

MISSOURI ASSOCIATION OF SOIL AND WATER  
CONSERVATION DISTRICTS

Are You **BOARD** Vs. **BORED?!**

Roles & Responsibilities of  
Board Governance

Monday, November 30, 2009

3:30 PM – 5:00 PM

FACILITATOR: PAM PULLMAN

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# Governance Vs Management

## KEY GOVERNANCE ISSUES

- TERMS OF SERVICE
- ATTENDANCE
- COMMUNICATIONS
- COMMITTEES
- CONDUCTING MEETINGS
- CONFLICT OF INTEREST
- CONFIDENTIALITY
- REMOVAL/MISCONDUCT

## BOARD COMMITTEES:

*COMMITTEES  
MAKE RECOMMENDATIONS  
BOARDS  
MAKE DECISIONS!  
EXCEPTION.....*

## BOARD MEMBER RIGHTS

## *REMEMBER...*

**THE BOARD OF  
DIRECTORS  
SPEAKS IN  
ONE VOICE  
*So what does that mean?***

**BOARDS &  
FIDUCIARY DUTIES:**

- **Duty of Care**
- **Duty of Loyalty**
- **Duty of Obedience**

**PRECAUTIONS  
AGAINST LIABILITY**

**CONFIDENTIALITY:**

Board members should **NOT** inappropriately disclose confidential information about agency business.

***PERIOD.***

**SUGGESTIONS FOR  
CONFLICT OF INTEREST POLICY**

- ***WARNING: IT IS THE APPEARANCE OF IMPROPRIETY THAT MUST BE AVOIDED TO PROTECT THE INTEGRITY OF THE BOARD OF DIRECTORS AND THE ORGANIZATION.***

**BOARDS &  
PLANNING  
(Strategic AND  
Emergency)**

**KEY RELATIONSHIPS**

- The Board & the Board Chair
- The Board & the Staff
- The Board, Staff and State Administrative Office
- The Board, Staff & the Community
- Other \_\_\_\_\_

**THE ART OF  
BOARD GOVERNANCE**

**ACCOUNTABILITY  
RESPONSIBILITY  
TEAMWORK**