

INTRODUCTION

The GOVERN for IMPACT Board has had a busy and productive year, working through several projects, continuing to contribute to the growth of the organization and build upon and strengthen both the Board and its relationship with its Ownership. The existential threat of the Covid-19 pandemic has added additional challenges to the work of the Board and the organization. We believe that we have met that challenge, and successfully continued our work under the Policy Governance® model.

This report is a summary of the activities of the year and represents only an overview of the work of individual Board members, advisors and consultants, and our CEO. While it is difficult to capture all the time and effort that went into our year's work, it is important to acknowledge the important contributions each Board Member and Associate has made to this process.

A heart-felt thank-you goes out to A.J. Crabill, David Gray, Chuck Namit, Harry Nijkamp, Chantal Ouellette, Ray Tooley, Elaine Vandale, Fiona Burgess and Lindsay Grillet for their consistent and dedicated work on the Board this past year.

It is also important to acknowledge our CEO, Karen Fryday-Field, for all her work in shepherding the organization through this challenge while continuing along the path to the Board's vision, providing Board support and bringing her expertise and experience to Board discussions.

BOARD MEMBERSHIP

The Board welcomed one new member this year, Chantal Ouellette, who had previously completed GOVERN's Policy Governance Proficiency (PGP) program. Chantal was integrated quickly into her role on the Board and has provided great insight and a new perspective to the Board activities this year.

The Board also welcomed Fiona Burgess and Lindsay Grillet to the Board as Associate Members. This role was previously titled Board Observer, and the Associated Board Policy was revised in August 2020 to better recognize the input and participation from the Young Governors.

Board members David Gray and A.J. Crabill will be ending their service to the Board on June 30. David Gray has served for 4 years on the GFI Board, and A.J. Crabill has served as an "At-Large" member for the past 2 years. The Board would like to thank them for their service and their unwavering support for GOVERN for IMPACT. We will miss their input, their expertise, and their dedication to governance excellence. Their contributions to the Board and the organization have truly been remarkable.

THEORY OF CHANGE

As a part of our review and revision of Ends Statements, Aimee White led the Board through a process to create our own Theory of Change. This involved a great deal of visioning of the impact of the organization that was great preparatory work for reworking the Ends Statements.

The discussion related to our Theory of Change included a set of workshops around identifying what problems GOVERN for IMPACT exists to solve, who our target audiences are, and what the world would look like if we solved those problems. This series of meaningful discussions helped guide the Board for our final Ends Revisions review and helped to focus the Board on its larger vision for the organization, and ultimately helped to shape the final version of our Ends Statements.

ENDS STATEMENTS**Monitoring**

This past year monitoring Ends achievement was conducted twice. A mid-year review was conducted in October, and in March. The Board would like to acknowledge the effort from our CEO and her team in fulfilling this requirement. The extensive discussions between the Board and CEO during these monitoring opportunities provided input for consideration as the Board reviewed and revised its Ends.

The Board concluded that the results presented demonstrated reasonable progress and accepted the Ends monitoring reports. This has been a difficult year, and it is remarkable to see the progress that has been made despite the unique conditions that the world-wide pandemic has created.

Review and Revision

As mentioned previously, the Board began a lengthy process to review and revise our Ends statements in 2019-2020. We continued that process through the summer and fall of 2020 approving the final in November of 2020. The new Ends Statements have been shared in recent GOVERN for IMPACT publications, and are also included below:

ENDS POLICY

1.0 Global End

Current and potential affiliates, board members, organizational leaders, and those who support boards (collectively, “the governance community”) practice effective governance, as currently exemplified by Policy Governance®, at a worth greater than the cost to deliver it.

1.1 Governance Model

The governance community has a rigorously-defined, evidence-based model for effective governance.

1.2 Knowledge

The governance community has knowledge to achieve effective governance.

1.3 Model Use

The use of one or more rigorously-defined, evidence-based models for effective governance increases over time., at a worth greater than the cost to deliver it.

The GOVERN Board of Directors wish to express appreciation to the many people who contributed to this process including:

- Many moral owner focus group participants.
- Prior Board Members whose terms were completed as this work proceeded.
- The GOVERN CEO, Karen Fryday-Field, Leadership Team, and Consistency Team who provided input and insight.
- Aimee White, President and Principal Evaluator, Custom Evaluation Services, who facilitated parts of our dialogue about our desired outcomes/results/impacts.

We now look forward as these refreshed Ends Policies are interpreted by our CEO and are moving forward to achieve the impact of governance excellence, inspired by Policy Governance, in our world.

VISION STATEMENT

As the Board was working through the process of Ends revisions, we identified a need for a Vision Statement to inspire and guide us in our work. A small task group of the Board worked through several versions of a potential vision, and ultimately the Vision Statement was approved in February 2021. The final Statement is:

GOVERN for IMPACT envisions a world in which organizations are led by boards which create value in the lives of people they serve. They have the tools to practice effective governance - leading with purpose, integrity, and accountability to the communities on whose behalf they govern.

BOARD ANNUAL WORK PLAN

Over the past year, the Board continued to develop and refine its Annual Work Plan. Having a clear and focused Plan has contributed to the effective work of the Board including ongoing education, ownership linkage and prioritizing its “to-dos”.

Recognizing the scarce organizational resources available this enhanced Annual Plan provided an excellent overview as the Board and CEO worked to determine a monitoring schedule that recognized the appropriate accountability and workload constraints.

MONITORING BOARD AND CEO PERFORMANCEGovernance Process

A Board priority this past year was to finalize the Board’s monitoring schedule which has proved to be a challenge over the past couple of years. In addition to reviewing the schedule, the Board worked through a process to review Board means policies for relevance, revised some of the policies and eliminated others. We are pleased to report that we were able to complete this priority and are on track for regular review and monitoring of our Governance Process and Board-Management Connection policies.

As in previous years the Board was rigorous in performing a self-assessment after each meeting. Although the Board will be reviewing its method/tools for its self-assessment this coming year, this past year it utilized a rating of 1 to 5 stars for each of the following factors with an opportunity for members to provide comments to support their assessment.

Assessment Factors:

- compliance with the principles of Policy Governance
- degree of future focus
- proactivity in deliberations
- effectiveness in meeting processes.

An average rating range 4.4 to 4.9 was achieved for the past 12 months.

Executive Limitations

This year the Board placed a priority on reviewing the current monitoring schedule and structure for Executive Limitations monitoring going forward. In November and December 2020, the Board completed a review of its Executive Limitations Policies. Through the work of a small task group, the review included the ongoing relevance of each policy, any edits/updates required and monitoring frequency. In December, a revised schedule was approved that includes an annual monitoring of most of the Executive Limitations, extending monitoring to a two-year cycle for a few.

Working with the past schedule and the revised schedule, the CEO completed all required Executive Limitation monitoring reports for Board assessment. All reports have been accepted by the Board demonstrating excellent performance by our CEO, Karen Fryday-Field.

OWNERSHIP LINKAGE

Over the years, GOVERN for IMPACT has linked with its owners through a variety of methods, engaging numerous owners and stakeholders. Ownership linkage has included individual interviews, community surveys and focus groups throughout the years.

The Board of Directors has continued to seek your input. As a proponent of good governance, the Board recently sought your input through a survey that will continue to guide our organization in achieving its mission and ensure the Board's continued connection to you - our community.

A summary of the survey highlights will be provided at the upcoming Annual Conference during a session on Saturday, June 19th. The more detailed report will be circulated in fall 2021 including being published in GOVERN's Journal – *"International Journal of Governance Excellence."*

As the Board continues to grow and enhance its connection with GOVERN's community, a three-year Ownership Linkage Plan will be finalized to ensure the values of our owners are known and considered as we build GOVERN's future.

CONCLUSION

This has been both a demanding and rewarding year. The Covid-19 pandemic has impacted millions of people and organizations world-wide and GOVERN for IMPACT was no exception. The Board has done its best to support our CEO and her team in creating an environment that would foster organizational sustainability, while also continuing to focus on Ends that will make a difference in the world. We look forward to a new year of opportunities, and the challenges that come with them in 2021-2022.

Patricia McCarver, Ph.D.
Board Chair
GOVERN for IMPACT