



Formerly known as the International Policy Governance Association (IPGA)

2018-2019
Govern for Impact
Annual Report

Organizational Information

About the Organization

Govern for Impact was founded as The International Policy Governance® Association (IPGA) in New York State on March 12, 2001 as a 501(c)(3) not for profit organization and officially launched in Toronto, Ontario, Canada on June 22, 2001.

The name of the organization was changed into Govern for Impact after an unanimous AGM vote in Savannah, Georgia, USA, on June 22, 2018.

This year (2019) marks the Association's eighteenth full year of operation.

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2018-2019 Board members

Hartger Wassink
(Second Term Expiring 7/2020)
Email: post@hartgerwassink.nl
Chief Governance Officer

Anne Dalton
(Second Term Expiring 7/2019)
Email: adalton@ajli.org
Board Secretary

Joseph Inskeep
(Second Term Expiring 7/2019)
Email: joseph.inskeep@gmail.com

Kay Stevens
(First Term Expiring 7/2018)
Email: kes1106@gmail.com

David Gray
(First Term Expiring 7/2020)
Email: david@davidgray.co.nz

Ray Tooley
(First Term Expiring 7/2020)
Email: rtooley@ourboardroom.net

Harry Nijkamp
(First Term Expiring 7/2021)
Email: info@nijkampconsult.nl

The board benefits from representation from the USA, Canada, The Netherlands, and New Zealand. Biographies are on the Govern for Impact website.

Chief Executive Officer

Karen Fryday-Field
Interim co-CEO from Jan-July 2018
CEO from August 2018 - present
Email: kfryday-field@meridianedgeconsulting.com

Michael Palmer
Interim co-CEO from Jan-July 2018
Email: mpalmer@policygovernanceassociation.org

List of Board Meetings

2018

- July 10
- August 21
- September 11
- October 9
- November 6
- December 11
- December 20 (extra)

2019

- January 8
- February 12
- March 20
- April 9
- May 7
- June 4
- June 20 (Conference)

Board Year Report

Looking back over the past year, we are very grateful that we have managed to complete the transition to Govern for Impact that we started a few years ago. The successful transition, for me as CGO, is proof of the strength of the Policy Governance® principles. It has not been easy, and there is much left to be accomplished, but what the organization has achieved with the modest resources we have continues to impress me. At all times during this challenging period board members and the CEO have known exactly what their job was. We continually strive to meet the high standards that the principles set, and know we still have work to do.

So while making this report, it all seems so natural that our successful transition worked out the way it did. But from our experience with other boards, we all know that it isn't common or ordinary. It's good to sometimes realize and confirm what a great system Policy Governance is.

The board has focused on a few priorities last year. In summary, they are:

- Appointing a new CEO
- Revamping monitoring of board policies
- Deciding a course with regard to Policy Governance consistency
- Ownership linkage
- Ends and Executive Limitation monitoring

Appointing a new CEO

After Caroline Oliver passed away, Karen Fryday-Field and Michael Palmer took over as co-interim CEOs. The board had planned to appoint a new permanent CEO on August 1st, 2018. After a careful selection process, the board was happy to be able to appoint Karen Fryday-Field as CEO in August. This was an important step, not only because Karen is a worthy successor to Caroline Oliver, but also because Karen is the first CEO that receives modest monthly compensation. This again is signifying that we're gradually developing ourselves as a more sustainable organization. We decided in December 2018 to extend the contract with Karen for another two years

Monitoring of board policies

In the transition phase, we didn't manage to do formal monitoring. We sometimes chose to defer monitoring reports for board policies, in order to give priority to more pressing issues. That meant we had a backlog of monitoring to catch up with. At all times, however, the board strove to act within a reasonable interpretation of our policies. In the fall, we have worked to develop a system of doing GP and BMD monitoring in a more efficient way. With that system, we were able to adhere to our new monitoring schedule.

Executive Limitations policies have been monitored according to the new schedule and have been found to be in compliance with a reasonable interpretation. The policies had been reviewed and modified for relevance in preparation for the transition. The board continues to adjust the wording and create policies as necessary to reflect our evolving values.

Policy Governance consistency

Although we are no longer allowed to use the Policy Governance® trademark, we still see the system as our point of reference for governance excellence. We continue to have an excellent relationship with the authoritative source which in the past gave the board feedback on our model consistency. We have added a new way to obtain feedback. In our policies, we have stated that we will seek comments on our policies, monitoring reports and minutes from the Consistency Framework Team. We have discussed this with the Team, and they have stated that they are willing

to perform this task for us. We will work out the details of this process in the coming months, and hope to be able to hold ourselves to a high standard of governance excellence. *Ownership linkage* Ownership linkage is obviously one of the most important jobs of a board. Our continuing priority is our affiliates that include governance practitioners, consultants, and those interested in high impact governance. This year we have consolidated and implemented the considerable ownership linkage we undertook in the past few years. We are now in a position to enhance and reorientate our focus on ownership linkage. We are asking the questions: What would the target groups be, since we have broadened our vision? What approach should we take to fully understand our ownership's values. And what would the specific questions be that we want to use to focus the discussion?

Our board discussion is ongoing in this area. We have also reached out to specific people outside our regular community, to ask what their ideas are on the transition and the future of governance. This has led to the some insights that will guide further ownership linkage steps in the next board year. We will focus on specific target groups:

- Capacity builders, like universities, educators and foundations
- Funding organizations where high impact governance is essential to their success
- Young governors

We think these groups are most important to be in touch with, as they are instrumental in shaping the future of governance.

An important step in ownership linkage is the appointment of AJ Crabill as a board member-at-large. At our AGM last year affiliates approved the option that the board appoint a board member-at-large in our bylaws. The broader perspective on moral ownership that we have adopted, can be represented by appointing a board member, who might not have participated in either the Policy Governance® Academy or the Policy Governance Proficiency (PGP) education program, but who might be a tremendous opportunity to bring in an important ownership perspective based on other qualifications. AJ Crabill fits that profile perfectly. AJ has a history with IPGA including being conference chair in 2017 and is currently working as Deputy Commissioner of Education for Governance with the Texas Education Agency.

Ends monitoring

In the fall of 2018, we did a mid-term Ends monitoring. The new Ends had been in place for a year, but we hadn't done extensive monitoring because of all the transition changes that took place. Assessing the reports wasn't straightforward, because of the same changes. It was good to have the discussion between board and CEO, as it made clear where the main priorities would be, and what data would be needed to be able to make more reliable judgments on results. The board accepted the Ends monitoring reports.

Over the months of April and May 2019, we did a second, year-end monitoring report of the results over 2018. The picture now was more detailed. On the one hand, the board stated that on some Ends policies, even more detailed data is desirable. On the other, we can see that a lot of energy had to be put into shaping the right conditions to do so on the longer run. All that, while the financial investments and financial and human resources are modest at best. That means we have achieved a lot, relative to what the results are worth. With those considerations, the board has accepted the Ends monitoring reports for 2018. We are confident that we will be making significant progress in this year too, and are looking forward to assess Ends monitoring reports next year.

Board Succession

This year we will have major changes in the board. Anne Dalton had to resign early from the board due to personal circumstances. We are regretting very much that she has not been able to complete her full second term, after almost six years of service on the board. Anne was the board

secretary for the last couple of years, and her trustworthy personality and steady manner have been invaluable during the many challenging situations that we have been through. There are two other board members that are leaving us: Kay Stevens and Joe Inskeep. Kay retired last year from her job as CEO of the Wisconsin Youth Company, and because her first term expired last year, it would have been a logical moment to retire from the board too. However, she kindly offered to stay on for another year, to help in making the transition to Govern for Impact a success. We are very thankful for the extra year she has served on the board. Kay's contributions from a practitioners' perspective have always stood out as being both wise and to the point. Joe has been on the board for six years, his second term ends this year. His creative mind, openness and his talent for putting complicated things into simple words, will be sorely missed.

With Anne, Joe and Kay leaving, we will have three new board members (four counting AJ who was appointed in May) on the board. The board will expand its usual orientation and development process to develop a strong board team and ensure a smooth transition. We hope the new board will be a good representation of different viewpoints, in order to serve the broader group of owners to whom we are accountable.

For our financial position, please see our financial statements attached. A report on operational achievements and key activities by Karen Fryday-Field, our CEO, will be sent to you before the AGM.

We would like to thank Karen Fryday-Field for her energy, vision and optimism in leading Govern for Impact through its first year under a new name. We are looking forward to continuing to work with her, and make the great ambitions we have on behalf of our owners a reality.

We also would like to thank Michael Palmer for serving as co-interim CEO from January through July 2018. His commitment has been invaluable for a successful transition.

For the IPGA Board of Directors,



Hartger Wassink, CGO

Ends statements

People around the world benefit from increasing numbers of governing boards using principled, systematic approaches to achieve effective owner-accountable governance. The results produced are worth the investment of resources.

Further,

1.1 Advancing Governance Excellence

Governing boards and those interested in governance have a shared and evolving understanding of governance excellence.

1.1.1 Defining Governance Excellence

Governance excellence draws inspiration from an integrated system of principles, as exemplified by Policy Governance®, that aligns the organizational purpose with the intentions of those to whom the governing board owes its primary allegiance, and the interests of the community in which it operates.

1.2 Achieving Governance Excellence

Governing boards and those interested in governance have the awareness, knowledge and support they need to achieve excellence.

1.2.1. Awareness

They demonstrate awareness of principled, systematic, and accountable approaches.

1.2.2. Knowledge and Research

They readily reference a growing body of knowledge and research that supports advancing excellence.

1.2.3. Community Support

They engage with an inclusive community with which to share in order to advance governance excellence.

1.2.4. Expert Support

They obtain expertise and resources to assist them in achieving governance excellence from a body of qualified people.