their expectations of you in your role as CEO. If you haven’t received a job description, discuss the need for one with the board chair. While each community foundation will have its own description, most include the following:

A CEO:

• **Supports and administers board operations:** advises and informs board members, interfaces between board and staff, and supports the board’s strategic planning and evaluation processes.
• **Provides program, product, and service delivery:** oversees the design, marketing, promotion, delivery, and quality of programs, products, and services.
• **Handles financial, tax, risk, and facilities management:** recommends a yearly budget for board approval and prudently manages the foundation’s resources within those budgetary guidelines, according to current laws and regulations.
• **Manages human resources:** follows personnel policies and procedures, and complies with current laws and regulations.
• **Directs community and public relations:** makes sure the staff, board, and volunteers communicate about the foundation and its mission, programs, and services with a strong, consistent message and a positive image.
• **Leads and supports the organization in identifying new resources:** oversees resource development and works with the board to appropriately cultivate new donors and resources for the organization.

What are some of the functions of the board chair?

As stated above, the board chair presides over the foundation’s board of directors and serves as the point of contact for every trustee on board issues. When writing a job description for the board chair, include the following responsibilities:

• **Serves as the contact** point for every trustee on board issues
• **Facilitates the process** to set goals and objectives with the entire board and ensures that they are met
• **Ensures that all board members are engaged** and assigns committee chairs
• **Motivates board members** to attend and participate in meetings
• **Runs effective and productive board meetings** (a very challenging task)
• **Cultivates and involves potential board members** with demonstrated leadership qualities, to avoid running out of qualified, well-informed, active candidates
- **Uses a governance committee** (if applicable) effectively so that leadership changes and choices are suggested by a group decision-making process

- **Encourages board members to conduct self-assessments** and evaluations of the board as a whole

- **Evaluates the CEO’s (together with the board), performance**

**How do community foundation boards manage their relationships with their CEOs?**

Some boards find it best to assign a standing committee tasked with maintaining a healthy relationship between the board and CEO. Many larger community foundation boards have found that the executive or governance committee is the natural place to assign accountability for the board–CEO partnership. As part of its charge, this committee might establish an agreement with the CEO on his/her executive leadership targets, monitor the CEO by having an ongoing dialogue on the health of the partnership, and most importantly, regularly evaluate the CEO’s performance.

**Why is CEO evaluation important?**

Evaluation is more than a tool for the board to monitor your performance—it is highly beneficial to you in your role as CEO. Consider these advantages:

- An evaluation requires that the CEO have a clear job description that clarifies responsibilities. If the board hasn’t crafted your job description, use this exercise to prompt it to do so.

- As part of an evaluation, the board and CEO must establish mutually agreed-upon goals for the coming year.

- An evaluation can be a formal opportunity for you to address major concerns, budding disagreements, or pressing issues.

- An evaluation is an opportunity for the board to discuss big issues concerning the foundation or the CEO’s performance. The discussion can lead to improvement.

CEO evaluations can be simple, as long as they are thorough. Many boards will ask the CEO to perform a self-assessment first, on which they then base their evaluation. Others ask the staff for feedback. If your board includes staff in the CEO evaluation, suggest that it keep staff comments confidential. Ask the board to brief you and the staff first on its process, and explain how the information will be used.

As the CEO, make your board aware (if it isn’t already) of its responsibility to evaluate your performance. As part of the National Standards for U.S. Community Foundations, boards must evaluate their CEOs annually. In doing so, the board must show the nature and extent of the review, and what benchmarks are used in setting the CEO’s salary.


**How can the CEO and board chair prevent misunderstandings?**

The partnership of the board chair and the CEO needs constant attention. Personalities change but the positions remain. Each partner needs to adapt to and cultivate the working relationship. The key to this is communication—open and consistent communication. It’s a good idea to establish this communication right from the start. For example, a CEO should meet with a new board chair immediately and talk openly about preferred communication styles and the best way to work together.

Keep in mind that challenges may arise if the communication falters between the CEO and board. All human relationships require conscious, constant management to keep them healthy, but the board–CEO partnership is especially important. You and your board chair can circumvent misunderstandings and dysfunctional situations by providing one another with continuous support and feedback.

**What should I do if things go wrong?**

If you find out the board is not happy with you or your performance, the best way to deal with the situation is to communicate. Start by meeting with the current board chair to ask for a full, candid, and frank assessment. Try to learn where the board thinks you went wrong. Ask for the chair’s help and guidance in putting together a plan for the future.

Next, you might meet with every member of the board individually before the next board meeting. With each board member, acknowledge what is being said. How would they critique your performance? What excites them about the plan that’s been suggested? Do they have concerns? How can you communicate more effectively with each of them—during and between board meetings?

Hopefully, with honest and regular communication, any issues or misunderstandings can be resolved in a healthy and effective way.
Resources


For further information email community@cof.org or call 703-879-0600.