

Lexington Ballet Company Policy Governance

As of May 12, 2010

Policy Type: Ends

Global Ends Policy

1. Central Kentucky and Appalachian community will be culturally enriched through and involved with the art of dance, emphasizing ballet, with a level of efficiency comparable to similar organizations and consistent with a 4-star Charity Navigator rating.
 - 1.1. Community will be presented with a season of heritage and new works.
 - 1.2. Community will be provided with educational experiences in addition to season performances resulting in improved understanding and appreciation for the art of dance.
 - 1.3. Students of the LBC School will receive dance instruction of a quality comparable with top-quartile dance instructional facilities at the national level.
 - 1.3.A. Students will possess dance skills, have an understanding of dance history and develop musicality appropriate to their age and level standing.
 - 1.3.B. Students will be empowered through development of self-discipline, commitment, and self-confidence as well encouragement of healthy life styles and self-expression.

Policy Type: Executive Limitations

Global Executive Limitations Policy

2. The Executive Director or Artistic Director shall not cause or allow any organizational practice, activity, decision, or circumstance that is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics and practices or in violation of regulations of funding agencies or regulatory bodies.

Treatment of Donors

- 2.1. With respect to the treatment of financial or in-kind donors, the Executive Director may not allow conditions that are unfair, disorganized or unclear. The Executive Director shall not:
 - 2.1.A. Operate without written gift acceptance policies that clarify (a) acceptable gift formats, (b) benefits received in exchange for gifts, (c) ability to restrict gifts, (d) documentation and reporting provisions and (e) privacy considerations.
 - 2.1.B. Allow for grossly unfair or preferential treatment of donors for personal reasons
 - 2.1.C. Fail to acquaint donors with the ED's interpretation of their rights under this policy.

Treatment of Consumers

- 2.2. With respect to interactions with consumers or those applying to be consumers, the Executive Director or Artistic Director shall not cause or allow conditions, procedures, or decisions that are unsafe, untimely, undignified, or unnecessarily intrusive.

The Executive Director or Artistic Director shall not:

- 2.2.A. Elicit information for which there is no clear necessity
- 2.2.B. Use methods of collecting reviewing, transmitting, or storing client information that fail to protect against improper access to the material
- 2.2.C. Fail to operate facilities with appropriate accessibility and privacy.
- 2.2.D. Fail to establish with consumers a clear understanding of what may be expected and what may not be expected from the service offered.
- 2.2.E. Fail to inform consumers of this policy or to provide a way to be heard for persons who believe they have not been accorded a reasonable interpretation of their rights under this policy.

Treatment of Staff

- 2.3. With respect to the treatment of paid and volunteer staff, the Executive Director and Artistic Director may not cause or allow conditions that are unfair, undignified, disorganized, or unclear.

The Executive Director and Artistic Director shall not:

- 2.3.A. Operate without written personnel rules that (a) clarify for staff, (b) provide for effective handling of grievances, and (c) protect against wrongful conditions such as nepotism and grossly preferential treatment for personal reasons.
- 2.3.B. Retaliate against any staff member for non-disruptive expression of dissent.
- 2.3.C. Fail to acquaint staff with the ED & AD's interpretation of their protections under this policy.
- 2.3.D. Allow staff to be unprepared to deal with emergency situations.
- 2.3.E. The ED & AD shall not prevent staff from grieving to the board when (a) internal grievance procedures have been exhausted and (b) the employee alleges that board policy has been violated to his or her detriment.

Financial Planning/Budgeting

- 2.4. The Executive Director shall not cause or allow financial planning for any fiscal year or the remaining part of any fiscal year to deviate materially from the board's Ends priorities, risk financial jeopardy, or fail to be derived from a multi-year plan. There will be no financial plans that:
- 2.4.A. Risk incurring those situations or conditions described as unacceptable in the board policy "Financial Condition and Activities."

- 2.4.B. Omit credible projection of revenues and expenses, separation of capital and operation items, cash flow, and disclosure or planning assumptions.
- 2.4.C. Provide less for board prerogatives during the year than is set forth in the “Cost of Governance” policy.

Financial Condition and Activities

- 2.5. With respect to the actual, ongoing financial conditions and activities, the Executive Director shall not cause or allow the development of financial jeopardy or material deviation of actual expenditures from board priorities established in Ends policies. The Executive Director shall not:
 - 2.5.A. Expend more funds than have been received in the fiscal year to date unless the board’s debt guideline is met.
 - 2.5.B. Incur debt in an amount greater than can be repaid by certain and otherwise unencumbered revenues within sixty days.
 - 2.5.C. Use any long-term reserves.
 - 2.5.D. Conduct interfund shifting in amounts greater than can be restored to a condition of discrete fund balances by certain and otherwise unencumbered revenues within thirty days.
 - 2.5.E. Fail to settle payroll and debts in a timely manner
 - 2.5.F. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
 - 2.5.G. Acquire, encumber, or dispose of real estate.
 - 2.5.H. Fail to aggressively pursue receivables after a reasonable grace period.

Emergency Director Succession

- 2.6. To protect the board from sudden loss of Executive Director or Artistic Director services, the Executive Director or Artistic Director shall not permit there to be fewer than one other executive sufficiently familiar with board and Executive Director or Artistic Director issues and processes to enable him/her to take over with reasonable proficiency as an interim successor.

Asset Protection

- 2.7. The Executive Director shall not cause or allow corporate assets to be unprotected, inadequately maintained, or unnecessarily risked. The Executive Director shall not:
 - 2.7.A. Fail to insure adequately against theft and casualty and against liability losses to board members, staff, and the organization itself.
 - 2.7.B. Allow unbounded personnel access to material amounts of funds.
 - 2.7.C. Subject facilities and equipment to improper wear and tear or insufficient maintenance.

- 2.7.D. Unnecessarily expose the organization, its board, or its staff to claims of liability.
- 2.7.E. Make any purchase (a) wherein normally prudent protection has not been given against conflict of interest; (b) of more than \$500 without having obtained comparative prices and quality; (c) of more than \$500 without a stringent method of assuring the balance of long-term quality and cost. Orders shall not be split to avoid these criteria.
- 2.7.F. Fail to protect the intellectual property, information, and files from loss or significant damage.
- 2.7.G. Receive, process, or disburse funds under controls insufficient to meet the board-appointed auditor's standards.
- 2.7.H. Compromise the independence of the board's audit or other external monitoring or advice, such as by engaging parties already chosen by the board as consultant or advisors.
- 2.7.I. Invest or hold operating capital accounts that are insecure instruments, including uninsured checking accounts and bonds other than U.S. government obligation, or in non-interest bearing accounts, except when necessary to facilitate ease in operational transactions.
- 2.7.J. Endanger the organization's public image, its credibility, or its ability to accomplish Ends.
- 2.7.K. Change the organization's name or substantially alter its identity in the community.
- 2.7.L. Create or purchase any subsidiary corporation unless: (a) more than eighty percent is owned by this organization; (b) initial capitalization by this organization is less than twenty percent of the reserve fund; (c) no staff member has an ownership interest; and (d) there is no reasonable chance of resultant damage to the reputation of this organization.

Compensation and Benefits

- 2.8. With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Executive Director shall not cause or allow jeopardy to financial integrity or to public image. The Executive Director shall not:
 - 2.8.A. Change the Executive Director's own compensation and benefits, except as those benefits are consistent with a package for all other employees.
 - 2.8.B. Determine health insurance benefits for employees.
 - 2.8.C. Promise or imply permanent or guaranteed employment.
 - 2.8.D. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
 - 2.8.E. Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses in revenue.

- 2.8.F. Establish or change pension benefits so as to cause unpredictable or inequitable situations, including those that:
 - 2.8.F.a. Incur unfunded liabilities;
 - 2.8.F.b. Provide less than some basic level of benefits to full-time employees, though differential benefits to encourage longevity are not prohibited.
 - 2.8.F.c. Allow any employee to lose benefits already accrued from any previous plan.
 - 2.8.F.d. Treat the Executive Director differently from other key employees.

Communication and Support to the Board

- 2.9. The Executive Director or Artistic Director shall not cause or allow the board to be uninformed or unsupported in its work. The Executive Director or Artistic Director shall not:
 - 2.9.A. Neglect to submit monitoring data required by the board in Board-Management Delegation policy “Monitoring Executive Performance” in a timely, accurate, and understandable fashion, directly addressing provisions of board policies being monitored, and including Executive Director or Artistic Director interpretations consistent with Board-Management Delegation policy “Delegation to the Executive Director or Artistic Director,” as well as relevant data.
 - 2.9.B. Allow the board to be unaware of any actual or anticipated noncompliance with any Ends or Executive Limitations policy of the board regardless of the board’s monitoring schedule.
 - 2.9.C. Allow the board to be without decision information required periodically by the board or let the board be unaware of relevant trends.
 - 2.9.D. Let the board be unaware of any significant incidental information it requires including anticipated media coverage, threatened or pending lawsuits, and material internal and external changes.
 - 2.9.E. Allow the board to be unaware that, in the Executive Director’s or Artistic Director’s opinion the board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of board behavior that is detrimental to the work relationship between the board and the Executive Director or Artistic Director.
 - 2.9.F. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other.
 - 2.9.G. Allow the board to be without a workable mechanism for official board, officer, or committee communications.
 - 2.9.H. Deal with the board in a way that favors or privileges certain board members over others, except when: (a) fulfilling individual request for information; or (b) responding to officers or committees duly charged by the board.

- 2.9.I. Fail to submit to the board a consent agenda containing items delegated to the Executive Director or Artistic Director yet required by law, regulation, or contract to be board-approved, along with applicable monitoring information.

Ends Focus of Grants or Contracts

- 2.10. The Executive Director or Artistic Director may not enter into any grant or contract arrangement that fail to emphasize primarily the production of Ends and, secondarily, the avoidance of unacceptable means. The Executive Director or Artistic Director shall not:
 - 2.10.A. Fail to prohibit particular methods and activities to preclude grant funds from being used in imprudent, unlawful, or unethical ways.
 - 2.10.B. Fail to assess and consider an applicant's capability to produce appropriately targeted, efficient results.
 - 2.10.C. Fund specific methods except when doing so for research purposes, when the result to be achieved is knowledge about differential effectiveness of various methods.

Policy Type: Board-Management Delegation

3. Global Board-Management Delegation Policy

The board's sole official connection to the operational organization, its achievements, and conduct will be through the Artistic Director and Executive Director.

Unity of Control

- 3.1. Only officially passed motions of the board are binding on the Executive Director and Artistic Director.
 - 3.1.A. Decisions or instructions of individual board members, officers, or committees are not binding on the Executive Director or Artistic Director except in rare instances when the board has specifically authorized such exercise of authority.
 - 3.1.B. In the case of board members or committees requesting information or assistance without board authorization, the Executive Director or Artistic Director can refuse such requests that require, in the Executive Director's or Artistic Director's opinion, a material amount of staff time or funds, or are disruptive.

Accountability of the Executive Director or Artistic Director

- 3.2. The Executive Director or Artistic Director is the board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the board is concerned is considered the authority and accountability of the Executive Director or Artistic Director.

- 3.2.A. The board will never give instructions to persons who report directly or indirectly to the Executive Director or Artistic Director.
- 3.2.B. The board will not evaluate, either formally or informally, any staff other than the Executive Director or Artistic Director.
- 3.2.C. The board will view Executive Director or Artistic Director performance as identical to organizational performance so that organizational accomplishment of board-stated Ends and avoidance of board-proscribed means will be viewed as successful Executive Director or Artistic Director performance.

Delegation to the Executive Director or Artistic Director

- 3.3. The board will instruct the Executive Director or Artistic Director through written policies that prescribe the organizational Ends to be achieved and proscribe organizational situations and actions to be avoided, allowing the Executive Director or Artistic Director to use any reasonable interpretation of these policies.
 - 3.3.A. The board will develop policies instructing the Executive Director or Artistic Director to achieve specified results, for specified recipients, at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels and will be called Ends policies. All issues that are not ends issues as defined here are means issues.
 - 3.3.B. The board will develop policies that limit the latitude the Executive Director or Artistic Director may exercise in choosing the organizational means. These limitation policies will describe those practices, activities, decisions, and circumstances that would be unacceptable to the board even if they were to be effective. Policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies. The board will never prescribe organizational means delegated to the Executive Director or Artistic Director.
 - 3.3.B.a. Below the global level, a single limitation at any given level does not limit the scope of any foregoing level.
 - 3.3.B.b. Below the global level, the aggregate of limitations on any given level may embrace the scope of the foregoing level, but only if justified by the Executive Director or Artistic Director to the board's satisfaction.
 - 3.3.C. As long as the Executive Director or Artistic Director uses any reasonable interpretation of the board's Ends and Executive Limitations policies, the Executive Director or Artistic Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and pursue all activities. Such decisions of the Executive Director or Artistic Director shall have full force and authority as if decided by the board.
 - 3.3.D. The board may change its Ends and Executive Limitations policies, thereby shifting the boundary between board and Executive Director or Artistic Director domains. By doing so, the board changes the latitude of choice given to the Executive Director or Artistic Director. But as long as any particular delegation is

in place, the board will respect and support the Executive Director or Artistic Director choices.

Monitoring Executive Director or Artistic Director Performance

- 3.4. Systemic and rigorous monitoring of Executive Director or Artistic Director job performance will be solely against the only expected Executive Director or Artistic Director job outputs: organizational accomplishment of board policies on Ends and organizational operation within the boundaries established in board policies on Executive Limitations.
 - 3.4.A. Monitoring is simply to determine the degree to which board policies are being met. Information that does not do this will not be considered to be monitoring information.
 - 3.4.B. The board will acquire monitoring information by one or more of three methods:
 - 3.4.B.a. By internal report, in which the Executive Director or Artistic Director discloses interpretations and compliance information to the board
 - 3.4.B.b. By external report, in which an external, disinterested third party selected by the board assesses compliance with board policies
 - 3.4.B.c. By direct board inspection, in which a designated member or members of the board assess compliance with the appropriate policy criteria
 - 3.4.C. In every case, the board will judge (a) the reasonableness of the Executive Director’s or Artistic Director’s interpretation and (b) whether data demonstrate accomplishment of the interpretation.
 - 3.4.D. The standard of compliance shall be any reasonable Executive Director’s or Artistic Director’s interpretation of the board policy being monitored. The board is the final arbiter of reasonableness, but will always judge with a “reasonable person” test rather than with an interpretation favored by board members or by the board as a whole.
 - 3.4.E. All policies that instruct the Executive Director or Artistic Director will be monitored at a frequency and by a method chosen by the board. The board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule:

| POLICY | METHOD | FREQUENCY |
|------------------------------------|---------------|---|
| Treatment of Consumer | Internal | 3 times per year, coinciding with end of semesters & the summer session |
| Treatment of Staff | Internal | January |
| Financial Planning and Budgeting | Internal | September, February, July |
| Financial Condition and Activities | Internal | Monthly (cash balance) |
| Financial Condition and Activities | External | Annual audit |

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| Emergency ED/AD Succession | Internal | January |
| Compensation and Benefits | Internal | January |
| Communication and Support | Direct Inspection | January |

Policy Type: Governance Process

4. Global Governance Process Policy

The purpose of the board, on behalf of the organization’s donors, is to see to it that The Lexington Ballet Company (a) achieves appropriate results for appropriate persons for an appropriate cost (as specified in board Ends policies) and (b) avoids unacceptable actions and situations (as prohibited in board Executive Limitations policies).

Governing Style

4.1. The board will govern lawfully, observing the principles of the Policy Governance model, with an emphasis on (a) outward vision rather than internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of board and chief executive roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactivity rather than reactivity.

Governing Style Considerations

- 4.1.A. The board will cultivate a sense of group responsibility. The board, not the staff, will be responsible for excellence in governing. The board will be the initiator of policy, not merely a reactor to staff initiatives. The board will not use the expertise of individual members to substitute for the judgment of the board, although the expertise of individual members may be used to enhance the understanding of the board as a body.
- 4.1.B. The board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the board’s values and perspectives. The board’s major policy focus will be on the intended long-term impacts outside the staff organization, not on the administrative or programmatic means of attaining those effects.
- 4.1.C. The board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy-making principles, respect of roles, and ensuring the continuance of governance capability. Although the board can change its Governance Process policies at any time, it will scrupulously observe those currently in force.

- 4.1.D. Continual board development will include orientation of new board members in the board's governance process and periodic board discussion of process improvement.
- 4.1.E. The board will allow no officer, individual, or committee of the board to hinder or serve as an excuse for not fulfilling group obligations.
- 4.1.F. The board will monitor and discuss the board's process and performance at each meeting. Self-monitoring will include comparison of board activity and discipline to policies in the Governance Process and Board-Management Delegation categories.

Board Job Description

- 4.2. Specific job outputs of the board as an informed agent of the ownership are those that ensure appropriate organizational performance.
 - 4.2.A. Authoritative linkage between the ownership, defined as non-conditional financial contributors, and the operational organization
 - 4.2.B. Written governing policies that realistically address the broadest levels of all organizational decisions and situations
 - 4.2.B.a. Ends: The organizational impacts, benefits, outcomes: recipients, beneficiaries, impacted groups; and their relative worth in cost or priority
 - 4.2.B.b. Executive Limitations: Constraints on executive authority that establish the prudence and ethics boundaries within which all executive activity and decisions must take place
 - 4.2.B.c. Governance Process: Specification of how the board conceives, carries out, and monitors its own task
 - 4.2.B.d. Board-Management Delegation: How power is delegated and its proper use monitored; the Executive Director's and Artistic Director's role, authority, and accountability
 - 4.2.C. Assurance of successful organizational performance on Ends and Executive Limitations
 - 4.2.C.a. To accomplish its job products with a governance style consistent with board policies, the board will follow an annual agenda that (a) completes a re-exploration of Ends policies annually and (b) continually improves board performance through board education and enriched input and deliberation.
 - 4.2.C.a.1. The cycle will conclude each year on the last day of February so that administrative planning and budgeting can be based on accomplishing a one-year segment of the board's most recent statement of long-term Ends.
 - 4.2.C.a.2. The cycle will start with the board's development of its agenda for the next year.

- 4.2.C.a.2.i. Consultations with selected groups in the ownership, or other methods of gaining ownership input, will be determined and arranged in the first quarter, to be held during the balance of the year.
- 4.2.C.a.2.ii. Governance education and education related to ends determination (presentations by futurists, demographers, advocacy groups, staff, and so on) will be arranged in the first quarter, to be held during the balance of the year.
- 4.2.C.a.2.iii. A board member may recommend or request an item for board discussion by submitting the item to the CGO no later than five days before the board meeting.
- 4.2.C.a.3. Throughout the year, the board will attend to consent agenda items as expeditiously as possible.
- 4.2.C.a.4. Executive Director or Artistic Director monitoring will be on the agenda if reports have been received since the previous meeting, if plans must be made for direct inspection monitoring, or if arrangements for third-party monitoring must be prepared.
- 4.2.C.a.5. Executive Director and Artistic Director remuneration will be decided during the month of March after a review of monitoring reports received in the last year.

Chief Governance Officer's Role

- 4.3. The chief governance officer (CGO), a specially empowered member of the board, ensures the integrity of the board's process and, secondarily, occasionally represents the board to outside parties.
 - 4.3.A. The assigned result of the GCO's job is that the board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - 4.3.A.a. Meeting discussion content will consist solely of issues that clearly belong to the board to decide or to monitor according to board policy.
 - 4.3.A.b. Information that is neither for monitoring performance nor for board decisions will be avoided or minimized and always noted as such.
 - 4.3.A.c. Deliberation will be fair, open, and thorough but also timely, orderly, and kept to the point.
 - 4.3.B. The authority of the CGO consists in making decisions that fall within topics covered by board policies on Governance Process and Board-Management Delegation, with the exception of (a) employment or termination of the Executive Director or Artistic Director and (b) areas where the board specifically delegates portions of this authority to others. The CGO is authorized to use any reasonable interpretation of the provisions in these policies.

- 4.3.B.a. The CGO is empowered to chair board meetings with all the commonly accepted powers of that position, such as ruling and recognizing.
- 4.3.B.b. The CGO has no authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas. Therefore, the CGO has no authority to supervise or direct the Executive Director or Artistic Director.
- 4.3.B.c. The CGO may represent the board to outside parties in announcing board-stated positions and in stating CGO decisions and interpretations within the area delegated to that role.
- 4.3.B.d. The CGO may delegate this authority but remains accountable for its use.

Board Secretary's Role

- 4.4. The board secretary is an officer of the board whose purpose is to ensure the integrity of the board's documents.
 - 4.4.A. The assigned result of the secretary's job is to see to it that all board documents and fillings are accurate and timely.
 - 4.4.A.a. Policies will be current in their reflection of board decisions. Decisions upon which no subsequent decisions are to be based, such as consent agenda decisions, motions to adjourn, and staff or board member recognitions, need not be placed in policy.
 - 4.4.A.b. Policies will rigorously follow Policy Governance principles.
 - 4.4.A.c. Bylaws elements necessary for legal compliance and for consistency with the principles of Policy Governance will be known to the board.
 - 4.4.A.d. Requirements for format, brevity, and accuracy of board minutes will be known to the Executive Director.
 - 4.4.A.e. Board policies and minutes will be electronically stored and maintained.
 - 4.4.B. The authority of the secretary is access to and control over board documents, and the use of staff time not to exceed 40 hours per year.

Board Treasurer's Role

- 4.5. The board treasurer is an officer of the board whose purpose is to serve as a primary designated qualified internal monitoring agent of the fiscal status of the organization upon board's request for monitoring.

Board Member's Code of Conduct

- 4.6. The board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

- 4.6.A. Members must demonstrate loyalty to the ownership, unconflicted by loyalties to staff, other organizations, or any personal interest as consumers.
- 4.6.B. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - 4.6.B.a. There will be no self-dealing or business by a member with the organization. Members will annually disclose their involvements with other organizations or with vendors and any associations that might be reasonably seen as representing a conflict of interest.
 - 4.6.B.b. When the board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall withdraw without comment not only from the vote but also from the deliberation.
 - 4.6.B.c. Board members will not use their board position to obtain employment in the organization for themselves, family members, or associates. A board member who applies for employment must first resign from the board.
- 4.6.C. Board members may not attempt to exercise individual authority over the organization.
 - 4.6.C.a. Members' interaction with the Artistic Director or Executive Director or with staff must recognize the lack of authority vested in individuals except when explicitly authorized by the board.
 - 4.6.C.b. Members' interaction with the public, the press, or other entities must recognize the same limitation and the inability of any board member to speak for the board except to repeat explicitly stated board decisions.
 - 4.6.C.c. Except for participation in board deliberation about whether the Artistic Director or Executive Director has achieved any reasonable interpretation of board policy, members will not express individual judgments of performance of employees, the Artistic Director or Executive Director.
- 4.6.D. Members will respect the confidentiality appropriate to issues of a sensitive nature.
- 4.6.E. Members will be properly prepared for board deliberation.
 - 4.6.E.a. Members will be familiar with the latest adopted policies.
 - 4.6.E.b. Members will be familiar with the underlying theory of policy governance, as outlined in John Carver's *Boards that Make a Difference*.
- 4.6.F. Members will support the legitimacy and authority of the final determination of the board on any matter, without regard to the member's personal position on the issue.
- 4.6.G. Members will join Patron Society of LBC.

Board Committee Principles

- 4.7. Board committees, when used, will be assigned so as to reinforce the wholeness of the board's job and so as never to interfere with delegation from board to Artistic Director or Executive Director.

Cost of Governance

- 4.8. Because poor governance costs more than learning to govern well, the board will invest in its governance capacity.