



**NYU**

**ROBERT F. WAGNER GRADUATE  
SCHOOL OF PUBLIC SERVICE**

# **PADM-GP 4109**

## **Leveraging Non-Profit Boards for Organizational Success**

### **January 2019**

#### **Instructor Information**

- Gordon Campbell
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#### **Course Schedule**

<b>Date</b>	<b>Time</b>	<b>Location</b>
January 7 <sup>th</sup>	4:30-7:10PM	7 East 12 <sup>th</sup> #129
January 10 <sup>th</sup>	4:30-7:10PM	7 East 12 <sup>th</sup> #129
January 15 <sup>th</sup>	4:30-7:10PM	7 East 12 <sup>th</sup> #129
January 22 <sup>nd</sup>	4:30-7:10PM	7 East 12 <sup>th</sup> #129

#### **Course Description**

A high-functioning Board of Directors is integral to the overall health of a nonprofit organization, and directly impacts the ability of the organization to achieve its mission. Still, one of the greatest challenges facing non-profit leaders is building a board of directors that is actively engaged and sufficiently knowledgeable to provide strategic leadership to the organization while simultaneously ensuring fiscal sustainability and transparency. The course will use case studies, role-play, and assignments, as well as the experiential learning of distinguished practitioners and the observations and insights contributed by members of this learning community to promote learning. By utilizing these varied resources and processes, good governance theories will advance toward actionable practice.

## Course and Learning Objectives

The course's learning objectives will promote an actionable foundation and an enhanced understanding of:

- defining the roles and responsibilities of the board and its members;
- recruiting and retaining talent;
- cultivating leadership;
- engaging board of directors in effective strategic planning;
- governing through organizational change and,
- utilizing risk management

## Grading Components

Final grades are determined by the following course components. The assignments are posted on the "Assignment" tab of the course site in NYU Classes. Completed assignments should be uploaded there. File names should always include the student's name as well as the assignment name.

**Class Participation (20%)**- Participation includes presence, promptness, preparation and engagement. It is **IMPERATIVE** that you have thoroughly prepared for each class. As we know, much of a leader's communication is verbal. Developing your ability to verbally state and support your positions is an important part of this class, in addition to listening and reflecting on the discourse. Students are expected to attend all classes. The use of electronic devices for purposes other than taking notes is not appropriate and can limit your learning and impact your colleagues.

**Written Assignments (30%)**-There will be three written assignments that will be posted on NYU Classes. These assignments will be due by 11:55PM via NYU Classes the night before class. This is important because it will provide an opportunity for the Professor to review them and because the assignments will be discussed in class.

**Board Observation (10%)**-You will attend a Board meeting of your choosing. Based on your observation, you will prepare a reflective paper critiquing the board meeting, the engagement of the board, the relationships between board members and staff as well as other issues. The Board observation assignment will be posted on NYU Classes.

**Board Recommendations (40%)**- The assignment will consist of five recommendations for changes to improve the function of non-profit boards along with strategies to effectuate the proposed changes. The recommendations should be supported by effective governance theories and readings. The Board Recommendations assignment will be posted on NYU Classes.

## Course Readings and Materials

NYU Classes-The course site on NYU Classes will contain the required readings, case studies and assignments. Students are encouraged to check it frequently.

## Henry and Lucy Moses Center for Students with Disabilities at NYU

Academic accommodations are available for students with disabilities. Please visit the [Moses Center for Students with Disabilities \(CSD\) website](#) and click on the Reasonable Accommodations and How to Register tab or call or email CSD at (212-998-4980 or [mosescsd@nyu.edu](mailto:mosescsd@nyu.edu)) for information. Students who are requesting academic accommodations are strongly advised to reach out to the Moses Center as early as possible in the semester for assistance.

## NYU's Calendar Policy on Religious Holidays

[NYU's Calendar Policy on Religious Holidays](#) states that members of any religious group may, without penalty, absent themselves from classes when required in compliance with their religious obligations. Please notify me in advance of religious holidays that might coincide with exams to schedule mutually acceptable alternatives.

## Academic Integrity

Academic integrity is a vital component of Wagner and NYU. All students enrolled in this class are required to read and abide by [Wagner's Academic Code](#). All Wagner students have already read and signed the [Wagner Academic Oath](#). Plagiarism of any form will not be tolerated and students in this class are expected to report violations to me. If any student in this class is unsure about what is expected of you and how to abide by the academic code, you should consult with me.

## Course Calendar and Assignments

Class #	Date	Topic	Assignment	Due Date
1	Monday, January 7 <sup>th</sup>	Roles/Responsibilities of Board Members	Wrestling with a Board Dilemma	Sunday (1/6/19)
2	Thursday, January 10 <sup>th</sup>	Recruiting, Retaining, and Cultivating Talent	Board Expectations	Wednesday (1/9/19)
3	Tuesday, January 15 <sup>th</sup>	Strategic Board Leadership and Risk Management	Board Engagement Plan	Monday (1/14/19)
4	Tuesday, January 22 <sup>nd</sup>	Mergers, Collaborations and Alliances		

Class #	Date	Topic	Assignment	Due Date
			Board Observation	Tuesday (1/29/19)
			Paper: Board Recommendations	Tuesday (1/29/19)

## Detailed Course Overview

### Class Session 1

Roles and Responsibilities of Board Members - The board of directors of nonprofit organizations are fiduciaries who are charged with ensuring that the organization is properly run. During the class, we will consider the:

- functions of the board of directors;
- qualities of high functioning boards and,
- legal responsibilities of board members.

### Case

- "Creating a Monster at the Office." Wrestling with Board Dilemmas: Case Studies for Nonprofit Leaders. Board Source. 2011.

### Readings

1. "Right from the Start: Responsibilities of Directors of Not-For-Profit Board of Directors." State of New York Attorney General Charities Bureau. May, 2015.
2. "Principles for Good Governance and Ethical Practice: A Guide for Charities and Foundations." Independent Sector, 2015. (pages 13-43).
3. "Wise Giving Accreditation Standards." Better Business Bureau Wise Giving Alliance. (Standards 1-20).
4. Emerson, Karl. "The Private Inurement Prohibition, Excess Competition, Intermediate Sanctions and IRS's Rebuttable Presumption." Guidestar. 2009.
5. "Internal controls and Financial Accountability for Not-for-Profit Boards." State of New York Attorney General Charities Bureau. April, 2015.
6. "Conflict of Interest Policies Under the Nonprofit Revitalization Act of 2013." State of New York Attorney General Charities Bureau. April, 2015.
7. (Optional) McRay, Greg. "Understanding the IRS Form 990." Foundation Group. February, 2017. (Also, see video).

## Assignment

- “Can Oil and Water Mix?” Wrestling with Board Dilemmas: Case Studies for Nonprofit Leaders. Board Source. 2011. (pages 13-14)
  - Due: Sunday (1/6/19) by 11:55PM via NYU Classes

## Class Session 2

Recruiting, retaining and cultivating talent is critical to create a high functioning board. During this class, we will consider each of these subjects in greater detail. In addition, we will discuss Founder’s Syndrome and succession planning.

## Case

- “The Wisdom of Experience.” Wrestling with Board Dilemmas: Case Studies for Nonprofit Leaders. Board Source. 2011. (pages 88-89)

## Readings

1. Wolfred, Tim. “Building Leaderful Organizations: Succession Planning for Nonprofits.” The Annie Casey Foundation. (2008).
2. Beavor, Karen. “Right From the Start.” The Bridgespan Group. 2014.
3. “Leading with Intent: 2017 National Index of Nonprofit Board Practices.” Board Source. 2017. (pages 10-27)
4. Masaoka, Jan. “A Fresh Look at Diversity and Boards.” Blue Avocado. 2017.
5. Masaoka, Jan. Diversity & the Nonprofit Ecosystem: Part 2 in the 3-Part Diversity Series. Blue Avocado. 2017.
6. Masaoka, Jan. “Recruiting for Board Diversity: Part 3 in Diversity Series.” Blue Avocado. 2016.
7. Garry, Joan. “[10 Ways Boards Screw Up Leadership Transitioning](#).” Joan Garry Consulting.
8. Pappalardo, Chuck. “Conducting an Executive Director Search.” North Carolina State University Philanthropy Journal News. October 2011.

## Assignment

- Board Expectations
  - Due: Wednesday (1/9) by 11:55PM via NYU Classes.

## Class Session 3

Two critical responsibilities for Board members are strategic planning and risk management. These responsibilities are often under-utilized and/or poorly executed. During this class, we will focus on key elements of strategic planning and risk management.

## Case

- “Tough Decisions.” Wrestling with Board Dilemmas: Case Studies for Nonprofit Leaders. Board Source. 2011. (pages 94-95).

## Readings

1. Chait, Richard; Ryan, William and Taylor, Barbara. Governance as Leadership: Reframing the Work of Nonprofit Boards. Board Source. 2005. (pages 51-78).
2. “Leading with Intent: 2017 National Index of Nonprofit Board Practices.” Board Source. 2017. (pages 28-43)
3. Mittenthal, Richard. “Ten Keys to Success Strategic Planning fir Nonprofit and Foundation Leaders.” tcc group. 2002.
4. Dylan, Roberts; Morris, George; MacIntosh, John; and Millenon, Daniel. “Risk Management for Nonprofits.” Oliver Wyman/Sea Change Capital Partners. March, 2016.
5. “New York Nonprofits in the Aftermath of FEGS: A Call to Action.” Human Services Council Nonprofit Closure Commission. February, 2016. (pages 1-5; 23-32 and 41)

## Assignments

- Board Engagement Plan
  - Due: Monday (1/4) by 11:55PM via NYU Classes.

## Class Session 4

During this class, we will consider mergers, collaborations and alliances. In addition, students will meet with colleagues and share one of their recommendations for strengthening Board of Directors.

## Case

- Ahn, Roy. “[Merger Talks: The Story of Three Community Corporations in Boston.](#)” Kennedy School of Government

## Readings

1. MacIntosh, John. “Nonprofit M & A is No Oxymoron.” Seachange Capital Partners. August, 2011.
2. Vergara-Lobo, Alfredo; Masoaka, Jan and Smith, Sabrina. “The M Word: A Board Member’s Guide to Mergers. 2005. (pages 3-19)
3. “Exploring Greater Impact through Strategic Partnership: A Discussion Guide for Boards.” The Power of Possibility.
4. Neuhoff, Alex; Milway, Katie, and Grehen, Josh. “Making Sense of Nonprofit Collaborations.” The Bridgespan Group. July 2014.

## Post-Class Assignments

- Board Observation
  - DUE: Tuesday 1/29/19 via NYU Classes
- Paper: Board Recommendations
  - DUE: Tuesday 1/29/19 via NYU Classes