

ABOUT YWCA BOARDS OF DIRECTORS

Why a Board of Directors?

Nonprofits receive favorable tax treatment and other benefits because they exist to serve the public interest. Hence, every nonprofit is required to convene and sustain a group of responsible citizens to serve in a *strategic* governance capacity. **The job of the board of directors, both as individuals and as a group, is to ensure that:**

- Policies, planning, and services remain fully aligned with the organization's stated charitable purpose.
- Assets are ably managed and steadily increased - not only physical property and financial assets, but also the organization's reputation, relationships, staff capabilities and each other's capabilities on the board.
- Ethical and overall leadership standards are upheld.
- All legal and agreement obligations are met.



In carrying out their responsibilities, YWCA boards of directors must make highly visible their understanding of the:

- Duty of loyalty to those served and to the community - by involving a wide range of stakeholders and acting in the best interest of YWCA as a whole.
- Duty of care - by making prudent decisions based on the fit with the YWCA mission, constituent needs, capacity and available resources.
- Duty of compliance, by adhering to established policies, protocols, rules, agreements and regulations.

Please note:

This information is presented only as a resource and/or sample. As YWCA needs and situations differ, this information is not to be considered as advice, a prescription, or as any type of recommendation.

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Be sure to engage appropriate counsel/expertise for the development and implementation of any YWCA plan, event, policy, procedure, practice, contract, agreement, and/or action.

Why is YWCA Governance by Women?

YWCA's since their founding and by design have reserved voting membership and governance roles for women aged 15 or older.*

The reasons for this tradition and requirement stem from our founding mothers' want and the continuing need to address gender-based discrimination for services, opportunities, and sharing of resources. The YWCA women's governance policy is designed to:

- Counter still-evident societal/institutional norms
- Consider and respond to the needs of women and girls as expressed in their own voices
- Maintain unencumbered say for channeling the use of organizational resources
- Develop and implement programs that create opportunities and barrier-free advancement for women and girls
- Advocate from a position of first-hand experience and secure a fair share of community, state, and federal resources
- Provide ample opportunities for women to develop and serve as community decision makers

Allowances for these practices have been upheld through applications of the Public Accommodations Principle and the Compensatory Purpose Doctrine, both of which have been tested in court settings. Employment policies and practices in YWCA's are NOT gender-based except where special circumstances apply *and* any allowances made are specifically allowed by law.

**In 2006 YWCA's became able to request an exception to the all-female membership and governance policy. The change was designed to accommodate YWCA's who could clearly demonstrate that including men as members/potential members of their boards had become absolutely essential to continued viability. YWCA's applying for an exception need to demonstrate this condition, and, that they will protect YWCA's ability to provide significant community leadership and skill building positions for women.*

With the duty of loyalty, duty of care and duty of compliance at the core, YWCA boards have fiduciary, strategic and generative responsibilities as they guide the organization toward a sustainable future. Essential to carrying out these responsibilities and staying well positioned to pursue opportunities and handle inevitable challenges are:

A. Fulfilling their fiduciary responsibilities, e.g.:

- Acting prudently as a trustee of and in the best interest of YWCA
- Planning and leading with a visible commitment to the YWCA mission
- Ensuring that the highest ethical standards are visible in all interactions, and that interactions are free from conflicts of interest
- Ensuring that ample resources are available and are used in line with the budget which is in line with strategic plans
- Developing resources, including making personal financial gifts, and soliciting contributions from others
- Protecting and developing the overall assets of the association
- Evaluating the executive
- Investigating and constructively resolving allegations of misconduct
- Meeting all agreed-upon obligations

B. Fulfilling their strategic responsibilities, e.g.:

- Preparing for and undertaking thoughtful and comprehensive planning processes
- Paving the way for resource development efforts
- Sustaining internal relationships and a culture focused on long-term strength
- Sustaining external relationships and promoting YWCA
- Carrying out YWCA mission-based advocacy efforts and identifying YWCA's major service areas
- Growing YWCA leaders and ensuring continuity of mission-centered leadership through succession planning
- Hearing needs and ideas in constituents' own voices, and publicly activating these voices

C. Fulfilling their generative and manner of work responsibilities e.g.:

- Staying active, engaged, and informed
- Documenting decisions and decision-making processes, consulting with appropriate experts for larger, consequential decisions
- Planning and leading in ways that empower and motivate the chief executive while ensuring accountability
- Keeping expectations clear to sustain healthy and productive relationships between board and staff, especially the chief executive
- Able handling conflicts among the board or between the board of directors and the chief executive
- Ensuring that problems and opportunities are defined from several perspectives
- Ensuring that the development of policies, strategies, and decisions is reflective of current best practices
- Tackling, head on, ambiguous issues and challenges without easy answers
- Contributing to unity among board members as decisions are made and publicly expressing confidence in these decisions

To view these responsibilities in a graphic and for more details, please see the companion resource, “YWCA Board of Directors Roles and Responsibilities.”

A sample YWCA board member job description follows.

SAMPLE YWCA Board Member Job Description

YWCA is dedicated to eliminating racism, empowering women and promoting peace, justice, freedom and dignity for all.

OVERVIEW

The YWCA board of directors, working in partnership with the chief executive, guides the organization toward a sustainable future. Both as individuals and as a group, the YWCA board ensures that policies, planning, and services remain fully aligned with the YWCA USA mission; assets are ably managed and steadily increased - not only physical property and financial assets, but also the organization's reputation, relationships, staff capabilities and each other's capabilities on the board; ethical and overall leadership standards are upheld; and that all legal and agreement obligations are being met.

MISSION FULFILLMENT, PLANNING and EVALUATION

- Determine the organization's strategic direction, ensuring alignment with the YWCA mission, constituent needs and fiscal conditions. Review service impacts.
- Regularly evaluate board commitments, progress on approved plans, functioning and efforts.
- Carry out advocacy efforts to support YWCA mission aims.
- Ensure that YWCA USA membership requirements are being met.
- Contribute to decision making processes through active committee participation.

POLICIES AND PRACTICES

- Review materials received and develop discussion questions/contributions prior to all board and committee meetings.
- Approve policies and adopt ethical practices that fully reflect the YWCA mission, legal obligations, fair treatment tenets, and cost-effective operations strategies.

FISCAL OVERSIGHT

- Sustain knowledge of the organization's fiscal status, its implications, and actions required to ensure ongoing solvency and fiscal strength.
- Ensure that ample assets are available as work progresses.
- Ensure adequate financial planning processes and controls and their consistent application, including:
 - fully reviewing and approving an organizational budget (formatted by program/cost center, that identifies direct and indirect costs and unit income, and ensures that any gaps between income and expenses are clearly identified with commitments secured to close the gaps).
 - determining the organization's overall compensation structure, using industry-based surveys of salaries and benefits. Ensuring that, at the minimum, living wage levels prevail for all employees.
- Secure an annual audit, ensure record keeping and reporting compliance, and ensure that program, management & general, and fundraising expenses are justifiable.
- Approve major contracts
- Ensure the protection of YWCA assets by securing ample insurance.
- Develop and support regular capital maintenance and improvement plans.

FUNDRAISING

- Support YWCA efforts throughout the community, including increasing understanding of YWCA's mission and impacts.
- Actively participate in fundraising efforts through meaningful individual financial support and by actively seeking the financial support of others.

STAFFING AND STAFF RELATIONSHIPS

- Hire, set the compensation for, support, and regularly evaluate the performance of the chief executive.
- Sustain a well-working and productive partnership between the board of directors and chief executive.
- Maintain open and honest communications with the chief executive that reflect a clear understanding of the roles and responsibilities of each position. Sustain the ability to express and address concerns in a timely manner, and in ways that reflect leadership tenets vs the use of the position's attendant authority.

BOARD DEVELOPMENT and SUCCESSION PLANNING

- Organize and orient the board in alignment with the YWCA mission and strategic goals and sustain a system of board development.
- Intentionally recruit board members with ample skills, knowledge, experience and diversities that match the YWCA mission and strategic goals.
- Actively recruit and provide leadership opportunities among women of color and women under the age of 30.

BOARD TERMS/MEETINGS

Terms of YWCA _____ board members are _____ years. Board meetings are held _____.