



KEY PRINCIPLES OF ALASKA STATE FAIR POLICY OF GOVERNANCE

Introduction

If elected as a new Board member, following is a short summary of how the Board conducts its affairs under our Governance Policy/Board Policy Manual.

- It is important to be ready for a new learning experience that can be counterintuitive until you master the ideas and practices of Policy Governance. This can be a particular challenge if you have past or active Board experience on traditional operating Boards.
- Our Policy Governance is derived from The Policy Governance® Model <http://www.carvergovernance.com/model.htm>, an integrated board leadership paradigm created by Dr. John Carver. It is a groundbreaking model of governance designed to empower boards of directors to fulfill their obligation of accountability for the organizations they govern. As a generic system, it is applicable to the governing body of any enterprise. The model enables the board to focus on the larger issues, to delegate with clarity, to control management's job without meddling, to rigorously evaluate the accomplishment of the organization - to truly lead its organization. Our Board members are expected to familiarize and absorb the key principles of The Policy Governance Model. Board meetings are not the proper place nor time for instructional educational programs and without this understanding, you will find yourself in continual conflict, which can lead to undisciplined and disruptive Board meetings.

Please use discipline and learn The Policy Governance Model, and Board Policy Manual, without which you will not be as effective on the Board as you most likely desire.

- It may help new Board members facing the challenge of understanding the Policy Governance model, to compare the Policy Governance Model to an analog clock. Clocks have cogs and gears designed to work in tandem. If you remove one cog from one gear, the clock will not tell time. Clocks are products of careful design; typical Board practices are not designed, so much as inherited. The strength in designed systems is their accuracy and power - the weakness is that they do not work if we choose which parts to use and which to omit.
- It may also help to think of the Board as the commander, not an adviser, it does not exist to help but to be in charge, the Board exists to govern, not help. The Boards' function is to set challenging expectations and then get out of the way, except to see that expectations set forth are accomplished through a reasonable monitoring program.

- If elected, the new concept of ends, despite its apparent simplicity, will take some getting used to. It is not the same as goals, objectives, plans, or mission. Ends are simply the designation of organizational results, which gets the results and the cost of these results, with no contamination by methods used to achieve or support them - to do so would be operational and against our policy.
- Board members are obligated to support the legitimacy of Board decisions even if disagreed with, though there is no reason a Director should have to hide their disagreement. Directors must practice self-discipline to prescribe means, and to help your colleagues on the Board to do likewise. Discipline is required for the Governance model to work. This model is effective. It needs to remain effective; removing a cog could result in failure.
- The Board hires only one employee - the General Manager, and speaks as a collective group to the General Manager. The Board empowers the General Manager to any reasonable interpretation of Board generated expectations and the Board is duty bound to support the General Manager's interpretation, not your own, to be reasonable unless it clearly violates Board policy. You must be disciplined and understand that as an individual you have no authority over the organization and that no one in the organization works for you.
- Again, be mindful that you serve on the Board to Govern, not Manage. The Board contracts and empowers the General Manager according to Board Policy to manage. The General Manager employs professional staff to maintain and enhance operations of the facilities and the Fair. It is the General Manager and staff charged to manage Fair operations, not the Board.
- As a Board member, just listening to numbers of people is not enough. Board decisions are on behalf of what is in the best interest of the total statewide ownership and Alaska State Fair, Inc., not just those who take the time to lobby you as a Director.
- Alaska State Fair, Inc. Board Policy Manual is located on our web site:

(Alaska State Fair/About Us/Board of Directors/Board Policy)

<http://www.alaskastatefair.org/site/wp-content/uploads/2016/03/ASF-BOD-Policy-2015-Web-Version.pdf>