Fostering and Accelerating Generative Governance

Frank Martinelli
Center for Public Skills Training
CEO and Senior Staff Institute
August 6, 2019
Summary of the Fiduciary, Strategic & Generative Frames of Governance

The “Governance as Leadership” concept reframes the way we look at Board work with a goal to raising Board work and awareness to a higher standard. By thinking about Board work under three components: Fiduciary, Strategic and Generative, Boards can address their roles and achieve results in new ways.

Fiduciary: Focus is on “Conformance” – Control Mechanisms (Board as Sentinel)

Fiduciary duties and activities embrace the familiar “Board work” found on the agenda of any Board. Once ground level basic board functioning is in place, then in their Leadership role, Boards can take fiduciary governing and stewardship to new and higher levels of thought. Fiduciary roles include:

- Financial oversight
- Legal responsibility and accountability to members, governments & stakeholders, including liability and risk management
- Board role as the permanent entity for the organization
- Trustee role on behalf of the public, ensuring effective use of resources

Strategic: Focus is on “Vision of Intended Impact” – Direction Setting (Board as Strategist)

The Board is responsible for strategic thinking and decision making at the highest levels. Strategic thinking and wisdom can take a Board member beyond the immediate professional skills he/she brings to the table to value-added leadership in:

- Policy making for governance policies
- Problem solving
- Strategic planning
- Strategic decision making (different from the planning role)

Generative: Thinking leading to Breakthroughs – Sense Making (Board as Sense-Makers)

Working in concert with the CEO, generative thinking invites Boards to take a fresh look at opportunities and challenges from a broader perspective. Using knowledge and data plus Board insight, generative leadership provides long term impact and meaning to the non-profit organization by creating a fresh understanding of complex and ambiguous situations. This activity is called “sense-making” or “problem-framing”. “When you put it that way, it makes sense”. Generative thinking is characterized by:

- Noticing cues and clues.
- Looking at an issue from different perspectives and viewpoints. Reorganizing data into patterns, seeking different frames of reference.
- Thinking retrospectively to uncover patterns and to recognize the compelling organizational stories and history.

Generative thinking is the fun part of governance bringing a deeper meaning and value to Board service. Board members can provide incredibly valuable insight. Too often, decisions come to the Board packaged, digested and all that’s left is official Board approval. For major turning points, the Board needs to be involved when the issue is at the level of “Wow, we need to work on this”.

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1 Source: BoardSource & CentrePoint Non-Profit Management
2 Governance as Leadership: Reframing the Work of Nonprofit Boards by Richard P. Chait, William P. Ryan, Barbara E. Taylor
Profile of the Future-Focused Board

For a pool to succeed, it must have a board that is passionately committed to the mission, possesses substantial leadership skills, and is organized for strategic leadership. Nothing less will do during this time of heightened change. Boards continue to face the challenges of building long-term financial sustainability, weighing strategic restructuring options, planning for leadership succession, and more. The unrelenting pace of change challenges nonprofit boards to look and act differently. Some boards have already made the transition. They possess a number of qualities and characteristics that together define a new profile of board effectiveness.

The boards that fit this new profile possess the following characteristics:

- They are **visionary and future-focused**, spending most of their decision-making time looking forward.
- They possess an **entrepreneurial spirit**, understanding that their organizations operate in a fast-changing marketplace, which seeks products and services to meet emerging customer needs.
- The new-thinking boards’ leaders are **risk-takers**, balancing the need to take chances with the traditional stewardship responsibilities of board service.
- They are **strategic decision makers** who, in partnership with staff leadership, utilize a range of planning approaches and tools.
- They are **effective communicators**, understanding the importance of good communication at all levels. They organize the board and its committees accordingly.
- They are **systems thinkers**, seeking to understand the root causes and forces that shape the issues and challenges they will face in the boardroom. They look for courses of action that will exert the highest possible leverage as they respond to those issues.
- In these “new” boards, leaders also look for creative ways to connect their organizations to the world around them, exploring and imagining new forms of partnership and alliances that will support their missions and advance their strategic plans.
- The “new” boards’ leaders also have a deep appreciation of the strength of diversity. They understand that diversity helps assure a higher level of responsiveness to customers and also promotes creativity, innovation and organizational learning.

These qualities and characteristics that define effective boards equip their members to exercise a more visionary and strategic leadership style.

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3 By Frank Martinelli, appearing in YOU and Your Nonprofit Board: Advice and Practical Tips from the Field’s Top Practitioners, Researchers and Provocateurs, published by Charity Channel Press 2013.
Meeting Techniques for Generative Boards

- Silent Starts- Set aside 2 minutes for each board member to anonymously write on an index card the most important question relevant to the issue at hand.

- One Minute Memos- At the end of discussions give each board member 2-3 minutes to write down any thoughts or questions that were not expressed.

- Future Perfect History- In breakout groups develop a narrative that explains in future perfect tense how the organization moved from its current state to an envisioned state.

- Counter Points- Randomly designate 2-3 board members to make the powerful counter arguments to initial recommendations.

- Role Play- Ask a subset of the Board to assume the perspective of different constituent groups likely to be affected by the decision at hand.

- Breakouts- Small groups counter group think and ask: Do we have the right questions? What values are at stake? How else might this issue be framed?

- Discussion questions
  
  o Analytic Questions: What is the biggest gap between the case we make for membership/support and our actual actions and accomplishments? What does that say about the pool?
  
  o Retrospective Thinking: What are our pool’s successes or setbacks? How and why did they happen? What does this mean for the future?
  
  o Future-Perfect History: It is the year 2030 and we have achieved desired recognition! This achievement could not have happened if this board of directors had not .....  
  
  o Dominant Narratives: How do you trace the pool’s past trajectory or saga? What does it mean? What does it suggest about what to do next?

- Simulations – Board members can simulate some decisions – not to second guess- but to provoke discussion about the tradeoffs that management faces.

- Surveys – The board can administer a survey anonymously prior to the discussion of a major issue. For instance: What should be at the top of the Board’s agenda next year? What are we overlooking at the peril of organization?"

Source: The Practitioner’s Guide to Governance as Leadership by Cathy A. Trower
Redesigning Your Board Meetings

Plans to Enhance Board Meeting Effectiveness (Sharpening Our Focus on the Future)

Locate “Three Modes of Governance: Where Are We and Where Do We Want to Be?” Worksheet on the next page.

1. Review “Board activities in this mode” and “Action verbs that reflect this mode” for each of the three modes of governance

2. Based on step #1, do a quick estimate of:
   - Current % of Board Time Devoted to Each Mode
   - Hoped-for % of Board Time Devoted to Each Mode

3. Now focus on “Board activities in this mode” and “Action verbs that reflect this mode” for Strategic Mode and Generative Mode. Which of these activities and actions are good places to start? Also, how can you incorporate the work of the AGRiP SuperForecasters, the AGRiP publication “Thriving in Uncertainty: Making Your Pool Future Ready, the PWC publication “Insurance 2020: Turning Change Into Opportunity” and other resources provided by Rebecca Ryan, AGRiP’s resident futurist?

4. Finally, identify some first steps you can take to increase strategic and generative work in your board meetings this year.

After the conference, plan on reviewing your initial work with this exercise. Give special attention to the other core strategies covered in the workshop session, especially use of committees and task forces and the Board Chair/CEO partnership.
# Three Modes of Governance: Where Are We Now and Where Do We Want to Be?

<table>
<thead>
<tr>
<th>Board’s Role</th>
<th>Fiduciary Mode</th>
<th>Strategic Mode</th>
<th>Generative Mode</th>
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</thead>
</table>
| **Sentinel** | • Financial oversight  
• Legal responsibility and accountability to members, governments & stakeholders, including liability and risk management  
• Board role as the permanent entity for the organization (even though Board membership changes)  
• Trustee role on behalf of the public, ensuring effective use of resources | • Policy making for governance policies  
• Problem solving  
• Strategic planning  
• Strategic decision making (different from the planning role) | • Noticing cues and clues.  
• Looking at an issue from different perspectives and viewpoints. Reorganizing data into patterns, seeking different frames of reference.  
• Considering alternative futures  
• Thinking retrospectively to uncover patterns and to recognize the compelling organizational stories and history. |
| **Strategist** | • Oversee operations  
• Ensure effective and efficient use of resources  
• Ensure legal compliance and fiscal accountability  
• Evaluate CEO  
• Monitor organization results | • Ensure mission is relevant  
• Scan internal and external environments  
• Monitor outcomes & impact via critical success factors and benchmarks  
• Review & modify strategic plan  
• Select the CEO | • Discover strategies, priorities, and realities  
• Perceive and frame better problems and opportunities  
• Suspend the rules of logic to tap intuition and intellectual playfulness  
• Encourage robust discourse not quick consensus |
| **Sense Maker** | • Notice cues and clues.  
• Looking at an issue from different perspectives and viewpoints. Reorganizing data into patterns, seeking different frames of reference.  
• Considering alternative futures  
• Thinking retrospectively to uncover patterns and to recognize the compelling organizational stories and history. | • Discover strategies, priorities, and realities  
• Perceive and frame better problems and opportunities  
• Suspend the rules of logic to tap intuition and intellectual playfulness  
• Encourage robust discourse not quick consensus |

| Board Activities In This Mode | • Financial oversight  
• Legal responsibility and accountability to members, governments & stakeholders, including liability and risk management  
• Board role as the permanent entity for the organization (even though Board membership changes)  
• Trustee role on behalf of the public, ensuring effective use of resources | • Policy making for governance policies  
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• Looking at an issue from different perspectives and viewpoints. Reorganizing data into patterns, seeking different frames of reference.  
• Considering alternative futures  
• Thinking retrospectively to uncover patterns and to recognize the compelling organizational stories and history. |

| Action Verbs That Reflect This Mode | • Oversee operations  
• Ensure effective and efficient use of resources  
• Ensure legal compliance and fiscal accountability  
• Evaluate CEO  
• Monitor organization results | • Ensure mission is relevant  
• Scan internal and external environments  
• Monitor outcomes & impact via critical success factors and benchmarks  
• Review & modify strategic plan  
• Select the CEO | • Discover strategies, priorities, and realities  
• Perceive and frame better problems and opportunities  
• Suspend the rules of logic to tap intuition and intellectual playfulness  
• Encourage robust discourse not quick consensus |

| Current % of Board Time for Each Mode | ___ % | ___ % | ___ % |
| Hoped-for % of Board Time for Each Mode | ___ % | ___ % | ___ % |

Source: BoardSource & The Center for Public Skills Training
Foremost Critical Challenges Facing Our Pool over the Next 1-3 Years

<table>
<thead>
<tr>
<th>Step 1</th>
<th>Step 2</th>
<th>Step 3</th>
<th>Step 4</th>
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</thead>
<tbody>
<tr>
<td>Foremost critical issues and challenges that the pool will need to address over the 1-3 years (How should these issues be framed: fiduciary, strategic, or generative?)</td>
<td>What roles would be appropriate for the board to play in addressing each issue listed in Column 1?</td>
<td>Clarify the board's need for information and education regarding this issue. (In order to make good decisions in response to this issue, what new things will the board need to know and be able to do?)</td>
<td>What resources can the Board access to help address this issue?</td>
</tr>
</tbody>
</table>

1.  

2.  

3.  

4.
Critical Strategic Issue Briefing Paper Format

Critical Strategic Issue$^4$ Statement:

- **Background:** *(Why and how this is a critical issue for your pool?)*

- **Opportunities for your pool** *(Opportunities for growth, improvement, and/or increased product, program and service impact for your pool?)*

- **Threats for your pool:** *(Threats to your pool and/or members served — consequences for your pool if nothing is done in response to this issue.)*

- **How Other Organizations Facing Similar Issues, Opportunities and Threats Are Responding:** *(What changes, strategies, shifts in direction are organizations attempting? NOTE: Don’t limit yourselves to what other pools are doing. Consider other kinds of organizations as well.)*

- **What major choices, actions, decisions and/or shifts in direction does this issue challenge us to consider?**

- **What other information do we still need in order to develop effective responses to this issue?**

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$^4$ Critical strategic issues are fundamental policy or program concerns which define the most important situations and choices an organization faces now and in the future. Critical issues can reflect:
- Long-standing problems or recent events anticipated to have a significant impact,
- Major impediments that must be overcome, or
- Watersheds/major shifts in thinking that can change the direction of an organization.
## Identifying & Pursuing Key Generative Thinking Opportunities – Sample #1

<table>
<thead>
<tr>
<th>Step 1 – Prioritize New Questions</th>
<th>Step 2 – Identify Learning Objectives</th>
<th>Step 3 – Assign Responsibility</th>
</tr>
</thead>
<tbody>
<tr>
<td>List most critical new questions and emerging challenges requiring generative thinking on the part of our nonprofit. (In making this determination, consider the five markers for spotting generative opportunities⁵)</td>
<td>Clarify the Board’s need for information and education regarding this new question or emerging challenge. (To make sense of this new question and/or emerging challenge, what new things will the Board need to know and be able to do?)</td>
<td>What resources can the Board access to make sense of the selected critical new questions challenges? Also determine “who” is assigned the task of generative thinking on the new question or emerging challenge.</td>
</tr>
</tbody>
</table>

**Example:**

### What will be the impact of automation and robotics on the Milwaukee regional economy with respect to employment and unemployment? In particular the City of Milwaukee?

| 1. How many and what kind of jobs now performed by people will no longer exist? |
| 2. How many and what kinds of jobs will be created as a result of automation? |
| 3. Who will be affected? Specifically what will be the impact on poor and working people? Broken out by age, race, ethnicity, sex/gender, location, etc.? |
| 4. What will be the pace of the projected job loss/gains? |
| 5. What steps are currently being taken and by whom to address the potential impact? What is the place of universal basic income (UBI)? |
| 6. What are the implications of these projected job losses for nonprofit and public sector organizations involved in workforce development, employment training of unemployed and underemployed residents? For example, are people being trained and readied for jobs that will disappear? |

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⁵ Using the five markers for spotting generative opportunities, identify opportunities that require generative thinking on the part of the Board. Source: Cathy Trower, The Practitioner’s Guide to Governance as Leadership:

- **Ambiguity** - Multiple interpretations of what’s actually going on
- **Saliency** - Issue means a great deal to a great many
- **High stakes** - Outcome of the discussion and decision leads to questions about core values and organizational identity
- **Strife** - Confusion and conflict need to be resolved
- **Irreversibility** - Decisions cannot be easily revised or reversed
### Identifying & Pursuing Key Generative Thinking Opportunities – Sample #2

<table>
<thead>
<tr>
<th>Step 1 – Prioritize New Questions</th>
<th>Step 2 – Identify Learning Objectives</th>
<th>Step 3 – Assign Responsibility</th>
</tr>
</thead>
<tbody>
<tr>
<td>List most critical new questions and emerging challenges requiring generative thinking on the part of the Board of Trustees. (In making this determination, consider the five markers for spotting generative opportunities⁶)</td>
<td>Clarify the Board of Trustees’ need for information and education regarding this new question or emerging challenge. (To make sense of this new question and/or emerging challenge, what new things will the Board of Trustees need to know and be able to do?)</td>
<td>What resources can the Board of Trustees access to make sense of the selected critical new questions and challenges? Also determine “who” is assigned the task of generative thinking on the new question or challenge.</td>
</tr>
</tbody>
</table>

**Example:**

**What will AI mean for libraries in terms of workforce and library service in the future?**

**Example:**

1. What is AI and related technologies such as machine learning, linked data, and blockchain technology?
2. What are the opportunities and threats for libraries associated with development and application of AI?
3. How might we leverage AI in support of our mission? How might AI help us do some of our work better?
4. How might we support AI and machine learning in ways that are consistent with and natural evolutions of the long-standing missions and functions of libraries as sources of information and the tools, resources, expertise to use that information?⁷
5. What will be the long term impacts of these technologies on the roles of library staff?

**Example:**

Appoint an AI task force or study group made up of board, staff and external resource people knowledgeable about AI to explore the future impact and use of AI and to educate the board and staff on the subject.

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⁶ Using the five markers for spotting generative opportunities, identify opportunities that require generative thinking on the part of the Board of Trustees.

⁷ Source: Cathy Trower, The Practitioner’s Guide to Governance as Leadership
- Ambiguity - Multiple interpretations of what’s actually going on
- Saliency - Issue means a great deal to a great many
- High stakes - Outcome of the discussion and decision leads to questions about core values and organizational identity
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**Resource:** Librarians’ Perceptions of Artificial Intelligence and Its Potential Impact on the Profession [https://tinyurl.com/y7eznhcs](https://tinyurl.com/y7eznhcs)
**Resource:** How libraries might change when AI, machine learning, open data, block chain & other technologies are the norm [https://tinyurl.com/yaosot4w](https://tinyurl.com/yaosot4w)
Tips for Building the CEO/Board Chair Relationship

- Ensure current job descriptions are in place for CEO, board chair, and board members and that they reflect the three modes of governance: judiciary, strategic, and generative.

- Meet regularly outside of regular board meetings to have candid, meaningful discussions about your relationship and about issues facing the organization to ensure no surprises for either partner.

- Keep track of key concerns about your relationship and about the board, set goals, and develop an action plan to work on them.

- Seek clarity about each other’s point of view by asking questions and being open to learning and by sense-making together.

- Be realistic about what you can accomplish and discuss more than one avenue to success on any given issue (for example, could something be asked to addressed by the chair of the governance committee or by the executive committee?).

- Establish a process for measuring progress and set markers for success.

- Avoid becoming a “two-person” board, avoid creating a dynamic in which the CEO and the board chair so dominate the governance process that no one else has input or impact.

- Approach assessment as tool to strengthen board chair and executive performance.

Source: Adapted from The Practitioner’s Guide to Governance As Leadership by Cathy A. Trower
Exercise: Exploring Our Mental Models

Mental models are deeply ingrained assumptions or generalizations that influence how we understand the world, our profession/work and how we take action. Some other words we use for mental models are perspectives, beliefs, assumptions, and mindset, to name a few. Mental models, especially when they have grown out of date, are often the greatest barriers to implementing new ideas in organizations and industries, but they are also the area of organizational learning where organizations can make the most significant impact.

Here's an example:
In the past, one mental model of library leadership might have been expressed as "A library is a building with shelf space to house book collections; patrons come to the library and check books out for reading elsewhere." With such a mental model in place, library leadership would have had difficulty noticing, understanding, and then acting upon implications of the Internet, and the rise of social media use especially by young people, on future planning for libraries. The new mental model of the library as the gateway to an expanding world of information changes how libraries define success, how they plan for the future, the professional development of new librarians, and more.

One way to surface our mental models is to reflect on what we hear ourselves and others saying. People express their beliefs and mental models through four linguistic forms:

- **Values:** "It's important to me that..." "I like for..." "I don't like it when..." (These sentences express values that are important to people. Values are our expression of how we'd like the organization, the industry, larger society to be.)

- **Rules:** "We can't..." "You/we have to..." "You/we must..., must not..." (Words like "can't", "must", "have to" signaled the rules we and our organizations live by and believe in, our beliefs about what is acceptable and unacceptable, what is right and wrong.)

- **Cause – Effect:** "That's why it happened." "If we do that, then..." (Statements that demonstrate cause-and-effect show a person's beliefs about how things are related/connected in the organization, industry and in the world.)

- **Identity:** "We are an organization that..." "We are an organization known for..." "We are not just a..." (Statements that include "we are" in some form express and individuals or an organization's beliefs about themselves, about who the organization is, the organization's identity.)

**YOUR TASK:** Reflect on the definition and mental model forms above and then respond below:

- In the left column, list what you believe are some of the most important mental models, beliefs, paradigms, and assumptions that we operate from in our pool that influence how we act internally and externally.

- In the right column, share your comments about each mental model: How does this mental model affect our actions? Is this mental model still valid and what is the evidence that the mental model still works? (Are we sure?) Conversely, is this mental model obsolete in some way and if so, how? Again what is the evidence that the mental model no longer works?

<table>
<thead>
<tr>
<th>Mental Model:</th>
<th>Is this mental model still valid? Your comments:</th>
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<tbody>
<tr>
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Governance Committee Description

General Purpose: The purpose of the Governance Committee is to build and maintain a strong Board for the pool. The Committee will establish and drive a continuous improvement process in order to help the Board and individual Directors become more valuable as strategic assets of the organization, contributing to our long-term success. Composition: The committee chair and members of the Governance Committee shall be board directors nominated by the Board President with affirmation by the Board of Directors. Non board members may also serve on this committee at the discretion of the Board.

Responsibilities:

Board Recruitment
1. Review the structure and size of the Board and the Board committees. Periodically, review with the Board the appropriate skills and characteristics required on the Board in keeping with the strategic direction of the organization.
2. Identify and consider candidates for Board membership. On behalf of the Board, assess the skills and experience of prospective Board members. Present candidates to the full Board for consideration.
3. Review the institutional and other affiliations of directors and director candidates for possible conflicts of interest. Investigate any potential conflict of interest involving a director and make a recommendation to the Board for resolution.

Board Leader Development
4. Conduct assessment/evaluation of the Board, the President, individual directors, including each director's self-assessment, and Board meetings/sessions.
5. Identify leadership development opportunities for existing and potential Board members to maximize member's contributions.

Board Education
6. Plan Board education including new member orientation, education of Board members and Board retreats.
7. Plan training and education of the Board related to governance roles and responsibilities and with respect to bridging Board knowledge gaps.

Board Governance Effectiveness
8. Keep up to date on developments in the nonprofit/pool governance field. Annually review and assess the governance practices of the Board and recommend any proposed changes to the Board for approval.
9. Evaluate and monitor governance structures and processes, including policy development and processes for Board monitoring/oversight of operations.

The Governance Committee will also:
- Report to the Board of Directors at regular Board meetings in a manner determined by the Board.
- Annually submit objectives as part of the committee planning and budgeting process.
- Annually evaluate its work as a committee and the objectives it has committed itself to and report on same to the Board of Directors.

7 The organization has adopted the Governance as Leadership board model. In this approach, the board operates in 3 modes of governance: the fiduciary mode, where boards are concerned with the stewardship of tangible assets; strategic mode, where boards create a strategic partnership with management; and generative mode, where the board’s central purpose is to be a source of leadership for the organization in its principal role is as a "sense maker" – exploring new and potentially disruptive ideas and developments that may impact the organization in the future.
Resource Bibliography: A Starter List

- AGRiP Strategic Foresight Resources  http://www.agrip.org/strategic-foresight/
- BoardSource  https://boardsource.org/
- Society for Human Resource Mmgmt Board Succession Resources  http://tinyurl.com/yybey9mn
- Succession Planning for the Non-profit Board Chair by Social Venture Partners of Boulder County  https://tinyurl.com/ycd5xr2s
- The Board Chair-Executive Director Relationship: Dynamics that Create Value for Nonprofit Organizations by Mary Hiland  http://tinyurl.com/z8saksb
- The Systems Thinker  https://thesystemsthinker.com
- Thinking in Systems: A Primer by Donella H. Meadows  https://tinyurl.com/z4uyhmv
- YOU and Your Nonprofit Board: Advice and Practical Tips from the Field's Top Practitioners, Researchers, and Provocateurs by CharityChannel Press.  http://tinyurl.com/q2wl5tt

For more information, contact:

Frank Martinelli, The Center for Public Skills Training.  
Voice: 414-961-2536  Email: frank@createthefuture.com

Helping Determined Nonprofit & Public Sector Leaders Harness the Power of Shared Vision
The Visionary Leader

Max DePree ends his book Leadership Jazz with a captivating story about leaders whose actions were inspired by vision. This story demonstrates to us the vital link between strategic and generative governance, vision and the stewardship responsibilities of board leadership. It's a lesson for all of us: our leadership will touch the lives of individuals and communities of the future.

In the late fourteenth century, the members of New College at Oxford, moved into their quadrangle, the first structure of its kind, intended to provide for the residents all that they needed. On the north side of the quadrangle sit the chapel and the great hall, beautiful buildings and, as you might imagine, the focus of the life of the college.

In the middle of the nineteenth century, almost five hundred years later, the college hired architect Sir Gilbert Scott to restore the roof of the hall. The roof and the great oak beams that supported it had badly rotted. And so representatives from the college with Sir Gilbert visited Great Hall Woods, in Berkshire, where they expected to find trees for replacement beams. Sure enough, the replacements were standing there, waiting to be hewn out of the living oak trees planted a century before for just that purpose.

An anonymous leader's promise had been fulfilled. The voice and touch of a distant leader had been joined.