



TAKING A GOOD BOARD TO THE NEXT LEVEL: THE AADE STORY

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There are a number of reasons why the odds are stacked against successfully implementing important changes in an association board's role, structure and governing processes. For one, human beings, including board members and executives, tend not to like major changes. Another reason is the failure to build the kind of ownership among key stakeholders (especially board members) that turns them into champions for change. Who hasn't seen one of those logical, beautifully crafted reports prepared by an outside consultant end up collecting dust because key stakeholders weren't involved in shaping it?

This article describes how the strategic governing team — the board of directors, volunteer leaders, CEO and senior executives — of the American Association of Diabetes Educators beat the odds in accomplishing significant governance reform during an 18-month period. We're confident any association can put these lessons to good use.

DRAMATIC ACTION

On Feb. 1, 2008, the AADE board of directors unanimously approved a number of recommendations aimed at transforming an already dedicated, hard-working board into an even higher-impact governing body. This was the culmination of the first phase of the AADE High-Impact Governing Initiative, which kicked off in November 2007 with an intensive daylong

work session involving the board, senior executives and a number of volunteer leaders. The ad hoc group that designed the November session — the “strategic work session design committee” — presented and explained the recommendations that the board acted on at the Feb. 1 meeting, including:

- Adopting a “board of directors governing mission” establishing the board's major governing functions and responsibilities to “serve as a framework for further developing the board's governing work, structure and processes over time in the interest of high-impact governing;”
- Putting in place a new structure for the 22-member board, consisting of four “governing” committees corresponding to the board's primary governing functions and consisting only of board members: governance; planning and development; performance oversight and monitoring; and stakeholder/member relations;
- Adopting a set of operational guidelines for the board's new governing committees to ensure they “function as strong governing engines.”

In the year since the AADE board took action, the organization has fully implemented the new board governing committee structure and already has realized a rich return on its investment in the High-Impact Governing Initiative. A board that tended to get mired in technical detail now focuses on higher-stakes issues, primarily as the result of the thorough preparation of the board's

new governing committees. Intensive involvement in the new committees has strengthened board members' ownership of, and satisfaction in, their governing work, and that committee chairs take the lead in reporting both for-information and action items at board meetings has made them far more interesting.

It's also important to note that the new committees have strengthened the board-staff working relationship, primarily because of the intensive, less formal interaction that takes place out of the "spotlight" of full board meetings. The use of staff committee support teams headed by a "chief staff liaison" to assist each committee also helps cement this important relationship.

SUCCESS FACTORS

Reflecting on our year-long experience, five factors emerged as most critical to our success:

1. EARLY BOARD INVOLVEMENT

At the initial day-long work session in November 2007, the members of the board's then-executive committee, functioning as the strategic work session design committee, put together the detailed agenda for the session, retained a consultant to facilitate it, and played a leading role throughout the session. Not only were all board members in the session provided with a detailed orientation on the key elements of the High-Impact Governing Model that was at the heart of the initiative, they also participated in breakout groups that explored various facets of the model, such as the board's management of its own performance, the detailed governing work of the board in such key areas as strategic planning and performance monitoring, and the board-CEO partnership. At the conclusion of the day, there was strong consensus to move forward with the initiative.

2. CHANGE CHAMPIONS

From the November 2007 board work session to the board meeting on Feb. 1, 2008, the strategic work session design committee, during the course of several in-person meetings and teleconferences, fashioned the detailed governance improvement recommendations that were eventually unanimously adopted at that board meeting. This group included such change champions as the AADE president, president-elect, first vice president, second vice president, treasurer, immediate past president and the CEO. The intensive involvement of top leaders sent a clear signal that governance improvement was a top priority at AADE. Not only did the design committee devote hours to fashioning the governance improvement recommendations, it also presented them at the board meeting, explaining the intent and technical content of each recommendation, and taking questions. This was truly a peer-to-peer event. Far from "winging it," the members of the design committee met until 2 a.m. the day of the meeting, going through each of the slides and anticipating questions that might be asked.

3. OUTSIDE TECHNICAL ASSISTANCE

Although the design committee was in the driver's seat from the beginning of the initiative, it also decided to take advantage of expert assistance. Doug Eadie & Company, Inc., facilitated the kickoff work session in November and provided assistance throughout the process. President & CEO Doug Eadie brought 25 years of experience in the two areas at the heart of the initiative: association governance and change management.

SAMPLE COMMITTEE GUIDELINES

- Each board member should be assigned to one (but only one) of the four new board governing committees.
- The board president appoints the chairs and members of the governing committees (with the exception of governance, which consists of the chairs of the other committees), with the advice of the governance committee.
- Only board members should serve on the board's governing committees. However, non-board volunteers can serve on ad hoc subcommittees and task forces that the board's governing committees create.
- Board members are rotated among committees regularly to ensure their governing experience is rich and diverse.

Among other things, his company prepared agendas and materials for every design committee meeting, facilitated the meetings, and drafted the recommendations that were eventually presented to the full board in February 2008.

4. METICULOUS ATTENTION TO IMPLEMENTATION

The design committee didn't disband after the board took action. On the contrary, the group was actively engaged in overseeing implementation of the new board structure; only after the new committees were fully functioning did the design committee fade away, passing the baton to the new structure, particularly the board's new governance committee. Chief among their implementation responsibilities were putting together a detailed implementation schedule, securing needed bylaw revisions, choosing the chairs and members of the new board committees, and making sure the new committees were thoroughly oriented on their governing responsibilities.

A NEVER-ENDING JOURNEY

As a result of early board involvement, the strong leadership of influential change champions, expert assistance and close attention to implementation, AADE has succeeded in taking its board of directors to the next level. But the governance journey is never complete; the board's role and governing processes should be tweaked and strengthened as the years pass. With a clear governing role and structure in place, AADE has ensured that this continuous governance improvement process will take place — and work well. ■

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