



Effective Boards Aren't Built in a Day

Quarterly Training

January 22, 2020

Board Member Resource Guide



Main Street Board Member Responsibilities

Policy Administration

- Establishing and/or continuing the legal existence of the program
- Ensuring that the program fulfills legal requirements in the conduct of its business and affairs
- Adopting and administering bylaws
- Adopting policies that determine the program's purposes, governing principles, functions and activities, and course of action
- Assuming responsibility for internal policies governing the program

Finance

- Approving and monitoring the annual budget and financial operations of the program
- Ensuring that the program has sufficient revenue to meet its objectives
- Authorizing and approving an annual audit
- Assuming responsibility for all expenditures necessary for the operation of the program other than those delegated by the board to the program manager

Public Relations

- Understanding and interpreting the program's work to the community
- Relating the services of the program to the work of other organizations and agencies
- Giving sponsorship and prestige to the program and inspiring confidence in its activities
- Serving as advocates of economic development through historic preservation in the downtown area

Program Direction and Evaluation

- Setting program goals and giving direction to each committee for meetings these goals
- Approving an annual work plan of goals, objectives, and activities for the program
- Regularly reviewing and evaluating the program's operations and maintaining standards of performance
- Monitoring the program's activities
- Counseling and providing good judgment on plans adopted by committees and the program manager

Personnel

- Selecting, hiring, and evaluating the program manager
- Approving personnel administration policies
- Participating in the recruitment, selecting, and development of individuals to serve on the board of directors, in cooperation with the nominating committee

From Main Street Guidelines: Board Members' Handbook. ©National Trust for Historic Preservation

Executive Committee Checklist

Outline of Typical First Year Activities

Purpose

- Program Manager supervision and evaluation
- Fiscal operations and administration
- Program management

Training [Complete in first three months]

- All officers attend citywide/statewide training
- Read “Introduction” and “Organization” sections of *Revitalizing Downtown* manual
- Meeting #1: Review *Board Members Handbook*, discuss each section
- Meeting #2: Discuss executive committee role vis-à-vis board, committee and staff

Activities

Internal Tasks

- Committee work plan
- Monthly report
- Staff job description
- Staff review (once a year, minimum)
- Monthly board agenda
- Emergency measures (expenditures and decisions)
- Policy and procedures manual
- Legal issues (articles of incorporation, bylaws, 501(c)3)

External Tasks (products):

- Office set up (space/utilities/equipment/furniture/storefront/charge accounts)
- Monthly finance reports
- Recommendations to the board of directors on issues and policies

Characteristics Of An Effective Board Member

Each board member should:

- Demonstrate interest in the program's purpose and its goals
- Have specific experience in and/or knowledge of administration, finance, program development, advertising, public relations, downtown business activity, communications, design, or economic development
- Represent a public or private organization in the community or a segment of the community
- Be willing to commit 4 to 10 hour per month to the program
- Support the board decisions even when he or she may disagree with the majority
- Understand the mission of the Main Street program and promote its goals and activities to the community
- Attend board meetings
- Attend as many as possible of the training programs and workshops held each year by the state program and National Main Street Center
- Contribute knowledge, financial resources, or labor to the Main Street Program
- Respect the need for the program manager to report to only one "boss"
- Offer opinions honestly, without reservation, and in a constructive way
- Delegate responsibility to committees or to the program manager when appropriate
- Promote unity within the organization and seek to resolve internal conflicts
- Encourage orderly, systematic, and incremental implementation of the Main Street program's work plan, discouraging the board from being distracted by secondary issues or projects not included in the program's annual agenda
- Encourage staff and other board members to express their opinions openly in board meetings
- Remain loyal to the program and honor his or her commitment to it

Hiring a Main Street Program Manager

The Main Street program manager is the central coordinator of the Main Street program's activities. The program manager oversees daily operations, providing the hands-on involvement critical to a successful revitalization program. The manager also provides a communication link between committees, ensuring that the activities in all four areas of the Four Point Approach are synchronized. Like a shopping center manager, the Main Street program manager coordinates a wide range of projects, from providing support for promotional activities to assembling marketing information. Most important is the Main Street manager's role as a full-time advocate for the commercial district and as an authority on information, resources and programs related to the revitalization effort.

Like the board of directors' responsibilities, the Main Street program manager's responsibilities change as the program's goals and opportunities evolve, but two characteristics remain constant:

1. The Main Street program manager is full-time, and
2. The manager's only focus is commercial district

The Main Street Manager and Volunteers

Full-time program management is essential to a successful commercial district revitalization program. Keep in mind, however, that the Main Street manager must not take the place of volunteers in the organization. Main Street programs rely on the mobilization of large numbers of volunteers throughout the community. In this way, the Main Street manager's job is to expand and develop volunteer capacity and ensure that committee activity is moving smoothly. The manager should serve as a facilitator, coordinating people and resources, to help volunteers work efficiently and productively

The Main Street Manager's Skills

The Main Street program manager must be creative, entrepreneurial, and flexible – able to wear a variety of hats based on the program's most pressing needs. From blowing up balloons in the morning to discussing financial packaging for a key real estate development project with bankers in the afternoon. The manager must be well organized. And, above all, the manager must be able to communicate easily with many different types of people, motivate volunteers, and help resolve interpersonal conflicts.

Characteristics of an Effective Board Member

Supports board decisions even when he or she may disagree with the majority.	Offers opinions honestly, constructively, and without reservation.
Understands the mission of the Main Street program and promotes its goals and activities to the community.	Delegates responsibility to committees or to the program director when appropriate.
Attends board meetings.	Promotes unity within the organization and seeks to resolve internal conflicts.
As often as possible, attends the training programs and workshops held by the state/city coordinating program and National Trust's Main Street Center.	Encourages orderly, systematic, and incremental implementation of the Main Street program's work plan while discouraging the board from being distracted by secondary issues or projects not included in the annual agenda.
Contributes knowledge, financial resources, and labor to the Main Street program.	Encourages staff and other board members to express their opinions openly in board meetings.
Respects the need for the program director to report to only one "boss."	Remains loyal to the program and honors his or her commitment to it.

Investigate when "things are going too well to be true."

Hidden conflict may result from stagnation or the undue influence of one individual. At other times, unspoken conflict stems from a fear that cooperation will be lost if differences of opinion are voiced. Conflict is part of an effective group process for arriving at good decisions.

DIFFERENT PEOPLE, DIFFERENT STYLES

One of the most challenging aspects of leading or managing a volunteer organization like Main Street is dealing with diverse personalities. The larger the

group, the more personality types you are likely to encounter. Whether you're on the board or serving on a committee, you're likely to run into individuals whose communication styles and personalities differ from your own. Enter the Catch-22: the Main Street program succeeds because it brings together a variety of people with diverse perspectives, interests, and backgrounds to work on the shared goal of commercial district revitalization. However, that diversity can create misunderstanding or conflict within the organization. How can this be avoided?

One of the best ways to avoid potential disagreements among Main Street players is to be aware of potential differences and then consider the various perspectives of other board members. Consider the individual's primary motivation or interest, along with his or her personal history or background related to the issue at hand. For example, if the board is discussing its relationship

Myers-Briggs Information Chart

Where we get and direct our energy

EXTERNALLY

Through interaction, the individual gets energy from surrounding people and things. Energy is most often directed externally by interaction with others.

INTERNALLY

Through quiet reflection, the individual gets energy from within. Energy is most often directed internally to thoughts and ideas.

How we take in information

FOCUSING ON FACTS

The individual takes in information through the five senses, focusing on what is real and tangible in a situation.

FOCUSING ON PATTERNS, MEANING OF THE FACTS

The individual looks for patterns and relationships of the facts to reveal trends and meaning in the situation.

How we make decisions

ACCORDING TO LOGIC AND OBJECTIVE STANDARDS

The individual makes decisions based on logic and uniform application of standards and principles.

ACCORDING TO PERSONAL VALUES AND INDIVIDUAL CIRCUMSTANCES

The individual makes decisions based on his or her personal values and considers the effect of the decision on others, seeking harmony.

How we organize our world

STRUCTURED AND PLANNED

The individual imposes structure and seeks closure, preferring to plan and systematically organize daily life.

OPEN-ENDED AND GO WITH THE FLOW

The individual likes to keep options open, to experience life, and to keep things flexible and unstructured.

Robert's Rules Cheat Sheet

To:	Say:	Interrupt Speaker	Second Needed	Debatable	Amendable	Decided by:
Adjourn	"I move to adjourn."	No	Yes	No	No	Majority vote
Recess	"I move to recess for/until..."	No	Yes	No	Yes	Majority vote
Complain about hearing, comfort, etc.	"Point of privilege..."	Yes	No	No	No	Chair
End debate and vote on question	"I move the previous question."	No	Yes	No	No	Majority vote
Suspend further consideration of something	"I move to table this matter."	No	Yes	No	No	2/3 vote
Postpone deciding the question	"I move to postpone this matter until..."	No	Yes	Yes	Yes	Majority vote
Amend a motion	"I move to amend this motion by..."	No	Yes	Yes	Yes	Majority vote
Introduce business (a main motion)	"I move that..."	No	Yes	Yes	Yes	Majority vote

The motions and points listed above are in order of preference. When a motion or point of inquiry is pending, only those listed *above* the pending point may be raised.

To:	Say:	Interrupt Speaker	Second Needed	Debatable	Amendable	Decided by:
Redress any violation of the body's Rules	"Point of order..."	Yes	No	No	No	Chair
Request information	"Point of inquiry..."	Yes	No	No	No	N/A
Verify a recent voice vote by actual count (before next motion only)	"I call for division."	Yes	No	No	No	Majority vote
Prevent body from considering a matter	"I object to considering this question."	Yes	No	No	No	2/3
Consider a suspended matter	"I move to take from the table..."	Yes	Yes	No	No	Majority
Reconsider a previous motion	"I move to reconsider..."	Yes	Yes	No	No	2/3
Consider something out of schedule	"I move to suspend the rules to consider..."	No	Yes	No	No	2/3
Vote on the Chair's decision	"I appeal the Chair's decision."	Yes	Yes	Yes	No	Majority

The motions and points above have no precedence. Any of them may be raised in response to any motion or question, with the exception of the **three items in gray** (motion to adjourn, motion to recess, and point of privilege)

MAIN MOTIONS

To Introduce New Business

Obtaining and assigning the floor

- A member raises their hand (or rises, depending on your rules) and waits to be acknowledged
- The chair recognizes the member by name

Note. It is never proper to raise your hand or rise to be acknowledged while another is speaking. If your point or motion is one of the kind that can interrupt the speaker, make your point or motion without waiting for recognition.

How the Motion is Brought Before the Assembly

- The member makes the motion: *I move that (or "to") ...* and resumes his seat.
- Another member seconds the motion: *I second the motion or I second it or second.*
- The chair states the motion: *It is moved and seconded that ... Are you ready for the question?*

Consideration of the Motion

- Members can debate main motions before the question is voted on or otherwise decided.
- Before speaking in debate, members must obtain the floor.
- The maker of the motion has first right to the floor.
- Debate must be confined to the merits of the motion.
- Debate can be closed only by order of the assembly (2/3 vote) or by the chair if no one seeks the floor for further debate.

The chair puts the motion to a vote

- The chair asks: *Are you ready for the question?*
- If no one rises to claim the floor, the chair proceeds to take the vote.
- The chair says: *The question is on the adoption of the motion that ... As many as are in favor, say 'Aye'. (Pause for response.) Those opposed, say 'Nay'. (Pause for response.) Those abstained please say 'Aye'.*
- Depending on your rules, some kinds of business may call for a vote by show of hands.

The chair announces the result of the vote.

- *The ayes have it, the motion carries, and ...* (indicating the effect of the vote) or
- *The nays have it and the motion fails*

If the count may be incorrect, a member calls for division

- If any member feels that the tally of voice votes is incorrect, they may call for division.
- Any call for division, unless the result of the previous vote was obvious (e.g. a unanimous or nearly-unanimous vote) must be honored.
- The chair will instruct the body on how to vote (e.g. by show of hands or by standing), and the body will vote accordingly.

WHEN DEBATING YOUR MOTIONS

- Listen to the other side
- Be polite
- Focus on issues, not personalities
- Avoid questioning motives

MOTIONS, GENERALLY

MAIN MOTION

You want to propose a new idea or action for the group.

- After recognition, make a main motion.
- Member: "Madame Chairman, I move that _____."

AMENDING A MOTION

You want to change some of the wording that is being discussed.

- After recognition, "Mister Chairman, I move that the motion be amended by adding the following words _____."
- After recognition, "Mister Chairman, I move that the motion be amended by striking out the following words _____."
- After recognition, "Mister Chairman, I move that the motion be amended by striking out the following words, _____, and adding in their place the following words _____."

REFER TO A COMMITTEE

You feel that an idea or proposal being discussed needs more study and investigation.

- After recognition, "Madame Chairman, I move that the question be referred to a committee made up of members Smith, Jones and Brown."

POSTPONE DEFINITELY

You want the membership to have more time to consider the question under discussion and you want to postpone it to a definite time or day, and have it come up for further consideration.

- After recognition, "Mister Chairman, I move to postpone the question until _____."

PREVIOUS QUESTION

You think discussion has gone on for too long and you want to stop discussion and vote.

- After recognition, "Madam Chairman, I move the previous question."

LIMIT DEBATE

You think discussion is getting long, but you want to give a reasonable length of time for consideration of the question. After recognition, "Mister President, I move to limit discussion to two minutes per speaker."

POSTPONE INDEFINITELY

You want to kill a motion that is being discussed.

- After recognition, "Mister Chairman, I move to postpone the question indefinitely."

RECESS

You want to take a break for a while.

- After recognition, "Mister Chairman, I move to recess for ten minutes."

ADJOURNMENT

You want the meeting to end.

MOTIONS, GENERALLY

- After recognition, "Madame Chairman, I move to adjourn."

PERMISSION TO WITHDRAW A MOTION

You have made a motion and after discussion, are sorry you made it.

- After recognition, "Mister Chairman, I ask permission to withdraw my motion."

CALL FOR ORDERS OF THE DAY

At the beginning of the meeting, the agenda was adopted. The chairman is not following the order of the approved agenda.

- Without recognition, "Call for orders of the day."

SUSPENDING THE RULES

The agenda has been approved and as the meeting progressed, it became obvious that an item you are interested in will not come up before adjournment.

- After recognition, "Madam Chairman, I move to suspend the rules and move item 5 to position 2."

POINT OF PERSONAL PRIVILEGE

The noise outside the meeting has become so great that you are having trouble hearing, or the temperature in the room is uncomfortable, or some other concern.

- Without recognition, "Point of personal privilege."
- Chairman: "State your point."
- Member: "There is too much noise, I can't hear."

COMMITTEE OF THE WHOLE

You are going to propose a question that is likely to be controversial and you feel that some of the members will try to kill it by various maneuvers. Also you want to keep out visitors and the press.

- After recognition, "Mister Chairman, I move that we go into a committee of the whole."

POINT OF ORDER

It is obvious that the meeting is not following proper rules. E.g. a motion is passed without the right kind of vote, or a member is breaking the rules of debate.

- Without recognition, "I rise to a point of order," or "Point of order."

POINT OF INQUIRY

You are wondering about some of the facts under discussion, such as the balance in the treasury when expenditures are being discussed.

- Without recognition, "point of inquiry."

POINT OF PARLIAMENTARY INQUIRY

You are confused about some of the parliamentary rules.

- Without recognition, "Point of parliamentary inquiry."

MOTIONS, GENERALLY

APPEAL FROM THE DECISION OF THE CHAIR

The Chair has made a decision that you wish the body to vote on.

- Without recognition, "I appeal from the decision of the Chair."