



## Leaves of absence not good for board members

Barry VanderKelen

Finding and keeping good members of nonprofit boards can be challenging. What do you do when a board member needs some time off because of job demands or surgery? What responsibilities can they suspend while they are attending to these priorities?

I'm surprised by the frequency I see a board roster that includes someone who is "on leave." When searching the Internet, the casualness of the suggestions that someone should take a leave heightens my curiosity about the practice. Are leaves of absence for board members a good idea?

The short answer is no. Offering a leave creates unintended consequences for both the nonprofit and the board member. For the nonprofit organization, having a leave of absence policy, or announcing on a Web site or newsletter that a board member is on leave, communicates at least two things. First, the board is not as effective as it could be be-

cause one member is not fully participating. Second, clients, donors and the general public may think that board members are not fully committed to the organization and, therefore, wonder why they should be as well.

A board member who is technically on the board but not participating for whatever reason may have more exposure to criticism or civil action than someone who is, according to June McIvor, partner with the San Luis Obispo law firm of Sinsheimer Juhnke Lebens & McIvor. "If someone is not participating and something goes wrong at the organization, that person has not made a good-faith effort to act to avoid the problem."

Although the California Corporate Code does not address board member leaves of absence, McIvor says that "the code implies that if you're a member of board, you have a fiduciary responsibility to the organization. Nothing absolves someone of this duty."

"Participating is part of being a director," McIvor says. "It's a working position."

So what can a nonprofit organization do to help a valued board member balance personal or professional obligations with his or her duties as a board member?

Most boards are self-perpetuating, meaning they elect their own members. Because of this, McIvor suggests that someone who cannot fully participate resign from the board with the understanding of being able to come back in the future. This is harder to accomplish when the board is elected by a vote of the members, such as is the case with a chamber of commerce or alumni association. Nevertheless, someone could be appointed to fill the remainder of the term, thus bringing the seat up for election when the term expires. It would be best if the organization's bylaws supported this response.

Accepting a seat on a board means that you've made a commitment to serve a full term. If considering joining a board, find out what the term limits are. You may want to avoid open-ended involvements.

### Resource Use

- Support nonprofit leadership
- Board development/training
- Strategic planning

### Nonprofit Business Column of The Tribune

The San Luis Obispo Tribune publishes a column every other week in the Business section dedicated to the business practices of nonprofit orgs. Barry VanderKelen, Executive Director of the San Luis Obispo County Community Foundation writes the bi-

weekly column to help strengthen nonprofit organizations in the community. Each column is reprinted here as a one-page handout for use by local organizations. Barry can be reached at 543-2323 or by e-mail at [barry@slocf.org](mailto:barry@slocf.org).