



Board Table Disruption: A Roundtable on Boards and the Need for a New Model

Chat Commentary

- **Vanessa LeBourdais:** Hi from DreamRider Productions. We have a governance model we have developed over seven years that solves a lot of issues. two articles on principles and practices [here](#) and [here](#).
- **Lindy Sisson:** This is way bigger than Push - and an issue that is universal to all non-profits. So, thanks for not focusing on that.
 - **Adrienne Wong (she/her):** Re: PuSh Festival [Context on PuSh here](#).
- **Jim Sands (Vancouver, BC):** You could talk about any number of organizations in the arts sector and outside. Mountain Equipment Co-op comes to mind as another current controversy
- **Linda Williamson-CARFAC BC:** Situation: My board has agreed to 5-8 hours a month work. Our staff person quit and I, as President, with the most time available, took on that role which turned out to be far more massive than the 10 staff hours we paid for.
 - **Question:** What amount of time is right to expect?
 - **Question:** What number of board members is ideal?
 - **Question:** What options can you suggest to handle the rest of the time, knowing that the organization cannot pay for more hours?
- **JD Derbyshire:** [Ways + Means of We Economy](#)
- **Anju Singh:** Co-ops are really struggling with the model as well, for similar reasons as non-profits imo (as mentioned, MEC, but also the Co-op bank in the UK etc.).
- **Carla Stephenson:** Thank you for this Martha- Also there is the huge barrier of funders especially foundations ONLY funding Charities not non-profits - and the biggest innovations happen in non-profits
- **Lindy Sisson:** There are numerous bottom lines to be accountable to: Artistic, Managerial, Community, and financial - that's not the only bottom line. And many Boards are only thinking of the fiscal not the purpose of their organization. Once they get the power.... everything the organization can be working towards can be undone.
- **Ann-Marie Metten (she/her):** 35 to 80% time committed to managing the board is not good governance
- **Marietta Kozak:** Until we deal with the power differential, that is that a group of amateurs are 'governing' a group of professionals, no model will be robust enough to deal with conflict and ultimately issues that might end up in firing someone.

- **Venta Rutkauskas Williams Lake Community Arts Council: Yvette** - Indeed! I am a solo admin on a small arts organization, constantly educating the board. Much less time to develop programs and artistic direction
- **Melanie Yeats (she/her):** I've found that if our board doesn't understand what we're doing as an organization, neither does the community at large.
- **Lindy Sisson:** The problem would still be accountability you can try to build understanding... but if "they" don't follow the mandate and policy - no one is keeping Boards accountable.
- **Angela (PLEO):** [Societies Act Resources here.](#)
- **Kathryn Jean Keller | she/her:** It is so disheartening when you realize how generally challenging funding is for arts orgs and that the org itself is spending so much energy managing the board. I know this is true and it hurts my heart, how can we make this actually functional for the arts mission and how can representation be more meaningful?
- **Dinah D/ Trevor Gear:** My biggest conflict with the average arts board are Yvette's point about retirees and non-artists sitting on boards. The funders fund the non-profits but the whole arts system is profiting...except the artists who's backs the whole system is built upon...
- **Tessa Mendel HTYP (she/her):** So until the legislation changes, what are the legal things we HAVE to do and what are areas where there is wiggle room? For example, our by-laws state that employees can't be on the board - is that a legal requirement, or something we can change?
 - **Martha Rans (PLEO + Panelist):** Tessa that is not a legal requirement
- **Lindy Sisson:** Carver sets policy to dictate what the ED/AD cannot do - rather than directing what you can do. But for volunteers to understand this is really a challenge.
- **Anna K (she or they):** A lot of this content emphasizes the need for having the *right people* as board members - or as members of any other governance structure. A great theoretical structure will always be awful if it has the wrong composition of people sitting on it, or if it has even one or two people who have poor interpersonal skills that drive conflict. Even a traditional board can function well with the right, artistically-aware professionals on it.
- **Marietta Kozak:** This is the situation in other non profits as well.
- **Sab (they/them):** Agree with Anna K - we have a great board, aware of our sector, but the structure still replicates that abyss
- **Katharine Carol (she/her):** The Carver approach in setting the "what you can not do' model sets up a model of hostility. I inherited a document like that at a previous organization and told the board I was not following it. Luckily for me they agreed.
- **Yolanda Ferrato (she/her):** I think I'm one of the lucky few: my board recognizes and respects the management and is very generous in providing useful insights from their areas of expertise when we ask them for it.
- **Valerie Sing Turner:** While it's important to have perspectives of artists and BIPOC folk on boards, it's problematic to ask financially marginalized folk to not be paid for doing this work
- **Anju Singh:** re: representation, there is quite a bit of tokenism, but also the volunteer nature of it seems unrealistic to ask the most marginalized folks to work for free, even though sometimes they should really be the ones sitting in that board room and be heard...
- **Valerie Sing Turner:** And we cannot pay people for board director responsibilities
- **Riette Kenkel:** With a power imbalance between a "professional" Executive Director/Manager/etc. vs "amateur" board members, this can result in the ED having ultimate control, which can cause another set of problems (tail wagging the dog). It's happening with an organization in our small community.

- **Dinah D/ Trevor Gear:** Can a for profit model work for boards in the arts? and still access funding?
- **Carla Stephenson:** This model also sets up the model where staff only can bring their problems to the ED ... and do not have contact with the board directly.. if there is a problem with the ED there is no process for the staff to address the board
- **JD Derbyshire:** [Artists as workers- coops](#)
- **GM DCA:** Perhaps part of the problem is that we start by deciding who owns the organization so the Board knows who it is accountable to. It is likely better to start by asking who we serve.
- **Myles de Bastion:** This might be controversial but.. As a working artist and board member, I struggle with encountering how upside down the whole admin/governing model is with inequitable allocation of an arts org limited resources/financials. For example, ED or Chief officer roles get paid the lionshare portion of the org operating budget, yet artists who the arts org is supposed to be supporting only get the breadcrumbs in the form of "artist stipends" or one-time project payments (nowhere near a sustainable income). Would it be possible to envision a new model whereby the artists are paid salaries and equipping them with the tools to self govern/administer the org artistic projects without needing separate boards or executive directors?
- **Carla (she/her):** Organizations are being asked to have more diversity of marginalized folk. We must financially compensate marginalized folks - not ask for the labour for free. The board model prohibits that
- **Carol Palladino / Arts BC she/her:** Board members do have potential liability for bad management ... so it's important that directors understand that accountability... but that would hopefully be true in another construct. Accountability and engagement is important.
- **Jacob Zimmer:** We were instructed by consultants / foundations through the 90s to recruit those folks and create the disconnected board
- **Caetani:** You can pay advisors
- **Cate Proctor:** Board ethics is another issue. When the Board knowingly makes poor decisions (based on so many things: ego, power/control, etc.) that has significant impact on the organization, none the least being the senior manager(s). And when the Sr. Mgr(s) work to mitigate the Board making these poor decisions, then the situation can become unbearable, especially when the Sr. Mgr wants to focus on their primary role, running the organization, but Board decisions can place big barriers to this work. So frustrating and actually prevents progress in activating the organization's purpose/mandate.
- **Thai-Hoa Le:** Except City of Vancouver may have not updated that specific constraint RE: Remuneration of directors
- **Penelope Hutchison (she/her):** I work for a professional association that's a non profit that pays its board directors. The challenge is you can get directors who are just there for the extra (small) money and not engaged in fulfilling the mission.
- **Lindy Sisson:** The challenge with considering paying Board Members, which I am against. is that arts workers are not paid enough to start with and this would cause further HR difficulties - to put it simply/mildly
- **Anju Singh:** Re: being against paying board members - the issue is how do you reconcile wanting representation and equity when the simple fact of showing up at the table is a barrier due to financial or other obstacles? In the end we just get people who can afford to be there/have that privilege to volunteer and show up at the meetings etc...
- **Holly Bright:** If I am not mistaking, funders won't fund organizations who are not paying artists market value. I keep hearing that staff receive more - per value - than artists. I don't understand that model at all - unless maybe it's a new org ?? (hopefully that would not last long!)

- **greg blee (Poetry Gabriola)** :Are there countries (i.e. in Scandinavia) that have better legislation for non-profits?
- **Lindy Sisson**: And WHO is the Board accountable to? Who is keeping Boards accountable?
- **Anika Vervecken (She/Her)**: Can we set up committees to take over certain parts of the board work that have both staff and other advisors on it?
 - **Anju Singh**: ^ pretty sure that's how many of us work now maybe! But that has its challenges too..
- **Marietta Kozak**: Again, all this works until there's conflict. Then, what rules apply? And if someone goes rogue, then what? How do you control the Board member who has decided they want the ED's job?
 - **Cate Proctor**: Marietta Kozak, or someone who applied for the ED role (unsuccessfully) then becomes President of the Board! (True story!!)
- **Howard Jang**: A properly engaged Board needs to be able to answer these four questions: 1. What is the Business Model that best serves our purpose/cause 2. Who are we in service to? 3. What are we committed to, not just attached to? What is the impact we desire?
- **Margaret Shearman**: does a community theatre have to be incorporated or is this only for funding?
 - **Yolanda Ferrato (she/her)**: Hi Margaret - it varies per funding body. Some have provisions for Ad Hoc (unincorporated groups).
- **Carol Palladino / Arts BC she/her**: two organizations I am involved with have adopted a "consensus agenda" model ... which has resulted in creating more space for the important conversations at the board table
 - **Karen DarWoon (she-her)**: @Carol. Do you mean Consent Agenda? Where standing reports and business are accepted by consent?
- **Linda Williamson-CARFAC BC**: Unionization issue?
- **Philip Adams**: SK Arts (formally the Saskatchewan Arts Board) has a new funding stream which allows an arts group which has a history of public programming and operations. It can apply for up to \$20k / annum without an audit or a Board of Directors. All they require is a financial management system and an articulated management structure.
 - **Ann-Marie Metten (she/her)**: Hey, Philip Adams. [Let's all move to Saskatchewan.](#)
- **Tessa Mendel HTYP (she/her)**: I think one question is what do we actually need boards for? I mean aside from for legal reasons.
- **Jacob Zimmer**: Thinking about Yvette's call for us to be able to be honest. We are in the moment of both playing the conditions (loop holes / hacks / throwing out old norms / sleight of hand) We also trying to create new conditions in which we can be honest. These can require different languages, strategies and tactics. Hard to do at the same time by the same people. In public.
- **Harvey Meller**: it seems to me that the various society acts were created to cover organizations that don't need to give their profits to their shareholders. The result is a huge amount of organizations that are incredibly diverse with a wide variety of different problems. the conversation becomes very general because we are all concerned about different issues. the most important first step is to recognize the particular issue you are concerned about, and for there to be flexibility in the legislation to allow people to assess the very specific issues they face.
- **Vicki Pilot**: <https://reclaimingcollective.wordpress.com/consensus-process-01/>
- **Ann-Marie Metten (she/her)**: <https://www.thevantagepoint.ca/resources/consent-agendas#:~:text=A%20consent%20agenda%20is%20a,the%20board%20meeting%2C%20without%20discussion.&text=The%20goal%20of%20a%20consent,for%20discussion%20and%20decision%2Dmaking>
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- **Marietta Kozak**: I have been pivoting my company for the last 12 years to mainly working within the Indigenous Coast Salish community, and there is no way I could have done that if I had to answer to my Board in all that time. It was organic, iterative and slow and would never have worked if I had stayed within the Board model.

- **Leslie Hurtig-Vancouver Writers Fest: Agree.** There are so many people I'd love to see be able to join our board without pressure to donate large sums of money. Sometimes we want directors who bring other things like their arts knowledge and/or passion for arts.
- **Kim Palmer:** Try planning a major fundraising event with a board who isn't able/willing to buy tickets... it doesn't work. There is something to having a board who can put some funds behind the organization.
- **Joanne Finlay:** Enockwin Centre has an interesting Board model
- **Lindy Sisson:** WE should acknowledge that ED/ADs have tried many many of these ideas and solutions - but because Boards have the power and no one is keeping them accountable, esp not funders - the structure doesn't allow for lasting change.
- **Anju Singh:** Even worse to be the ONLY bipoc person there
- **Hilary Henegar, PLEO (she/her):** And... how do you ensure you aren't creating harm by bringing on folks of colour to an all-white board?
- **Sue Loveless:** What are some specific examples of tasks an ED could give to their board to work on? So they have a way to stay engaged without delving into operations? I struggle to keep my board engaged between meetings.
- **Karen DarWoon (she-her):** Have often been the only visible POC on Boards... for 30+ years.
- **JD Derbyshire:** If you invite one BIPOC get them to invite one. Never just one.
- **Anju Singh:** Or rather not get them to invite someone else, but recruit more than one...
- **Myles de Bastion:** Just taking a moment here to also remind everyone that there are other marginalized minorities that experience oppression including People with Disabilities and those who identify as LGBTQ. Please include them in this conversation surrounding equity, diversity and inclusion in our non profit work. Thank you!
- **Valerie Sing Turner:** But the boards hire the ADs and EDs
- **Lindy Sisson:** What if the ED/AD could focus on the purposes of their organization and their connection with artists and community.... and not have to spend all this time worrying over board issues and alternative agenda's? IMAGINE NO BOARD!
- **Dacia Douhaibi:** Agreed that it cannot only be about board structure and inclusivity, but it has to be both top down and inside the organization itself.
- **Riette Kenkel:** Maybe the focus needs to be on changing the organization so that it's attractive to BIPOC, persons with disabilities, LGBTQ+ and they will WANT to join the board.
- **Jules André-Brown:** If anyone is interested in how youth can influence the governance structures - [I am doing a reserach project on it](#)
- **Vicki Pilot:** And yes, my organization is Seniors based and there is a generational aspect to trying to bring in intercultural/diversity onto the board.. in Victoria
- **Mark Friesen (Panelist):** For those interested: [Vantage Point has an ongoing monthly meetup](#) on this topic.
- **Tyler Russell:** Coming to a conclusion that organizations do not need people of colour on their boards strikes me as a little dangerous. But reforming board structures or doing away with them all together is a very important conversation.
 - **Angela (PLEO):** [Ask a Law Student service here](#) for if you have any questions about legal information.