

FOUR WAYS TO REMOVE A BOARD MEMBER

Occasionally, a board member needs to be removed from the board. In some cases, a conflict of interest or unethical behavior may be grounds to remove an individual from the board. In other cases, the behavior of a board member may become so obstructive that the board is prevented from functioning effectively.

The best boards often have strongly felt disagreements and heated arguments. Challenging groupthink and arguing for an unpopular viewpoint are not grounds for getting rid of a board member. But if a board member consistently disrupts meetings or is otherwise destructive and demoralizing, it may be appropriate to consider removing the individual from the board:

1. **Personal intervention.** One-to-one intervention by the board president or other board leadership is a less formal solution to managing problem board members. If a board member has failed to attend several meetings in a row, or has become an impediment to the board's work, the board president can meet informally with the board member in question. The conversation can occur in person or on the telephone; the board president can specifically request a resignation.

Examples:

- "I respect your strong opinion that we have made the wrong decision about moving the office. But we can't continue debating the issue. If you don't feel you can wholeheartedly help us try to make the decision a success, I'd like you to consider leaving the board."
- "I suspect this is a time when it's just not possible for you to get to the meetings and participate as fully as I'm sure you would like. I'm wondering if it would be better if we released you from your board obligations . . . what would you think about my sending you an email confirming your resignation due to lack of time?"
- "I'm having a hard time managing board meetings with your frequent interruptions and I am worried about losing board members due to the kinds of criticisms you make of them in meetings. I think it would be best if you would take a break from the board . . . you could resign now, and later, when there's a different board president, talk with him or her about your re-joining the board."

2. **Leave of absence.** Make it possible for individuals to take a leave of absence from the board if they have health, work, or other reasons why they cannot participate fully during the current term. A board member can take, for instance, a 6-month "disability leave," or a

3-month "busy with new job" leave. You can either keep the person on the board formally (but not expect them at meetings) or you can have them resign for purposes of determining a quorum. Either way the time on leave counts towards their board term; otherwise someone who takes a year's leave can end up being on the board for much longer than is appropriate. Suggesting a leave of absence to a board member who is, for example, failing to do tasks he or she agreed to do, offers a gracious exit and allows the board to assign tasks elsewhere.

3. **Term limits.** Term limits provide a non-confrontational way to ease ineffective board members off the board.

Example:

- Jack Moon (Term 2 ends January 2012)

4. **Impeachment.** Board member can be removed by a majority vote of the board at a regularly scheduled board meeting, if necessary.

Note: Impeachment should be the final step after the other three steps above have failed to produce a functioning Board member. Documentation needs to accompany the impeachment as to the conversations between the Chapter President with a witness (witness has to be another Board member) as the non-performing Board member.

Prior to the impeachment vote, all documentation needs to be sent to the State Director and VAREP National for review. The State Director will conduct a formal investigation by speaking with the alleged "non-performing" Board member along with other board members. The State Director shall document his or her findings in a simple report to support the impeachment procedure or to prescribe other corrective action.

Accepting a Board Resignation

Step 1 - Read the bylaws for your organization to refresh your memory on protocol. Many boards have the rules of behavior written in a manual to ensure compliance and fair application of the regulations.

Step 2 - Call a board meeting to vote on the resignation if your bylaws do not specify that the board can vote at its next regularly scheduled meeting.

Step 3 - Vote to accept the resignation.