

# Guidelines for Board-Staff E-Mail Communication

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E-mail has been a great boon to many community organizations in facilitating more timely and more economical communication between board members, and between staff and the board. Being connected electronically has made it easier to distribute, as attachments to e-mail messages, minutes of meetings, board meeting agendas and reports. Many enterprising organizations have set up a password protected section on their web site for board members, as a location for posting minutes, meeting schedules, board policies and by-laws.

Unfortunately we have also seen voluntary organizations fall victim to the indiscriminate use of e-mail communication, especially between board and staff. This can result in unnecessary work for both, or worse, it can add fuel to an existing conflict. Our increasing reliance on e-mail has blurred the lines between private and official communication. In terms of the board-staff relationship, these lines are probably in need of greater definition.

We would recommend that organizations discuss and set some guidelines for managing the volume and content of board-staff e-mail communication. Some of the following recommendations may be appropriate or at least useful for stimulating a useful conversation about this issue.

## **1. Executive directors should communicate with all board members, not a subset or committee, unless it has been decided otherwise.**

Executive director communication with the board on substantive matters<sup>1</sup> should be with all board members, not selected members, and not with the chair alone. This approach is consistent with the idea that the executive director reports to the whole board not the chair and not through the chair. If regular executive director-chair communication is to be the norm, its frequency and content ought to be considered by the board since this relationship can get in the way of the chair fulfilling his/her primary responsibility of ensuring board effectiveness.

If your board operates with committees there may also need to be guidelines for managing committee and committee-staff e-mail communication. If your board relies on an executive

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<sup>1</sup> Substantive refers to key issues or topics of relevance to the organization. E-mails sent to see when people are available for a meeting would not be considered substantive.

committee, e-mail guidelines for communication to it, and from it, should be discussed. With the exception of committee recommendations to the whole board, we would recommend that committee e-mail communication be restricted to committee members only, perhaps with copies to the executive director and board chair.

**2. Board members and executive directors should not forward e-mails received to anyone without being directed to do so or without the sender's permission.**

We would strongly recommended that as part of a board code of conduct policy, executive directors and board members agree to refrain from forwarding or *blind copying* any e-mail communication either within the organization or from the organization to persons outside. This is probably the most important rule of all in terms of preventing disagreements from spinning out of control into a full fledged conflict.

When emotionally-charged e-mail messages begin to fly around an organization it is worth being reminding ourselves that when feelings are running high on a particular issue usually one should not compose and send, or respond to e-mail messages. Just as in face-to-face conversations where feelings tend seep into our communication, e-mails messages hastily and angrily written can be very damaging.

In our view, an e-mail message must be regarded, first and foremost, as the property of the sender.

**3. Individual Board members should not e-mail other individual board members unless they e-mail all.**

Unless the message is to a whole group, whether it be the whole board or whole committee, we see no reason why one board member should e-mail another board member about an organizational issue. It is important to keep conversations out in the open and not contribute to the creation of "cliques" within the board. To put a positive spin on this, a board should agree that "in the interest of openness, all e-mail communications be with the whole board".

**4. Executive directors should always indicate in their e-mails to the board, the purpose of the message. E-mails to the board are typically either for the information of directors (F.Y.I), or for a decision that has to be made between meetings.**

We would recommend to executive directors that that they be clear about the purpose of every substantive e-mail communication to their board. Is it for information, for soliciting feedback, or, is it seeking approval for a course of action that needs a board decision (or an executive committee decision) between board meetings?

Our concrete advice on this is that in all e-mail communications with the board, executive directors should indicate the purpose of the message in the message's subject header and that messages with different purposes be sent separately. In other words, a message to the board ought to be either "<subject> -FYI" or "<subject> -Decision Required".

There are good reasons for executive directors to keep volunteer directors informed between board meetings. The advantage of designating a message as “FYI” is that it does not require board member response and therefore will not result in a barrage of e-mail replies. Of course there may be a rare case where someone sees in a “FYI” message an organizational disaster lurking that the ED had not taken into account, but such communication is what one would want.

*Decision required* e-mails should be scarce and limited in scope. They should not invite a round of e-mail discussion. It is the executive director’s job to provide options and communicate the pros and cons of each. Decision e-mails should be clearly worded to solicit from board members a “yes” or “no” or give them a choice of option A or B.

### **5. E-mail should not be used by Executive Directors to solicit board feedback or advice.**

Despite its widespread practice, we would argue against e-mails being used by executive directors for soliciting “feedback” from the board. Many executive directors will disagree. We think this kind of communication creates uncertainty and confusion. Is board member response optional? Does the receipt of feedback from some board members or a majority confer board authority to the decision the executive director needs to make and be held accountable for? It does not.

Executive directors need to ask themselves in every situation where they need advice, “Who are the best individuals to consult?” On operational issues they may not be board members. If the Executive Director needs feedback, and often they do, they should pick up the telephone and call someone qualified. That person may be a board member but the person’s status as a director is not relevant even though it may be helpful that they know the organizational situation. E-mail communications or not, executive director and board members should be careful about developing a consultative relationship outside of the collective governance process.

### **6. E-mail Distribution of Board Minutes**

Beyond the above guidelines, we know of organizations that routinely distribute by e-mail, “draft” meeting minutes for feedback prior to their final distribution for the next meeting at which they will be formally approved. This makes for a great deal of unnecessary work by all involved.

Unless the secretary or meeting note-taker is new and/or there is no established format for the minutes, our view is that there is **no need for board minutes to go through multiple drafts, let alone versions that are circulated by e-mail.** Minutes of board meetings should only get one review, one chance to correct the record, and that is the formal approval of the board whose record it is, at its subsequent meeting.