



## 12 Principles of Governance that Power Exceptional Boards

1. **Constructive Partnership**  
Exceptional boards govern in constructive partnership with the chief executive, recognizing that the effectiveness of the board and chief executive is interdependent. They build this partnership through trust, candor, respect, and honest communication.
2. **Mission Driven**  
Exceptional boards shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and organizational values. They treat questions of mission, vision, and core values not as exercises to be done once, but as statements of crucial importance to be drilled down and folded into deliberations.
3. **Strategic Thinking**  
Exceptional boards allocate time to what matters most and ensure the congruence between decisions and core values.
4. **Culture of Inquiry**  
Exceptional boards institutionalize a culture of inquiry, constructive debate, and engaged teamwork that leads to sound and shared decision making.
5. **Independent-Mindedness**  
Exceptional boards are independent-minded. When making decisions on behalf of the organization, board members put the interests of the organization above those of the chief executive, themselves, or other interested parties.
6. **Ethos of Transparency**  
Exceptional boards promote an ethos of transparency and ethical behavior by ensuring that donors, stakeholders, and interested members of the public have access to appropriate and accurate information regarding finances and operations.
7. **Compliance with Integrity**  
Exceptional boards govern with full recognition of the importance of their fiduciary responsibilities, developing a culture of compliance through appropriate mechanisms for active oversight.
8. **Sustaining Resources**  
Exceptional boards ensure that the organization's resources are balanced with its strategic priorities and capacities. Individual board members extend the reach of the organization by actively using their own reputations and networks to secure funds, expertise, and access.
9. **Results Oriented**  
Exceptional boards track the organization's advancement towards mission and evaluate the performance of major programs and services.
10. **Intentional Board Practices**  
Exceptional boards make form follow function when it comes to their own operations. To provide stable leadership to the organization, they invest in structures and practices that transcend individuals and thoughtfully adjust them to suit changing circumstances.
11. **Continuous Learning**  
Exceptional boards embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value that they add to the organization.
12. **Revitalization**  
Exceptional boards revitalize themselves through planned turnover, thoughtful recruitment, and intentional cultivation of future officers.