

# ROLE OF THE NONPROFIT BOARD CHAIR

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*First Principle: Good nonprofits have good boards; and good boards have good chairs!  
The Chair manages the board...The CEO manages the organization.*

1. **Desired Traits.** Knowledge of organization, leadership qualities, fair and objective, able to delegate and motivate volunteers, good facilitator of meetings, willing to make difficult decisions, positive communicator, ability to develop trust relationship with the CEO, etc.
2. **Time Required.** Most chairs report “at least twice the hours” of other active board members are required, so equivalent to 20+ days per year for a typical board.
3. **Selection.** Important to be elected by a fair process, maybe secret ballot. The full board annually should elect the most gifted person for the role who is willing to do the job well.
4. **Length of Service.** Usually one or two-year renewable terms works best. Need objective evaluation by board development (or nominating) committee and expressed willingness to serve again before re-election. But don’t impose arbitrary term limits on great chairs!
5. **Primary Role. The job "product" of the Chair is, primarily, the integrity of the board's process.** The chairman “manages the board.” The Chair is the only board member authorized to speak for the board as a group, other than in rare and specifically authorized instances. She or he models involvement, including giving, helps recruit new board members, makes or suggests wise committee assignments, interprets board feelings to the CEO, develops board meeting agendas with the CEO, and insists on good board training.
6. **Enforcement Role.** The Chair ensures that the board behaves consistent with its own rules and those legitimately imposed upon it from outside the organization. Meetings deal only with those issues that belong to the board to decide. The Chair minimizes cliques within the board and deals with division or dissatisfaction as appropriate.
7. **Special Authority.** The authority of the Chairperson consists only in making decisions on behalf of the board that fall within and are consistent with any reasonable interpretation of board policies on governance process and on the board-CEO relationship. The Chair has no authority to make policy-related decisions beyond policies created by the board.
8. **Relations with CEO.** The Chair has no authority to supervise or direct the CEO, but is expected to advise and partner with the CEO on all governance matters. This trust relationship must be positively developed over time.