

# NC Main Street Conference 2023

**Does Your Board Get an Award or a Gourd?**

**Board Best Practices for NC Main Street  
Organizations**



# Today's Panelists

- Donna Beringer, President, Carolina Federal Credit Union; Board Chair, Cherryville Main Street Program, City of Cherryville
- Bob Joyce, Senior Director, Economic Development, Sanford Area Growth Alliance; Board Member, Downtown Sanford Inc., City of Sanford
- Tharesa Lee, CEO and President, Intentional Excellence Consulting; Board member, Swiss Bear, Inc., City of New Bern
- Phil Boggan, Downtown Director, City of Belmont
- Moderator: Billy Parrish, Principle and Senior Downtown Advisor, Billy Parrish Consulting; Former Board Chair, Heart of Brevard, City of Brevard

# Today's Program

- Moderator: Billy Parrish – The Basics: Fundamental Board Member Duties
- Donna Beringer – Engaging Your Board Members
- Bob Joyce – Applying Main Street Governance Principles In A Municipal Services District (MSD)
- Phil Boggan – The Care and Feeding of Your Volunteers
- Tharesa Lee – Motivating, Training and Growing Your Board
- Q & A

# The 3 Core Board Member Duties



## DUTY OF CARE

Board members should fulfill their roles to the best of their abilities. This means proactively participating and communicating.



## DUTY OF LOYALTY

All activities should be done in the best interest of the organization, not in the best interest of individual board members.



## DUTY OF OBEDIENCE

The board should follow organizational rules as defined in the nonprofit's governance documents.

# Main Street Boards

1. Main Street Boards govern AND work.
2. Main Street Boards must address the current conditions downtown and be visionary.
3. The Main Street program is driven by the board, not the staff. Staff is there to help the board accomplish its plan.



# Main Street Board Responsibilities

1. Hire and oversee the Executive Director/Main Street Director.
2. Come prepared for the board meetings to conduct business; run the nonprofit like a business.
3. Provide proper financial oversight of the organization, and establish financial best practices, procedures, and controls.
4. Ensure adequate resources.
5. Ensure legal and ethical integrity and maintain accountability.



# Main Street Board Responsibilities

6. Develop the policies and procedures for the organization.
7. Recruit and train a diverse and inclusive board of directors and officers.
8. Recruit diverse committee members and volunteers.
9. Grow the volunteerism and leadership for the organization and downtown.
10. Advocate for the local Main Street program and tell the Main Street story.
11. Support the Main Street Director and evaluate their performance.



# Main Street Board Tasks

1. Develop and implement the Strategic Economic Development Plan based on Transformation Strategies. Evaluate and adjust the plan annually.
2. Develop the Operations and Programming budgets for implementation of the plan.
3. Raise and manage the money as needed to implement the plan.
4. Serve on a committee/chair a committee.
5. Review the minutes and financials of the organization.





# NC Main Street Conference 2023

Donna Beringer:  
Engaging Your Board Members



# Engaging Your Board of Directors

**Donna Beringer**

Chair of the Cherryville Main Street program

# How should the board support the director and staff?

- Be their cheerleaders in the community
- Post positive feedback on social media
- Attend meetings and events
- Stay informed
- Recruit volunteers that will provide a benefit to the organization
- Inquire as to how you can assist the organization

# How should the director and staff support the board?

- Be their cheerleaders in the community
- Offer recognition and praise often, and through all communication channels
- Keep them informed
- Ask for their feedback and input
- Make them feel a part of the team
- Provide necessary training for committees
- Provide them access to network with other Main Street communities in the state

# Who's in charge? Director, board, or council?

## How to navigate power relations?

- The board is responsible for the strategic planning and implementation for the program
- The City Council approves the strategic plan and provides funds
- Director and staff carry out plans and report to the board and council
  
- To control power relations, have a job description for director, staff and board members
- Ensure by-laws are well defined on roles within the organization
- If a power struggle happens, address it ASAP, do not let it grow

# How to deal with the Naysayers? Manage the dialogue constructively?

- As difficult as they can be, these are good people to have on your board or committee
- It is always good to know the cons, as well as the pros, of your strategic plans
- Naysayers will get to your city council quickly
- Having them on your board or committees gives you the opportunity to explain the reason things are being done and persuade them to see the good in projects/events
- If you change their negativity, you keep it from spreading and now have a supporter

# NC Main Street Conference 2023

Next Up: Bob Joyce



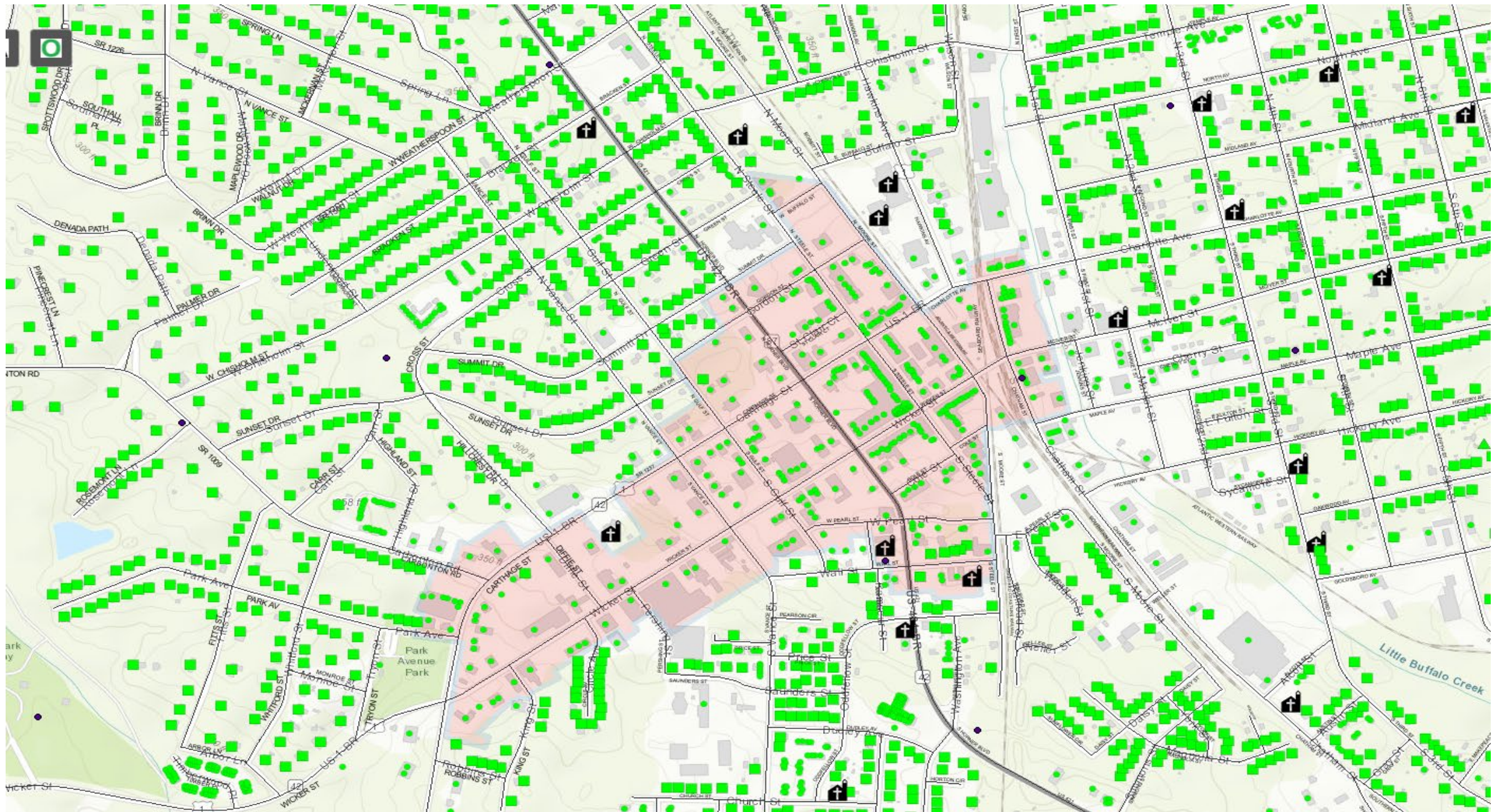
# Bob Joyce

1. MSD governance
2. Conflicts of Interest
3. Work Planning





**I am not a lawyer!**



## MSD Board Governance

- Tax Value - \$79 million to \$102 million
- Annual revenue - \$77,418
- Current tax rate - \$0.11
- Created in 1984, expanded in 1991



## Board Issues: Political and Practical

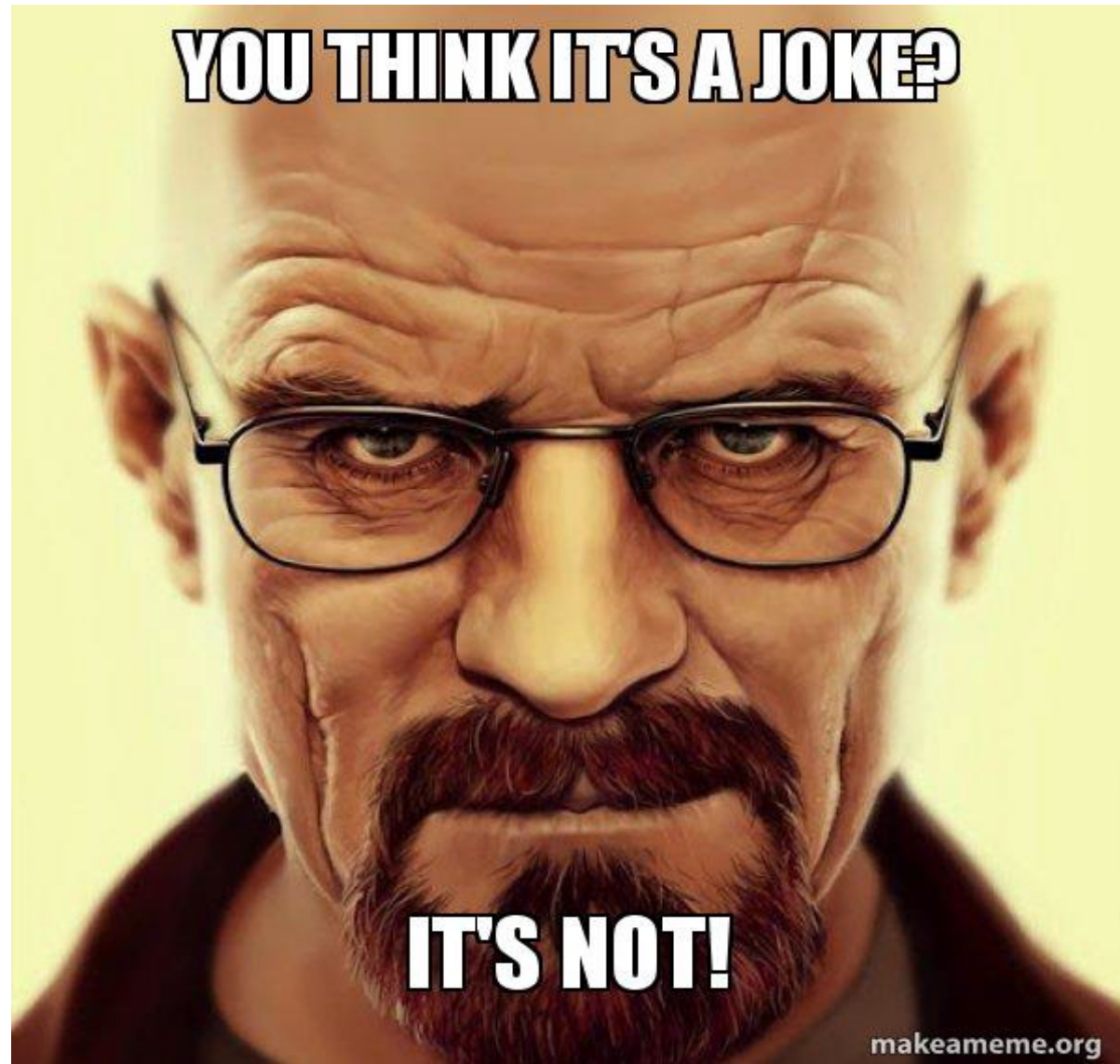
- Taxation with representation
- Setting and managing expectations
- Size and Make-up



## MSD Board representation

- Goldilocks size...*just right*
- 1/3 downtown, 1/3 at-large, 1/3 others
- Stakeholders, Influencers, Special talents
- Downtown Sanford, Inc. – 6/4/3 plus 2

# Conflict of Interest





...and then I said,

**What's a  
conflict of  
interest??!!**



A situation in which a person  
is in a position  
to derive **personal benefit**  
**from actions or decisions**  
**made in their official capacity.**

“I think it’s a conflict of interest but I’m not sure...



...so, I called a buddy of mine who specializes in conflicts of interest to tell if it was the real deal.”

# Examples of Conflicts

1. Consulting fees/honoraria including honoraria from a third party, gifts or in-kind
2. Compensation for consulting, lecturing, travel, scientific advisory board service,
3. Legal testimony or consultation, or other purpose
4. Speaker's bureau
5. Equity interests/stock options/entitlements, including a non-publicly traded company
6. Equity interests/entitlements in a publicly traded and financially related company
7. Royalty income or the right to receive future royalties
8. Payments or entitlements in connection with any activity not directly related to a reasonable cost
9. Officer, trustee, director, or any other fiduciary role, whether or not remuneration is received
10. Ownership/partnership/principal excluding mutual diversified funds.
11. Research grants from a financially interested company.
12. Fellowship support
13. Salary or position funding (partial or full) or "in-kind" support of program.
14. Intellectual property rights including patent or other intellectual property in a for-profit corporation.

# More Examples...

1. Hiring an unqualified relative
  2. Starting or working for a company that competes with your full-time employer
  3. Failing to disclose that you're related to a job candidate
  4. Making arrangements to work for a vendor or client at a future date while continuing to do business with them
  5. Posting to social media about your company's weaknesses
  6. Offering paid services on your time off to a company customer or supplier
  7. Accepting payment from another company for information about your employer
  8. Failing to investigate a subordinate or coworker's wrongdoing because they are a friend
  9. Sharing confidential information about your employer with a competitor
1. Dating a supervisor or subordinate
  2. Accepting a favor or a gift from a client above the amount specified as acceptable by the company
  3. Owning part of a business that sells goods or services to your employer
  4. Reporting to a supervisor who is also a close friend or family member
  5. Accepting consulting fees and providing advice to another company for personal gain
  6. Sharing information in an interview about your employer's activities or plans
  7. Taking advantage of confidential information learned on the job for your own benefit
  8. Cashing in on a business opportunity that your company might have pursued

# CONFLICTS OF INTEREST



**I DON'T ALWAYS HAVE A CONFLICT. BUT,  
WHEN I DO, I RECUSE AND REPORT.**

**Recuse and Report!**

# Four Simple Safeguards

- Establish a policy...follow it
- Transparency
- Establish a culture of disclosure
- Get competitive bids

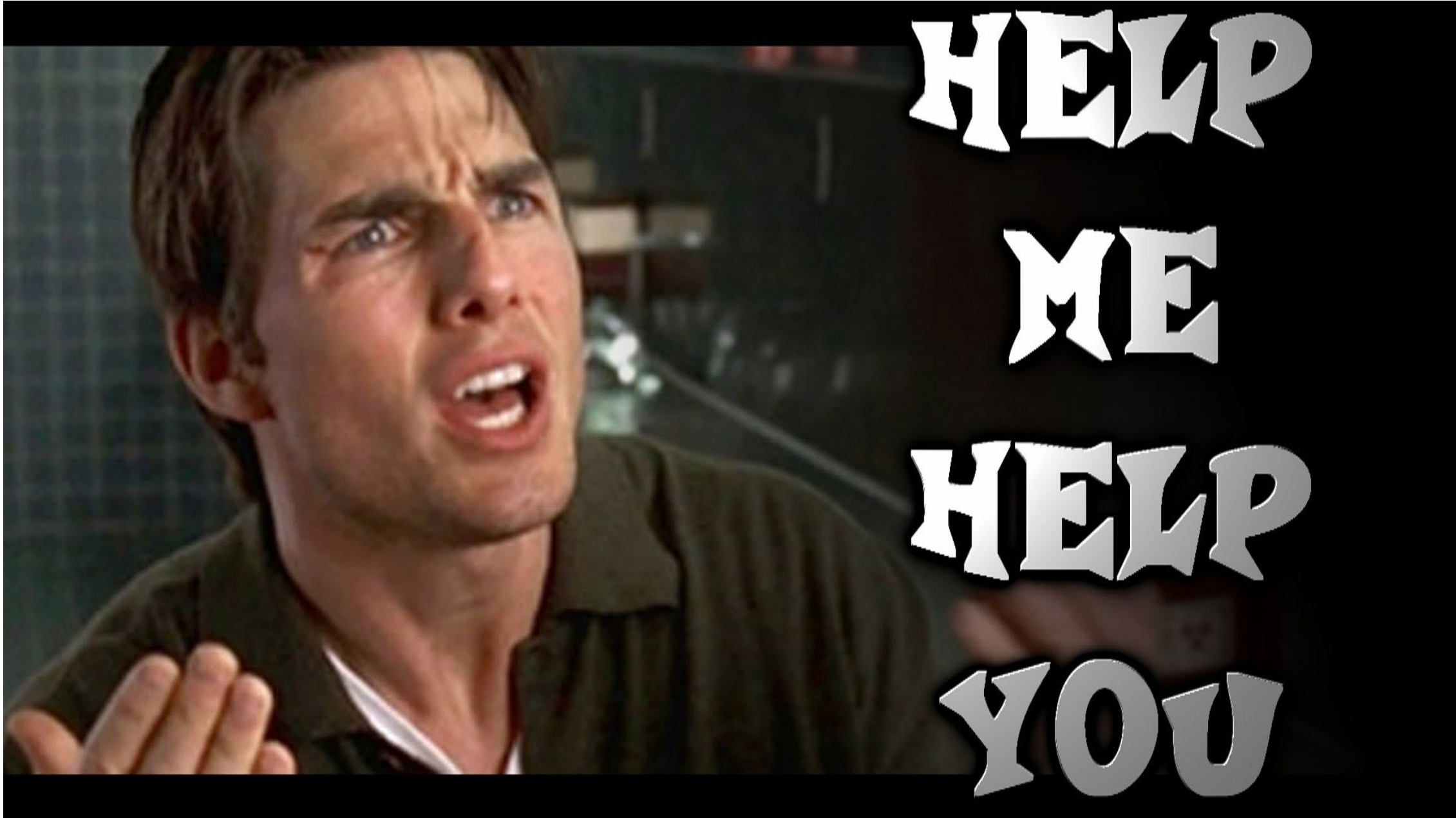
# Involving your Board in Work Planning











## Involving your Board in work planning

- Don't wait until the planning meeting to know where your Board wants to go
- Be ready – data, environment, competitive differentiators, best practices, analysis
- Know your fundamentals
- Read the Room



“What if I told you, you could write whatever mission statement you want...”

# Aligning Actions and Values

- 30 minutes or less on core values, mission, BHAGs
- Translate these principles into action
- Three things:
  - Set priorities, goals and objectives, actions
  - Agree on resources, allocate funding
  - Benchmarks and metrics, review, process evaluation







# NC Main Street Conference 2023

Next Up: Phil Boggan



# PHIL BOGGAN

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Downtown Director



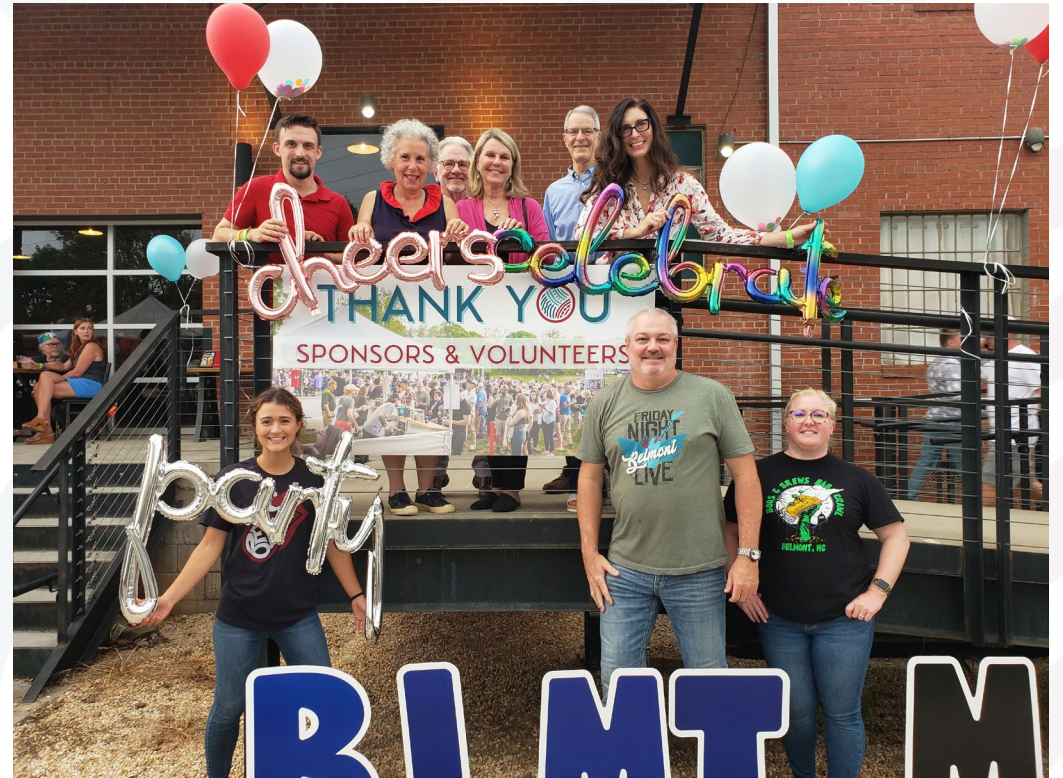
# BELMONT MAIN STREET VOLUNTEER MEET UP

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# MAKE VOLUNTEERING – FUN!

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# MAKE VOLUNTEERS FEEL APPRECIATED!



# MAKE VOLUNTEERS FEEL PROUD!

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LOCAL

## Part of downtown Belmont getting makeover

**Kara Fohner** The Gaston Gazette  
Published 5:01 a.m. ET Feb. 17, 2023



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The Downtown Belmont Development Association received a \$25,000 grant from the Duke Energy Foundation, and they are using the money to give part of downtown Belmont's River District a facelift.





# BELMONT



MANY THREADS, ONE COMMUNITY

# NC MAIN STREET CONFERENCE 2023

Next Up: Tharesa Lee

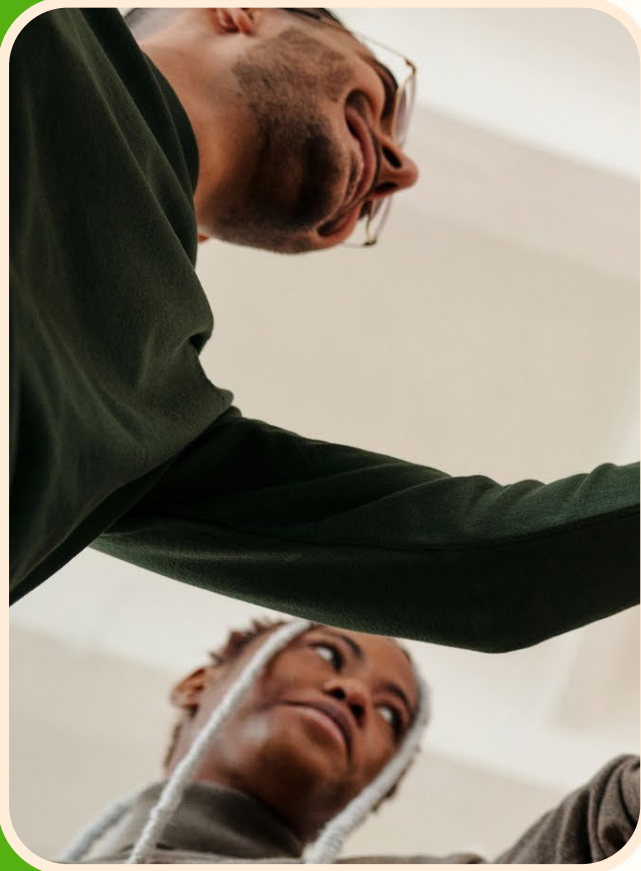
Accountable Processes Public  
Union Corporate Private  
GOVERNANCE  
Making Innovation Rule  
Government Global Task  
Decisions Policy Bureaucracy  
Management Regulations Growth  
Learning Organization Action

# MOTIVATE - TRAIN - GROW - EMPOWER



## INTENTIONALLY LEADING THE WAY





## HOW DO YOU MOTIVATE BOARD MEMBERS

What are the board expectations, and do you need all board members to do the same thing

- 01** CONVERSATION
- 02** VETTING PROCESS
- 03** STRENGTHS
- 04** BOARD ROLES, EXPECTATIONS







How to diversify the board?

How to cultivate young board members?

Do different age cohorts have different expectations for service?

How do you reach out to underserved community for board members?

**Cultivating.**

**Demographics.**

**Being Intentional.**

**Relationships.**

**The**

**Setting the table.**

**Nourishing.**



# NC Main Street Conference 2023

## Q & A

