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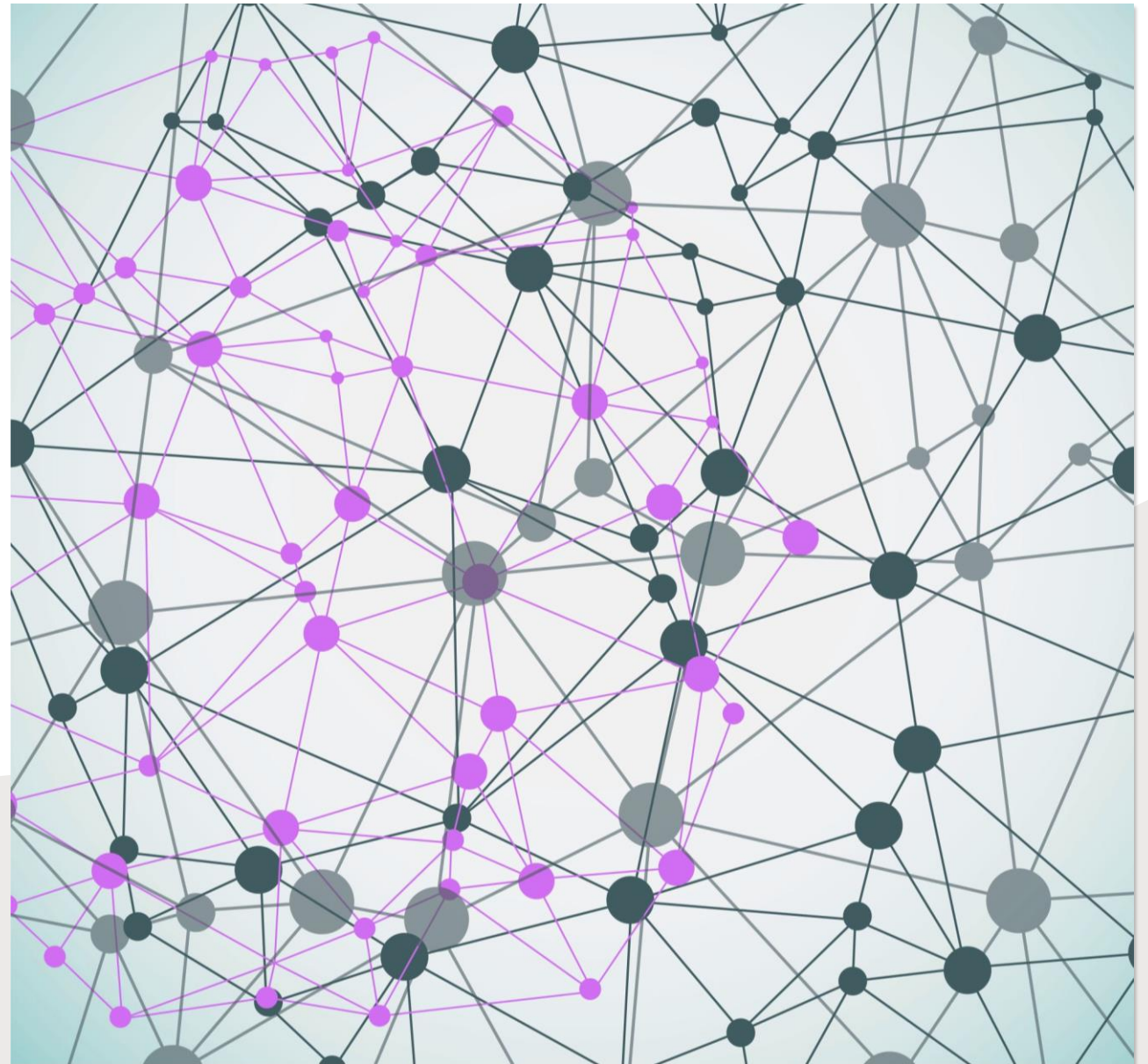
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# MASTERING EXECUTIVE COMMITTEES: BEST PRACTICES AND KEY ROLES



WE USUALLY TALK ABOUT BOARDS AND  
DON'T ADDRESS THE IMPORTANCE OF  
EXECUTIVE COMMITTEES AND THE  
ROLES AND RESPONSIBILITIES OF  
OFFICERS



# BYLAWS

Establish the Executive Committee, its role, and the officer's responsibilities.



# EXECUTIVE COMMITTEES

- Are empowered to act on behalf of the board and handle pressing, emergency, and crisis issues.
- Are the board’s “steering committee” and prioritize issues for the board to address.
- Are empowered to work with the executive director and handle high-level issues as they arise.
- Are often empowered to select and review the executive director.
- Ensure the board is following effective governance practices.
- Ensure compliance
- Take the lead on board development and training.
- Ensure the board executes a balance between its fiduciary, strategic, and high-level forward-thinking work.
- Today’s presentation and discussion will emphasize the importance of the Treasurer and the Secretary.

# OFFICERS ARE ELECTED BY AND REPORT TO THE BOARD

- Chair or President
- Secretary
- Treasurer
- The organization's CEO or Executive Director (ex officio)
  
- Vice Chair
- Committee Chairs

# ROLES

- **Chair or President**

- ◆ Sets the tone
- ◆ Facilitates critical and difficult conversations
- ◆ Usually empowered to work with the Executive Director when there is a performance issue

- **Secretary**

- ◆ Takes accurate minutes of key discussions, decisions, and votes
- ◆ Keeper of the records
- ◆ Ensures quorum and typically communicates meetings

- **Treasurer**

- ◆ Leads the Finance committee
- ◆ Reviews and ensures the accuracy of financials and presents financials to the board.
- ◆ Works hand-in-hand with the Executive Director on creating the organizational budget and makes recommendations to the board.
- ◆ May lead the audit committee

# ROLES

- **Vice Chair**
  - ◆ Acts instead of the Chair as needed
- **Committee Chairs**
  - ◆ Lead the work of the committees, recruit participants, prepare agendas in partnership with the Executive Director, and report to the board of directors.



# ROLES

- **Executive Director | CEO**

- ◆ The Executive Director is a key executive committee and board partner. They provide organizational insight and operational expertise and carry out the strategy set in partnership with the board.
- ◆ The Executive Director is a key player in all committees and ensures that the work is not only within budget but also mission-centered and relevant, aligning with the organization's goals.
- ◆ The Executive Committee provides direction as agreed upon by the board and reviews their performance.

WHAT DO YOU WISH YOU HAD BEEN TOLD  
BEFORE YOU AGREED TO BE AN OFFICER  
AND SERVE ON AN EXECUTIVE COMMITTEE?



# CHALLENGES EXECUTIVE COMMITTEES CAN FACE

- Micromanagement of the executive director
- Imbalanced power dynamics leading to board disengagement
- Challenging communication with the board
- Avoiding groupthink
- Managing conflicts of interest effectively
- Succession planning (board)
- Accountability for all directors

CAN YOU PROVIDE INSIGHT INTO  
ANY OF THE CHALLENGES  
SHOWN, OR CAN YOU THINK OF  
ANOTHER THAT YOU'D LIKE TO  
SHARE?



# BEST PRACTICES

- Ensure the bylaws are clear about the purpose, roles, and responsibilities of the Executive Committee.
- Ensure the board's authority is not undermined, and decisions made in special or emergency situations are discussed and confirmed by the board. ***The Executive Committee does not ever replace the board of directors; it reports to and is accountable to the board.***
- Keep minutes and provide them to the board.
- The Executive Committee and board members work together as partners to ensure the integrity of each other's responsibilities and cohesiveness. Maintain awareness about feelings of marginalization or disengagement from members and address issues quickly.
- Ensure the board discussions and work are balanced between fiduciary, strategic, and big-picture work.



WHAT WOULD YOU ADD TO THE  
BEST PRACTICES JUST LISTED?

HIGHLIGHTING THE BOARD  
TREASURER AND SECRETARY  
ROLES

# TREASURER

## Ensuring Fiscal Integrity and Sustainability

- ◆ Leads the Finance committee
- ◆ Reviews and ensures the accuracy of financials and present financials to the board.
- ◆ Works hand-in-hand with the Executive Director on creating the organizational budget; presents the budget to the board.
- ◆ Is part of and may lead the audit committee



# SECRETARY

## Accuracy and Record Integrity

- ◆ Takes accurate minutes of key discussions, decisions, and votes.
- ◆ Keeper of the records
- ◆ Ensures quorum and typically communicates special meeting dates and times.

## Q & A

Please hand your questions to a VBLF  
representative

THANK YOU!

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**De Sela consulting**

*Building capacity for greater community impact*