



BOARD COMMITTEES

VS

STAFF COMMITTEES OR CONSULTATIVE GROUPS

BOARD COMMITTEES	STAFF CONSULTATIVE GROUPS
Duties are defined by bylaws or BOD-approved committee charter.	Work is defined by staff usually ad hoc according to situational need.
Duties are usually high-level policy matters or implementation of governing policies.	Work is usually on-the-ground and pragmatic.
Board members are “agents” of the BOD and each committee is duty-bound to report to the BOD.	Board members are volunteer consultants to staff, offering special knowledge & expertise in the implementation of governing policies. Board members hold no special governing status.
Committee meetings are formal & structured, with minutes kept and submitted for approval and filtered upward to the BOD.	Consultations are usually informal and ad hoc. If they need to be codified, they will move to formal operational policies (staff will develop).

Thematic Principles in Play:

1. The Board of Directors has all of the authority. Individual Directors have none.
2. The Board of Directors has one employee – the CEO. All other employees report to the CEO.