



DRAFT /TEMPLATE

Board of Directors Job Description

_____ welcomes you to our board of directors!

Serving as a member of this governing body is both a privilege and responsibility.

As an elected board member, you are endowed with certain legal and ethical responsibilities as you govern the organization.

Three Primary Fiduciary Duties:

1. Duty of Care

The duty of care describes the level of competence that is expected of a board member and is commonly expressed as the duty of "care that an ordinarily prudent person would exercise in a like position and under similar circumstances." This means that a board member will make informed decisions that are in the best interest of the organization.

2. Duty of Loyalty

The duty of loyalty is a standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the organization. This means that a board member can never use information obtained as a member for personal gain, must disclose actual or potential conflicts of interest, and must act in the best interests of the organization.

3. Duty of Obedience

The duty of obedience requires board members to be faithful to the organization's mission. They are not permitted to act in a way that is inconsistent with the central goals of the organization. A basis for this rule lies in the public's trust that the organization will manage donated funds to fulfill the organization's mission and adhere to the policies and procedures that have been approved by the board.

Three Key Functions of the Board of Directors:

1. Planning and Policy

- a. Establish the direction of the organization. This includes but is not limited to defining the vision, mission, and a strategic plan that defines measurable goals/objectives.
- b. Adopt and implement policies to guide the operation of the organization.
- c. Ensure compliance with local, state, and federal laws.

2. Resource Development

- a. Adopt and monitor the organization's operating budget program.
- b. Create an annual development/fundraising plan to ensure that the organization can fully fund its mission.
- c. Generate community awareness and support for the organization's mission
- d. Assist with prospecting as it relates to volunteer engagement, in-kind contributions, and suggestions for potential board members.

3. General Oversight and Engagement

- a. Hire, evaluate, and support the Executive Director/CEO (or other principle staff member).
- b. Ensure that individual board and staff uphold the core values of the organization.
- c. Implement board norms/procedures to ensure accountability of the board to the organization/mission.

Additional Board Member Responsibilities (Org. can determine if you want to use the list below as the final portion of this "Job Description" document or outline the "Expectations for Board Members" as a more detailed separate document that allows for board members to sign that they understand/and agree to the established terms of engagement. (We outlined some of those terms of engagement during the VIP session)

1. Attend board meetings, committee meetings, orientations events and special meetings.
2. Understand the organizational mission, goals and objectives, and programs.
3. Make decisions on issues, policies, goals, and objectives based on careful consideration of facts and all relevant data.
4. Participate fully and openly in meetings.
5. Stay informed, ask questions, request information.
6. Provide counsel.
7. Give of time, money, and expertise at a leadership level.
8. Invite others to give financial support; volunteer in annual/capital campaigns and help open doors for philanthropic funding.
9. Recruit other policy and program volunteers.
10. Serve on at least one committee/action team and accept special assignments as appropriate.
11. Interpret our story and advocate for the organization in the community.