

Tom Little's

BIG IDEAS

for Non-Profits

In This Edition

March 22 to 26, 2021

MMM...More Ideas For Improving Board Meetings

Tom adds two more ideas that will make Board work better.

The Devil's In the Details

Pay attention to the qualifications set out in bylaw or policy for employees becoming Board members and Board members becoming employees.

CV of Failures

Failing is part of life. This applies to people and organizations. The key is to learn from them. Tom has avoided this fate so far, but he knows it's just a matter of time.

Headline News

More About Board Agendas and Minutes

The Story

Last week we talked about Board minutes and what they should contain – a little or a lot? Here are two possible additions to Board agendas and therefore to Board minutes: confirmation of notice of meetings and *in camera* sessions.

Confirmation of notice of meetings

I hadn't thought about notice of meetings as needing confirmation until I saw reference to it recently. All organizational bylaws, as well as corporations legislation, address the issue of notice of meetings. The wording usually covers how many days that must pass between when the meeting is called and when it is held, along with how notice of the meeting is given. Both are important in ensuring that everyone involved in a Board meeting knows about it well in advance and prepares accordingly.

So you need to know the provisions of the bylaw related to notice. Then, at the meeting, you need to confirm that the notice requirements were met. Along with confirmation of quorum, these establish the legitimacy of the meeting.

In Camera meetings

I wrote about in camera Board meetings in 2019. I noted first that there is no law that says Boards must go *in camera*. This makes going *in camera* totally discretionary and a matter to be addressed in your organization's bylaw or in Board policy.

Practices vary related to going *in camera*. A few Boards go *in camera* at every meeting. Some of those include the CEO/Executive Director and some don't. These are informal sessions with no agenda and no minutes.

Most Boards go *in camera* only in very specific circumstances, starting with reviewing of the work of the Executive Director, usually an annual undertaking. One-off events, such as hacking of the organization's information systems, can also call for both secretive and definitive action on the part of the Board, due to the seriousness of the event and the potential impact on the organization.

If there is agreement that going *in camera* may be necessary at some point, it's important to lay the groundwork either in your bylaw or in Board policy:

- Be as clear as possible on the reasons the Board will do so. List out as many as you can to reduce uncertainty.
- Identify who in addition to the Board members may attend.
- Ensure there is a vote in favour of going *in camera* and to come out again and that the motion passes.
- Ensure the Board members are fully informed of the issue under discussion.

On the topic of minutes, unless going *in camera* is an informal practice with no agenda, you should keep separate minutes for the *in camera* session, showing who attended, the topic under discussion, the timing of going in and out of *camera* and motions made along with the result of those motions. Approve the *in camera* minutes once they are available. Make those minutes available to all Board members for review, while maintaining them separately and securely.

The BIG Idea

My BIG Idea for this week is to add confirmation of notice to every Board meeting agenda. Keep minutes of *in camera* sessions if there is a specific topic and when motions of the Board are one of the results.

Emails, We Get Emails....

The Devil's in the Details

In a recent email conversation about Board policies, two issues came up that I want to share with BIG Ideas readers. Both relate to the qualifications of members of the Board of Directors.

First, it is useful to include a proviso, either in your bylaw or Board policy, that former employees of the organization are not eligible to join the Board for a specified period of time after leaving its employ. This period should be at least two years. A number of organizations make that number higher – e.g. 5 years – and some do not permit former employees to join the Board at all.

Some non-profits add to that with a proviso that prevents a former employee who is litigating against the organization, or has litigated against it any time in the past, from being eligible for election to the Board. This prevents the litigant or former litigant from being nominated from the floor at an Annual General Meeting.

The second issue relates to Board members applying for a position as an employee of the organization. Many Boards add to their bylaw or policy with a stipulation that a Board member cannot apply for a paid position while a Board member or within a given time period after leaving the Board, usually at least two years and often longer. This prevents a Board member from resigning and immediately applying for a staff position, which can create a very uncomfortable situation.

These may seem like small points, but they can help ensure the integrity of the Board.

Blast From the Past

Blast from the Past is a selection of previous BIG Ideas articles that you may not have read, or if you did, may have forgotten how helpful and insightful (i.e., brilliantly written) they were. This article is from 2017.

CV of Failures

I talked recently in the BIG Ideas newsletter about failure and its positive attributes. Here is an interesting initiative on the topic, taken by a professor at Princeton University, Johannes Haushofer. He decided to publish a CV of his academic failures, which is set out below.

Please note that he observes that was not the first to think up the idea or to post it, so he starts with two failures right off the bat.

JOHANNES HAUSHOFER

CV OF FAILURES

Most of what I try fails, but these failures are often invisible, while the successes are visible. I have noticed that this sometimes gives others the impression that most things work out for me. As a result, they are more likely to attribute their own failures to themselves, rather than the fact that the world is stochastic, applications are crapshoots, and selection committees and referees have bad days. This CV of Failures is an attempt to balance the record and provide some perspective.

This idea is not mine, but due to a wonderful article in Nature by Melanie I. Stefan, who is a Lecturer in the School of Biomedical Sciences at the University of Edinburgh. You can follow her on Twitter under @MelanieIStefan.

I am also not the first academic to post their CV of failures. Earlier examples are [here](#), [here](#), [here](#), and [here](#). (Ed. - Not quite sure where "here" is)

This CV is unlikely to be complete – it was written from memory and probably omits a lot of stuff. So if it's shorter than yours, it's likely because you have better memory, or because you're better at trying things than me.

Degree programs I did not get into

- 2008 PhD Program in Economics, Stockholm School of Economics
- 2003 Graduate Course in Medicine, Cambridge University
- Graduate Course in Medicine, UCL
- PhD Program in Psychology, Harvard University
- PhD Program in Neuroscience and Psychology, Stanford University

1999 BA in International Relations, London School of Economics

Academic positions and fellowships I did not get

2014 Harvard Kennedy School Assistant Professorship
UC Berkeley Agricultural and Resource Economics Assistant Professorship
MIT Brain & Cognitive Sciences Assistant Professorship

This list is restricted to institutions where I had campus visits; the list of places where I had first-round interviews but wasn't invited for a campus visit, and where I wasn't invited to interview in the first place, is much longer and I will write it up when I get a chance. The list also shrouds the fact that I didn't apply to most of the top economics departments (Harvard, MIT, Yale, Stanford, Princeton, Chicago, Berkeley, LSE) because one of my advisors felt they could not write a strong letter for them.

Awards and scholarships I did not get

2011 Swiss Network for International Studies PhD Award
2010 Society of Fellows, Harvard University
Society in Science Scholarship
University of Zurich Research Scholarship
2009 Human Frontiers Fellowship
2007 Mind-Brain-Behavior Award (Harvard University)
2006 Mind-Brain-Behavior Award (Harvard University)
2003 Fulbright Scholarship
Haniel Scholarship (German National Merit Foundation)

Paper rejections from academic journals

2016 QJE, Experimental Economics
2015 AER x 2
2013 PNAS, Experimental Economics, Science, Neuron
2009 AER
2008 Science, Neuron, Nature Neuroscience, Journal of Neuroscience, Journal of Vision

Research funding I did not get

2016 MQ Mental Health Research Grant
2015 Russell Sage Research Grant (two separate ones)
2013 National Science Foundation Research Grant
2010 University of Zurich Research Grant Swiss National Science Foundation Research Grant
2009 Financial Innovation Grant International Labor Organization Research Grant 3ie Research Grant

Meta-Failures

2016 This darn CV of Failures has received way more attention than my entire body of academic work

So it's time to throw down the gauntlet, BIG Ideas style. If anyone out there is brave enough to write their own CV of Failures, I am brave enough to publish it. It can be just about schooling and work, or you can add your personal life if you wish. Something salacious would probably be very good for increasing the subscription base of BIG Ideas, so feel free to go there if you have something really juicy to include.

Oh yeah, if any of you are beating yourselves up and viewing yourselves as a failure because you didn't know the meaning of "stochastic", do so no longer: stochastic means "*of or relating to a process involving a randomly determined sequence of observations each of which is considered as a sample of one element from a probability distribution*". Of course I already knew that. Any resemblance between the above definition as provided by me and the one found on Wikipedia is mere coincidence.

And just in case you think I should take a leadership role and be the first to list out my failures for BIG Ideas readers to see, be reassured I will do so ... if I ever fail. So far, so good.

Current CMCS Clients

We are pleased to be working with York Region Centre for Community Safety, Community Living Thunder Bay, Canopy Support Services (formerly Tri-County Community Support Services), Community Living Port Colborne-Wainfleet, Community Visions and Networking (Quinte), Chatham-Kent Family Health Team, Community Living St. Catharines, Durham Youth Services, Community Living Association for South Simcoe, Camphill Community Services, Camphill Foundation Canada, Community Living Ajax-Pickering and Whitby, Tollendale Village, Willowdale Community Legal Services and Community Living-Central Huron.

Recent clientele includes Literacy Network Northeast, Community Living Trent Highlands and Mill Creek Care Centre.

About Tom Little and Nancy Collins

Tom Little and Nancy Collins are the principals of CMCS.



In addition to consulting for many years, Tom has been Executive Director of a large human service organization, experience he brings to the table when working with his non-profit clients. In his younger days he was lucky enough to be part of three Canadian champion hockey teams while attending the University of Toronto.

Nancy's background includes a degree from Wilfrid Laurier and working at a downtown Toronto law firm. In her spare time, at least when there is no pandemic, she plays goal in women's hockey and catcher in summer slo-pitch. A life-long Leafs fan, she no longer apologizes for her unwavering commitment, given their resurrection in recent years. Now if they could just win a playoff round!



Testimonials

On behalf the Board of Directors, we would like to thank you very much for facilitating the work of creating a new strategic plan for our network. It was a pleasure to work with you and everything flowed smoothly. It is great to have this project complete! I hope we will get the opportunity to work together again in the future. **Rita Delaurier, Executive Director, Literacy Network Northeast**

Thank you so much (for your Board training)! Looking forward to the notes and your presentation was very well received! Lots of growth happening with the board and you helped steer more of that in the right direction. Really enjoy working with you and will keep you in mind for my other boards. **Natasha Cosulich Vemb, Board of Directors, Big Brothers Big Sisters of Clarington**

Thank you again to you and Nancy for all the work, dedication and effort put into this Operations Review. We made the right choice in hiring you to do this project and on behalf of the board of directors, I express our deep gratitude. **Roz Werner-Arce, Board Chair, Durham Youth Services**

Our Strategic Plan is moving along better than I could have imagined. I chair the group of around 20 Board and staff who have been meeting monthly for the past 6 months and plan to continue through the fall. Great enthusiasm from all involved and much is being accomplished already, particularly on renewed focus on our Mission and Vision. Thanks again for getting us off on the right foot! **Frank Moore, Board Chair, Community Living Central Huron**

Free Resources From CMCS

We offer a range of free resources to help non-profits be better. For your copy, contact us at info@cmcsconsulting.ca

- Board Duties
- Policy Board Model
- Board Meeting Minutes
- Board Decision-Making Checklist
- Board Evaluation Form
- Dealing with Risk
- List of Possible Board Policies
- Board Recruitment (Stop the BIG LIE)
- Management Principles
- Member and Director Qualifications
- The Importance of Planning
- Canada's Great Non-Profit Websites
- Transitioning to the New Not-for-Profit Corporations Act

Tom's Book For Boards of Directors



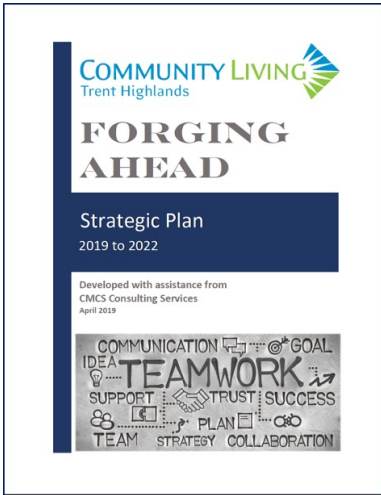
One hundred and ninety-pages. Thirty-six *BIG Ideas*. Thirteen of them are *The BIGGEST of the BIG*, ideas Tom's experience says are critical to any non-profit. Then come twenty-three *BIG Ideas*, more ways to enhance the governance of your organization.

You don't just get ideas either. The book contains all kinds of resources for implementing them. For example, *BIG Ideas* includes samples of strategic and Board yearly action plans, and of evaluation formats Boards can use to rate their own work.

Tom Little's BIG Ideas is formatted as a work book, so it can be used on a continuous basis by the Directors. It is easy to read and has a fun quality your Board members will appreciate. Just \$40 plus HST and shipping. For your copy, contact us at info@cmcsconsulting.ca.

More About CMCS

At CMCS, our specialty is strategic planning.



Since the start of 2018, the following 15 organizations have completed their strategic plans with help from CMCS:

- Kenora Association for Community Living
- Community Living Dryden-Sioux Lookout
- Community Living Trent Highlands
- Elmira District Community Living
- Literacy Northwest
- E3 Community Services
- Durham Region Child Care Forum
- Tollendale Village
- Centennial College School of Transportation
- York Region Violence Against Women Coordinating Committee
- Autism Home Base Durham
- Canoe FM Community Radio
- Toronto Island Residential Community Trust

York Region Centre for Community Safety
Literacy Network Northeast

We provide Board training that comes with a bonus: A Board action plan developed by participants based on the discussion.

Tom wrote his book for non-profit Boards, which you can buy and use as an ongoing resource. We are great facilitators and can help develop agendas for Board and management retreats.

Much of our past work has been in the human service sector, especially disability. But we have assisted in other sectors such as community colleges, local workforce authorities, family health teams, Big Brothers Big Sisters, United Ways and violence against women. We have even assisted a community radio station.

We have built our reputation on producing quality products that have great content and are appealing to look at.

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