

# What Kinds of Boards Are There?

---



Non-profit organizations, government agencies and many businesses operate with boards of directors or trustees. Different terms are often applied to describe or capture the basic work or role of such boards. They may be accurately used or not. Recognizing that many boards operate as “hybrids”, here are the main kinds of board roles:

## *Advisory Board*

An advisory board is a body that exists primarily to provide advice counsel or study a situation and make recommendations for action. Typically advisory board members have no legal responsibilities, are usually appointed rather than elected and serve at the pleasure of a higher authority. Advisory boards often can give direction to staff people but are not legally their employer.

## *Governing Board*

A governing board is a group of people who are ultimately accountable for providing the leadership and oversight of a legally incorporated organization. The founding members usually make up the first board of directors. A governing board is usually accountable to, and elected from, a larger group of members or shareholders. (Also see: Policy (Making) Board, Policy Governance Board)

## *Policy (Making) Board*

This is probably the term that most boards of directors would use to describe themselves. The basic notion here is that the board of directors, by setting “policy” direct and control how the organization operates. Frequently the notion is that the board sets policy and staff members implement it. A key issue for policy boards is how deep or detailed do they need to get in specifying how they want the organization to operate? Many boards combine the features of a policy making board and a management board.

## *Policy Governance Board*

The term Policy Governance<sup>SM</sup><sup>1</sup> refers to the specific model of board governance developed by U.S. author and consultant John Carver.<sup>2</sup> This model provides a template for governance that focuses the board’s attention on organizational outcomes (ends) and external relationships (linkage with members or owners). Board oversight of staff activity is accomplished solely through the determination and monitoring of “executive limitations” (a specific kind of policy).

A distinguishing feature of a policy governance board is the absence of board committees (nominating or board recruitment committee excepted).

The term “policy governance”, because it uses the terms “policy” and “governance” is sometimes used to refer to any board attempting to govern by setting policy. Use of the term “policy governance” when the more general term “policy board” is the intended meaning, is likely to result in misunderstanding.

### *Management Board*

The term “management board” may be used to describe a committee charged with overseeing the day-to-day management of an organization, particularly its financial and human resource practices. In other words it is a board that is set up to make decisions that effectively give it the responsibility for overseeing day-to day organizational activities or operations. Management boards often create committees (personnel, finance, programs) to oversee the day-to-day management of the organization (also see: Working Board)

### *Working Board*

People use this term when describing boards of directors that are involved in setting policy and the day-to-day running of their organizations. Another term that could be used is a “hands on” board. Organizations that do not employ staff could be considered “working boards” too as they not only provide leadership but often are the “hands and legs” of the organization. The connotation associated with the term “working board” is that the board’s role is more than a deliberative or decision-making one.

Note: The terms here focus more on board roles rather than on structure. A hierarchy, particularly where there is a board-staff relationship, is implied by most of the above except perhaps a working board. A working board may or may not describe the role of a more “collective” model of organization that is intended to give prominence to the principle or value of equality.

---

<sup>1</sup> The term Policy Governance enjoys the “service mark” (SM) of John Carver, which is akin to a trademark.

<sup>2</sup> See John Carver Boards That Make A difference: A New Design for Leadership in Nonprofit and Public Organizations, Second Edition, San Francisco: Jossey Bass Publishers, 1997.