be a rethinking of the common belief that two or more rabbis cannot successfully divide and share responsibilities and work out the other challenges to effectively serve a congregation.

Conclusion

The growing despair among rabbis is a pressing problem for the entire Jewish community. The suggestions advanced in this article can be helpful if they are addressed openly to rabbis, lay leaders, rabbinic training institutions and others. Ultimately, the issues will not be raised if the pain and despair are kept hidden. We hope that this article will inspire all to share spiritual pain and spiritual aspirations more publicly. Such a sharing can inspire deep and empowering dialogue. Such dialogues can transform our community.

Charting the Territory of Nonprofit Boards

Richard P. Chait and Barbara E. Taylor

The board of trustees of a nonprofit organization has one responsibility: to keep the organization on a straight course for the long-term good of the whole. In other words, trustees exist to govern the organization — to monitor quality and to see to it that the organization fulfills its mission.

But many trustee boards do not govern. They get bogged down in operating details, matters that are best left to staff, while ignoring the very issues that could determine the enterprise's success or failure. The following two examples illustrate:

- The president of Perkins University (all names in the examples used in this article are fictitious) asked a trustee committee to advise him on a site for a sculpture donated by a professor of art. A week before the meeting of the board's physical-plant committee, the university maintenance crew put the statue on the proposed site and photographed it. The committee, whose members included top executives from major companies, carefully studied the pictures and concluded that the location was too prominent for such a "lascivious" work of art. So ultimately the university returned the statue to the artist along with the photographs. Later the artist informed the president that the committee had placed the sculpture upside down!

- Sheridan Hospital's board of trustees sat passively by as the annual operating deficit steadily mounted from $100,000 to $1 million, until the cumulative operating debt surpassed $10 million and long-term capital debt was nearly three times that. The trustees finally arranged for the state to buy the facility and lease it back at a nominal fee. During this critical period, the trustees also spent a couple of hours debating what to give board members as appropriate tokens of recognition.

These are not extreme examples of trustee behavior. It seems that otherwise intelligent individuals and astute businesspeople often toss aside the principles of good management, and sometimes even common sense, when they put on trustee hats. Why is it, asks Kenneth Dayton, former chairman and CEO of Dayton-Hudson, "that so many corporate directors grow horns when they become trustees? Why do they assume that they can do things as trustees that they would never think of doing as directors, interfering with management's role and making decisions or requests that no corporate director would think of making?[1]

The Price of Managing and Not Governing

What's the harm if trustees are off placing statues instead of governing, especially if the administration is coping and the organization is surviving or even flourishing? Granted, costs in the short run may be minimal, but over time, this type of behavior can cause several kinds of damage.

The loss of perspective. Lay boards exist, in part, to ensure that nonprofit organizations (NPOs) do not become the captives of interest groups within the organization. Yet too often well-intentioned trustees become immersed in the operations, as opposed to the overall goals, of a particular program—whether it is the dialysis center, the Impressionist collection, or intercollegiate football. Such trustees can be indistinguishable from the most ardent administrative advocates.

Similarly, a board member actively engaged in the day-to-day matters of a certain office can develop personal ties that obscure institutional perspective. Arnold Edwards, a semi-retired trustee of the Wilkins Art Institute, visited almost daily with the institute's treasurer to offer advice, generally heeded, on various financial and investment decisions. When Wilkins new president recommended that the treasurer be replaced, Edwards protested vehemently. When the board affirmed the decision, Edwards praised the treasurer and in his speech violated board confidences; he was no longer a detached overseer.

The loss of talent. Some trustees thrive on involvement in operational affairs. But is such behavior really the best use of the board's time and talent? Trustees who believe the board's primary concern is the organization's long-term welfare will avoid getting involved in trivial, day-to-day matters. These can be the most talented board members and arguably the people the organization needs to cultivate most diligently. Often, however, such trustees don't speak up when the board strays from governing; they just stop coming to meetings and beg off committee assignments. Or they resign. As one corporate chairman and college trustee told us, "If I have to sit through another meeting taken up with student campus violations, I'll drop out. I'll put my talents elsewhere. I've got a hundred other things to devote my time to!"

Similarly, when trustees regularly intrude in administrative matters, the most competent administrators feel undermined and discouraged. When boards continue to meddle, some administrators resign.

The loss of institutional vitality. The biggest cost to the institution is enervation. An Ivy League college or a great metropolitan hospital won't necessarily experience severe or immediate erosion in quality because of an administration-oriented board. But trustee time is a limited commodity, and if it's frittered away on operations, it cannot be spent on policy and strategy. Trustees mired in administrative minutiae become less knowledgeable about the organization as a whole, less enthusiastic, and less effective. As a result, the institution may miss an opportunity to reel in a big donor, seize a strategic opportunity, or ratchet to a higher plateau of performance.

Some boards have successfully relied on an experienced CEO to set the course and single-handedly lead the institution. But when such a CEO finally departs or when the board tries to reassert its primacy in governing the organization, its earlier neglect of issues of purpose, direction, and strategy will show. The skills and structure necessary for it to govern effectively will have atrophied. And the board may have lost the credibility it needs to exercise its authority in a way that others will willingly accept.

Why Do Boards Administer Rather than Govern?

If the damage to the institution is so obvious, why do so many boards become operations oriented or worse, meddlesome, and thus shirk their governance responsibilities? The causes for trustee preoccupation with management are varied — some good, some bad. Inappropriate trustee involvement, moreover, may be transient or it may be persistent, growing out of a condition endemic to the particular NPO. We've found at least five reasons that may draw boards into chronic involvement with operational activities.

Trustees may have specialized knowledge. Smaller, less affluent NPOs with limited resources and few staff specialists tend to seek trustee involvement in daily operations. Often the NPO will deliberately choose as board members people with a particular expertise and will expect them to advise and help the organization on legal, financial, and real estate matters, for example. In these instances, drawing a sharp line between policy and administration would limit the board's value to the organization. The Crandall School was such an institution. Plagued by financial problems, it had a historic campus building that the town had closed as a fire hazard. Without even consulting the administration, a small group of trustees formed a private foundation and raised enough funds for the building's restoration and maintenance. The administration was delighted.

As a rule, however, the board's authority should not rest on a foundation of technical competence. This is especially true of larger, more sophisticated NPOs, which are our chief concern here.

Trustees may have a special interest. At universities, it's common to find trustees who are interested in a particular sport or academic program. Hospital trustees may immerse themselves in programs treating a specific medical condition, especially if their own families have had direct experience with that illness. At a museum, trustees may be interested in the art of a particular country because of their own national origin. Naturally, trustees gravitate toward what interests them and tend to become involved in the operational details of those select programs.

Trustees who donate money for a particular project or chair often concentrate their attention on the beneficiaries rather than on the institution as a whole. They may see their donation as forging a special bond with the head of the project or the chairholder. Organizations frequently encourage such ties by arranging, for example, for the donor and the chairholder to meet once a year.

Institutions often regard such relationships as carrying more benefits than detriments, even though trustees are compromising their detached perspective. For example, the president of an orchestra told us, "You can be sure that the donor for the first oboist's chair will regularly make an impassioned plea for an oboe solo in the repertoire. That's not too difficult to handle."

Some trustees would rather act than delegate. As senior managers of corporations or senior partners in professional firms, many trustees are accustomed to making decisions and taking action. In fact, they are stimulated by it. Such trustees are reluctant to delegate authority to administrators, even where capable management and effective traditions of self-regulation exist. David Nyquist, a veteran trustee of Adams Hospital, was new to the board of Chase College. He was convinced that a joint degree program in nursing would be immensely beneficial to both institutions. Without telling either administration, he enthusiastically arranged a meeting of college faculty and hospital personnel to discuss the topic — alarming the able managers of both institutions. Like many well-meaning trustees, Nyquist was insensitive to the concept of shared governance, where the professional staff resists the imposition of authority, especially by lay persons knowing much less about its organization's mission.

Trustees tend to manage during an internal transition or crisis. The more a board trusts the CEO's judgments and abilities, the less likely that trustees will feel a need to intrude on management's prerogatives. Usually a relationship of confidence and trust develops over time as the board (specifically the chairperson) and the CEO cope successfully with problems. The former CEO of Garfield Museum gradually won the complete trust of the board, which, during his eight-year tenure, withdrew entirely from administrative affairs. By contrast, the museum's new CEO, not as highly regarded by the trustees, still chafes under the board's close supervision after two years in office.

When the CEO fails to earn the trustees' confidence, the board may ask one or more trustees to assume greater responsibility for day-to-day operations. "I have been utterly amazed over the years to observe how (nonprofit) boards always tend to fill management voids," writes Kenneth Dayton. "If management is weak in an aspect of its operation, a strong board or board member will move in and take over" — often quite literally. More than a few trustees have occupied an office adjacent to the CEO's and assumed control, as if the board had placed the organization into receivership.

The board's fundamental responsibility in such cases is to save the institution. The second responsibility, however, is to restore the institution to normalcy. So when the crisis is over, the board should pull back and enable the professionals to run the organization.

Trustees may manage in periods of external turbulence and crisis. As conditions in an organization's external environment shift from normal to turbulent and then to acute, the board will almost certainly become more involved in administrative operations. Trustees are often knowledgeable about technical, political, and economic details of the environment. Frequently, they're in a position to influence that environment. For instance, board members may be asked to lobby to affect legislation, to raise money, or to sway public opinion. When Vale College, a 150-year-old women's college, decided to admit men, its trustees embarked on an alumnae relations campaign aimed at minimizing anticipated resistance to the idea. The administration considered the trustees, as alumnae, best suited to sell the idea of coeducation to other Vale graduates. Vale's trustees served as external representatives for the college, however, which is very different from running a business.

Levels of Policy

As we have seen, trustees can have very good reasons to be involved in policy matters. Circumstances can require it. Too often, however, trustee preoccupation with operations is reflexive, with little thought given to the institution's long-term goals. That's when problems arise. Since trustees cannot and should not make all policy decisions, the board must decide *which* levels deserve what degree of consideration.

Choosing the right policy level is like picking the right pitch in baseball. Ted Williams adhered to one cardinal principle at the plate: know the strike zone. To get a better look at the pitcher, he would sometimes take a pitch right down the middle, and to protect a runner he would occasionally have to swing at a bad pitch. But most of the time, he swung only at pitches he would most likely hit. He let the rest go by. Similarly a board of trustees should concentrate its talent and energies on policy levels that have the most impact on the organization's future and let the rest of the issues go. Remember, the board's role is to govern to keep the organization on a straight course over the long term.

Richard M. Hodgetts and Max S. Wortman, Jr. have developed an administrative model that identifies six policy levels, ranging from major policies concerned with fundamental issues of mission to "rules" that guide everyday conduct:[2]

1. *Major policies.* Fundamental issues of mission or business definition, typically involving questions of institutional direction, values, priorities, and principles that guide other decisions.
2. *Secondary policies.* Questions of primary clientele, types of services, delivery systems, which may focus on relationship of programs and departments to the overall mission. These issues often entail significant decisions about human, financial, and physical resources.
3. *Functional policies.* Concerns of major functional operations, such as planning, budgeting, finance, marketing, and personnel.

4. *Minor policies.* Decisions that govern day-to-day practices. They may be important as a pet project of an individual or of a special interest group.
5. *Standard operating procedures.* Mechanisms and procedures to handle routine transactions and normal operations — matters of form, process, method, and application of other policies.
6. *Rules.* Regulations that guide or prescribe everyday conduct.

Taken together, these policy levels comprise the "policy structure" of an organization. For the most part, the board should devote little energy to lower level policies such as operating procedures and rules; they usually fall too far outside its appropriate sphere of concern. But this hierarchy is not rigid. Rather, we suggest that boards view the levels as a spectrum. Compensation policy, for example, affects the entire range of institutional goals and values. Should compensation reward merit only? Ensure equity? Motivate performance? Mid-level policies concern criteria and process. What defines merit? Who makes the decisions? How much information should be disclosed? Finally, there are operational questions. How often should paychecks be issued? Should local banks have direct deposit?

When a policy question arises, the board should at least be aware of its place on the policy spectrum. Is this a higher level policy matter? If not, why is the matter before the board? The answer may well be that the issue has implications for higher level policies. If so, what are they?

Blaine College's board of trustees faced such a policy consideration in the guise of a "minor" administrative matter. The academic affairs committee was debating a faculty proposal to create an honors program for superior students. The administration had specifically recommended a 3.8 grade point average to qualify for summa cum laude and a 3.5 GPA for magna cum laude. The trustees were earnestly asking questions like, why not have thresholds of 3.7 and 3.4, and what are comparable schools' standards?

The discussion continued until one trustee asked *why* the college wanted to establish such a policy after 100 years without one. The dean of faculty explained that the policy was part of a larger strategy to recruit more academically gifted students. Other possible elements included a Phi Beta Kappa chapter, summer fellowships for the brightest undergraduates, and a special seminar series for honors students. In short order, the committee's discussion shifted from decile differences in GPAs to the strategic objective of a stronger student profile. Both issues were matters of policy but it's clear which one was a proper consideration for the trustees.

A Policy's Four Development Phases

A policy — a course of action — doesn't exist in a vacuum. It should be developed in pursuit of the ultimate goals of the institution or the complementary objectives of a particular department. The four phases of policy development are: establish policy objectives, formulate a policy statement, implement the policy, and evaluate the policy. The board has a different role to play at each stage of development and so too does the administration.

1. Define Policy Objectives

NPOs frequently draft policy *statements* without connecting them to policy *objectives*. Administrations propose and boards enact policies on salaries, promotions, professional development, and affirmative action, to name a few, without consideration at the outset of the ultimate purposes of the policy.

One hospital board, for example, may develop a policy of merit pay for professional staff to fulfill its objective of ending automatic increments for marginal performers. Another hospital board may view merit pay as the most effective means to neutralize competition and stem turnover. While both objectives are reasonable, specific policy provisions and measures of success will differ markedly. For this reason, the trustees and the CEO should discuss, determine, and enunciate policy objectives or purposes before the administration proceeds further.

As a practical matter, management has more information and greater expertise than trustees, so the CEO and other senior managers should be intimate partners with the board when formulating policy objectives. The CEO has the duty to provide a context for policy formulation by keeping the board informed about the important issues that will affect the long-term life of the institution. If there is no regular procedure to do so, the board can ask the CEO for a "memorandum of strategy" that answer the question: "What is your vision for this institution (or department) and how do you expect to achieve it?"[3] Once reviewed and accepted by the board, the memorandum provides a strategic perspective on organizational direction and serves as a basis for trustees and management to develop together a work plan for the board and its committees.

2. Formulate the Policy Statement

Once the objectives have been determined, management can draft the policy. Because most NPOs are "bottom heavy" organizations, dominated by professionals such as social workers, academics, or physicians, the process will probably entail broad consultation and a search for consensus. The administration, not the board, must manage the process and draft the policy statement.

Now and then, however, senior administrators should inform the board of the tenor and direction of discussions. As preferred options emerge, these might be previewed for the board. Such an "early warning" system reduces the chance that trustees will be surprised by the administration's formal proposal and reject it. Failure to update the board as policies are drafted, especially on controversial issues like divestment of South African holdings, for example, often produces equally objectionable alternatives: either the CEO sheepishly retreats from a public position or the board reluctantly approves a policy in order to spare the president embarrassment.

The trustees' responsibility is to ensure that the policy statement meets the policy objectives, the process of consultation was suitable, and the criteria for policy evaluation are appropriate. While trustees may raise questions or express reservations, the board should resist the temptation to rewrite policy recommendations. Boards are more effective as questioners than as editors. State the objection, articulate the concern, offer the suggestion, then direct the administration to craft the proper language, either immediately if the board's reservations are comparatively minor or at another time if qualms are substantial.

3. Implement the Policy

As a rule, the board should be involved in policy execution only as a facilitator, and individual trustees should participate very selectively. Under normal conditions, there are only a few situations when individual trustees might properly be involved in policy execution.

First, the chairman *and* the CEO may decide that one or more trustees can best handle a task. As we said earlier the decision to involve trustees depends greatly on the breadth and depth of staff expertise, though this practice does not excuse the board from ensuring that administrators acquire and develop necessary management skills.

Second, participation in policy implementation can teach a board member about the nature of the enterprise or improve communication between the board and key internal or external constituencies. With those goals in mind, board members are invited from time to time to serve on various broad-based committees.

Finally, trustee involvement may be warranted when the board or the executive committee wants to conduct an occasional spot check or performance audit to ensure quality control or conformity with organizational policy.

In all cases, trustees should be involved in policy execution for only a limited purpose and time. Board members have a crucial role to play in governance but they are not appointed to perform the NPO's day-to-day tasks. So rather than acting as surrogate administrators, trustees should allow managers to manage. Rather than *do* more, boards would be better advised to *demand* more.

Trustees, however, tend to ask less of management in part because many administrators are modestly compensated, especially by for-profit standards, and in part because board members are lulled into a dysfunctional politeness due to the nature, character, and culture of the organization. It is difficult to be "hard" when the organization is "soft." After all, some trustees reason, how much can one ask of an art historian turned college president, of a cleric turned hospital administrator, of a social worker turned agency executive? The answer is, at a minimum, ask enough to ensure that the board does not routinely have to implement policy.

4. Evaluate the Policy

Among the many trustees we have interviewed and advised, most can recite the organization's goals for the next five years. Far fewer can recount the goals for the last five years, and fewer still can articulate whether those aims have been realized.

The same proposition applies to policies. Boards approve apparently momentous policies, often after protracted debate, then never revisit the matter to evaluate the results. Has the new credentialing policy improved the quality of patient care? Has the new incentive structure stimulated faculty interest in teaching? Has the sabbatical leave policy strengthened the museum's scholarship? Very often trustees — and CEOs — do not know.

The board does not have to exercise constant oversight or demand monthly reports. For higher level policies, the CEO and the board should agree on an appropriate time frame for evaluation. When the time arrives, the CEO should brief the board thoroughly about the policy's consequences, both intended and unintended. For mid-level policies, the CEO should occasionally report on the policy's impact. And for lower level policies, the CEO may simply assure the board that evaluations occur.

In all cases, management should design and conduct the assessment, analyze the results, and suggest any policy changes. Through reminders, questions, and directives, the board should make certain that management discharges these responsibilities.

Board Focus

How do the six policy levels and four stages of policy development work together to define the board's role? In the main, the board's attention —its most critical resource — should be concentrated on developing higher level policy objectives and statements and then, on a selective basis, on executing and monitoring important policies. The board should pay peripheral attention to developing mid-level policy objectives and statements but expend little energy on their implementation. Trustees should devote almost no attention to any phase of lower level policy development.

Within these general guidelines, the board has flexibility to act. Trustees should not spend a great deal of time trying to precisely categorize every policy issue. They simply need to be sensitive to the various levels of policy and to apply common sense to defining their role, with the understanding that it changes with each phase of policy development.

Keeping Informed

Speaking at a seminar, Robert Mueller, former board chairman of Arthur D. Little, Inc., observed that "the scope of board action is greatest when the knowledge is least complete. And the scope of board action is least when the knowledge is great." To govern knowledgeably, boards need information — but of the right kind and in the right amount. This they rarely get. Trustees commonly lament that they are inundated with irrelevant reports and data and deprived of the information they really need to be knowledgeable about their organization.

Many NPO managers provide trustees with *management* information, not *governance* information. In some cases, the CEOs motives are pure: they simply want their boards to have the same information they have. But what happens is that a board, equipped with management information, delves into administrative matters. Why would anyone expect these trustees to behave differently?

For many years, the academic affairs committee of the Porter State College board received the resumes and publications of candidates for tenure. Naturally enough, but much to the chagrin of the academic vice president and the faculty, the committee examined the data and assessed the candidates individual qualifications for permanent positions. If, instead, the committee had received the administration's assurance of the candidates professional qualifications plus data showing the relationship between the candidates talents and the college's needs, then the committee would more likely have focused on questions of institutional strategy and alternative uses of resources, which are more appropriate issues for trustees. The new data would have shifted the trustees threshold question from "Are these candidates qualified for tenure?" to "How will these appointments advance the institution's strategy?"

Some CEOs motives are more Machiavellian. Either as a matter of management style or due to deep-seated doubts about the board's ability to make sound decisions, some CEOs deliberately divert the board from important policy matters. In general, the more complex the organization, the more readily the CEO can control the information the board receives. And because some CEOs presuppose that trustees who know a great deal will interfere in matters the administration would prefer to handle alone, both the temptation and the opportunity to bury the board beneath a mountain of insignificant information can be substantial. Many CEOs who are eager to avoid board participation learn to deflect board attention from crucial questions artfully with a steady barrage of paperwork and show-and-tell sessions.

Trustees and senior managers can adopt a governance information system to increase the probability that the board will be well informed on consequential matters but spared volumes of data on insignificant items. The procedure for creating such a system is fairly simple: the trustees and senior managers decide together what information the board needs, how often, and in what format. A retreat, preferably with an outside expert or consultant, provides a good opportunity for trustees to ask the rarely asked question, "Why do we need this information?" After the board agrees on what information it needs, management translates that decision into data requirements — content, format, and frequency of reports the administration must provide to the trustees.

Indeed, just developing such a system should stimulate discussion among trustees and staff about appropriate divisions of authority, responsibility, and accountability. Furthermore, with a governance information system there usually are fewer occasions when some board members are in the know and others aren't, a common problem that hinders cohesiveness among trustees. And the system should eliminate, or at least reduce, requests by individual trustees for information unrelated to the board's role.

Trustees would also profit by getting feedback on their own performance.[4] Unfortunately, this seldom happens. The board meets, adjourns, and then meets again, sometimes three or six months later. Maybe once a year, at best, the chairman conducts an informal evaluation or the board devotes an hour or so to self-assessment. With few structured occasions to offer feedback, trustees swallow constructive criticisms, the board meanders into trivial discussions, and the level of collective yet silent exasperation increases.

Some good methods to get feedback are:

1. Board members can set aside time toward the end of each meeting to review, for instance, the magnitude of the issues, the quality of the discussion, and the patterns of participation. Any tendencies to dwell on lower level policies or to emphasize less significant trustee roles can be spotted quickly. Going once around the boardroom at the end of each meeting so everyone can comment provides fast feedback — or board members can comment anonymously on an index card.
2. The board can undertake a self-evaluation once a year. Such a meeting, devoted exclusively to board performance, offers a means to socialize new trustees and re-socialize long-rime trustees to the board's established norms — the (often unwritten, unspoken) rules of the game.
3. The board can seek comments from senior managers and other key internal and external constituencies.

Having the Odds in Your Favor

No approach to governance can guarantee that boards will always be effective. On the other hand, we believe that the probability of success will increase significantly if trustees recognize that the board's role varies depending on the level of policy under consideration and its development phase.

We have described circumstances in which a board might venture more deeply into the realm of lower level policies or participate more directly in later stages of policy development. In that sense, we have presented a dynamic and contingent model. The board, in effect, must be elastic, able to stretch and adapt as circumstances warrant. Yet at the same rime, it must be sufficiently resilient, disciplined, and self-aware to snap back into shape when more normal conditions return.

Trustees who are alert to the general level and phase of policy development will be better able to determine whether, why, and to what extent a particular matter merits their attention. A board will be less prone to drift into an extensive consideration of a low-level issue merely because information was available or the CEO placed the matter on its agenda. And trustees will be better able to focus their thinking on questions truly crucial to the organization's future.

Notes

1. Kenneth Dayton, "Governance Is Governance," in *Proceedings*, Professional Forum II (Washington, D.C.: Independent Sector, 1985), p. 9.
2. Richard M. Hodgetts and Max S. Wortman, Jr., *Administrative Policy: Text and Cases in the Policy Sciences* (New York: John Wiley & Sons, Inc., 1975).
3. Miriam Mason Wood, "Guidelines for an Academic Affairs Committee," *Trustee Responsibility for Academic Affairs*, ed. Richard P. Chait (Washington, D.C.: Association of Governing Boards, 1984), p. 19.
4. Alvin Zander, *Making Groups Effective* (San Francisco: Jossey-Bass, 1982), p. 113.

The Governing Board's Existential Quandary: An Empirical Analysis of Board Behavior in the Charitable Sector

Miriam M. Wood

Introduction

In the play *Rosencrantz and Guildenstern Are Dead*, Rosencrantz and Guildenstern are the main characters, not merely minor players binding together the plot of *Hamlet*. A similar reversal occurs in organization research when volunteer board members, usually portrayed as minor actors in the institutional drama, are placed stage-center. There, like Rosencrantz and Guildenstern, they find themselves facing the questions, "Where are you going?" and "What are you going to do when you get there?" Hence the existential quandary.

When I spoke personally in this vein with board members and executive directors from eight 501(c)(3) agencies, they often described a board "in transition." But they did not feel overwhelmed. Instead, many of the more influential and, most especially, the newer board members spoke enthusiastically of clarifying an agency's mission or, as some put it, "our goals and objectives." Of particular significance in these conversations was evidence that boards typically — although not invariably — pass through distinctive developmental phases. In this process, the values espoused by the board evolve from dedication to the "cause" represented by the organization's mission to a "professional" interest in the