

## **Southeastern New England Climbers Coalition**

### **Board of Directors Job Description and Expectations**

**Purpose:** To oversee policy and direction and assist with the leadership, promotion, and advancement of the Southeastern New England Climbers Coalition so as to support the organization's mission.

#### **Major responsibilities:**

- Organizational leadership and governance
- Formulation and oversight of policies and procedures
- Advisement and oversight of program planning and evaluation
- Financial management, including adoption and oversight of the annual budget
- Promotion of the organization
- Fundraising and outreach

**Length of term:** One year, renewable by the board for up to three consecutive terms

#### **Meetings and time commitment:**

- The board of directors meets at least twice per year by phone or in-person.
- Board members are asked to attend special events and organizational activities (for example, fundraisers, public hearings, media events) to the degree possible and as appropriate to their role on the board.

#### **Specific expectations of members:**

1. Attend at least 50% of scheduled board meetings, and any committee meetings and special events as available.
2. Make a personal financial contribution at a level that is personally significant.
3. Actively participate in fundraising with the organization, as requested.
4. Be alert to concerns that can be addressed by Southeastern New England Climbers Coalition and help the organization understand and reach diverse communities and grow its membership
5. Help communicate and promote Southeastern New England Climbers Coalition mission and programs to the public.
6. Maintain familiarity with finances, budget, and financial/resource needs and ensure that the organization's finances are managed in a sound and ethical manner.
7. Participate in reviewing strategic plans and setting long-term priorities
8. Understand the policies and procedures of the organization to ensure that the corporation is organized and managed in an accountable, fair and systematic manner and in compliance with applicable law.
9. Act and make decisions that are in the best interests of the organization, disclose any conflicts of interest, and refrain from voting on matters where a conflict may exist.

I, \_\_\_\_\_, understand that as a member of the Board of Directors of the Southeastern New England Climbers Coalition I have a responsibility to help the organization fulfill its mission. I believe in the purpose and the mission of the organization, and I agree to act responsibly and prudently as its steward and to meet the responsibilities listed above. If I don't fulfill these commitments to the organization, I will expect the board chair to call me and discuss my responsibilities with me, and if I cannot fulfill these commitments for any reason I will offer my resignation to the board chair.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

## GENERAL BOARD RESPONSIBILITIES AND DUTIES

Board directors are trustees who act on behalf of an organization's constituents, including funders, members, the government, and taxpayers. The board of directors has the principal responsibility for fulfillment of the organization's mission and the legal accountability for its operations. This means that as a group they are in charge of establishing a clear organizational mission, forming the strategic plan to accomplish the mission, overseeing and evaluating the plan's success, hiring a competent executive director and providing adequate supervision and support to that individual, ensuring financial solvency of the organization, interpreting and representing the community to the organization, and instituting a fair system of policies and procedures for human resource management.

### Ten Basic Responsibilities of Nonprofit Boards<sup>1</sup>

1. Determine mission and purpose. It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
2. Select the chief executive. Boards must reach consensus on the chief executive's responsibilities and undertake a careful search to find the most qualified individual for the position.
3. Support and evaluate the chief executive. The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the organization.
4. Ensure effective planning. Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.
5. Monitor, and strengthen programs and services. The board's responsibility is to determine which programs are consistent with the organization's mission and monitor their effectiveness.
6. Ensure adequate financial resources. One of the board's foremost responsibilities is to secure adequate resources for the organization to fulfill its mission.
7. Protect assets and provide proper financial oversight. The board must assist in developing the annual budget and ensuring that proper financial controls are in place.
8. Build a competent board. All boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate their own performance.
9. Ensure legal and ethical integrity. The board is ultimately responsible for adherence to legal standards and ethical norms.
10. Enhance the organization's public standing. The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community.

### Legal Responsibilities of Nonprofit Boards<sup>2</sup>

Under well-established principles of nonprofit corporation law, a board member must meet certain standards of conduct and attention in carrying out his or her responsibilities to the organization. Several states have statutes adopting some variation of these duties which would be used in court to determine whether a board member acted improperly. These standards are usually described as the duty of care, the duty of loyalty and the duty of obedience.

- **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 owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization.
- **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, but must act in the best interests of the organization.
- **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.

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<sup>1</sup> Richard T. Ingram, *Ten Basic Responsibilities of Nonprofit Boards*, Second Edition (BoardSource 2009).

<sup>2</sup> Bruce R. Hopkins, *Legal Responsibilities of Nonprofit Boards* (BoardSource 2003).