

Board Member Facilitator Guide for IOA Member Dialogues

August 12, 2021

1. Welcome and Introductions:

- **Welcome:** Welcome all to today's IOA Member Dialogue. I am _____, and I am a member of the IOA Board. I appreciate your taking time to participate in today's discussion and also for preparing in advance to help us make the most of this meeting today.
- **Introductions:** You may be familiar with each other, but in case you aren't, I will appreciate your introducing yourselves by stating your name and if you like, where you work.

2. Timing: Recall from the welcome and intro for this meeting, our agenda has us meeting in this small breakout for 50 minutes – nearly an hour – to discuss the proposed revisions to the IOA Bylaws.

3. Purpose: Providing space for you to share your views and hear others is the primary purpose of the dialogue and we are looking forward to hearing from you. Because this is only one of two sessions, each with several small breakout groups, we do not expect to resolve any issues today, but this will provide feedback for the board to consider before bylaw proposals are again presented to members for a vote.

4. Safe and Succinct: We want this to be a safe space for each of you to share your views. Please help us keep it safe by sharing your perspectives respectfully, honoring others who may have differing views. Also, we have limited time and want to be sure that all who care to speak have the opportunity to do so. Please be concise and brief in making your comments.

5. Role of Facilitator: I am here to facilitate a healthy discussion. Where there are questions about any of the proposed revisions, I (as a member of the IOA Board) will answer those questions to help you understand the Board's reasoning and rationale for the changes. I am speaking as a member of the Board and not as an IOA member. Though I might have voiced a differing opinion during Board discussions, I support Board decisions once made. I will take notes from our discussion today in summary form and do our best to focus in on what seemed most important to you and also try to accurately reflect the group's priorities or differences.

6. Pulse Taking: Based on feedback already received, it seems that most concerns are directed at only a few of the proposed changes. To maximize the effectiveness of our discussion time, I would like take a pulse from this group. Are the areas of most concern to you the following?

- Having all candidates for election to the Board of Directors who meet the minimum qualifications be put before members in the election?
- Changes to the qualifications for election as a Director?
 - Two-year membership in IOA for everyone as a baseline qualification to serve?
 - Minimum two CO-OP certified Ombuds or passed the CO-OP test?
 - Maximum two members who have not practiced as an organizational ombuds?
- Creation of a ladder of officer positions (electing a President-Elect, who then moves to President and Immediate Past President in the two years after their term as President-Elect)?
- Changing the quorum requirement for member meetings from 25% to 10% of all members?

If there are areas of concern, please speak up now so I can get those on the list.

7. Questions: OK, let's begin with a discussion of the proposal that submits all candidates who meet the qualifications (whatever they are) to the members to the vote—

- Do you agree that eliminating the discretion of the NGC and the Board to restrict the number of candidates is good? If so, why? If not, why? In lieu of the proposal, what would you suggest?
- Would you like to continue to elect a “slate” (voting on the same number of candidates as there are open positions)? If so, why? If not, why not?
- Do you agree that expanding eligibility for service on the Board beyond 27% of members is a good? If so, why? If not, why?
- Is a requirement of years of IOA membership a sufficient minimum qualification for election to the Board? If not, why not?
- Is two years of IOA membership the right number or should the number be higher or lower? What should the number be?
 - Do you think that people with fewer years of ombuds experience or IOA membership are less committed to the IOA Standards of Practice? If so, why?
 - Do you have any other suggestions for IOA to honor the importance of diversity, equity, inclusion, and belonging in our organization in terms of changing eligibility for service on the Board? If so, what?
- If something more than years of membership should be required for Board service, what should that something else be? Would your suggestion require the Nominating Committee to make judgment calls or interpret that requirement in reviewing candidates to determine eligibility?
- Should the Board have a minimum number of CO-OP (or CO-OP qualified) people? If so, what is the best number to require?
- Should anyone who has not practiced as an organizational ombuds be permitted to serve on the Board? If so, what other qualification would you like to see? If not, why not?
- Do you think requiring a higher Board vote to approve changes to the Standards of Practice from a simple majority to two-thirds helps protect the Standards of Practice? Does this higher vote requirement impact your thoughts about who should be eligible to serve on the Board?

Let's focus on the officer positions—

- What are the pros and cons of having an officer-ladder approach for the president?
 - Pro—continuity of leadership; training for leadership; only one year as president but leadership as President Elect for one year before serving as President and one year after as Immediate Past President.
 - Con—getting “stuck” with someone for three years as a result of one election, especially if not a good leader; new Board members (who did not vote on the President Elect) will work with a President and Immediate Past President that they did not vote for.
- How do you feel about the current method of election of officers, and particularly the President. By way of background you should know that at present, officers are elected by the Board immediately after new Directors join the Board. Any member of the Board may run for any officer position. Up to the time of officer election, the Board may not have any idea who will become President. President and Vice President and once elected each serve for one-year terms and after the next year's Director election, the election process is repeated. Treasurer and Secretary each serve two-year terms and Assistant Treasurer serves a one-year term. All officers may run for a second term.

Do you have any other suggestions for how to deal with officer elections?

Let's discuss the quorum requirement—

- If you object to this change, why? Is there anything else you would propose?
- As IOA (hopefully) continues to grow, do you think it will be hard to have a full quarter of our members show up of vote on member issues like bylaws? If so, why? If not, why not?
- Are you aware that this change has been describe as in keeping with best practices for associations by IOA outside lawyer?

Anything else—

Address any other bylaws changes or proposals identified at the beginning of the session. Why do people support or oppose them? What, if anything, do they would be a better provision?

8. Share Summary of key points: (If you have time before going back to the Plenary) I have taken notes of the discussion and now will summarize key points. Please provide feedback, and offer edits the summary. I want to be sure that it accurately represents the group's perspective.

9. Thank you: Thank you for participating in this dialogue and engaging with us in helping us make important and needed changes to the IOA Bylaws. We are now moving into the large group for a wrap up and to hear about next steps.