

2021

Future of Arts Work

Board Governance in the Arts:
Emerging Ideas

Prepared by:
Jeanne LeSage, CHRL, MBA; LeSage Arts Management
Shawn Newman, PhD; Independent Researcher and
Consultant

Project Team and Acknowledgements

This project was a partnership with Mass Culture and LeSage Arts Management with the generous support of the Canada Council for the Arts.

FUTURE OF ARTS WORK TEAM

- Robin Sokoloski - Mass Culture - Lead Applicant
- Jeanne LeSage, CHRL, MBA - LeSage Arts - Lead Researcher and Co-Author
- Dr. Shawn Newman - Report Co-Author
- Kathryn Geertsema - Office Manager, Mass Culture
- Bridget MacIntosh - Events Coordinator
- Pranavi Suthaga, Graphic Designer ArtWorks TO
- Research Associates: Senjuti Sarker (FOAW Bibliography), Melanie Wilmink (FOAW Bibliography)

Neeha Maria Dsouza (Survey Analysis),
Khiem Hoang (Survey Analysis)

ADVISORY WORKING GROUP, FUTURE OF ARTS WORK

- Robin Sokoloski (Mass Culture)
- Jeanne LeSage (LeSage Arts Management)
- Diane Davy (WorkInCulture)
- Owais Lightwala (Why Not Theatre)
- Emmanuel Madan (Independent Media Arts Alliance, Montreal)
- Thomas Sparling (Creative Manitoba)
- Dr. Alia Weston (OCADU)

Additional Thank You's and Acknowledgements:

Thank you to the Canada Council for the Arts for support in funding this project.

Jeanne would like to personally thank Jane Marsland and Peter Herrndorf for their time and wisdom; the Future of Arts Work working group and team for rolling with never ending left turns; Robin and Mass Culture for being open to supporting the idea and displaying endless patience through the constant changes/shifts/reimaginings; and Co-Author Dr. Shawn Newman for diving in headfirst to put shape to the work.

And thank you to the artists, arts leaders, Board members, and cultural workers who have risen to the great and important challenge of keeping this sector whole in this challenging time.

MASS CULTURE'S GUIDING PRINCIPLES

The project will uphold Mass Culture's Guiding Principles in the work, including: mutual respect, access, decent work, reconciliation & relationship development, relations, stability and integrity. For more information info@massculture.ca.

For citation purposes, please use: LeSage, J and Newman, S. 2021. "Future of Arts Work: Board Governance in the Arts: Emerging Ideas." Toronto: Mass Culture.

Future of Arts Work

LAM | FC

MASS culture MOBILISATION culturelle

LESAGEARTS
MANAGEMENT



Canada Council
for the Arts

Conseil des arts
du Canada



IMPORTANT

This report is provided for informational purposes only, to help advance the current conversations about Board governance innovation. Each not-for-profit arts organization will have its own applicable federal/provincial/territorial compliance as well as organizational policies and bylaws. This report content does not constitute legal advice on governance, please seek specific advice if you need it.

Contents

PROJECT TEAM AND ACKNOWLEDGEMENTS	2
INTRODUCTION	6
THE FUTURE OF ARTS WORK PROJECT	6
BOARD GOVERNANCE	7
BACKGROUND AND CONTEXT	10
WHAT ARE THE CHALLENGES FACING THE SECTOR IN GENERAL?	10
WHAT IS NOT-FOR-PROFIT GOVERNANCE?	11
WHAT ARE THE CHALLENGES IN NOT-FOR- PROFIT GOVERNANCE?	13
WHAT IF WE GET IT WRONG?	15
WHAT ELSE IS GOING ON?	15
WHAT ARE THE GOVERNANCE OPTIONS?	19
SECTOR SURVEY	24
SURVEY METHODOLOGY	24
SURVEY RESPONDENTS	25
WHAT WE HEARD	27
1. THE BUSINESS OF THE BOARD	27
<i>Systems and Processes</i>	28
<i>Roles & Responsibilities and Accountability</i>	32
<i>Training for Board Members</i>	34
<i>Volunteerism Versus Labour Exploitation</i>	37

Contents

<i>Performance Evaluation</i>	40
2.THE GREAT DISCONNECT	42
<i>The Board's Key Jobs/Priorities</i>	42
<i>From Performative Practice to Intentional Integration</i>	44
3.ARE YOU BEING SERVED?: BOARD CULTURE AND POWER DYNAMICS	45
<i>Community and Representation</i>	46
<i>Disrupting Power</i>	50
<i>Making Decisions</i>	52
WHAT COULD BOARD GOVERNANCE BE?	55
GOVERNANCE PATHWAYS - KEY AREAS	56
CLOSING	60
REFERENCES	61
APPENDICES	63
APPENDIX A - SURVEY QUESTIONS	
APPENDIX B - SURVEY PROMOTION	
APPENDIX C - DETAILED QUALITATIVE ANALYSIS	

Introduction

THE FUTURE OF ARTS WORK PROJECT

The Future of Arts Work project was an idea brought to Mass Culture in 2019 by Co-Author and Research Lead Jeanne LeSage of LeSage Arts Management. The project was conceived as a way to think about new pathways for the arts sector to look at “HOW” it works. The initial project embodied a larger scope—looking at the future of people systems needed for arts organizations in Canada—and started to look at four key areas: Future Arts Institutions, Future Arts Workers, Future Arts Workplaces, and the Future Arts Sector. There was great interest and support in this first stage of the work, as many practitioners were seeing that HOW they worked in their organizations was not supporting their organization’s mission and/or artistic goals. And perhaps ironically, while they could be incredibly innovative in their programs, they were not innovative in their “People Systems.”

Then in March 2020 the global COVID-19 pandemic descended upon the world, and it would be an understatement to say that this changed everything in our sector and in our lives. While the first

months of the pandemic became a sped-up backwards fox trot in crisis management, cash flows, and contingency planning to stay “whole,” this notion of being better at HOW we work became even more important. These early pandemic months prompted Celia Smith, Michèle Maheux, and this project’s Lead Researcher and Co-Author, Jeanne LeSage, to create the Leadership Emergency Arts Network (LEAN), which ran from April to September 2020. The initiative offered mentorship and guidance from volunteer advisers for arts organizations across the country grappling with the pandemic. It also highlighted some long-standing issues within the sector and revealed news ones that came to inform the Future of Arts Work and the survey upon which this report is largely based.

And while many projects that started pre-pandemic necessarily shifted focus in efforts to triage the massive impacts of the pandemic on the sector, only minor adjustments were made to the aim and direction of the Future of Arts Work. What we found was that this research was not so much needing to change direction but

rather that we needed to double-down on how the sector's systems and processes impact the people that work in it, and that we should focus on something that was practical for organizations right now.

However, what did shift in this process was the timing and the focus. With the initial broad overview of the four key areas noted above, a first phase of research resulted in the creation of a larger bibliography/reading list and a dialogue with sector participants at the Mass Culture Study Dates in June 2020. An overview of the first phase of work can be found [HERE](#) and an extended bibliography and reading list can be found [HERE](#). In the spirit of Twain's "I didn't have time to write you a short letter, so I wrote you a long one..." the output of this first phase of work was valuable but far too long and unwieldy to corral into productive information. So, in the ever-present day-to-day management of COVID-19 response in the arts sector, we decided to narrow the focus to one of the elements that came up often in the LEAN initiative, in the research, and in the conversations in the sector as of late: Board governance.

BOARD GOVERNANCE

Historically, Boards are responsible for leading organizations—typically through a top-down approach—by: establishing strategic plans, goals, and priorities; ensuring that an organization's operations align with their by-laws; ensuring that an organization is fiscally sound and responsible; engendering safe and supportive work environments; and hiring senior leadership trusted with carrying out or overseeing day-to-day operations in and through specific policies approved by the Board. Some Boards are tasked with fundraising through their own connections (which brings certain issues of equity into such governance models), some Boards expect Board members themselves to donate substantial amounts of money on an annual basis (again, an equity issue), some Boards are expected to be more hands-on within the organization's operations (which can present its own conflicts of interest), and some Boards are mere figureheads. Within all of these various kinds of Boards are a wide range of volunteer members who are tremendous leaders, tireless supporters, and champions of both their organization and the sector. But there can also be boards who are at best ineffective and a drain on organizational

resources, and at the worst can be counterproductive to the goals of the organization and create toxic workplaces for staff and other Board members. Thus, there is an extremely broad array of types of Boards and types of Board members, whether by design or by emergence.

This report thus looks at one dimension of the future of people systems by focusing on Boards of Directors and their related governance models in Canadian not-for-profit (NFP) arts organizations. The aim of this report is not to replicate the myriad of resources and tools available in an exhaustive literature review, but rather to capture the conversations of the moment in Canada's arts sector about Board governance innovation — specifically, SHOULD we innovate our Board structures, what are some examples, and what can/should we do. What we share with you here are some select foundational secondary research pieces for context, some examples of “current” conversations about innovation, and the results of a survey held with the sector this year.

In the midst of this project's process, George Floyd was murdered by police in

Minneapolis, Minnesota on May 25, 2020. The cascade effect was felt throughout virtually every aspect of society, culture, and politics in the United States, Canada, and other countries around the world. And while there have long been rightful criticisms of the Canadian arts sector's long-standing issues of inequity for a variety of communities, with many people working for years to address these inequities, Floyd's murder changed everything. The arts sector was forced to confront its own complicity in, and perpetuation of, anti-black racism and white supremacy. Consequently, the sector remains mired in reconciling the entrenched systems and processes that have created these conditions with the reality that continuing to work in these ways will not bring about change. And in many ways, this reconciling is happening alongside and interwoven with Indigenous-settler reconciliation efforts. So, with regard to this project, these social justice movements and the global health pandemic urged us to explore the power dynamics that reinforce privilege and marginalization (and outright oppression) in prevailing governance systems.

This may sound like this project is aimed at decolonizing our sector. And we do hope that in some ways the Future of Arts Work supports decolonization and itself becomes a place to explore how decolonization can happen in our sector. Indeed, several respondents to the survey upon which this report is largely built identified decolonization as a current need for the sector. However, the people involved in this project at this time are not “experts” in decolonization. While we have a collection of various knowledges and experiences in some of the issues pertinent to decolonial processes, and for many years have been invested in ideas and actions that center decolonization, we are white settlers. We most certainly welcome and hope for discussion about how or if this work we are presenting does or does not support decolonization and efforts to dismantle systemic racism and other interlocking systems of oppression. To that end, we suggest that one entry point into those conversations—and there are many entry points—is through an organization’s governance system, which includes Boards of Directors.

Background and Context

For some, improving Board governance means making improvements and finding efficiencies within their current processes. For others, conventional models and concepts of NFP governance are not working or serving their organization, and so there is a desire to innovate and make changes from the ground up. Throughout this project, we have had great conversations about the need for change. So, what are some solutions that we can explore and begin to put into action?

In order to anchor our analysis of feedback gathered from the survey and seek shared terminology on this complex topic, we reviewed topline resources surrounding the definition of governance, governance challenges facing the sector, and some current thinking on these issues. The analyses of survey data presented in subsequent sections of this report is couched within an interwoven web of ideas, connections, and extensions of the resources directly below. This by no means represents the totality of knowledge and information on NFP Board governance, but rather an overview to guide the discussion and ways of looking at survey responses.

WHAT ARE THE CHALLENGES FACING THE SECTOR IN GENERAL?

Before turning to a discussion of Governance, it is useful to look at the challenges and conditions within which arts organizations find themselves situated. Certain trends in the NFP sector are altering the “contract” or expectations on NFP organizations including: growing demand of services to meet needs of an increasingly diverse community; increased demands from governments/funders; increased focus on mergers and collaborations; the need to measure impact; technological changes; and new leadership (Lalande, p. 1). Specifically for the arts, even prior to the pandemic the sector had been facing rapid fire changes to the external environments in which it was working, including: declining subscriptions and audience buying behaviours; the rise of new technologies; economic instability; new modes of content sharing, dissemination/ consumption in response to demand (digital, shorter, broadcast, more convenient times); the commoditization of the arts; a decline in arts education; and a decline in arts journalism (Kaiser, Curtains, p. 22).

WHAT IS NOT-FOR-PROFIT GOVERNANCE?

With the usual caveat that there are specific legislative and regulatory requirements for NFP governance for each geographic jurisdiction (federal, provincial, territorial) that must be considered and complied with (Lalande, 1), there are two basic elements that make up NFP “governance”: what is required by legislative bodies and a much larger component that is at the discretion of each organization.

The applicable legislation is generally the jurisdictional NFP/society act for incorporated NFPs as well as the rules set out in the Canada Revenue Agency for NFPs that are registered charities, and MAY outline certain key requirements such as membership, the number of Directors and the responsibilities in the process of incorporating and/or maintaining incorporation. There may not be a standard size for a Board, and any legal requirements are set by the province or territory in which the organization operates or, in some cases, by federal regulation (CRA). For example, Ontario sets three Directors as a minimum but makes no rules on term limits for membership. Generally, Boards are

elected by this membership and Boards themselves may appoint the organization’s leadership (Lalande, 5). After these baseline requirements, there is “very limited direction on the Board’s purpose and structure as a whole” and, in fact, there is no statutory requirement for Boards to act as the only governance entity (Lalande, 4).

So, what then is “governance?” As positioned by Jane Marsland, “Governance is one of the most frequently used and least understood terms in use today,” particularly in conflating or confusing the notions of leadership, management, and governance (2). We see several definitions of what exactly governance should be, including Cornforth’s 2011 notion that a governance system is “a framework of responsibilities, requirements, and accountabilities within which organizations operate, including regulatory, auditing, reporting requirements, and relationships with key stakeholders” (Lalande, 3). Governance can also include setting organizational direction and policy, overseeing performance, and setting mechanisms for decision making, compliance, and accountability (Ibid., 4). The Ontario Nonprofit Network’s (ONN) literature

review on this topic shows that the most effective Boards fulfill a broad scope of functions, such as representing the needs of beneficiaries, developing strategic plans and linking budgets to operational plans, setting and monitoring outcome indicators, generative thinking, advocacy, personal financial contributions, acting as ambassadors, participating in committees, and more (Ibid., 6).

Another way to think about possible governance pathways as set out by the ONN is to organize these pathways around three key areas:

- Fiduciary Duty: ensuring effective organizational management
- Duty To Manage: ensuring the effective delivery of the organization's mission
- Duty of Diligence and Care: support of the communities the organization serves (Lalande, 26)

Michael M. Kaiser is far more direct about what he sees as the five key priorities for arts Boards as related to strong organizational effectiveness: approving the strategic plan; approving the annual budget; hiring/ firing/ compensating/ managing performance of direct reports;

developing resources; and serving as ambassadors for the organization in community (The Cycle, 90).

Governance is NOT actually just about the Board!

In the ONN's Reimagining Governance initiative, they posit a broader view of governance being not just the Board but rather a shared and collaborative responsibility: "new transformative and adaptive approaches to governance are needed to ensure better responsiveness to social issues, system-wide impact, and adaptability to the changing environment" (Lalande, 2). In this way, governance in and of itself is a series of functions to be carried out for the organization, and the Board is one part of the structure in that process (Ibid., 4). Returning again to Marsland, governance is "the art of steering your organization," a form of stewardship that is a shared responsibility between professional staff and the volunteer Board and should be seen as a journey and not a destination (3). This can be about the vision/ mission/ values, ways to achieve the mission in the healthiest way, and/ or guiding progress and assuming responsibility for the sustainability of the organization.

When done well, good governance can result in a well-functioning Board, accountability, clarity of purpose, transparency, openness, and good Board-staff relations (Ibid., 3, 24).

WHAT ARE THE CHALLENGES IN NOT-FOR-PROFIT GOVERNANCE?

While many resources aim to review modes of governance and create tools and practices to enact “good governance,” the fact is that there is no one-size-fits-all: “despite numerous efforts to find and support effective governance models, functions, and frameworks, many sector leaders still struggle to fulfill the roles and responsibilities expected of them” (Lalande, 1). And while the world and the sector are ever-changing, “the nature of the sector has fundamentally shifted and approaches to governance are not keeping pace”—current governance design is neither optimal nor sustainable (ONN’s “Framing Forward,” 4).

In ONN’s research, they found many key challenges at play (5-10):

- Board Governance problem solving focuses on symptoms and not the root causes—with low governance literacy, recruitment challenges, lack of clarity over power/control, and a lack of diversity;

- Governance structures, practices, and processes have evolved reactively—for example the Carver model reacted to overly operational Boards, then newer models reacted to Carver, and so on;
- Governance does not match 21st Century needs—tech advances, evolving community needs, new generational ways of working, and new adaptive skills;
- Current governance design is not sustainable—there is a shortage of volunteer leaders, new generations of volunteers see governance as onerous, demanding, and restrictive to innovation, and there is a limited ROI on the work staff leaders need to put into Board work.

Part of the struggles within governance are that Board members are liable for the actions of the organization and are often asked to make decisions in a sector or business model with which they are not familiar. This can create an overemphasis on risk, liability, and feeling disengaged and unclear about the Board’s exact role within, and contribution to, the organization (Lalande, 7). In terms of staff resources (time, energy, and effort), the leader can spend an inordinate amount of time informing and educating the

Board so they can make those decisions. Or, in perhaps an opposite paradigm, the Board rubber stamps key things without review and are caught by surprise when a serious problem comes to light (Ibid.). Another key concern is consistency and sustainability with Board members and officers cycling out, which can bring disruption in operations and continual work culture shifts. Other trends impacting governance are: lack of diversity; expectations for deeper engagement with community; calls for collaboration; emerging technologies; increased reliance on revenue generation; increased call for accountability; impact and evaluation; and a generational sea change that is transforming organizations and Boards (Ibid., 10-14).

Depicted in starker terms, the always direct and often irreverent Vu Le of the US blog Nonprofit AF states that “the default [not-for-profit] Board model is archaic and toxic” and follows the “Rule of One-Thirds—1/3 are helpful, 1/3 are useless, 1/3 are harmful” (Le). For the two-thirds that are at best, inadequate, and at worst, harmful, the challenges and harms include micromanaging staff, being buried in operations, preventing progress,

and resisting involvement in important political/societal movements such as Black Lives Matter while having “vast power to supervise leadership and determine values, policies, and practices” (Ibid.).

In a [blog_post](#) for Mass Culture, Yvette Nolan lays out five key challenges in prevailing approaches to Board governance in Canadian theatre companies:

- NFP Boards are fashioned after a corporate model, where profit is the driver and where the stakeholders are shareholders. But in theatre, stakeholders should be artists, audiences, and communities;
- Board members are frequently not connected to the art but rather are recruited for their skill sets (lawyers, accountants), for their connections (civic, business), and/or their wealth and public profile;
- Boards do not know what their role is, and a great deal of energy and time is spent by staff in managing them, training them, and ensuring participation and engagement;

- Even though the Board entity and individual Board members are usually legally liable for the organization under legislation, Nolan's point is that as volunteers, when there's a crisis they can just walk away; and
- Even great Boards are not great: great has come to be defined as Boards that are easy to manage, do as they are told, and have created the policies. It is very easy to tip the balance of a "good" Board to become a bad Board.

WHAT IF WE GET IT WRONG?

The consequences of ineffective governance should give any resource-scarce NFP pause for concern ("Framing Forward"). These include misdirected resources, misaligned strategic goals, reputational issues, poor working conditions for staff, personal and professional liability of Board members, and even the inability to meet the needs of key beneficiaries of the NFP (Lalande, 1). And when it comes to Board members themselves, "research suggests that many Boards remain underutilized, ineffective, dysfunctional, [and] overburdened with operational issues" (Ibid., 7).

In addition to the consequences listed above, Nolan sees genuine risk in

continuing with the model as it now exists in our sector, including:

- Organizations becoming blindsided by "financial improprieties, sexual harassment suits, charges of racism, and toxic environments";
- Performative relationships: Boards are "performing a relationship that does not actually exist; the managers and staff performing obeisance, the Board of directors performing the role of boss";
- The model is failing to protect and elevate women and People of Colour (Nolan).

WHAT ELSE IS GOING ON?

While research about the overall impacts of the pandemic on the sector are quickly assembling, and there will be more to come, the sector continues to shift and adapt to ongoing changes in public health regulation to mitigate the economic and health impacts of COVID-19. The almost overnight shuttering of most or all of Canadian arts and culture organizations, in concert with the reckoning of social justice issues, has laid bare myriad vulnerabilities, dysfunctions, and inequities. The arts sector does not exist in a vacuum, and there are several major influences with which the sector is

struggling to deal. Impacts of the pandemic on our collective capacity to keep organizations supported and running have continually revealed major fractures in the sector as a whole and within individual organizations that, in many instances, are not new.

Leadership Emergency Arts Network

A review of results from the LEAN initiative can provide a picture of some pre-existing challenges in the sector but that have been exacerbated by the pandemic. While not initially intended to be part of the Future of Arts Work project, LeSage's involvement as co-founder of the initiative nonetheless informed how this project and report have taken shape. LEAN was an immediate, grassroots, pro bono response network that ran for the first six months of the pandemic to help Canadian professional NFP arts organizations (big and small) deal with the COVID-19 crisis. Volunteer advisers across the country came from a variety of positions within the sector, including Board members, arts leaders, and consultants. These advisers volunteered their time to work with arts organizations on crisis response matters such as strategic decision-making, crisis response,

financial analysis, Board direction and management, relationship mediation, HR management, systems change, leadership, and/or any issues for organizations related to the global pandemic. Smith, Maheux, and LeSage's work is detailed in a final report from LEAN and other associated documents, which were shared with arts funders and interested organizations and are now publicly available on [Mass Culture's website](#).

At the time of registration in the LEAN initiative, the top issues identified by organizations in frequency order were:

- Finance;
- Programming during COVID-19;
- Scenario and Contingency Planning;
- Donor Relations; and
- Board of Directors (LeSage/LEAN, 12).

Upon completion of engagement with the program, both advisers and participants were asked to submit a report detailing key issues and trends that they discussed and worked on. When the LEAN team reviewed these reports, issues surrounding Boards were ranked higher than when participants first registered and indicated what they needed support

with. Boards moved from fifth place to third place for participant organizations, and earned the top position as reported by the advisers (Ibid., 17). This re-ordering of needs in the final reports, and in discussions with Advisers, made it clear that many of the organizations seeking support and mentorship through LEAN were experiencing organizational instability prior to the pandemic, particularly leadership struggles that stemmed from inexperienced or dysfunctional Boards, which was then amplified by the pandemic crisis. LEAN organizers noted that in the midst of the crisis response, Boards responded in one of three ways: as positive supports going above and beyond to help leadership, as “missing in action,” or as obstructive forces (Ibid., 22).

Equity and Social Justice

At the same time that LEAN was happening, a surge in social justice discourse to address systemic anti-black racism emerged in response to the murder of George Floyd. The ways that this became woven together with pandemic “recovery” resulted in many warnings that the arts sector should not just be “returning to normal.” The arts sector faced direct challenges to do

better and proactively address long-standing issues resulting from both overt and covert white supremacy that is deeply embedded in conventional organizational structures and ways of doing business. These systems are, of course, perpetuated by people. And one way of working to address and change these systems is by speaking directly about people in ways that place them and their experiences front and center in our individual and collective minds’ eye. For those of us that hold positions of various individual and institutional power, how might we leverage that power in service of supporting those with less power? How might this notion of placing other people’s needs be woven throughout an organization’s operations and ways of doing business?

Any work on governance is also inherently work on power. And it is irresponsible, if not impossible, to do any work on power without also attending to the ways that it is unevenly distributed throughout society and consequently throughout the arts sector and the organizations therein.

In *On Being Included: Racism and Diversity in Institutional Life* (2012), Sara Ahmed lays bare the limits of

conventional approaches to, and understandings of, diversity.

Simply having diverse representation does not inherently mean that the structures that support marginalization have been undone. Rather, diversity frequently becomes a marketing and public relations strategy in the realm of “corporate social responsibility” that obfuscates how old ways of working persist. Moreover, the policies that enshrine diversity as an institutional value risk becoming mere performance—the devising of a policy and its circulation throughout the organization and even into the public realm becomes the “thing” the policy does. It consequently becomes a performative document that is “evidence” of diversity without actually changing the systems and processes embedded within an organization or disrupting prevailing power dynamics that reinforce inequity.

For Ahmed, this performative diversity does not disrupt prevailing power dynamics or productively mobilize individual and institutional privilege towards dismantling those power

structures. Moreover, the systems we currently have in place that confer power upon Boards prioritize those with particular kinds of privilege. In our capitalist society, the maxim “time is money” rings true. And certainly, the current global COVID-19 pandemic has revealed that to be abundantly true. But the sector has also always struggled with this. We are a sector that relies very heavily on volunteerism. Indeed, many arts events have more volunteers than paid workers. And when it comes to governance, Boards of Directors are generally volunteers, with many even being required to make large financial donations to the organizations to which they volunteer their time. In *Culture is Bad for You: Inequality in the Cultural and Creative Industries* (2020), Orian Brook, Dave O’Brien, and Mark Taylor demonstrate how sectors that rely heavily on unpaid internships or volunteer labour are inherently inequitable. Based on extensive interviews with workers in the UK sector, they document that the ability to volunteer is a privilege. In essence, who has the financial resources or the “free” time to be able to commit to volunteering? In the case of Boards in the arts sector, it can be more than “just” attending meetings a few times a year.

Board members often take on committee work, fundraise, attend events, and participate in a host of other unpaid activities. While some respondents to our survey felt that the spirit of volunteerism is integral to the arts, we approach volunteerism with an eye to how volunteerism presents barriers to diversity, equity, and inclusion.

These resources and secondary research provided above are only a very small number of resources available on Board governance, the challenges facing the NFP arts sector, and equity. And as previously mentioned, there's a growing bibliography and reading list that has been started as part of the overall Future of Arts Work project. We invite readers, organizations, and other researchers to bring additional resources to their reading of this report and to draw their own links between our work here and additional analyses with other theoretical foundations. This report, and indeed this project, is merely a starting place.

WHAT ARE THE GOVERNANCE OPTIONS?

Later in this report we discuss *Roberts' Rules of Order*, a source text that is commonly understood as “the” governance manual for the sector. Yet, there is no legal requirement in Canada that *Roberts' Rules*, or any specific manual for that matter, be adopted by an organization to dictate how a Board operates. Nonetheless, the use of *Roberts' Rules* in particular has become so pervasive throughout the sector that it has become the “normal” way of doing business. With the centrality of *Roberts' Rules* to conventional organizational/governance structures in the sector, it can be difficult for us to think of how we might work differently. Moreover, it is important that organizations understand that guides like *Roberts' Rules* are themselves only systems through which the Board conducts its business. As such, understanding the difference between governance and process is key.

Whichever process an organization chooses or designs needs to work within its particular governance model. There are already many choices for models and structures—the rest of this section provides some current examples. While

these were already available to the sector before this project began, respondents to the survey upon which the majority of this report is based also mentioned many of these. Before diving deeply into the survey itself, mapping out these other governance options helps to situate respondents' knowledge and commentary that we received:

Existing Hierarchical Models

- The Carver Policy Governance Model “separates issues of organizational purpose (ENDS) from all other organizational issues (MEANS), placing primary importance on those ENDS. Policy Governance Boards demand accomplishment of purpose, and only limit the staff's available means to those which do not violate the Board's pre-stated standards of prudence and ethics. Evaluation, with such carefully stated expectations, is nothing more than seeking an answer to the question, ‘Have our expectations been met?’” (Carver);
- Respondents also suggested more research on models in the United Kingdom, Australia, New Zealand, and the United States. We note, however, that turning to such other regions can also reinforce settler-colonial

ideologies and are based on differing legislative requirements. At the same time, these four countries are sometimes also where innovative work is happening precisely because of their colonial histories and needing to undo colonial systems.

Nevertheless, looking to other countries throughout the world would undoubtedly offer other insights;

- Membership governance models where the Board is responsible to members.

Non-Hierarchical Models

- Consensus decision making helps to ensure that decisions align with the culture and purpose of the organization;
- Co-operative models were suggested as a possible alternative to conventional NFP structures. This and small business models could be more appropriate to how an arts organization functions. Co-op models include one or two members of non-executive staff;
- Decentralized autonomous organizations—decentralized and distributed structures
- Collectives were a popular suggestion. Respondents specifically noted Andy

Warhol's Factory, The Merry Pranksters, and The Beatniks as well as The Salon culture of the 1920's. Similar to collectives are theatre company models of the 1970s, where there was a Board with three to five staff, the owner of the company, and the operators;

- Some survey respondents felt that a smaller Board/Committee with executive powers would be more effective. In a large Board, the Executive Committee becomes the de facto Board and decision-maker. However, it was also noted that it would be important to include artists and community members beyond major donors and wealthy audience members. Respondents also suggested a minimally viable Board in-line with Vu Le's recommendation (Le). This is similar to organizations that create separate fundraising Boards/NFPs where these entities would do the fundraising thereby freeing the main governing Board to focus on essential functions;
- Advisory or a community role where "an overarching governance Board

with an advisory committee that can provide more community representation could work" (n.n.).¹ It was also suggested that there be a mandatory percentage of artists on such an advisory to ensure that the organization will serve artists properly. The Board could then become a facilitator that regularly engages a defined group of members for governance;

- It was also noted, however, that non-hierarchical governance models can be challenging, with one respondent expressing that "...most are not efficient or effective" (9-13).

Indigenous Models

- One survey respondent suggested Indigenous governance and clan systems, specifically citing the Teslin Tlingit clan system;
- "We have used the Sharing Circle model, where everyone gets equal time to speak, and no one voice is given more value than the other" (9-91).

¹(n.n) (9-13), etc. are internal references to Qualitative Survey data. All data has been retained confidentially with LeSage Arts, with responses randomized and identifiers removed.

The B-Corp Model

- This cooperative model sees members equally sharing in the benefits and responsibilities and uses the membership reporting models of “societies.” Some historical contexts to explore here would be “self-governed” orchestras and artist collectives or community-based projects run on a consensus basis through a collective. Furthermore, in British Columbia “Associations” already exist and do not require incorporation rules.

Smaller Boards/Separate Committees Model

- Here the idea is that the staff leaders determine the level of involvement necessary from volunteer groups such as Boards. The driving force would be to meet the mandate of the organization rather than governance oversight. Importantly, there would also not be one Board with ultimate power but rather several bodies that have different responsibilities. Respondents speaking to this idea felt that advisory committees representing community groups, areas of expertise, and areas of key priorities can serve organizations in a more effective way than Boards.

Regulatory Body

- Similar to law or medical professions, a regulatory body would have base requirements that are evaluated in a pass/fail model that is then publicly listed. In this kind of system, there would be a centralized, government-funded but arms-length body that all funded entities submit reports to covering all financial, administrative, and legal requirements, but possibly also mission alignment, community representation, and more. A starting place for this could be building out the CADAC (Canadian Arts Data/Données sur les arts au Canada) system with third party audits.

Project Focus

- Many artists simply have a project they want to do. In these cases, why force them into forming organizations? The sector could develop a shared financial platform and fiduciary function with business services in each province and territory. This would allow artists to practice completely unencumbered from what can feel like “needless” administration and instead spend more time making art.

Peer/User-Based Reviews

- Many industries have seen massive sector disruption with the emergence of online reviews by the general public. This can certainly be beneficial but also detrimental. Yet, respondents to our survey that offered up this idea feel that this could offer a measure of accountability that is measured by the public. And, with much of the sector supported through public funds, there are many contexts in which the role of public opinion comes into question.

zations, can tap into towards more effective, efficient, and equitable Board governance. This does not necessarily mean that innovation is not needed. Perhaps, though, just on a different scale than this project had originally been designed to capture.

Indeed, one respondent to the survey that we discuss below noted that it's "hard to think of a new model within [the] current funding environment" (n.n.). In examining survey responses, we repeatedly saw this struggle. Our hope for the survey was that it would inspire thinking that would lead to radical change. However, we did not necessarily see innovation emerge. Instead, we saw many ideas and examples of how to work more effectively and efficiently within current systems and structures. This is itself revealing—perhaps there are opportunities at hand that we, as a sector and as individual organi-

Sector Survey

What, then, could be the kinds of innovation needed within Board governance that would enable the sector to address its challenges and needs? In order to explore this more, we reached out to the arts and culture sector itself to ask workers what they are experiencing, what they need, and what could work. Particularly in the midst of the pandemic and seismic shifts in social justice, we wanted to go right to “the source.”

SURVEY METHODOLOGY

We developed a 24-question survey to collect basic demographic/statistical information about both respondents and the organizations that they represent as well as descriptions of their experiences in the sector. Our aim was to gather their thoughts on how we might collectively re-imagine the structures, systems, and processes that organizations encounter both internally and externally. Nine questions were framed around specific governance topics, and six were broader in scope so as to invite new ideas. All 15 of these questions were text-fillable for respondents. We did not gather demographic information about respondents, but rather focussed on the roles and organizations they represented.

We shared this survey in English with the sector across Canada inviting artists, current/former staff members at arts organizations, current/former Board members at arts organizations, and more to participate. Essentially, we wanted to hear from anyone with an interest in contributing to the discussions and debates about NFP Board governance innovation in the arts and culture sector in Canada. The survey was open from April 19 to May 10, 2021, through Google Forms. To get the word out, we shared the survey through Mass Culture’s mailing list, both Mass Culture and LeSage Arts Management’s various social media platforms, and through direct email invitations to personal and professional connections in the sector. We also encouraged everyone to share and reshare as they saw fit. The types of organizations that directly received the survey through these methods include NFP arts organizations, festivals, arts service organizations, funders, arts councils, member-based organizations, and more. Appendices A and B provide the survey questions and promotional materials respectively.

After removing incomplete and duplicate submissions, there were 101 complete submissions. Respondents could identify multiple roles that they have currently and/or previously held. For example: an individual could hold more than one role, such as an artist who is also a current/former arts leader AND a current/former Board member. Because of the possibilities for these multiple roles within a single respondent, the analyses we present in this report are not segmented against specific respondent roles. However, we believe that examining experiences and perspectives within the sector by role or position within organizations would provide important insights and opportunities for further review.

In reviewing and analyzing the survey data, we opted to craft this report around the themes, issues, and ideas that emerged instead of providing a question-by-question summary and then a separate analytical section at the end. We feel this paints a more useful picture for discussion and allows us to be more concise and direct. It also enables us to make connections between ideas across respondents and across questions. For example, if two (or more) respondents

spoke to the same idea but offered it up in response to different questions, then a question-by-question summary would a) be repetitive and b) create a confusing narrative for the reader. In the spirit of Mass Culture's value for open sourcing and sharing of resources, we have created a full summary in Appendix C of the qualitative questions posed in the survey with summarized and anonymized responses.

SURVEY RESPONDENTS

Geographically, the 101 respondents collectively represent most of the country, but not all. There were no respondents from the Northwest Territories, Nunavut, Newfoundland & Labrador, or Prince Edward Island. 49.5% were from Ontario, 29% from British Columbia, 7% in Alberta and Quebec each, 4% in Nova Scotia, and the Yukon, Saskatchewan, New Brunswick, and Manitoba each comprised 1% of respondents. The positions that respondents held were many, with the largest number being current or former Board members and the second largest group being artists themselves. Respondents could identify multiple roles, and so the textual information garnered from the survey at times comes from respondents who are

artists/arts workers/staff members or any other mix of available options that we provided.

For respondents who were connected to an organization, we asked them to identify their organization size based on budget. 46 were from organizations with budgets of less than \$500,000, 33 from organizations with budgets of \$500,000-\$1M, and 14 were not with an organization. Three respondents were from organizations with budgets ranging from \$2M-\$5M, and nine respondents with organizational budgets over \$5M. The discipline/type of organization respondents hail from were vast, with the largest being arts service organizations, theatre, visual arts, multi-disciplinary, and music/sound. Respondents who selected “other” include community arts, museums, arts councils, funders, film, and literature. The categories that we offered were drawn from the Canada Council for the Arts’ Field of Practice.

Similar to the qualitative responses, we have included the full demographic data (and associated graphs) in Appendix C.

What We Heard

The analyses of the survey results in the rest of this report bring together the prescient themes, issues, and ideas from across responses to all the qualitative survey questions. Topics that respondents were asked to reflect on include Board composition, compensation for Board members, what organizations need Boards to do, training for Board members, rules/processes for Board meetings, performance evaluation for Board members, alternative governance models, and more. The full list of questions can be found in Appendix A. In particular, respondents were asked to imagine what would be innovative in terms of governance. In several places, we wanted respondents to think completely outside of the current systems and processes. While there were certainly some excellent and insightful commentaries, critiques, and “solutions” offered, the vast majority of responses remained about working within the perceived limits of current structures, and not about ways to innovate.

From the survey respondents’ results, we have grouped feedback in the following themes:

1. The Business of the Board
2. The Great Disconnect
3. Are You Being Served? Board Culture and Power Dynamics

These emergent themes have allowed us to discuss what respondents felt Boards are required to do, what they should do, and what might be done to better align Board governance with the needs of an organization.

1. THE BUSINESS OF THE BOARD

A recurring theme that emerged across responses was that there is no single, common purpose, role, and structure for a Board, nor should there be. While it was generally understood from respondents that Boards are/should be responsible for governance and oversight, there were differences of opinion as to what the specific duties for a Board are. This certainly reflects the notion positioned by multiple sources in our background research that “one size fits one.” We also saw many respondents make assumptions about what is legally required of a Board, and that some processes and systems (like the pervasive use of *Roberts’ Rules of Order*) have

become so normalized that people may not realize that they can devise portions of their own governance systems themselves. And respondents noted that the requirement for NFPs to have a Board in the first place does not thereby guarantee good governance (and that, perhaps, this is especially true for small organizations) (1-19). The analyses in this section, we hope, offer insight into what is possible for an organization in terms of the business of the Board but also “new” ways of understanding and interpreting the processes that have become so “normal” that they remain uninterrogated.

Systems and Processes

Too many damned arts administrators seem to have no clue about what it's actually like to be a creative. When I asked why artists' voices weren't being represented, [I was told] that it's because artists can be disruptive. No shit! Art needs to be disruptive, that's where its true force resides. (3-48)

Respondents to our survey had a wide variety of ideas, needs, and concerns

about conventional Board processes. We also saw in some responses, and from some participants in the LEAN initiative, that there are also many assumptions about what is legally required for an NFP Board. Perhaps one of the most striking assumptions that we have encountered is that NFP organizations must follow Robert's Rules of Order. This is an important point, as the choice of format for discussion and decision-making impacts Board culture and the power dynamics within the organization. For example, the formality of process that *Roberts' Rules* engenders was questioned by one respondent who noted that “they make the work of the Board too formal, which is very boring and based in colonial values. They need to be replaced with a more humane approach that builds relationships and values collaboration, integrity, and equality²” (6-11).

Barriers to access and inclusion were also noted by respondents as a negative consequence of how *Roberts' Rules* are sometimes used, and perhaps suggests that their very composition is at issue:

² “Equality” and “equity” are related but different. In short, equality is the equal treatment of people (e.g. providing the same resources to different people or groups) regardless of their individual need. Equity aims to meet individuals where they are in terms of need and provide them with more individualized resources or support (and this applies to communities and other types of groups). We can see here, also, that the “one size fits one” idea is rooted in equity, not equality.

strict rules of order are often off-putting for new members, like a secret code that the new folks don't know" (6-41, 49). And, in one of the most extreme examples of how *Roberts' Rules* can be deeply problematic, one respondent shared this experience: "I've seen *Roberts' Rules* effectively used by white Board members to bully newcomers, particularly within organizations that often serve newcomers" (n.n.). Yet, given the pervasiveness of Robert's Rules throughout the sector, we feel it is important to give some context for what Robert's Rules are, how they came into being, and some additional information that organizations might consider before enshrining Robert's Rules into their governance model.

Robert's Rules of Order was written in 1876. The processes they outline were adapted from those within the US Congress. The Robert's Rules website states that "Robert's Rules of Order is America's foremost guide to the parliamentary procedure. It is used by more professional associations, fraternal

organizations, and local governments than any other authority" ("Robert's Rules"). Already, we can see some conflicts between the history of Robert's Rules and our current socio-political climate in Canada. Derived from Congress, Robert's Rules are inherently colonial and, moreover, not Canadian.³ This does not mean that there are not useful components to Robert's Rules, and that many organizations understand them and use them well, such as how to make decisions, pass resolutions, and properly minute these for legislative requirements. But we feel it is important that the arts sector in Canada think more critically about adopting Robert's Rules or other systems derived from colonial governments before implementing them or continuing to use them in their organization. Perhaps a question for organizations and their Boards to consider is, are we considering and using processes that reflect our organization's mission and values?

Furthermore, how can we participate in decolonization if the governance systems

³ There are, however, Canadian "rules" as well. Bourinots' Rules of Order is an 1894 Canadian source similar to *Roberts' Rules* but built from our parliamentary process and adjusted with organizations, societies, and public assemblies specifically in mind. As well, the Code Morin is a 1938 Québécois resource inspired by *Roberts' Rules* and used widely throughout Québec and francophone areas of New Brunswick.

we use are directly tied to settler-colonialism? One respondent suggested that the sector look at Indigenous governance systems (9-35). While this is an interesting suggestion, integral to such an approach is building relationships with Indigenous communities. A frequent misstep with non-Indigenous (particularly white) led organizations is to not spend time building meaningful relationships with Indigenous communities, organizations, and individuals while simultaneously looking to “Indigenize” their processes. Any organization seeking to work in/through/with Indigenous worldviews must first put in the time building trust and reciprocity with Indigenous communities.

Several respondents noted that any model needs to ensure there are mechanisms to manage conflict when it arises (multiple). Yet, we also heard that “The tool is not the issue. Conversations and transparent, accountable decision-making processes need clarity and alignment, as well as predictability ... De-emphasize the tool itself—focus on its

value to the process. There is room to ensure that the tool you select is one that aligns with the values of the organization” (6-22).

Indeed, aligning all aspects of an organization’s operations and processes to the core values, mission, and mandate is key. Regardless of which system an organization uses, respondents noted that some form of discussion and decision-making mechanism is necessary, and that clarity of any system is vital. More importantly, it needs to be communicated to the organization and Board members alike what this system is and how it works: “What are our actual decision-making/internal communication /meeting facilitation needs? How can we move things forward in a way that aligns with our mission and values while allowing sufficient clarity, room for discussion, documentation etc.?” (n.n.) These processes could be simpler rules of procedure, written in plain language and clear for all to allow fuller accessibility and participation (6-3, 6-9, multiple). Understanding the roles and responsibilities for Board members and Officer⁴ positions are required, no matter

⁴ “Officer” is a title referenced in some legislation and used throughout many sectors in both public and private organizations. While legally required, we also want to recognize that such language has direct correlations to policing and, as such, reinforces racist (and other) ideologies.

the model for discussion and decision making. A good meeting chair will allow for good discussion no matter the model (6-6, 6-56, various).

We also heard that perhaps the sector should move to more of a values-based process rather than have a strict scaffolding in place: “This may be idealistic, but I think it’s possible to create and set expectations for cultures of respect and empathy and not need to rely on set rules of order. But I suppose that works until significant problems arise, then set rules are helpful” (6-88). As well, there were calls for more collaboration across the sector in terms of learning about various systems/models and supporting each organization in finding what works best for them: “perhaps an NFP committee would be interested in taking on the challenge of investigating and disseminating various options ... [organizations] can decide for themselves what system is the most effective in their particular context” (6-96). And, as we mentioned previously, we also heard that attending to the colonial context in which Canada exists is necessary but also offers an opportunity to merge systems of thought: “melding Indigenous and Western leadership styles

should be a given in Canada, and consensus building, less hierarchical systems are necessary” (6-18).

Respondents also offered some alternative systems and processes for the sector to consider. Consensus-based approaches were proposed frequently, as well as more plain-language systems. There was also a sense that any codified system or process might just be unnecessarily cumbersome in that an organization can “just be sensible and record what needs to be recorded” (6-27). Another respondent was more pointed in their comments by noting that “good governance can be achieved outside of Robert’s Rules—ultimately it’s the transparency that keeps us accountable, so open-sourcing how our organizations are [run] could work just fine” (1-55). Given that there is actually very little legally required of NFPs in terms of governance systems and processes, organizations have a great deal of autonomy with which to devise their own checks and balances to ensure “good governance.” This could include using pieces of *Roberts’ Rules* but adjusting them to suit the organization’s particular needs and values. Again, attention should be paid to the colonial history and implications of

any source material.

Roles & Responsibilities and Accountability

Respondents also identified some roles and responsibilities that, while perhaps not new to the sector, are worth mentioning. The Working Board model was identified as one that encourages shared responsibility. Another comment was to have a rubric that would be predetermined/ designed by staff and the Board. We also heard about the importance of co-leadership at the staff and governance level as this spreads out the work and assures “multiple talent[s] at the leadership level” (n.n.). While it would also be good to include stakeholders’ perspectives, it would also be important to ensure that anyone who gives input is accountable. That is, move towards a model where people do not just give feedback or identify issues, but are also accountable for the resulting work/outcomes. One respondent who felt that current governance systems are appropriate noted that “the larger problems come when Boards overstep their mandate—[there is] need [for] better clarity for [the] Board[’s] role” (1-30). Certainly, clarification for any Board on what their duties are is important and an ongoing issue.

When asked if we needed to have Boards to ensure proper stewardship of public funds and donations, we heard that given the ways that granting systems work, accountability is already built-in: “there is a burden of extra bureaucracy already with grants and reporting to funding bodies” (1-25, 1-63). With so many organizations having to regularly file multiple reports, respondents noted how much administrative time and money this takes that ultimately diverts funds away from artists (Ibid.). And since so much of this work results in granting agencies holding financial statements and other documents, “perhaps oversight and accountability should be managed by the funders/agencies and not the Boards/organizations” (1-41). This relates to another respondent’s perspective where even without an NFP organization entity and Board, organizations would still be required to produce “audited financial statements, annual reports, [and] communications campaigns with our stakeholders” (1-59). If we bridge this sense of accountability to funders, donors, and other entities with investments (financial or otherwise) in an organization, this could then relieve Boards of militaristic oversight and, instead, turn them into “review councils” (Ibid.). In

essence, what is being observed is the multiple sets of realities that arts leaders need to carry—the job of running the organization, the job of serving the needs of funders, and the job of “managing” the Board. In this formulation, they would still hold an important role as an additional set of “eyes” with which to review forms and statements required by the CRA or funding bodies but would be relieved of operational concerns. In a sense, this is what Boards are meant to be in the first place.

Some felt that there was no problem with the current structures but felt that if a Board was not fulfilling its role that this was the result of poor management and not an indication that the system is flawed (1-22). However, we respectfully posit that this observation may not be shared across the majority of the sector and may understate the extent of the issues. If a Board is not fulfilling its role on a regular basis this could be precisely a flaw in the system, as the role is determined and agreed to within that system. However, this same respondent stated emphatically that “the structure is not the point, nor the issue” (*ibid.*). Yet, it is important to recognize that the system itself is built on, as another respondent

(and Yvette Nolan as previously discussed) pointed out, the for-profit corporate system (n.n.). And, as we noted above, the governance systems that many rely on have been built in and through systems with direct ties to colonial government bodies.

In our survey, we presented respondents with Vu Le’s (Le) idea of instituting a “minimally viable” fiduciary Board and a non-fiduciary “integrity Board.” Some respondents were interested in the idea and effectiveness of this approach, but overall respondents were generally not in support of creating two Boards in this model. However, there was strong support of Le’s assertion that Board governance should be based on the values of the organization. For those showing some support for Le’s approach, it presented an opportunity for, and interest in, experimentation, “but I also think it is better that fiduciary Boards move towards being more inclusive themselves. Setting up more bureaucracy is not always the solution (sometimes it is), but I think honest attempts to reform existing Boards needs to happen first” (8-2, parentheses in original).

Some respondents noted that one reason for concern is that such a model would create two “classes” of Boards, which could be counterproductive to the goals of the organization. These same respondents noted that it could double the work for Boards and holds a strong potential to create conflict of competing priorities between each Board (8-1, 4, 5, multiple): “No organization is an island. Such separation would be artificial, counter-productive, create silos, confusion” (8-21). One respondent questioned the logistics of separating out different responsibilities: “Can you direct the fiduciary role of the Board without looking at the wider picture? I don’t think so. It can’t be divorced from the wider mission and mandate of the organization as it fuels that activity” (8-28).

Some respondents noted that we already can accomplish the same things that Le speaks about within our current structures simply by keeping a fiduciary Board for oversight and then creating other non-Board mechanisms to reflect community representation and values. One respondent felt that if there was greater clarity of Board roles, then this wouldn’t be a problem (8-15). Similarly, we heard that advisories or committees,

which are already part of many organizations’ structures, could serve the same function as the “Integrity” Board and also provide a sounding board, especially for small organizations (8-22). Respondents also noted that this model is similar to existing models of committees that include members of the community, not just Board members (8-24, 26, multiples). Such a committee structure could even partake in Board member performance evaluation (which we discuss later) as external communities would be part of this committee work.

Training for Board Members

When asked, more than half of survey respondents agreed that Board members should have training in NFP governance and that training could include:

- Collaborative NFP governance
- Understanding roles and responsibilities of Board members
- Finance
- Legal/regulatory structures
- Conflict resolution training
- Equity, Diversity, and Inclusion training

However, some respondents felt that no training was required for Board members. Our sense is that this would depend on the composition of the Board. If a Board has a diverse array of skills and expertise, these respondents' impressions were that perhaps training is not as necessary. Yet, some Board members could self-identify or self-evaluate as being highly skilled in governance but in practice may not be well versed in the arts sector, or the very specific and bespoke processes and needs of THAT organization. Certainly, there would need to be an on-boarding process that outlined the organization's bylaws, expectations of Board members, and roles and responsibilities (including boundaries), but perhaps not much more than that, according to these respondents. Individual previous experience in working on a Board or in an organization with a Board would be another factor that might re-frame what kind of training, if any, is needed.

With the majority of respondents signalling that there is a desire for at least basic level training to be mandatory for NFP Board Directors, there were also calls for such training to be accessible/free for organizations: "It would be great if a funder or umbrella organization offered

an annual training session with breakout groups for different types of organizations with different budgets ... then they offer a short and simple toolkit for individual organizations to have a discussion on their own" (4-6). Another respondent put it this way: "I am continually amazed that our funding partners do not support Board development (or strategic facilitation). I think [Ontario Arts Council], [Canada Council for the Arts], [and Toronto Arts Council] should be hosting, sponsoring, and developing Board governance training" (4-96). But as a counter, respondents were hesitant to make it mandatory for several reasons. One particular concern is that requiring training would be cost and time prohibitive for small organizations and also make it even harder to recruit eligible Board members.

Upon a simple internet Google search, one can find a myriad of NFP Board governance tools, resources, and modules, from Toronto Arts Foundation's *Creative Champions Network* and *Vantage Point* in Canada; to *BoardSource* and *Nonprofits Are Messy* in the US and many more. However, this volume of materials does not help when a small organization is trying to parse out

what is needed for their organization or how to build a system. Even with such free training and resources available, opportunity remains for Boards to foster a continual culture of learning. But can such a culture be fostered within an organization and rest upon a shared base of knowledge that lives and grows with the whole organization (4-3, various)? As well, how appropriate is it for there to be “one” way of training Boards? Similarly, some felt that “one cookie cutter approach will always result in the types of lacklustre governance models we already have and won't ever lead us to dynamic governance” (4-29). Looping back to the “one size fits one” idea, a suite of educational options—not just in terms of content but also modes of delivery—would give greater flexibility to organizations and individuals while also giving greater attention to the learning needs/modalities of each individual (which is a key tenet of equity).

In commenting on Board education and training, one respondent noted that Boards “should know about the problematic colonial and capitalistic history of non-profit Boards” (4-78) such as prior discussions about the origins of systems like *Robert's Rules*. Furthering

this idea, it would also be important to educate Boards, organizations, staff, artists, funders—basically everyone—on how these systems continue to function in colonial ways. That is, it is not just the history that we need to better understand but also the ways current governance structures perpetuate colonial processes. Indeed, the notion of “tradition” emerged in survey responses and drew connections between tradition and inaccessibility as well as keeping systems in place—even Board training itself—simply because that’s how things have always been done: “There is a lot of ‘tradition’ that exists in Board structures that is upheld by language that is inaccessible to lots of people who are just interested in helping ... I don’t need the WHAT from Board training, I need the WHY to retain it” (4-26).

Interestingly, one respondent stated that “it is key that Board members also attend rehearsals, performances, and engagement with the work itself to fully understand the work” (4-2). There are many possible benefits to Board members engaging in such activities, particularly for members who do not come from an artistic practice themselves or have very little exposure to artistic

practice in their work or personal lives. Such regular educational opportunities could help Board members articulate the work and impact of the organization to donors and sponsors, for example. It could also help humanize the staff and artists with whom the Board would conventionally have no contact.

As with general governance systems, organizations have the ability to determine their own training processes based on the unique needs of the organization and the individual strengths of Board members. In later parts of this report we discuss the role of the Board in relation to an organization's mission and mandate—

Board training, then, might be seen as something that is less about training members to be Board members, but rather providing members with the skills and knowledge needed to guide the organization effectively in carrying out its mandate and achieving its mission.

Volunteerism Versus Labour Exploitation

Throughout this report, one of the overarching issues for Boards is workload. The number of meetings per year, length of meetings, committee work, fundraising, attending events—there are a wide array of activities that a Board member might be involved in at an organization. By and large

Board service is voluntary and the sector as a whole is deeply reliant on volunteer labour for everything from Board work to programming to marketing and outreach. Yet the conversations about volunteerism in a variety of sectors have seen more public shifts, with questions emerging about the relationship between volunteering and privilege. That is, who has the time and financial resources to be able to volunteer in the first place?

It is not our goal here to provide a single, definitive take on whether or not Board volunteers (or any volunteer for that matter) should be compensated for their time. The size and nature of organizations and the communities in which they operate are diverse and complex, and what works and is suitable for a small organization in rural or remote areas might not be viable in urban centres and vice versa. Thus, what we offer below are some lines of inquiry for organizations to explore on their own that are drawn from survey respondents' experiences and ideas, as well as our elaboration on various possibilities.

Recognizing that there are varying legislative guidelines on this in corresponding jurisdictions, respondents

were asked to consider compensating Board members—and views were varied. A number of respondents agreed that this was an approach to consider, while other responses included:

- If there were more money it would/should be used for administrative and artistic work;
- Board compensation would add an additional expense that isn't affordable;
- This just shouldn't happen.

There were a variety of reasons why some respondents were in favour of paying Board members. This included high-demand expertise, with one respondent highlighting social location (i.e. identity) as an area of expertise that should be “treated with a sense of ... urgency (thinking especially about Black, Indigenous, and POC artists and community leaders...)” (5-3, parentheses in original). Others noted that compensation would allow more artists to be involved in Boards and participate in governance (various). Some respondents were concerned that compensating some Board members and not others would reinforce inequity in a variety of ways (various), and we certainly see that

there are possible issues with such a model. However, a central tenet of equity is meeting an individual's needs: if an individual does not need compensation (perhaps because they have sufficient employment elsewhere) then this is money that can ostensibly go towards other operations or programming. Yet it would still be possible for someone who experiences precarious work through the gig economy (which is the vast majority of artists) or who is perhaps also working in non-arts work (e.g. hospitality, a frequent go-to for many in the arts) some small source of additional revenue that is within the arts sector.

We might also consider how compensating on a needs-base could support younger people to participate in Boards, a call we heard from several respondents but perhaps put most astutely here: “Also YOUNG PEOPLE—please! Let's let them lead” (3-70). Following this idea around needs-based compensation, some noted that Board members who were not in need of compensation might in turn donate it back to the organization (5-2). This way, everyone would be receiving compensation for their time but be invited to acknowledge their relative

socio-economic privilege by reinvesting in the organization. It is worth noting, however, that if the organization also held charitable status that the Board member would then qualify for a charitable tax receipt, which the other Board members who needed the financial support not receiving such a deduction for their annual income tax.

However, many respondents felt that compensating Boards contradicts the presumed intrinsic value and spirit of volunteerism and giving to the community that is inherent to volunteer Board positions (various). Yet, a small number of respondents noted that another way to look at volunteerism is distinguishing between “what is volunteering and what is unpaid labour” (5-26, 37). Issues of volunteering do, in many instances, re-produce inequitable structures. In a UK context, Brook, O’Brien and Taylor demonstrate that unpaid labour reinforces racial, gender, and socio-economic inequities. While their study is focused on staff in the creative industries, and not on volunteer-based Boards, their work still provokes questions around how much time someone can spend on volunteering if they lack sufficient financial resources.

One respondent expressed some reservation about moving away from a volunteerism ethos but recognized that perhaps we are due to re-think our systems: “Making compensation available generally would be a fundamental change in how we conceive of voluntary service to a cause. But maybe that’s an outmoded concept in this gig economy where every hour counts for artists and arts professionals” (5-66). Another respondent felt that “Board members should not profit from their involvement. If you want to provide honorariums to your committee members (programming, operations, fundraising, etc.), that’s OK—but keep the core of a Board in place” (5-32).

Perhaps naturally, one of the major concerns about paying Board members centered on the mere ability to do so. It is quite common knowledge that the arts sector struggles with funding and sustainability, and this is one of the many issues that the COVID-19 pandemic has made completely transparent. Moreover, staff are frequently underpaid in relation to other sectors (various). However, there was considerable concern about directing resources away from artists (5-18, 20, 29, 68, 99, various).

A counter viewpoint noted that perhaps if the organization assigned monetary value to Board members, they would be more mindful of what the organization needs and what it will have Board members do: “Compensation would give Board members a better ‘stake in the game’ and may improve accountability,” and allow for organizations to monitor Board performance (5-44, 5-50, multiple). At the same time, multiple respondents flagged conflict of interest concerns and motivating the wrong behaviours in Boards: “This is a dangerous proposition because individual and collective interests will ultimately clash. Their work should be recognized and valued but if monetary compensation is involved the idea of Boards is abolished” (5-93). With that said, it was also noted that “It’s unlikely that arts orgs can offer people sufficient compensation to alter the systemic economics in a significant way. I can also see this playing out as a self-perpetuating cycle of wealthier orgs being able to attract more/better Board members, generating more wealth, providing better compensation, [and] attracting more Board members” (5-99).

Respondents also offered some alternatives to outright compensation for

Board members. On expense reimbursement, one respondent put it this way: “I don’t believe that Board remuneration will solve diversity-related Board problems ... supporting childcare, travel, digital infrastructure, or other pieces that make the work required of the Board more accessible. Use this to remove barriers for participation” (5-26, multiple). This sentiment was also echoed by several other respondents. A bursary program was another idea, where certain Board candidates would be supported by other funders (e.g. public granting organizations, private family foundations, etc.) to have the candidate’s donation to their organization covered (5-9, 15).

Performance Evaluation

In this report we have seen experiences emerge that suggest one component that the sector needs to consider is evaluation of Board member performance. Indeed, the very idea of evaluation can be daunting and fraught, and itself be a deterrent to joining a Board (particularly if it is a volunteer Board). Multiple respondents flagged concerns about asking volunteer Boards to undergo an evaluation process. Yet, how can we ensure that Board members are carrying out their duties effectively

and putting the organization's needs first? While the idea of evaluation for Board members received some resistance, we've also seen that many respondents feel that the idea can provide direction, which can help to focus their efforts for the organization as well as tie into discussions about their terms and term limits (7-2, 7-13).

Several respondents told us that it is advisable that the Board member is evaluated based on the needs and strategic priorities of the organization (similar to staff performance reviews) and/or agreed-upon contribution/ development plans of each Board member (multiple, 7-14). In some cases, "360 reviews" or multiple avenues of feedback on the overall performance of the Board could be gained from artists and transparency with external communities. Performance evaluation could also be linked to member voting at annual general meetings (multiple).

For many respondents, Board evaluation is an important part of transparency and accountability. Indeed, for organizations with charitable status, the idea of community-based assessment on Board performance and/or the organization as a

whole is interesting given that the purpose of any charity is ultimately for public benefit. Yet, some respondents felt that, ideally, Board evaluation would be something undertaken by the Board itself and led by the Board Chair, with strong inputs from staff leadership. It could also be carried out by a governance committee or external party/consultant. As well, one respondent noted that self-evaluation could happen on an annual basis, with various tools existing online such as Governance Works by SaskCulture (7-54). For a few respondents, they saw a role for funders or arms-length governmental branches to evaluate the effectiveness of Boards and to require evaluations (7-20,21,31, 78).

However, some respondents did not like the idea of evaluation: "I am not sure they should be [evaluated]. A Board may be functioning at a capacity that works for the organization and membership but may not be functioning in a way that looks good on paper. Again, back to that concept of transparency and reporting" (7-49). It was also noted that if there is not currently a formal framework for their tasks and activities, how do you measure the performance (7-57)? Being able to account for all the components that go

into determining who is invited to join or voted into serving on a Board is important. In composing a Board, and particularly during the on-boarding of new members, we heard that the contribution of each individual member should be measured in a number of dimensions beyond just donations. These include their networks, their community leadership, their expertise, their advocacy, and more. However, there was also concern about the exploitation of those who are often called upon for free labour and “whose expertise is tokenized and taken advantage of” (3-2,3). The onboarding process could be a jumping-off point to create some kind of evaluation system—in essence, what was the individual brought to the organization to do and have they done it?

What we’ve seen throughout this section is a general need for better understanding regarding legal requirements of NFPs/ charities, opportunities to reflect on the politics of governance (e.g. systems built out of colonial governance

systems), ways of re-thinking volunteerism as potentially inequitable and even creating barriers to participation on Boards, and consideration of ways to align Board performance in support of the organization’s overall mission and mandate. However, meeting these needs and seizing these opportunities is impossible if there is a disconnect between the Board and the organization itself.

2.THE GREAT DISCONNECT

The Board’s Key Jobs/Priorities

One of the survey questions aimed at addressing a Board’s purpose was: “at your organization(s), what do you need your Board to do?” The top five responses were fundraising, advocating for the organization in the community, approving financial statements, management oversight, and fostering community connections and partnerships (the full range of responses are in Appendix C). Yet, there were also some interesting results that are perhaps less in line with what many might presume. For example, “visioning and planning” was the lowest need identified by respondents.

⁵ Many NFP organizations operate on a “give/get” basis where a Board member would personally donate a particular amount, raise the funds through their own contacts, or donate through their business/foundation or a combination of these options.

Conventionally, though, Boards are understood to be tasked with oversight of strategic planning and organizational development. However, respondents provided a full range of responses about what they “need” their Board to do for their organization, which in our view underscores the need for a “one size fits one” approach to Board governance. The most common responses to this question about “what do you need your Board to do” focused on deriving resources for the organization through Board donations,⁵ making introductions to personal networks of people with resources, and bringing audiences to programming (which results in revenue generation and, potentially, repeat business).

Other ideas that were shared with us by very few respondents but are nonetheless important to highlight are:

Managing Leadership

The hiring, evaluation, and management of the leadership is a crucial responsibility of Boards. However, there remains no standard across the sector. Of course, standards can be difficult to navigate within a “one-size-fits-one” context. But this is perhaps where the idea previously discussed about a regulatory body could

be beneficial, as it could set the bare minimum as a starting place for organizations to then develop their own personalized, and more robust, criteria. Indeed, respondents felt that Boards should “offer private, constructive, unconflicted advice to the leadership, with acumen, consideration and candour, and accept that not every part of this contribution will be taken to heart” (2-14). As a counterpoint, one respondent cautioned the risk and challenges when Boards overstep in removing leaders and replacing them with Board members with little or no experience running an NFP. Again, this is perhaps where the regulatory body model could be beneficial in setting industry standards around removal of leadership and what happens in the interim.

Representing Community

Part of needing Boards to foster community connection and partnerships come from Boards representing a variety of communities. Respondents felt that Boards need people who can bring the voice of specific, targeted communities into the work. While not stated explicitly, we can see that it is necessary for any such activity to be done by people who have pre-existing connections with such

communities. This can take several forms, from people being part of that community to having earned their trust and respect as a non-member. We see that this is essential for working more equitably.

Tasks versus Big Picture

While respondents noted that some Boards micro-manage, there are some organizations that need operational support from their Boards and are potentially “working” Boards. Respondents who spoke to this, however, were clear to point out that it is not about Boards taking on the work themselves per se, but rather “to sit with the ED and support [them] in navigating the challenges of the work—to be a wisdom council, to be a gut check” (2-99). For some organizations, “the discussion is constantly about special events, campaigns, sponsors, etc., sometimes leaving no room to reflect on the impact of the work, the meaning to the community, the reason we’re all sitting around the table. That is changing now but I still think that most arts Board members know that ultimately their value is only measured by their financial connections and/or contributions” (2-86).

Whatever it is that an organization needs their Board to do, it can still be difficult to have those needs met. Many respondents to this survey and participants in the LEAN initiative identified “rubber-stamping” and other performative practices as one barrier that not only wastes everyone’s time but also means that the Board is neither fulfilling its function nor meeting the needs of the staff, leadership, or the organization.

From Performative Practice to Intentional Integration

I need [the Board] to be more than just motion-ers and second-ers of agenda items. I need collaborators, confidants—people I can trust and who will help me make good decisions for an entity that is larger than myself. (2-25)

This quote from a survey respondent signals a major pain point for many organizations: that Boards are performative. Here, we want to think about performativity in relation to what may feel like hollow structures and rituals that can come with Board meetings, making them feel like an “add-on” unrelated to the organization’s core activities. The needs of any organization

are complex and unique. As a sector that is burdened with intricate financial reporting to funders, has rather little lead time to plan for activities given the annual funding cycle model (and other forces), and has a massive part of its workforce on temporary contract employment basis, there are many things that need to be done to ensure an organization can continue to run at all let alone smoothly. For these reasons and more, it is imperative that a Board function in ways that are intentional and purposeful, and not simply to satisfy policy or—at worst—posturing.

Of course, the work that a Board is required, or able, to do will depend on the nature of the Board—working, governance only, advisory, etc. For a combination working/governance Board in a small organization, the Board helps do the things the staff do not have time to do, often bringing wide-ranging ideas, networks, and information. In these cases, the Board is an extension of staff (2-16, 24). However, for smaller organizations with working Boards, there is a challenge to recruit Board Directors who can take on the work: “We operate with a working Board, [and] like most arts [organizations] scarcity and burn out [are real issues] ...

with the constant cycle of Directors resigning and new members joining, it’s hard to build real capacity because I am always starting over” (2-95). This same respondent also noted that volunteerism is at an all-time low.

These pain points highlight some of the ways that an organization’s systems and processes, including the ways the Board understands and executes its role, may not be helpful to the organization. It is thus imperative that organizations take a self-reflexive approach when articulating what their needs are and if/how the Board is or is not meeting them. With that said, understanding the prevailing culture and power dynamics that exist within an organization’s Board is key to working towards stronger and more supportive systems.

3. ARE YOU BEING SERVED?: BOARD CULTURE AND POWER DYNAMICS

Throughout the survey responses and during the LEAN initiative, we heard many examples of organizations where the Board structure was not, in fact, supporting the organization’s goals. Indeed, the pandemic forced every organization to struggle with ensuring the organization’s survival day after day

instead of the long-term strategic goals. And while we have also seen examples of Boards that virtually froze with the onset of the pandemic, and others that demonstrated tremendous leadership, many organizations suffered under oppressive Boards that undermined the authority and expertise of the staff and the organization's executive leaders. One respondent to this project's survey felt that "Staff are muzzled, abused, bullied, and micromanaged by Boards" (10-27). Indeed, conventional governance practices give a lot of power to Boards. With the various kinds of Boards that are possible, the culturally diverse demographics of the Canadian population, and the range of arts disciplines that make up the sector, one central question continues to strike us as important yet frequently overlooked: is the Board serving the needs of the organization? Asking this question helps to disrupt dynamics where Boards are the priority instead of the staff, the organization, or the communities the organization serves.

Community and Representation

Several respondents underscored the need for Boards to reflect the community/ies that an organization serves and that Board members have ties to those communities (n.n.). However, when we speak of "community," who do we mean? In the survey responses we saw this word used frequently, and yet it could be difficult to discern who was being referred to as part of a community. Are they artists? Arts workers? Donors and sponsors? Audiences? The taxpaying public represented through government funding? What about people who do not have a direct relationship with an organization but who still benefit from an organization's programming or services?

Many arts organizations are involved in advocacy to increase government funding to the arts, which benefits a much broader range of people than just those who access a single organization. And community could also be an amalgam of all of these discrete groups. However an organization defines community, it needs to be clearly articulated and understood by everyone who has an interest in the success of the organization.

One respondent noted that a Board should not merely mirror your community's demographics, but rather consider the needs and type of work the organization is doing, the lifecycle of the organization, and the organization's goals (indeed, this connects back to our earlier point about the Board serving the organization instead of the organization serving the Board). In some cases, that means a Board might have greater or fewer members that mirror the population according to the organization's mission and mandate (3-36, 38, 41, various). And there was concern that mandated community representation on your Board may not bring about the outlook that your organization may need.

We repeatedly heard about the need for artists themselves to sit on Boards: "arts organizations [should] have artists on their Boards. If those Boards are mostly made up of people that aren't cultural workers, it is important for artists to have a representative.... If they do not have a decision-making position, their concerns are more easily ignored" (3-6). We also heard that the Board should be a blend of all players—audiences, artists, community members, AND the "older wealthier demographic who traditionally

serve on Boards but never to 'prioritize any one viewpoint over another'" (n.n.). Such moves should, however, be made with an eye to the prevailing power structures and systems within the organization. Following Sara Ahmed, simply changing up some of the players does not change the rules of the game. As we've discussed, "tradition" is sometimes problematic as there are assumptions made within the sector about what professional requirements there are for NFPs. Whomever an organization feels should sit on the Board, a clear rationale would help clarify processes for Board recruitment and why particular members are there.

Indeed, a wide variety of skills are needed for any organization to function. And having artists serve on Boards brings important perspectives to Board work. While there are widely mixed responses regarding the type of functional expertise that is needed for the organization (e.g. lawyers, accountants, human resources, marketing), many respondents noted this is a sought-after dimension in Board recruiting that should perhaps not be such a big piece of the recruiting puzzle: "Board members should not be recruited on the basis of skills they have. Skills and

competencies required by the organization should be compensated via paid positions” (3-75). Certainly, paying for expertise can be costly, especially for small organizations. This might mean that smaller organizations continue to recruit based on particular vocational skills. Yet, skills and expertise extend beyond just job skills and training.

We want to expand the idea of what constitutes “skills” and “expertise” to include lived experience. Diversity in terms of social location—race, sexuality, socio-economic class, age, and so on—are also fields of expertise and specialization. People located “on the margins” consequently have an outsider’s view of society and encounter the barriers that social, political, and cultural systems create. As people who regularly encounter such barriers, they are thus the experts in these systems. Thus, a diversity of lived experience is, in some ways, even more crucial to an organization achieving its mission and fulfilling its mandate than professional experience and skills.

As well, the demand for specific members with regard to diversity might be more than can be accommodated, especially for Boards that are small,

volunteer-based, or have a largely homogenous population from which to draw. However, we also agree with one respondent who stated that “if your Board does not reflect your community, you should ask yourself what is your organization doing or not doing to be a more welcoming place for artists, up to and including the mandate and the existence of the programming itself” (3-1). We extend this sentiment beyond artists while also recognizing that artists are a diverse group of people. Yet, one strategy that an organization could consider is looking at what communities (in a diverse range of definitions) exist within their geographic region, and which of these communities do not access their programming or participate in their organization. This signals an opportunity to address knowledge gaps within the organization and for building larger audiences. And even in regions with little social or cultural diversity, there remains great potential for an organization to connect with artists and organizations outside of their region, foster relationships, and work together to expand representation within their programming for the public or professional development for artists and arts workers.

This respondent below effectively connected diverse communities to more robust discussion. They also raise the idea of objectivity:

The wider the range of people on a Board, the better quality the dialogue will be. There should be people who definitely have the perspective of the constituents the org serves, and this includes representation demographically ... I also think that Board members who are not directly related to the community are extremely helpful for their objective perspective and their ability to translate experiences from other realms. We can become myopic and a range of different views is very helpful.
(3-2, 15, various)

Indeed, having a wide array of skill sets and knowledges will better support any organization. And as we have noted, expertise also comes through lived experience in various social locations. Yet, the very idea of objectivity can at times be problematic. As individuals that are raised in particular communities with particular worldviews and particular ways of knowing—and as humans with

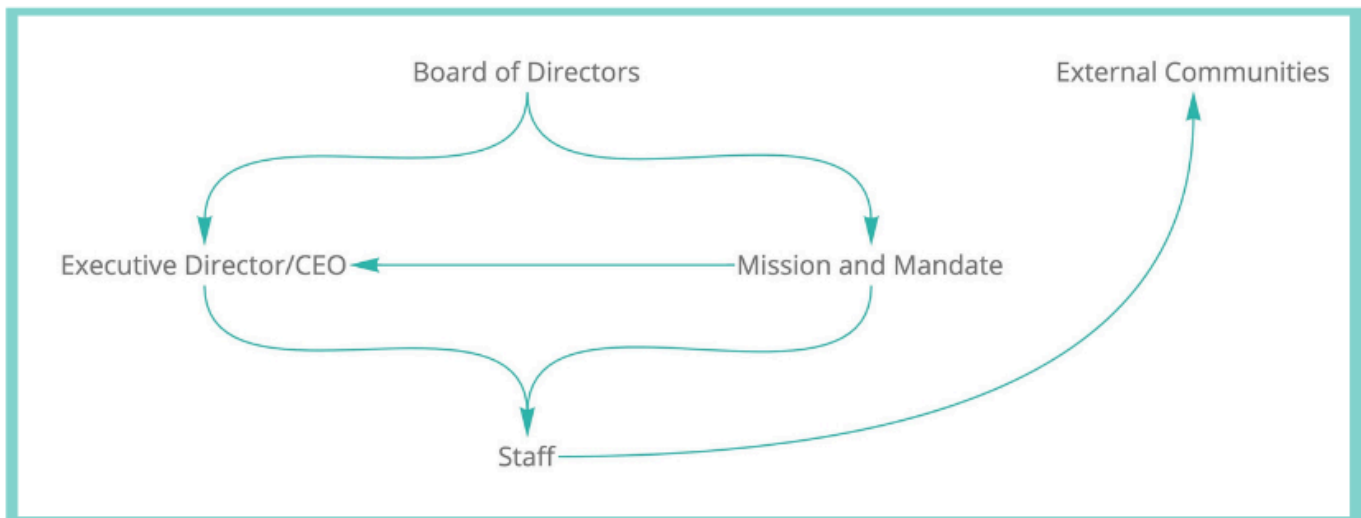
emotions—we can never be fully objective. Rather, objectivity is a spectrum that changes based on the context. With that said, we do very much see the benefit to having people from outside the target community, field of practice, geographic region, and more, constitute a governing Board precisely to offer some degree of outside perspective. But we caution sentiments that presumes someone can ever be “fully” objective.

While diverse representation at the Board level is integral, it is imperative that it also be embedded at all levels of an organization’s staffing and operations and at all stages of a team member’s cycle (hiring, onboarding, training, performance management, etc). Some respondents noted the same issues in maintaining the status quo as discussed by Ahmed (2012). That is, an organization could achieve a diverse Board, but may still maintain an atmosphere “[where] day to day work culture and programs still reproduce unhealthy power dynamics, white supremacy culture, and exploitative work environments” (3-3). To that end, one respondent questioned if the sector actually needs to re-think its governance structures: “I think this question is more about ‘who sits at the top of the pyramid’

rather than asking whether a pyramid is really what we need” (3-42). Thus, there are some calls to first try diversification before re-imagining the system. However, following Sara Ahmed (2012) diversity itself is not a guarantee that the undergirding systems that create marginalization are disrupted.

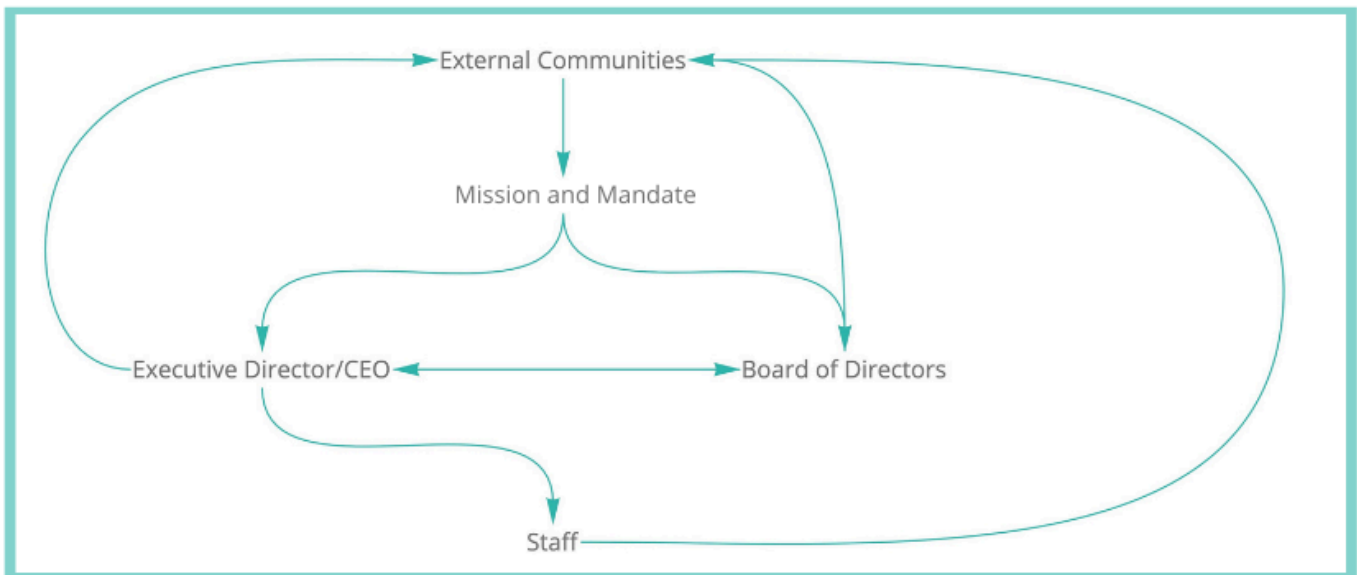
Disrupting Power

Survey respondents who were concerned with prevailing governance practices and structures focused on the power that Boards wield. Based on these responses, we see that generally an organization’s power structure works like this:



Here, the Board is understood to determine the mission and mandate of an organization and to oversee the ED/CEO, whose job it is to ensure that the organization achieves its mission and carries out its mandate through the staff. Yet, in this dynamic the Board has no direct working relationship with external communities, and there is no mechanism in place for external communities to participate beyond being the end-user. We heard repeatedly from survey respondents that Boards often do not reflect the “community” the organization

serves (again, here an unspecified community can be part of the problem). As well, the notion of paternalism arose from respondents and the ways that Boards generally are understood to have ultimate authority over the organization was suggested to be inherently problematic (1-40). In response, we offer this visualization in the hopes that it might give one alternative (among many) to thinking about the relationships between the various internal and external communities related to an organization:



In this model, it is the external communities that are at the top of the power structure, followed by the mission and mandate of the organization, or “true north” (Fisman, Khurana, & Martenson). The needs and interests of the “community” determine the mission and mandate of an organization. The ED/CEO and the Board of Directors then work alongside each other to ensure that the mission is being achieved and the organization is fulfilling its mandate. Most importantly, all “internal” communities serve the “external” communities. So, instead of seeing the Board as the highest-ranking governance body in a paternalistic, top-down model, the Board is situated within a more collaborative web and as more of a partner in service to external communities.

Even in member-driven organizations, thinking about the external communities impacted by an organization can help to re-distribute power. In doing this, an organization strives to make space for those who are external but are connected by accessing programming and events. By broadening our understanding of who is involved or impacted by an organization’s power structures, we can better articulate the internal processes for

making choices at all levels of an organization.

Making Decisions

Prevailing structures that situate the Board at the top of the organization in a patriarchal fashion at times signals a presumption that Board members inherently “know better” than employees what the organization, or external community, needs. Arguably, in many cases it is the staff of an organization, not the Board members, that are more in touch with the direct needs or desires of audiences/members/etc. And, while staff and leadership presumably provide Boards with the information needed to make governance decisions, the potential for Board members to themselves be disconnected from external communities risks reinforcing colonial ways of thinking—how would a Board member who is not in touch with these communities “know better” in a way that would best support the needs of those communities?

One respondent put it this way:

Governance is culturally understood in a paternalistic way in Canada, so solutions tend to evolve from that understanding. If we understand

governance as having older, more responsible adults present to ensure good decisions are made, then I'm not sure that other options are available. If we broaden our understanding of governance (culturally) then other models come into play. (1-40, parentheses in original)

This sense of paternalism “in Canada” is directly tied to colonial logics. This respondent gestures to the ways that governance is situated within particular cultural contexts, but does not make the direct link to the deeply embedded Eurocentricity in Canada’s NFP structures and systems. However, the respondent does also suggest that deconstructing the assumptions about what governance is or looks like would open possibilities for change.

Repeatedly, we heard that Board structures should be tailored according to the specific needs of the organization, the community they serve, and the type of Board (governance, policy, working, etc). At the same time, some respondents spoke more directly to the political orientation of Board processes: “We would like to democratize the Board. The Board’s function is to audit the

effectiveness of the [organization’s] activities based on a rubric that is predetermined/agreed upon by staff and the Board so that there is not more power for the Board but the responsibilities are governance-related” (3-8). This speaks to the work put forward by ONN and Marsland that broadens governance to be a shared role across the organization, including the Board and staff. This could be an opportunity for everyone involved in an organization to return to the organization’s core mission and mandate. With a specific organizational goal, and a stated purpose for existing, is your Board functioning as part of the team to achieve that goal?

Another way for organizations and Boards to frame efforts to restructure or re-define processes and systems is to speak of those moments as opportunities. One of the few positives to emerge through the COVID-19 pandemic is the stark realization for organizations that they can, and in many cases need to, work differently. This has been one of our points throughout this report—organizations have much more flexibility and autonomy in designing governance systems that suit their particular needs than many realize. In our survey we

sought ideas for innovation, but it became clear that many people are not aware of just how much latitude they have to think outside the box. As such, in the next and final section of this report we briefly reflect on the information and analyses above and then pull together our key learnings to provide a way for organizations to imagine what might be possible and start planning for change.

What Could Board Governance Be?

So are Boards set up to fail? While there are indeed examples of productive, functioning Boards, the preceding research paints a picture of a system that is not serving our arts organizations. This means that in many instances Boards do not fully support arts organizations in achieving their missions and fulfilling their mandates. This is not productive for the organizations and their leaders, nor is it the best way to direct the talents of committed Board Directors who are contributing their time, relationships, and expertise.

Earlier in this report we demonstrated that confusion and misunderstanding exist regarding legal requirements for an NFPs governance structure. And while we discussed some reservations that respondents had about Board training, organizations might reframe the idea of “training” in terms of “education.” Does your Board, or even the organization’s leadership, actually know the differences between what is legally required and what has just become tradition or “the way it’s done?” We hope that this report provides some support and direction to the kinds of programs and resources that

do exist to support such education, and for organizational leaders and Boards themselves to see that they have much more autonomy to develop systems and processes centered on the organization’s mission, vision, and mandate.

In the end, while we were looking for systemic innovation, what we learned is that:

- people ARE struggling with managing governance;
- it is difficult to tell if we need to abandon the system, modify the system, or educate ourselves better on what the system is;
- “one size fits one” is perhaps best for individual organizations, but then how do we build a sector-wide approach? Or is a sector-wide approach even necessary?

Interestingly, we did not hear anything from survey respondents about the Board’s role in developing policy and process for conflict/dispute resolution. Yet, through the LEAN initiative it was clear that such work is incredibly important to an organization’s success.

Whether or not Board Directors have an active role in conducting conflict/dispute resolution is something to be determined through the building of the policy or process. Nonetheless, anticipating the need for such a policy means that if/when conflict arises, tools are at the ready with which to navigate the issue.

Having just presented our own learnings and pointing to a gap in resources, we want to acknowledge that there were only 101 respondents to this survey and only from English-speaking Canada. Clearly, this is a very small number given the size of the sector. We thus completely recognize that making any decisive “conclusions” would be irresponsible. And this was not the aim of the project—instead, we wanted to highlight ideas and capture the conversations about what is possible. This project was a kind of starting place meaning that while we are not the first researchers to be exploring these ideas, the COVID-19 pandemic laid bare the depths of many pre-existing systemic issues and barriers in the sector and so returning to questions of governance was imperative. We wanted to bring various ideas together in new ways and invite different people to reflect on them and see if/how

ideas have evolved. But what, now, do we do with this information? What can we action as practitioners to make impactful change? Being clear about your organization’s needs in these areas—and the roles for leadership, the Board, and other entities—will go a long way in mapping out an intentional and shared governance process.

To that end, we have created a provisional tool, provided in the next section, that pulls together both the research and feedback from the survey respondents that we hope will empower organizations to begin reflecting on their needs and explicitly redesigning their “one size fits one” governance system.

Governance Pathways—Key Areas

In the pages that follow, a potential governance “pathway” or template is intended to help you work through the responsibility to create YOUR organization’s governance makeup. This responsibility can and should be shared between the staff, leadership, and Board of all NFP organizations. We welcome readers to take this tool, adapt it for your own needs, and explore how you might apply it to your specific context. There are four sections, each displayed here visually

with gradation in colour. Starting with darker shades, these sections denote mandatory requirements (legal/legislative compliance), “duty of care” (values, EDI-R, community accountability), organi-zational oversight (mission, strategy, finance, Board management), and discretionary priorities specific to the organization at the lighter end of the spectrum.

These prompts are meant to guide a discussion within your organization towards applying what is appropriate for you. Following that is a fleshed out worksheet with sample initiatives and processes in each area.

Governance Pathways Worksheet

Mandatory	CRA mandated requirements for charities
	Provincial/Territorial/Federal NFP requirements
	Legal and legislative compliance (employment standards, health & safety, human rights, venue fire codes, municipal bylaws, etc.)
Duty of Care	Values (internal and external)
	Equity, diversity, inclusion, justice and Reconciliation practices: decolonizing efforts, anti-racism, anti-oppression
	Respectful workplace measures
	Community accountability—who are we serving?
Strong Organizational Oversight	Mission/Vision/ Mandate
	Organizational strategy and direction
	Resources (budget/financial oversight)
	Managing direct reports of the Board (ED/AD)
	Managing the Board
Discretionary/Priorities	Other areas as needed for each organization at that time
	Examples: <ul style="list-style-type: none"> • Fundraising • Capital campaign • Marketing • Audience development • Community outreach • Digital/technology





Closing

We hope that the information shared in this report provides some useful insights and provocations for people to bring to their work, their organizations, and their Boards towards creating a healthier arts ecosystem. We look forward to continuing the conversation!

MASS CULTURE'S ROLE AND NEXT STEPS

Mass Culture views its Future of Arts Work initiative as a series of research studies laying the groundwork for envisioning the arts sector's future as it relates to governance, organizational models, and the role of the arts worker. We have started this research by consulting, and then feeding back to, the sector about their feelings towards existing and emerging Board governance models. This initial research will launch further dialogue, research initiatives, and strategic partnerships to journey towards transformative thinking, or what Jane Marsland refers to as movement from "egocentric to ecological" in the future that the arts aspires for itself.

References

Ahmed, Sara. *On Being Included: Racism and Diversity in Institutional Life*. Durham and London: Duke University Press, 2012.

Brook, Orian, Dave O'Brien, and Mark Taylor. *Culture Is Bad for You: Inequality in the Cultural and Creative Industries*. Manchester, UK: Manchester University Press, 2020.

Carver, John. "The Policy Governance® Model." Policy governance: The Authoritative Website for the Carver Policy Governance® Model, n.d.
<https://www.carvergovernance.com/model.htm>.

Canadian Revenue Agency (CRA). "Charities and Giving: Basic Guidelines." Accessed October 12, 2021. <https://www.canada.ca/en/revenue-agency/services/charities-giving/charities/checklists-charities/basic-guidelines.html>.

Fisman, Raymond, Rakesh Khuran, and Edward Martenson. "Mission-Driven Governance." *Stanford Social Innovation Review*, no. Summer 2009 (2009): 36–43.

Kaiser, Michael M., with Brett E. Egan. *The Cycle: A Practical Approach to Managing Arts Organizations*. Waltham, Massachusetts: Brandeis University Press, 2013.

Kaiser, Michael M. *Curtains?: The Future of the Arts in America*. Waltham, Massachusetts, 2015.

References cont.

Lalande, Lisa and Mowat Centre. "Peering into the Future: Reimagining Governance in the Non-Profit Sector," 2018. <https://www.deslibris.ca/ID/10098202>.

Le, Vu. "The Default Nonprofit Board Model Is Archaic and Toxic; Let's Try Some New Models." *Nonprofit AF* (blog), July 6, 2020. <https://nonprofitaf.com/2020/07/the-default-nonprofit-board-model-is-archaic-and-toxic-lets-try-some-new-models/>.

LeSage, Jeanne and LEAN. "Leadership Emergency Arts Network (LEAN) Canada: Final Report," 2021.

Marsland, Jane. "Not-For-Profit Law & Governance in the Creative Industries." Presented at the Generator Toronto & ALAS (Artists' Legal Advice Services), May 11, 2021.

Nolan, Yvette. "Governance Structures for Theatres, By Theatres." *Mass Culture*, n.d. <https://massculture.ca/2020/09/governance-structures-for-theatres-by-theatres-by-yvette-nolan/>.

Ontario Nonprofit Network. "Framing Forward: Reimagining Governance," September 2019.

Robert's Rules of Order Website. "Robert's Rules of Order," n.d. <https://robertsrules.com>.

Appendices

APPENDIX A: SURVEY QUESTIONS

- ## **APPENDIX B: SURVEY PROMOTION**
- SURVEY PROMOTIONAL NOTICE**
 - SURVEY SOCIAL MEDIA POSTS**

APPENDIX C: SURVEY SUMMARY & ANALYSIS

Future of Arts Work