

# Exceptional Governance

## Presenters

Janine Mason, Executive Director, Fieldstone Foundation  
Donald Stump, Executive Director, North County Lifeline  
Kurt Gering, Board Chair, Ocean Discovery Institute (ODI)  
Travis Kemnitz, Talent & Culture Coach, Ocean Discovery Institute (ODI)  
Torrie Dunlap, CEO, Kids Included Together (KIT)  
Scott Tritt, Past Board President, Kids Included Together (KIT)

## Topic Discussed

Janine Mason and Donald Stump from USD's Kaleidoscope of Governance Award facilitated a conversation with past Kaleidoscope Award winners from Ocean Discovery Institute (ODI) and Kids Included Together (KIT) about what it takes to be an exceptional board, what they have learned along their journeys, and how they practice exceptional governance today. Janine Mason and Donald Stump introduced a framework for exceptional governance that guides their selection for the Kaleidoscope Award winners. (See [PowerPoint Presentation](#))

**Framework for exceptional governance:** Board leadership should use the following three lenses to advance an organization's mission:

- Fiduciary (Oversight) – This lens is used for financial oversight of an organization. When using this lens, a board would ask the question, "What is wrong and how can we prevent it from being wrong in the future?"
- Strategic (Foresight) – This lens is used for guiding the mission of the organization. Board members ask the question, "What is the plan?"
- Generative (Insight) – This lens is used to make sense and meaning of complex challenges. Board members must anticipate how world events may affect the organization and requires them to ask, "What is the question?"

## Recommended books for learning more about the three lenses of governance

Governance as Leadership: Chait, Ryan, & Taylor; 2005

The Practitioner's Guide to Governance as Leadership: Trower; 2012

**Kaleidoscope Award:** Janine Mason and Donald Stump encouraged all nonprofits represented in the room to consider applying for the Kaleidoscope Award for Excellence in Governance because it is a way for a nonprofit to gain public recognition for their work. They explained that what they are looking for is how an organization's board is advancing its mission in creative and inspiring ways.

## Key Takeaways

**Boards are units and must work together as a group to make decisions.** It is the role of the CEO to create a space for the board to work as a unit as opposed to a few influential individuals dominating the conversations.

**Value in a board-led board:** The ODI board member talked about the transformation of their board from being staff-led to board-led. ODI went through the process of clearly defining responsibilities for all board members, which resulted in increased board engagement and consequently increased organizational impact. This change also prompted board members who were less committed to leave, thereby making space for new potential members who brought specific skills and expertise needed at the moment.

**Value in an Educated Board:** Panelists spoke about the importance of having an educated board. Roles and responsibilities of board and CEO must be defined, and board members may need to be educated about nonprofit business models. Both KIT and ODI panelists gave examples of educating the board through assigning required reading of selected texts on relevant topics.

**Value of committees and task forces:** ODI and Jewish Family Services (in the audience) highlighted the value of having committees that tackled fiduciary issues and task forces that worked on strategic vision and mission-related issues. One board member explained that participating in subcommittees helped to define his role as a board member during meetings.

**Generative opportunities arise during times of change and turmoil:** The CEO of KIT discussed a moment when the board had to use a generative lens to deal with a fiduciary and strategic decision. This occurred when the organization received a large contract, and the board had to reconsider their business model and their staffing needs. This ultimately led KIT to shift their business model from philanthropic to social enterprise, and to hire a marketing director to replace a vacant development director position.

**Generative lens is difficult:** Boards are usually comfortable playing a fiduciary and strategic role but find it difficult to ask the generative questions necessary to advance an organization. The KIT CEO defined a generative lens as “giving yourself the time to breathe” in moments of uncertainty. Janine Mason suggested that one way to think about asking generative questions is to ask yourself, “what is the question before the question that automatically pops in my head?” The first question to pop in one’s head is often financial or strategically focused and it is helpful to think about what more complex questions precede those easier-to-tackle questions.

### Summarized by:

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