

## Back Country Horsemen of American (BCHA) Governance

### Executive Summary

BCHA has a well-defined mission and focus. With the challenges to keeping trails accessible to pack and saddle stock, the National Board of Directors (NBD) has a clear mandate from membership. How BCHA day-to-day operations are structured has a great impact on how the opportunities and threats to our members are addressed. For BCHA, the time has come to explore a governance structure that makes the organization more nimble and better able to address member needs and ongoing concerns. We need to take the steps necessary to overcome the challenges caused by a cumbersome structure in order to conduct business more efficiently.

### Where are we now?

The BCHA NBD includes two representatives from each of 21 states, plus the three elected officers (a total of 45 voting members of the Board). The Constitution clearly provides for equal representation from each state member. The original intent of this representation remains sound.

The job of each National Director is to represent their state organization and serve as a liaison to their state and BCHA. In other words, the National Board of Directors (NBD) represents the pack and saddle stock community and sits at the board table on behalf of those who are not there. They are governing representatives. – not organizational managers.

### Why do we need to change our way of governing?

In 2008, BCHA established the Executive Committee to assist the Chairman to provide continuity to the collective memory of BCHA. The problem is that the NBD did not delegate any actual authority to the Executive Committee. The challenge for the Executive Committee is running the organization with 42 “bosses” – each with an idea about how things ought to be run. This challenge is complicated by the fact that the NBD only meets once a year. It is impractical and costly to meet more frequently.

Between National Board Meetings, the day-to-day work still needs to get done. During the course of the year, decisions regarding legislative issues or government actions must be made in order to continue as an effective organization advocating for the membership. Members expect results and we need a way to deliver results in between National Board Meetings.

The Executive Committee needs specific delegated authority to be legitimate to our publics and agency personnel. The Business Committee is recommending that the NBD empower the Executive Committee (EC) with the authority to take actions without convening the entire NBD.

### Who will be on the Executive Committee?

Currently, the Executive Committee is an advisory council comprised of the Chair, Vice Chair, Treasurer, Immediate Past Chair, and four NBD members, elected at large from the NBD. It is strictly an advisory committee with no power to act on behalf of the membership.

The recommendation to empower the EC comes with the responsibility of shared accountability; meaning that no one person will be making unilateral decisions. The Chair

## PROPOSED GOVERNANCE CHANGE

will continue to ensure that governance integrity remains with the NBD and act as a liaison between the EC and the NBD. One recommendation is to add one more member to create an odd number (for tie-breaking votes).

### **What are “governing policies” and why do we need them?**

NBD policies are governance policies, not positions or recommendations. It's important here to draw a distinction. Government policy is not the same thing as governing policy. They are two different critters. Certainly, the states can bring recommendations for endorsing or supporting legislative issues or government actions but those are not BCHA governance policy issues. Many of the resolutions in the policy manual are position statements or issue statements.

While important to BCHA's actions, these resolutions do not address how the BCHA NBD will conduct its affairs or how BCHA will operate and manage its day-to-day business. By clearly stating the board's intent in written governance policy, the NBD can maintain its legitimate authority. The Chairman, Vice-Chairman, and Treasurer continue to be corporate officers of BCHA with all the legal responsibilities required under the Constitution and laws of the state of Montana.

### **What are the benefits of using policies to govern?**

- Clearly states board values and intent in policy
- Provides clear guidelines for board members and establishing NBD roles and responsibilities
- Clearly defines the authority delegated to the EC that is specific and limited allowing for effective day-to-day operations without necessity of convening the entire board
- Provides for criteria to assess whether or not the board's intent is being followed
- Ensures that the NBD tackles the difficult questions facing BCHA rather than constantly dealing with administrative tasks at National Board Meetings, which ensures that directors' time is well spent and adds value to BCHA.
- Provides for harmonious relations with Executive Committee and allows the NBD to have a comfort level with what is delegated to the EC.
- Provides for effective governance *and* management.

### **What about other standing committees? I thought they were doing administrative work?**

We need to think about committees as doing work for the board, not managing the day-to-day business. BCHA has several committees who “advise” on business operations. These committees will continue until policy is changed. Delegating authority to the Executive Committee does not eliminate the standing committees, but rather provides a means of managing the recommendations they provide.

Unintentionally, the structure of the committees has caused confusion and has blurred the responsibility for who does what. Certainly, the NBD will need committees to help it get its job done. For example, a governance committee and a nominating committee are legitimate board committees.