Administrative Board Roles & Responsibilities

Many PSAP agencies are organized under a board of directors that operates on behalf of local law enforcement, emergency services and other agencies. It is important for common center staff, management, the community and, most importantly, the board members themselves to understand how this type of hierarchy functions.

Often the boundaries between the board of directors, or individual board members, and the organization's management staff become blurred, leading to confusion and organizational inefficiency. The lines can get blurred for a number of reasons, but chief among them is a lack of proper education and knowledge-sharing about roles and responsibilities at the board and executive director levels.

Agencies that operate not only with a clear understanding of everyone’s roles and responsibilities, but also demonstrate accountability are most effective in meeting their mission, the owners' expectations and the community’s best interest.

Board Purpose

The board of directors is established to provide an efficient method for the owners to convey their will and expectations, and executive management is tasked with fulfilling the owners’ will and expectations as conveyed by the board of directors.

The board exists to meet the needs of the individuals or entities who own the agency. An expert on the subject and creator of the Carver Policy Governance Model, John Carver wrote that organizations should have a “present, informed, owner-dedicated, authoritative representative body to ensure the organization produces and behaves as the owners wish.”

The board provides the owners a voice to ensure the agency is fulfilling its stated mission. But who are these owners, and who gets placed on the board?

Most boards of directors are a constituency of individuals who represent the various entities that own the organization, as identified in the incorporation documents.

Most states specify how organizations, such as PSAPs, that consist of multiple government partners are operated. These organizations are often referred to as Joint Powers Authorities (JPA) or Interlocal Agreement Agencies. The signatories are the “owners” of the agency.

The membership, representation and voting rights of the board of directors are typically defined in the incorporation agreement, which also provides the legal authority for the organization under state law. In addition, the incorporation document sets the mission for the organization, entry criteria for membership and ownership, terms for dissolution of the organization and the roles and responsibilities of the governing and managing bodies.

Board Role

Often, the board’s role is described as managing the affairs of an organization, but this does not always reflect reality.

As volunteers, board members are usually employed full-time at other organizations or companies. In a guide to serving on a board of directors written for the greater Knoxville chapter of Service Corp of Retired Executives (SCORE), George Hannay wrote, “Thus instead of doing the management itself, the board is responsible for ensuring excellent, or at least adequate, management of the organization.”

Considering this charge, the most important role of a board is the selec—

Management Hierarchy

- Community
- Organization Owners
  - Articles of Incorporation
  - Bylaws
- Board of Directors
  - Executive Director
  - Agency Managers

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the execution of decisions made by the board—the organization’s management staff are tasked with fulfilling the expectations of the board.

In his guide to serving on a board of directors, Hananye describes the two primary responsibilities of a board:

1. Set policy direction to ensure that the organization meets the owner’s expected production goals and performance standards.
2. Enable the organization to achieve its purpose: the board has formal and informal responsibilities.\(^2\)

Formal governance responsibilities include hiring (and, if necessary, firing) the executive director; delegating the agency’s management functions to the top executive(s); assuring the continuity of the organization, making emergency decisions when needed and stepping in when crisis endangers the programs or existence of the agency; and maintaining the board as a healthy, well-organized governing body capable of helping the organization achieve success.

Unlike formal responsibilities, the informal, supporting responsibilities vary from organization to organization. Informal helping responsibilities may include:

- Community relations: promoting the organization at neighborhood meetings, public safety agency fairs, parades, etc.
- Agency relations: meeting with owner and allied agency leaders to communicate the organization’s goals and determine if the direction is meeting expectations
- Ad-hoc, task-oriented sub-committee work: strategic organizational planning and other organizational improvement efforts

Supporting responsibilities are usually situational. For example, if the agency would benefit from state or federal legislation, the board may be asked to support efforts to get the legislation passed through congress and enacted.

**Board Trusteeship**

Boards have specific roles and responsibilities that are different than those of the executive director and management staff. Without clear delineation of roles and boundaries between board members and management staff, both groups will suffer from inefficiency and lack of accountability.

Without accountability, many board members—with the best of intentions to help the organization—overstep their bounds. Carver lists the most frequent errors of board members:

- Failure to understand and use the authority of the position: the board’s authority preserves its relationship with the owners and maintains the hierarchical structure between management staff, the top executive and the board. For a board member to pose as staff’s equal is to abuse its position.
- Failure to act solely for the best interest of the ownership: the board as a cohesive unit has a relationship with the owners, therefore board members acting for their own or their own agency’s benefit are abusing the relationship with the owners they represent.
- Failure to exert influence on the organization solely through the group process: similar to the previous issue, a board member who acts outside the board’s collective processes is abusing the position.\(^3\)

Generally, individuals who volunteer for a role as a board member are good people with an interest in the mission and favorable intentions. These volunteers frequently possess skills, talents and abilities that could be applied to the management of an agency. So naturally, there can be a tendency for board members to want to get involved beyond the scope and role of their position. But active, day-to-day management of the organization should always be delegated by the board to the top executive(s).

There are instances when the director may solicit help from the board or a board member. Under these circumstances, the board member would be acting in the role of a consultant not in the role of board member. The hierarchy would place the board member/consultant in a reporting role to the director, who in turn reports to the board of directors as a whole.

Two common breakdowns in the owner-board management chain of command are failure to actively protect the board’s discipline and compliance, and failure to prepare for and vigorously participate in deliberations. These two occurrences speak to the commitment of each individual board member to hold each other accountable, actively participate in the board process and uphold the board’s designated roles and responsibilities.

### Strengthening the Board

There are steps boards can take to sustain the accountability of the organization, top executive and board members. Here are some suggested activities that will strengthen the board:

- Plan and implement an effective training program for new members
- Actively communicate with owners
- Emphasize shared values and priorities; do not dwell on members’ differences
- Demand results reflective of community values and expectations
- Be responsive to public concerns
- Build trust among board members, executive director and staff

Boards and executive directors who are experiencing blurred boundaries and the resulting confusion and inefficiency should openly discuss the issue and make a purposeful effort to resolve the situation. The active and accountable board will be able to work through the issues to a resolution that will make the organization better able to meet owner and community expectations. Knowledge, exercise and accountability of these clearly defined roles and responsibilities will serve the agency and community well.\(^{[PSC]}\)

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**REFERENCES**