



FONDAZIONE  
PALAZZO  
STROZZI

## **BOARD POLICIES**

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### **WHAT IS A “POLICY GOVERNANCE MODEL”?**

Policy Governance clearly delineates between the roles and responsibilities of the Fondazione Palazzo Strozzi’s Board of Trustees and staff. The key principle is that the Board governs, it does not manage or administer. The Board governs through clearly understood and articulated policies which are enabling for both the Board and staff.

The Board has one employee, its Director. The Board directs the Director who in turn provides direction to all other staff. Staff of the Fondazione does not “work for” individual Board members or Board committees. The Board holds the Director accountable for the quality of all staff work. The Director in turn holds his/her senior management team accountable.

### **WHAT DOES THE BOARD DO AND WHAT DOES THE Director DO?**

The Board represents and is accountable to the “ownership” – the Soci Fondatori. The Board’s job is governance. It establishes the organization’s goals, strategic plans, and Board policies. Implementation of the Board’s directions, and the establishment of organizational policies rests with the Director.

Board policies require the Director to achieve certain results. The Director, while possessing flexibility in achieving these goals, must act within acceptable boundaries set out in the executive limitations policies. The Board delegates authority to the Director within specific limits. The Director may then establish administrative and operational policies, makes decisions, and take actions which are consistent with the Board’s policies. The Board respects the Director’s decisions as long as the delegation continues.

### **THE BOARD HAS ROLES BEYOND MAKING POLICY**

- Provides leadership to the organization (e.g. vision, strategic priorities)
- Works to ensure the organization has the resources it needs, through advocacy with government and fundraising activities
- Assures organizational performance
- Is actively involved in fundraising
- Promotes the Fondazione Palazzo Strozzi