

What is a Board?

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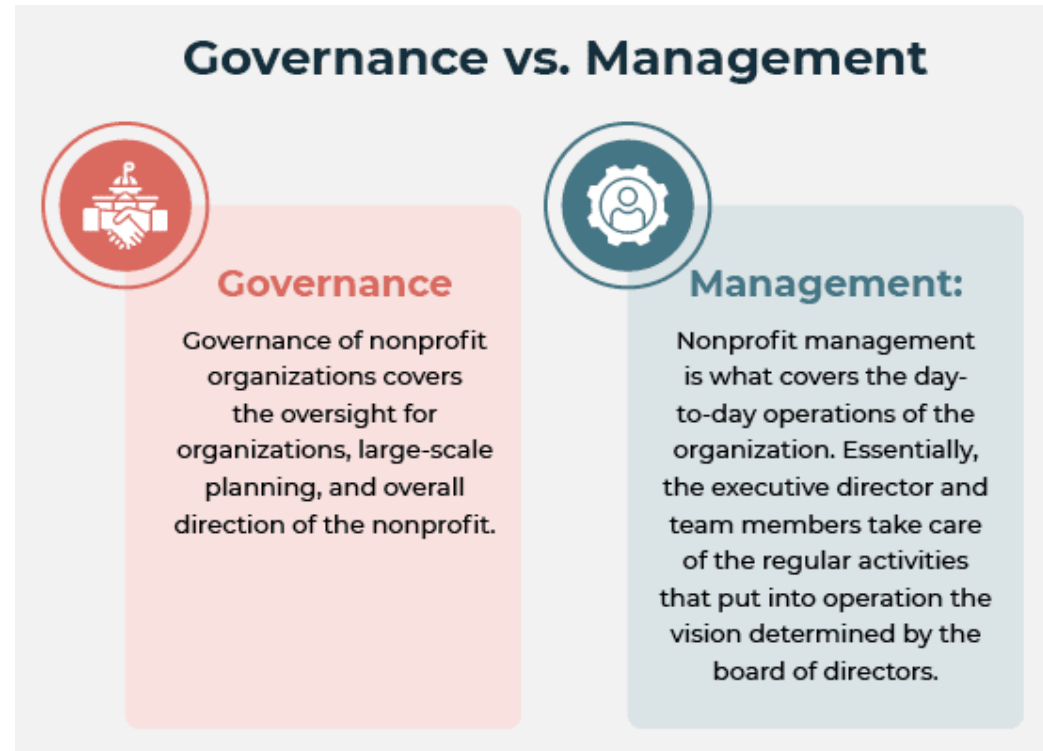
Introduction

- Board of Directors is:
 - A group of individuals elected to oversee and guide an organization's direction.
 - Boards are common in corporations, nonprofits and other entities.
 - Boards ensure accountability, strategic oversight, and long-term success.



Board Role

- The role of the board is to govern the organization
 - Board Governance is the framework that defines how a board operates and the responsibilities it has. Governance includes the policies, systems, rules, and practices that guide the board's decision-making process and oversight.



Key Functions

**Strategic
Oversight:**

Approve vision, mission, and strategic plans.

Governance:

Ensure compliance with laws, regulations, and ethical standards

**Financial
Oversight:**

Approve budgets and monitor financial health

**Risk
Management:**

Identify and mitigate potential risks.

Legal Responsibilities



Duty of Loyalty: Act in best interest of the organization.



Duty of Care: Be prepared for meetings, ask questions, follow best practices. Ensure prudent use of assets, including facility, people and good will.



Duty of Obedience: Ensure obedience of applicable laws and regulations, follow bylaws and adhere to purposes/mission.

Board Accountability

Chain of
command

Attendance

Participation

Confidentiality

Public Support

Conflict of
Interest

Education

Self Evaluation

Chain of Command

Concerns and complaints should be directed to the CEO.

Only unresolved issues should be brought to the board after consultation with CEO and after other resolution attempts have been made.

Confidentiality



Do not disclose proprietary, sensitive, personnel-related information.



Do not disclose any patient specific information.

Minnesota Open Meeting Law

- Meetings of governmental bodies be open to the public
- Purpose is to:
 - Prohibit actions being taken at secret meeting
 - Assures public right to be informed
 - Afford public opportunity to present its views
- <https://www.house.mn.gov/hrd/pubs/openmtg.pdf>



**Questions &
Topics of
Interest for
Future
Meetings**

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