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## Why Boards Micro-Manage and How to Get Them to Stop

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If we were to ask NonProfit leaders for their top three complaints about boards, micromanagement would absolutely make that list. (Another biggie would be "We can't get them to fundraise," but that's for another article!) Both board members and CEOs talk about board micromanagement as if it were the weather - they complain about it, but they don't figure there's much they can do about it.

Unlike the weather, there is something you can do to stop a board from micromanaging. The first step is to look at why boards micromanage in the first place. Only then can we determine how to get them to stop.

### Why Boards Micromanage:

We have observed a number of reasons why boards micromanage. These are listed in no particular order, and they are NOT mutually exclusive - as a matter of fact, they are often interrelated.

#### 1) **The board has no clear sense of its role in the organization / Board Members think this is what they should be doing.**

Board members are generally chosen because they are movers and shakers - they know how to get things done. And so, when a board has no clear job description, board members will roll up their sleeves and default to doing what they do best - getting things done. Without a clear understanding of the role of the board, they simply assume that is their role.

And so they scrutinize the accounting and the level of activity of the line employees; they talk directly to clients and employees, and then take up those client/employee concerns at board meetings. Everywhere they look, there are things that could be done better, and because they think that's what their job is supposed to be, they pitch right in to help get that job done right. Very often, board members micromanage because they think that's what they should be doing.

#### 2) **The board has no policies (rules) that delineate appropriate roles for staff vs. the board.**

This is related to the first reason, but extends it further. In addition to having either no clear idea of the board's role in the organization or the erroneous belief that management is the board's role, the board also has no clear set of rules to define which decisions belong to the staff, and which belong to the board. With no guidelines and policies in writing, nor any discussion of these issues, board members venture into the staff's area of responsibility, simply because there is nothing telling them not to.

#### 3) **Management of day-to-day work is what board members know from real life.**

Most of us don't "lead" in our every day lives. Most of us "do". The laundry and the dishes don't get done by leading; the report doesn't get written, the engine rebuilt. The customer isn't served by our "leading" but by our "doing".

When we get onto a board, we don't automatically lose that "doing" hat at the door. We assume our "doing" is how we will help the organization. Absent clear policies and job descriptions that differ from that, we first feel proud to share what we are so good at, and then feel confused when we are reprimanded for doing it. Why is everyone complaining, when "doing" is why they asked me here in the first place?

Which leads to item #4.

#### **4) We've invited them on the board to perform a task, not to lead.**

We've all heard it. "We need an accountant on the board, or an attorney, or a PR person, etc." We invite folks on the board to perform pro bono staff roles, and then when they get in there and do what we've invited them to do, we accuse them of micromanaging! The accountant on the board is asked to review the books, and before you know it, that accountant is critical of everything the bookkeeper does, including where she keeps her pencils! (Don't laugh - we've actually experienced this!)

Remember: if you invited them to act like staff, they are doing exactly what you asked them to do.

#### **5) Remnants of Crisis**

If your board has just experienced (or is in the midst of experiencing) a crisis, they have had to jump in with both feet to get the job done and make sure the organization survives. Perhaps the CEO has just quit with no notice, or was in a car accident. In times of crisis, the board may have to act outside its role, as they may be the only ones left to do so. (That is one of the reasons we have boards - to provide the organization with continuity.)

Once the crisis time is over, though, if the organization doesn't have clearly delineated roles and responsibilities for the staff vs. the board, it will be VERY hard for that board to stop its management role. The danger here is that the memory of crisis becomes institutionalized, lingering long beyond the memories of just the current board members. These residual behaviors are likely to be inadvertently taught to new board members, as they learn from watching. The board continues to act as if there is a crisis long after the crisis is over, micromanaging from some cellular level that is handed down over time until no one knows where it came from - it is simply the way things are done.

#### **6) Fear**

At the root of virtually all micromanagement is fear. Fear that if they don't do it, no one else will (or no one will do it as well). Fear that the organization will fail, will have horrible things happen to it. Fears about money, about bad press. When individuals behave badly it is usually because they feel their comfort or security is threatened in some way. When boards behave badly (and micromanagement is just one symptom of this), they are usually concerned about the health and safety of the organization. If you can keep in mind that boards micromanage because they care and therefore have fears and concerns, and NOT because they are power hungry control freaks, then you will be better equipped to get them to stop.

### **A Better Way - Getting Your Board to Stop**

If boards micromanage because they don't know what else to do, then the obvious solution is to show them a different role. If boards micromanage because they are concerned and/or scared, then the obvious solution is to allay those fears. And finally, if board members micromanage because we've asked them to act as staff, then the obvious solution is not to ask them to perform staff functions.

#### **1) Showing Them a Different Role**

**Help them to see what critical board/organizational work is NOT getting done because they are spending their time**

## micromanaging

Many board members believe micromanagement is the appropriate role for the board. "If we don't manage and do the work, then what do we do?"

### And so the first step is to show them an alternative.

The following exercise can help make board members see the important things they are NOT doing because they are spending their time micromanaging. This is a good eye-opener, hopefully leading to more substantive discussions about the role of the board.

- 1) Have board members list all board activities, from approving staff reports to reviewing the financials, to the work they do on various committees. List everything the board does and everything the committees do.
- 2) Review the list, and note which of the items gets a "yes" answer to the following questions (you can mark all those items with an "S" for Staff):
  - a) Is this activity a duplication or review of a task staff already does or has done?
  - b) Is this activity a rubber stamp of a staff recommendation?
  - c) Is this activity a review of things that have already happened, including discussions (lengthy or not) about actions that have already occurred? (This includes reviewing everything from staff reports to committee reports to financial reports - most of which review PAST actions.)
- 3) Now have the board note which activities include discussion of the mission of the organization, how to fulfill it better, how to help the community more as it relates to the mission. Mark those items with an "M" for Mission.
- 4) Finally, review those board activities that have to do with the organization's ethics and values. Mark a "V" next to those items that include discussion of how decisions will be made, how to determine if actions are right or wrong, how to determine boundaries for staff and board behavior, etc.
- 5) Tally up the scores. What percentage of your time are you spending discussing things that have already occurred, things the staff is primarily responsible for, things the staff is simply reporting to you, etc.? What percentage of your time are you spending talking about the impact the organization is making and can make in the community and the strides you could be making to further your mission? And what percentage of your time are you spending on the values and ethics by which you will make decisions?

John Carver, a pioneer in governance matters, says "The board is responsible for creating the future, not minding the shop." When we get stuck in the day-to-day, we are "minding the shop", and that's not nearly as productive NOR exciting (and fun!) as helping to create the future. "Creating the future" means making a real impact on the community. It is the very reason our organizations exist. And after reviewing this exercise with your board, they are far more likely to want to start creating that future.

### Show Them How Focusing on Community Benefit / Impact Can Get the Job Done BETTER

The board's main focus must be to ensure the organization is aimed at providing the very most benefit possible for the community you serve. The board must therefore also focus on ensuring the organization has ongoing capacity to provide that benefit, and on the parameters within which the organization will function - the values and ethics by which that work will be accomplished.

But first and foremost, the board must focus on the community benefit your mission is about. A healthy community. A safe community. A community rich in

the arts. A community that nurtures its mentally ill, or feeds its hungry and poor.

Community benefit is why your organization exists, and that community benefit must be the board's primary focus at all times.

### True story:

We were in the initial stages of discussion with a board that knew it had problems and needed help. The board president was grasping for a sense of the board's role, and suggested the following: "If we were a ship, the staff would be responsible for making sure our cargo is safe, the insurance is paid and we have enough personnel to man the ship." Then he looked confused and asked, "So is the board then responsible for making sure there's fuel (money) to keep going?"

Our answer was a question: "Who's deciding where the boat is headed? Who is steering towards that course? Who is deciding the parameters for making decisions when the sea gets rough?"

And he smiled. "Finally," he said, "I know what our job is."

[For more information about the role of the board:](#)

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## 2) *Allaying Their Fears*

By this point, someone on the board will undoubtedly ask what many others in the room are thinking. It is the question that lies at the heart of most micromanagement:

"If all we do is focus on the future, and the board is ultimately responsible and accountable, how can we be sure the work is done right if we don't get in there and do it / watch that it be done according to our wisdom and experience?"

The answer that is usually given to this question is to show how establishing measurable plans and policies will assure the work is done right. Technically, that answer is correct. The problem is that it's an answer to the facts of the question, and not the heart of the question. And the heart of the question is fear, concern, worry.

To get to the point where a board is ready to learn how to govern and not manage (i.e. do) we must acknowledge and get past that fear. If the board is feeling insecure about issues that are likely to be reasonable causes for concern, **THE BOARD WILL NOT STOP MICROMANAGING UNTIL THAT SENSE OF INSECURITY IS ELIMINATED, REGARDLESS OF HOW MUCH THEY SEE THE BENEFITS OF STOPPING.**

## Fighting Fear Step 1: Understanding Fear

Fear and concern and worry (and all the other words we use for this emotional reaction) are all responses to feeling threatened. They arise from our natural instinct for self-preservation. Board members could be afraid that the finances are shaky. Or that the finances are ok now, but you never know. They could be unsure about a surge in organizational growth, or a sense of stagnation.

The fear could be personal - an individual may be afraid that his/her position of authority on the board will be threatened by a particular action. Or they could simply be feeling unsure of their own role within the organization.

Regardless of the cause, as a general rule, when folks act badly, you can pretty well guess they feel threatened in some way, either personally or on behalf of the organization. (This article will delve no further into individual fear and its effects on individual behaviors, but will focus on the effects of organizational fear. We point out the issue of individual fear because boards are merely collections of individuals, and those issues do play out on boards as well.)

Western culture doesn't put much stock in fear. We prefer to see ourselves as fearless, stoic, and because of that, we write off "fears" as being somehow irrational. But in the case of many board concerns, that is not necessarily so. Boards are right to be concerned that the organization may be financially unstable. They are right to be concerned that the CEO has no succession plan in the event she wins the lottery and heads to Tahiti. They are right to be concerned that they aren't paying their staff what they can get by working in the private sector. These are important issues, and the board is ultimately accountable for all of it. They are right to be concerned (worried, fearful, etc.).

The important thing here is not the ability to rationalize our micromanagement by thinking our fears are justified. The important step is to recognize that micromanagement is a sign that we are reacting to those concerns and fears. And so the next step in moving the board forward is to recognize when fear is guiding a discussion, to begin to take control rather than working reactively.

## Fighting Fear Step 2: Recognizing Fear

The following is a simple exercise to help you identify the organizational fears and concerns that can lead to micromanagement, to allow you to become proactive in addressing them.

**a)** At board meetings and committee meetings, notice when suggestions are made that even fleetingly make you wonder, "Couldn't staff do that?" or "Should we really be doing this?" Once that red light has gone off, keep your eyes open for further signs of micromanagement.

The following phrases can be signals that micromanagement is about to occur:

- "I'm concerned about..."
- "I'm concerned about what will happen if we don't ..."
- "I'm worried about..."
- "Shouldn't we look into that?"
- "Shouldn't we do something about that?"

**b)** Once you have noticed that the discussion is heading towards micromanagement, try to refocus the board's discussion by having them list all the things they are afraid of related to this particular circumstance. You can start the discussion by asking, "What is the worst thing that can happen if we don't do this?" "What are we afraid will happen if we don't do this?" If the topic is being pushed by one individual, you might ask (delicately) if they have had bad experiences in other organizations that were similar to this, and how that ended. The goal is to get at the root of why they are micromanaging as each particular instance arises.

Encourage board members to list all the things they can think of. Let them repeat themselves, stumble over themselves and each other. Let them get as extreme and paranoid as they want.

Now you know what you are really dealing with. Now you know what really needs to be solved. And now you can work to solve it PROACTIVELY, instead of continually reacting.

### Fighting Fear **Step 3: Turning Fear into Proactive Action**

Now that the group has labeled its fears, you can work to create proactive solutions TO PREVENT THOSE THINGS FROM HAPPENING. This provides a sense of security, and frees the board to do its real job - focusing on results for the community, providing the ethical boundaries within which those results will be achieved, and ensuring there is capacity to get the job done.

Now your board is ready to create proactive solutions through the use of measurable plans and policies. Here's how it's done:

For each of the potential problems the board has listed, see if there is a way the board can set a measurable plan or policy to prevent that from coming to pass. For example:

**We're afraid that we have no reserves set aside, and that if our federal funding doesn't come through, we'll have to close our doors.**

**Policy:**

The organization will always budget a reserve that will never be lower than X months of operating funds.

**Action:**

(and Who is Responsible)

Staff come back to the board within X months with a plan for having that account fully funded within X years.

**Measurement:**

One way to measure that this policy is being adhered to is to have the staff report, as part of the monthly financial report, the status of building up that reserve account.

**-or-**

**Plan:**

The organization will have a fund development plan that aims at making the organization financially independent within the next X years, so we don't have to live in fear of losing a grant.

**Action:**

(and Who is Responsible)

Staff (or committee, or whoever is responsible for this policy's implementation) report back with the status of the plan in X days (or months), and report back with the final version of the plan in X months.

**Measurement:**

Responsible parties to report back every X months regarding their progress in implementing the plan and the results of their efforts.



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The end result of this process is a board that is working proactively to eliminate the negative things that VERY RIGHTFULLY cause fear and concern.

By approaching those legitimate fears with compassion, rather than blame; creating policies to prevent the threats behind those fears; and monitoring those prevention mechanisms through measurements, you can begin, one by one, to eliminate the root causes of each particular case of micromanagement.

### **3) Clearly Defining the Roles of Board and Staff**

Defining the role of the board vs. the staff is a topic most boards don't ever take the time to discuss. But having policies in place to make clear what is appropriate vs. inappropriate behavior in this area will make life more productive for both your board and staff. Board and staff will not only have a clear understanding of what is expected of each of them, but the board will also have clear expectations against which to measure the Executive Director's performance.

John Carver's book "Reinventing Your Board," provides an excellent set of sample policies in the area of Board / Staff Relations. It is not necessary to adhere to Carver's entire model to use these excellent policies.

### **4) The Final Word of Caution: Don't Recruit Pro Bono Workers**

The last bit of advice to relieve your board from micromanaging has to do with recruitment. We noted above that board members often micromanage because they have, in essence, been asked to. They've been invited on the board to act as a "worker" and not a "director" or "leader." And so we shouldn't be surprised when they act more like "staff" than "board."

When it comes to recruiting pro bono workers to sit on your board, there is little to say except "Don't." Don't recruit board members as pro bono lawyers or accountants or construction supervisors or public relations experts, or you are inviting folks to micromanage. If you need pro bono workers, ask them to volunteer, but do NOT ask them to sit on the board. Period.

This does NOT mean to exclude lawyers and accountants etc. from sitting on the board. What it means is that they should be there ONLY to govern and NOT to provide free staff work. No reviewing the bookkeeper's work to "just double check". No helping the fund development officer with press releases. These actions just beg for trouble.

[For the #1 manual in doing recruitment the right way](#)

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### **Conclusion**

Micromanaging can't move your organization forward, because organizations don't move forward by fixing weaknesses and problems, and that is micromanagement's only purpose - to address problems. Micromanagement, at its best, will keep your organization standing still. At its worst - well you probably know about its worst, or you wouldn't be reading this article.

By working proactively to eliminate micromanagement, the board can spend its time on the things that can indeed move the organization forward, enhancing the results your organization provides to the community. And that's where the fun is!



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