

APPENDIX 2

*Twelve Principles of Governance*²⁴

Exceptional boards do the following.

1. Govern in constructive partnership with the chief executive, recognizing that the effectiveness of the board and chief executive are interdependent.
2. Shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and core values.
3. Allocate time to what matters most and continuously engage in strategic thinking to hone the organization's direction.
4. Institutionalize a culture of inquiry, mutual respect, and constructive debate that leads to sound and shared decision making.
5. Are independent-minded. When making decisions, board members put the interests of the organization above all else.
6. Promote an ethos of transparency by ensuring that donors, stakeholders, and interested members of the public have access to appropriate and accurate information regarding finances, operations, and results.
7. Promote strong ethical values and disciplined compliance by establishing appropriate mechanisms for active oversight.
8. Link bold visions and ambitious plans to financial support, expertise, and networks of influence.
9. Are results-oriented. They measure the organization's advancement towards mission and evaluate the performance of major programs and services.
10. Intentionally structure themselves to fulfill essential governance duties and to support organizational priorities.
11. Embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value they add to the organization.
12. Energize themselves through planned turnover, thoughtful recruitment, and inclusiveness.

²⁴ *The Source: Twelve Principles of Governance that Power Exceptional Boards.* (Washington, DC: BoardSource, 2005).