



Lower Columbia
Estuary
Partnership

Board Development Plan 2023/2024

Revised September 2023

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Overview

Lower Columbia Estuary Partnership has developed this Board Development Plan to ensure that the organization is led by a dedicated group of people who support the mission and who bring the commitment, connections, and enthusiasm necessary to drive the organization forward. The Board Development Plan provides details and supports the strategy for leadership development, consistent with Estuary Partnership's strategic plan:

Goal #4: The Partnership's operations are grounded in organizational values and long-term sustainability

- *Strategy 4.4 – Establish or renew Board operations and structures that support the core values and strategic direction expressed in this plan.*

This plan includes documents and protocols that support the leadership requirements and processes of the board, to help Estuary Partnership map the path from the board we have today to the board we need to maximize our impact.

This plan clarifies the board's role and responsibilities and describes the ideal mix of board skills, knowledge, and networks. At any point in time, Estuary Partnership's current board composition can be compared to the ideal by using a Board Profile Grid, regularly updated to support strategic board recruitment. This plan describes the processes we use to identify, recruit, onboard, support, and evaluate board leaders. Finally, this plan describes the committee structure we are adopting and includes a brief charter for each committee and a workplan for one of those committees.

Sections include:

- Board Job Description
- Board Composition and Profile Grid
- Board Recruitment Process
- Board Orientation Process
- Board Structure and Use of Committees
 - ◆ *Executive Committee Charter*
 - ◆ *Board Development Committee Charter*

Potential/Future Committees:

- ◆ *Finance Committee Charter*
- ◆ *Fundraising Committee Charter*
- Board Workplan
- Board Evaluation Process

To facilitate the use of each element of this plan as a standalone tool, sections are divided by page breaks.

ESTUARY PARTNERSHIP BOARD JOB DESCRIPTION

Responsibilities

The board has the responsibility for governing the entire organization consistent with the By-Laws and Policies of the Estuary Partnership. The board determines organizational policy and provides policy oversight in the following areas: People, Strategy, Revenue, Finance, Community Relations, and Operations.

People

- Develop the board membership: recruit, nominate, and approve new board members; orient new board members; train, evaluate, and recognize existing leaders, and provide board members with opportunities for growth, mentorship, and development as leaders.
- Select and support the Executive Director, including setting and reviewing performance goals and providing on-going assistance as requested by that individual. (*Executive Comm function*)
- Set policy regarding personnel, including salaries, benefits, conflict resolution process, and grievance procedures. (*Executive Comm function*)
- Set policy regarding volunteer involvement, including how the organization treats, recognizes, and celebrates its volunteers.

Strategy

- Set and review the organization's mission and goals regularly.
- Plan for the organization's future, on a long-term and short-term basis.
- Evaluate the organization's programs and operations on a regular basis.

Revenue

- Ensure adequate funding to achieve the mission and implement the programs and projects.
- Participate in fundraising activities based on individual skills, networks, and background - for example, supporting our fundraising events (e.g., inviting friends to the Gala or other Estuary Partnership events, soliciting corporate sponsorships, attending the Gala, etc.).
- Make a personal gift, of any size.

Finance

- Ensure financial accountability to funders and donors.
- Oversee annual budget development and approval, and ongoing budget review.
- Manage and maintain organizational assets, including real estate, vehicles, equipment, and other investments.

Community Relations

- Ensure the organization's programs and services appropriately address community/constituent needs.
- Promote the organization to the public and represent the organization to the community.
- Promote partnerships with other organizations, including coalition work, joint fundraising, etc.

Operations

- Ensure the organizational and legal structure are sufficient and appropriate.
- Ensure the board's operations are adequate and appropriate and that the board meets all applicable legal requirements.
- Ensure the organization's administrative systems are sufficient and appropriate.

Requirements for Board Service

We are ideally looking for leaders with:

- A demonstrated interest in the organization's mission and goals.
- Commitment to diversity, equity, and inclusion (DEI) broadly and to Estuary Partnership's DEI strategy implementation specifically.
- Specific experience and/or knowledge in at least one of these areas: human resources, leadership development, strategic thinking or planning, fundraising, finance, public relations, communications and marketing, operations.
- Connection with a key constituency or segment of the population of the community.
- Be willing to learn and to expand board responsibilities through orientation and ongoing training.
- Be willing to represent the organization to the community.
- Four to ten hours per month – for example:
 - 3-4 hours – prepare for, attend, and participate actively in board meetings (quarterly)
 - 2-3 hours – prepare for, attend, and participate actively in one or more committee meetings
 - 1-3 hours – other special requests, including participating in board fundraising activities and making a financial contribution to Estuary Partnership.

ESTUARY PARTNERSHIP BOARD COMPOSITION

As a National Estuary Partnership, Lower Columbia Estuary Partnership’s governing body is its Board of Directors and must include public and private interests and stakeholders from the local NEP’s study area. The statute, which is an amendment to the Clean Water Act, requires the board to include at a minimum:

- *each State located in whole or in part in the estuarine zone of the estuary for which the conference is convened;*
- *international, interstate, or regional agencies or entities having jurisdiction over all or a significant part of the estuary;*
- *each interested Federal agency, as determined appropriate by the Administrator;*
- *local governments having jurisdiction over any land or water within the estuarine zone, as determined appropriate by the Administrator; and*
- *affected industries, public and private educational institutions, and the public, as determined appropriate by the Administrator.*

The Administer referred to is the US EPA Administrator.

For Estuary Partnership, this includes tribal, federal, state, and local government entities, business, industry, fishing, agriculture, recreation, etc. This is codified in the Board Bylaws and Policies. At any one point, the specific representation on the Board is different.

In accordance with the NEP requirements, Estuary Partnership’s board includes stakeholders with critical perspectives. We recognize and value the important relationships these individuals bring. At the same time, we also seek leaders with important skills and knowledge that help us succeed. Our ideal board includes people with a mix of skills and knowledge, bringing important representation and relationships, and supporting our goal to be an inclusive organization that reflects the diversity of the geographic area we serve.

We seek people with the time and ability to participate and people with the potential to serve in a board leadership role in the future, as a board officer or committee chair. Based on our Board Job Description, our ideal board includes the following:

Skills and Knowledge	Connections, Influence, and Representation	Demographics
<ul style="list-style-type: none"> ■ Strategic planning / thinking ■ Business operations ■ Fundraising, esp. major gifts ■ Finance ■ Human resources / org dev ■ Columbia River Basin ■ Climate change ■ DEI ■ Environmental justice ■ Education ■ Education 	<ul style="list-style-type: none"> ■ Federal agencies ■ Tribal government ■ State and local government ■ Port / maritime industry ■ Nonprofit / community ■ Real estate industry ■ Financial / investment sector ■ Business / corporate / industry ■ Research institutions ■ Funders and donors 	<ul style="list-style-type: none"> ■ Geographic – WA/OR/Regional ■ BIPOC Leadership ■ Gender Identity (m/f/nonbinary) ■ Disability ■ Youth Leadership (18-25) ■ LGBTQIA+

On the following page is a *Board Profile Grid* that converts the characteristics above into a table populated with the names of our current board. An Excel version of this tool is also part of this Board Development Plan.

Every board member will receive a copy of the Board Profile Grid and will be asked to fill it in and provide it to the Board Development Committee. The committee will compile the results to produce a complete “at-a-glance” picture of our current board composition relative to our ideal.

Estuary Partnership will use this tool and keep it updated to guide us as we seek new leadership prospects to join the board team.

ESTUARY PARTNERSHIP BOARD PROFILE GRID

(included as an Appendix, updated annually).

ESTUARY PARTNERSHIP BOARD RECRUITMENT

Board recruitment is a process of identifying the right individuals to meet Estuary Partnership's needs, providing them with information about our board and the board's responsibilities, and convincing them to join our board team. The steps in our process include:

1. **Develop criteria.** Identify the skills, knowledge, background, networks, and demographics Estuary Partnership's board needs to be effective. Periodically review the list of desired skills, knowledge, connections, and demographics to ensure it continues to meet our needs. Compare "who we need" with who we have on the current board. Identify gaps to fill as we recruit new leaders (*use Board Profile Grid*).
2. **Identify prospects.** Identify the people and organizations to contact as part of the recruiting process. For all prospective leaders, get email addresses and phone numbers. As part of this process, try to understand what each prospect could bring to the board. For agency seats:
 - Review agency role - in particular, the funding agency participation on the board is critical and requires high level leadership. Funding agencies that identify an alternate board leader will formally name that individual to that role.
 - Current / "outgoing" reps may suggest potential candidates, to be vetted by the Board Development Committee
3. **Narrow the list.** From the list of possible board members, narrow to the strongest core group (six to nine individuals) and prioritize. Board Development Committee leads this step, in consultation with the full board, to vet prospects with the board before contacting those prospects. Make plans for immediate follow-up with this core group of prospects.
4. **Assign contacts.** Assign an individual currently on the board to contact each prospect. Give each contact person the appropriate recruiting materials (see #5, below).
5. **Contact top prospects.** With each top prospect, set up a conversation that includes a board member and the Executive Director. Focus discussion on Estuary Partnership mission, vision, and current work, as well as what is expected of board members. If appropriate, discuss opportunities for involvement on committees as an alternative to board service, and the identification of other possible prospects. Provide:
 - An overview of Estuary Partnership's purpose, major programs, annual report etc.
 - Strategic Direction and DEI 3-Year Strategy
 - Board Job Description, listing board responsibilities, expectations, meetings, committee assignments, tenure, and time commitment
 - A list of current board members and key volunteers
 - Summary of financial information (e.g., snapshot of budget, funding sources)
6. **Invite mutual learning.** If prospective board members are interested, invite them to get to know you by taking a tour with staff, seeing your programs in action, talking with your staff, and / or attending a board meeting to see how your group makes decisions and delegates responsibilities.
7. **Follow Estuary Partnership process.** Once it becomes clear that the prospective board member is interested, and the feeling is mutual, the Board Development Committee reviews and recommends the slate, and the full board approves it and appoints the new directors.

ESTUARY PARTNERSHIP BOARD ORIENTATION

New Member Orientation

1. Schedule a meeting between the new board leader and key people in the organization.
2. At this first meeting, provide the new leader with information about Estuary Partnership, including Bylaws and Articles of Incorporation, financial statements, and audit, lists of committee and staff assignments, copies of board meeting minutes for the previous year. This material will be organized in a PDF and via Estuary Partnership's website.
3. At the first board meeting in which a new director participates, introduce the new member to all current board and staff members. Pair the new board member with a current board member to answer questions and help with onboarding. Make assignments to committees or work groups.
4. Ask each board member to complete the Board Member Agreement.

First Three Months

5. Check in with new board members to make sure they feel supported and are getting to know the organization and the rest of the team. (Ideally, the Executive Committee leads this.)
6. Assign a specific committee task as part of the regular orientation process.
7. Continue to provide written background material to answer questions.

Ongoing

8. Consult with appropriate committee chair and supporting staff to fully engage the new directors.
9. Provide assistance in carrying out responsibilities.
10. Provide opportunities for board members to attend special workshops and training related to their assignments and interests. Provide special leadership training to current and prospective officers.
11. Expand responsibilities and rotate committee assignments to help board members learn and grow and to explore their areas of interest.

Board Structure

Use of committees

Lower Columbia Estuary Partnership currently has two committees: Executive and Board Development. The Executive Committee provides leadership on HR matters, policy, and financial matters (including audit and budgeting). The Board Development Committee provides leadership on board recruitment and nomination, orientation and training, and evaluation. The Estuary Partnership recognizes the advantages of a committee structure – in which committees are charged with exploring key questions or issues, bringing options and recommendations to the board, and teeing up decision-making. At the same time, there is a recognition of the limits of board members' time. In that spirit, for the first year of this Board Development Plan, Estuary Partnership will operate with two committees: Executive and Board Development. In the second year of this plan, the Estuary Partnership will revisit establishing a Finance Committee and move financial oversight from the Executive Committee to this new Finance Committee. Once created, the Finance Committee will confer with the Executive Committee regarding budget impacts from decisions regarding compensation policy. A draft committee charter is included in this plan.

All committees will meet quarterly at least once per quarter. Committees will meet with enough lead time that they can complete their research and bring thoughtful options / recommendations for board consideration, and report to the board on their activities. Committees will be recommendatory: they will not have decision-making authority unless delegated this authority by a vote of the board. The exception to this is the Executive Committee, which provides leadership in between board meetings or in times of crisis.

On the pages that follow are committee charters for the Executive, Board Development, and Finance Committees. Committee charters will be reviewed and updated annually to ensure that their membership list is accurate. Additional workgroups or specific ad hoc task teams may be formed to lead other efforts – such as donor cultivation / development or event planning.

ESTUARY PARTNERSHIP EXECUTIVE COMMITTEE

Purpose

Provide oversight of human resources and policy matters on behalf of the Estuary Partnership. Provide overall governance leadership.

Responsibilities

- Hire, in consultation with the Board, and oversee the Executive Director.
- Facilitate the annual evaluation of the Executive Director.
- Authorize the Executive Director to apply for and receive funds and enter into contracts.
- Assist the Executive Director in developing agendas for Board meetings.
- Assist the Executive Director with personnel matters.
- Set annual employee benefit package.
- Serve as the appeals body in personnel matters.
- Act on urgent business that arises between regularly scheduled Board meetings. Any urgent business considered by the Executive Committee shall be reported to the Board of Directors within twenty business days of the date the Executive Committee considered or took action.
- Serve as the liaison to the Executive Director.
- Evaluate progress toward strategic goals and initiatives.
- Assist the Executive Director in developing the six-year Implementation Strategy (based on the CCMP).
- Oversee board policies and ensure good governance practices.
- Establish and sunset committees and task forces.

The Executive Committee cannot take any of the following actions, which are powers of the full board:

- Amend bylaws
- Elect or remove board members
- Hire or fire the Executive Director
- Approve or change the budget
- Add or eliminate programs
- Approve mergers or dissolution of the corporation

Committee Chair -July 2023- June 2024

- Dr. Matt Jones

Committee Members – July 2023-June 2024

- Rian, Jane, John, Mary Lou, Susan, Yvonne
- Staff support by Elaine

Meetings

Executive Committee meets quarterly in September, November, February and May.

ESTUARY PARTNERSHIP BOARD DEVELOPMENT COMMITTEE

Purpose

Manage board development and effectiveness and ensure that the Board of Directors is responsive to the Estuary Partnership's needs.

Responsibilities

- Discuss and recommend policies regarding term limits.
- Serve as the nominating committee for Board members and officers, preparing a slate of members and officers for the annual Board meeting.
- Develop and maintain optimum board member profile.
- Identify, evaluate, and recommend board candidates that fill its needs, in consultation with the Executive Committee.
- Recommend board officer candidates, in consultation with the Executive Committee.
- Develop recruiting, orientation, training, evaluation, and recognition materials.
- Coordinate orientation process for new board members.
- Coordinate presentations, trainings, and discussion to expand board members' knowledge about their leadership roles and Estuary Partnership's mission focus.
- Coordinate biennial self-evaluation of board members and overall board effectiveness.
- Create a support structure for board members.
- Facilitate the involvement of advisors.

Committee Chair – July 2023 – June 2024

Irma Lagomarsino

Committee Members – July 2023- June 2024

- Tabitha, Jane
Staff support by Elaine

Meetings

Board Development Committee meets quarterly in August, October, January and April.

Potential Future Committees:

ESTUARY PARTNERSHIP FINANCE COMMITTEE

Purpose

Provide oversight of financial matters on behalf of Estuary Partnership.

Responsibilities

- Review, present, and recommend approval of the biennial budget.
- Assist the Executive Director in developing the Finance Plan for presentation to the Board.
- Receive, review, and accept quarterly finance reports.
- Develop Finance Policies.
- Develop investment strategies and Investment Policy.

Time Expectations:

- Meet quarterly

Committee Members:

ESTUARY PARTNERSHIP FUNDRAISING COMMITTEE

Purpose

Coordinate board member participation in Estuary Partnership fundraising activities and aid in the development of fundraising strategy.

Responsibilities

- Help define the overall fundraising strategy for the Estuary Partnership
- Support board members in the creation of annual plans for participation in fundraising. The plan will include:
 - The board member's "story" ("why I care about the Estuary Partnership")
 - A list of ideas for and commitments to fundraising (i.e., corporate sponsorship and auction item procurement opportunities for events, selling tickets or filling tables at events, "friend-raising" activities, etc.)
- Support Estuary Partnership events
 - Help identify and assist with corporate sponsorship and donation requests (e.g., auction items)
 - Ensure individual board member fundraising plans are utilized in fundraising events
 - Give input on event planning
- Support donor stewardship efforts: Provide personal communications (phone calls, emails, cards, invitations) thanking and engaging donors and coordinate other board members to do the same.
- Identify fundraising tools, trainings, and other resources for board members

Time expectations

- Meet quarterly, except in the three months leading into the annual event

Committee Members

Board Workplan

Q1 (July-Sep)	Q2 (Oct-Dec)
<p>Board of Directors</p> <ul style="list-style-type: none"> ● Annual fundraiser planning ● Biennial board retreat / offsite <ul style="list-style-type: none"> ○ Legislative briefing ○ Review progress on current year of our 6-year Implementation Strategy ○ Review/ approve updates / revisions to Strategic Plans ○ Board improvement / evaluation conversation <p>Executive Committee</p> <p>Board Development Committee</p> <ul style="list-style-type: none"> ● Participate in the Onboarding of new board members ● Initiate creation / revision of board development materials ● Develop outreach strategy for committee and board recruiting <p>Fundraising Committee</p> <ul style="list-style-type: none"> ● Check in on Board fundraising plans 	<p>Board of Directors</p> <ul style="list-style-type: none"> ● Annual fundraiser: Gala ● Legislative briefing ● Draft support letters to Congressional delegation for annual federal NEP appropriations <p>Executive Committee</p> <ul style="list-style-type: none"> ● Review and approve updates / revisions to organizational policies ● Conduct ED evaluation ● Oversee the financial audit (<i>note: this will move to Finance</i>) ● Begin budget preparation (<i>with ED; note: this will move to Finance</i>) <p>Board Development Committee</p> <ul style="list-style-type: none"> ● Update board profile grid / desired board composition ● Review options for board evaluations and agreements ● Review and update board member manuals ● Meet with the board chair to discuss ways to fully engage board (<i>ED</i>) ● Every two years, meet with each board member about their goals for board service ● Develop strategies for involving non-board members on committees – if consistent with Committee Charters <p>Fundraising Committee</p> <ul style="list-style-type: none"> ● Check in on Board fundraising plans

Board Workplan *(continued)*

<p>Q3 (Jan-Mar)</p> <p>Board Directors</p> <ul style="list-style-type: none">• Adopt biennial budget (full board)• Annual fundraiser planning• Legislative briefing• EPA Workplan approval• Finalize / submit support letters to Congressional delegation for annual federal NEP appropriations <i>(could also be at other times during the year)</i>• Legislative work <p>Executive Committee</p> <ul style="list-style-type: none">• Recommend budget for board adoption <p>Board Development Committee</p> <ul style="list-style-type: none">• Review bylaws and policies for potential changes• Discuss board composition and anticipated gaps• Discuss possible board training topics for next year• Formalize board and officer nomination and election procedures• Conduct outreach for board and committee members• Review possible discussion topics at each board meeting• Post updated board manual to the board-only portal on the website <i>(ED)</i> <p>Fundraising Committee</p> <ul style="list-style-type: none">• Thank end-of-year donors• Check in on Board fundraising plans	<p>Q4 (Apr-June)</p> <p>Board of Directors</p> <ul style="list-style-type: none">• Annual fundraiser planning• Approve and appoint new directors at Annual Meeting• Planning for special events such as CREC (every other year) or Science to Policy Summit <p>Executive Committee</p> <ul style="list-style-type: none">• Legislative briefing <p>Board Development Committee</p> <ul style="list-style-type: none">• Recommend prospective board members to the Board of Directors• Recommend officers to the Board• Develop next year's committee work plan• Conduct individual board evaluation conversations with board members• Set next year's board discussion topics <p>Fundraising Committee</p> <ul style="list-style-type: none">• Ensure each board member makes fundraising plan for upcoming fiscal year
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Evaluation

This section describes our process for ensuring that board members check in with the commitments they made individually and as a group. Absent any evaluation, the board may have more difficulty following through on its commitments or deciding collectively whether, when, and how to remove barriers or reset the board's goals.

This is a chance for board members to pause to take stock of how the board is functioning as a team, and how well individual board members are fulfilling their role.

Questions for the Board as a whole

Annually, facilitated by the Board Chair, the board will have a full-group conversation on the following questions:

1. Are we on track with our strategic plan? How well are we monitoring our progress on goals?
2. What has changed in our operating environment that requires our attention?
3. Is our organization on track with our financial goals?
4. Are we receiving financial information presented in a way that we can easily understand and track? How could this be improved?
5. Is our decision-making process open, equitable, and inclusive?

Questions for individual leaders

Biennially, a member of the Board Development Committee will meet with each board member to discuss the following (or other ideas related to board service):

1. What's working well for you in your board role?
2. What challenges are you facing?
3. Do you have opportunities for personal growth and development? What other opportunities would you like?
4. What information or training would help you be a better board member?
5. What issues would you like to see discussed in the coming year?
6. Are there topics on which you believe the board should have a values / philosophical discussion in the coming year? What are they?
7. What could be done to make board meetings more productive or more fun?

A report back to the full board themes from these conversations will identify needs, areas of growth, and other opportunities to engage the board more completely.