



SSIM 455-5: Nonprofit Board Governance

Winter Quarter 2023-24

(as of November 28, 2022)

Course Website: <http://canvas.northwestern.edu>

Instructor:

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I. Course Summary

This five-week course is designed to provide students with an understanding of how nonprofit and social impact organizations are governed. It will appeal to students who are likely to engage in board service or to lead a nonprofit or social impact organization. The goal is to help students understand the role of a nonprofit board, the responsibilities of a board member, the critical elements of a high-functioning nonprofit organization, and how to contribute effectively in nonprofit board meetings. You will become familiar with the terminology, procedures, and basic operations of nonprofits and board governance. You will understand how organizations and boards move through various stages of development, how to assess the effectiveness of a nonprofit's board and leadership team, and how to select a board. The course will include readings, lectures, cases, discussions and guest speakers.

By the end of the course, you will have a foundational knowledge that furthers your understanding of how nonprofits are governed and ultimately prepares you to become a more effective, socially conscious, and civically engaged leader post Kellogg.

II. Class Sessions

This class meets during the first five weeks of winter quarter on Mondays and Thursdays from 1:30-3:00pm. Note that the classes scheduled for Jan-1 and Jan-15 will be made up on Jan-3 and Jan-17 to avoid conflicts with New Years' Day and Martin Luther King, Jr. Day.

Outlined below are the class themes, objectives, and general structure. This is an outline, not a contract. Content is subject to change based on speaker availability, class feedback, and professor discretion.

<p>Week 1: Building Blocks</p>	<p>Guiding Questions:</p> <ul style="list-style-type: none"> • Why do nonprofits have boards? • What are the roles and responsibilities of nonprofit boards and board members? • What are the critical issues facing nonprofit boards? <p>January 3 (WEDNESDAY):</p> <ul style="list-style-type: none"> • Introductions • Guest speaker: Governance 101 • Discussion: What is the role of a board member? <p>January 4:</p> <ul style="list-style-type: none"> • Reflection: Why join a board? • Discussion: How to choose a board? • Assignment #1 (due Jan 11)
<p>Week 2: Focus on the Mission</p>	<p>Guiding Questions:</p> <ul style="list-style-type: none"> • How do boards ensure the organization stays focused on its mission? • What happens when there are competing priorities? • How does a Board’s role change as the organization grows and scales? <p>January 8:</p> <ul style="list-style-type: none"> • Lecture: Measuring impact • Case: Bucks v Acres <p>January 11:</p> <ul style="list-style-type: none"> • Case: Year Up • Lecture: Measurement v Evaluation
<p>Week 3: Sustaining a Healthy Organization</p>	<p>Guiding Questions:</p> <ul style="list-style-type: none"> • How does a board maintain its fiduciary responsibility? • What is the board’s role in fundraising? <p>January 17 (WEDNESDAY):</p> <ul style="list-style-type: none"> • Lecture: Nonprofit finance 101 • Exercise: Financial statements <p>January 18:</p> <ul style="list-style-type: none"> • Case: Hull House • Guest speaker: Fundraising 101 • Assignment #2 (due Jan 25)
<p>Week 4: Leadership Dynamics</p>	<p>Guiding Questions:</p> <ul style="list-style-type: none"> • How does a boardroom function? • What is an effective board and how do we know? • What role does diversity play in board effectiveness? • What is the relationship between the staff and board, in practice? <p>January 22:</p> <ul style="list-style-type: none"> • Discussion: Board’s role in fundraising • Mini-case: DEI in the boardroom <p>January 25:</p> <ul style="list-style-type: none"> • Guest speakers: CEO and Board Chair • Lecture: How to run a board meeting
<p>Week 5: Preparing for Board Service</p>	<p>Guiding Questions:</p> <ul style="list-style-type: none"> • What does an actual (simulated) board meeting feel like? • How to join a board? <p>January 29:</p> <ul style="list-style-type: none"> • Simulation: Whitney Clinic • Assignment #3 (due Feb 5) <p>February 1:</p> <ul style="list-style-type: none"> • Reflection: Whitney Clinic • Lecture: What comes next

III. Course Materials

To purchase the required book, you must first [activate your BoardSource membership](#). All other course materials and resources will be posted on Canvas. There you will find a curated library of articles and online resources. I am also always available to meet, by appointment. Email me or [sign up here](#) for an in-person or virtual visit.

IV. Attendance

All class sessions are required. We will engage in many small group discussions, which cannot be replicated outside of class. If you must miss class for a religious holiday or emergency of some sort (unexpected and documented illness, death in the family), please let me know as soon as you are able. Misrepresenting a reason for an absence is considered an honor code violation. Unexcused absence will result in a *zero for your participation grade for the week*.

V. Evaluation

Your grade will be made up of participation in class and written assignments, as detailed below:

A. Participation (30%) – Effective board members show up, are prepared, and communicate effectively. As such, your grade in this class will be affected by your attendance; participation in class; written and verbal communication; and general attitude. Given the condensed nature of this 5-week course, you are expected to attend all class sessions. More than one class absence will negatively affect your grade. If you anticipate an absence, please notify me at least 24 hours before class.

- In-Class Participation (15%)
- Whitney Clinic Simulation (15%)

B. Assignments (70%) – The most effective board members communicate concisely and coherently. These assignments are designed to hone your written communication skills, provide structure to your insights from class, and serve as a reference, of sorts, as you embark on your board service journey post Kellogg. See Canvas for full details and to submit assignments.

- Assignment #1 – Choosing a Board (20%)
- Assignment #2 – Case Analysis (20%)
- Assignment #3 – Whitney Clinic Reflection (30%)

VI. Generative AI

You are allowed to use generative AI for assignments in this course only for gathering facts about nonprofit organizations. Any use of generative AI must be accompanied by a disclosure at the end of an

assignment explaining (1) what you used AI for; (2) the specific tool you used; and (3) what prompts you used to get the results. Any use of generative AI beyond where permitted will be viewed as a potential violation of the honor code.

VII. Classroom Etiquette

The [Kellogg Code of Classroom Etiquette](#) policy was developed by students to foster an inclusive classroom environment conducive to learning. The elements of this policy are:

1. *Present and Prompt.* The cardinal rule of serving on a board is attendance. Be there, be on time, and be fully present. You may use only flat screens and for the strict use of note taking.
2. *Preparedness and Participation.* Class time will include guest speakers, case discussions, role-playing, and experience-sharing. Come prepared and ready to participate.
3. *Respecting our Community.* This is our second year together! Your cohort will be a strong network for you at Kellogg and beyond. Invest in it and it will pay you back tenfold.
4. *Maintain your Surroundings.* We will abide by Kellogg's current guidance on safety protocols as we engage together in the classroom.

Students, faculty and staff must comply with University expectations regarding appropriate classroom behavior, including those outlined below and in the [COVID-19 Expectations for Students](#). With respect to classroom procedures, this includes:

- Policies regarding masking, social distancing and other public health measures evolve as the situation changes. Students are responsible for understanding and complying with current University, state and city requirements.
- In some classes, masking and/or social distancing may be required as a result of an Americans with Disabilities Act (ADA) accommodation for the instructor or a student in the class even when not generally required on campus. In such cases, the instructor will notify the class.

If a student fails to comply with the [COVID-19 Expectations for Students](#) or other University expectations related to COVID-19, the instructor may ask the student to leave the class. The instructor is asked to report the incident to the Office of Community Standards for additional follow-up.

VIII. Honor Code and Confidentiality

The [Kellogg Honor Code](#) covers all coursework, assignments, and engagement with nonprofit partners. Students in this course are required to comply with the policies found in the booklet, "Academic Integrity at Northwestern University: A Basic Guide." All papers submitted for credit in this course must be submitted electronically unless otherwise instructed by the professor. Your written work may be tested for plagiarized content. For details regarding academic integrity at Northwestern or to download the guide, visit: <https://www.northwestern.edu/provost/policies/academic-integrity/index.html>

Maintaining confidentiality is essential to effective board service and this class. Sensitive information shared in a boardroom or privately among board members must be kept confidential. This is not only a fundamental ethical principle, but it is an essential component of success for the Board Fellows program. If nonprofits trust their Fellows, the program will thrive. Additionally, you will hear honest stories in the classroom from leaders (including Kellogg faculty) describing the best and worst of their experiences with leadership and governance. I expect you to keep these stories confidential.

Unauthorized copying or distribution of any course materials and Unauthorized student recording of classroom or other academic activities (including advising sessions or office hours) is prohibited. Unauthorized recording is unethical and may also be a violation of University policy and state law. Students requesting the use of assistive technology as an accommodation should contact [AccessibleNU](#). Unauthorized use of classroom recordings – including distributing or posting them – is also prohibited. Under the University’s [Copyright Policy](#), faculty own the copyright to instructional materials – including those resources created specifically for the purposes of instruction, such as syllabi, lectures and lecture notes, and presentations. Students cannot copy, reproduce, display, or distribute these materials. Students who engage in unauthorized recording, unauthorized use of a recording, or unauthorized distribution of instructional materials will be referred to the appropriate University office for follow-up.

IX. Accessibility

Class sessions for this course will occur in person. Individual students will not be granted permission to attend remotely except as the result of an Americans with Disabilities Act (ADA) accommodation as determined by AccessibleNU. Northwestern University is committed to providing the most accessible learning environment possible for students with disabilities. Should you anticipate or experience disability-related barriers in the academic setting, please contact AccessibleNU to move forward with the university’s established accommodation process (e: accessiblenu@northwestern.edu; p: 847-467-5530). If you already have established accommodations with AccessibleNU, please let me know as soon as possible, preferably within the first two weeks of the term, so we can work together to implement your disability accommodations. Disability information, including academic accommodations, is confidential under the Family Educational Rights and Privacy Act. Portions of this class may be recorded by the instructor for educational purposes.

X. Wellness and Mental Health

Northwestern University is committed to supporting the wellness of our students. Student Affairs has multiple resources to support student wellness and mental health. If you are feeling distressed or overwhelmed, please reach out for help. Students can access confidential resources through the [Counseling and Psychological Services \(CAPS\)](#), [Religious and Spiritual Life \(RSL\)](#) and the [Center for Awareness, Response and Education \(CARE\)](#).