

Purpose and Responsibilities of Board of Directors

THE PURPOSE OF THE BOARD OF DIRECTORS

- Establish the mission, vision, goals, and policies of the organization and ensure that the organization is acting consistently with them;
- Ensure that the organization has sufficient resources to achieve its goals;
- Ensure that the organization is meeting stakeholder needs; and
- Ensure that the organization and the Board have sufficient leadership.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS (as a whole and through its committees)

Resource Development

- Establish annual fundraising strategies, plans, and goals.
- Provide leadership for all annual funding campaigns.
- Identify contacts and donors.
- Solicit resources, thank contributors.
- Evaluate success of campaign strategies and goals.
- Define and raise capital resources as necessary.

Strategic Planning & Policy Making

- Establish the organization's vision, mission, and values.
- Establish a strategic plan with specific goals and outcomes; regularly review and revise the strategic plan.
- Review the bylaws and governance policies and procedures periodically to assure financial, legal and moral integrity.
- Identify policy needs and adopt policies that ensure effective, ethical governance and operations.

Stewardship

- Adopt annual budgets to support operating plan.
- Safeguard and manage corporate assets.
- Ensure independent financial audit.
- Review financial operating procedures and how they are audited.
- Monitor financial condition and financial policies and procedures regularly.

Advocacy

- Advocate on behalf of the organization's mission in all communities.
- Engage in public policy advocacy to advance the organization's goals and to improve the outcomes of its stakeholders.

Hire/Oversee/Support the CEO & Evaluate the Board

- Hire a Chief Executive Officer to carry out the strategic plan and ensure that she/he has necessary support and resources.
- Conduct CEO performance appraisal annually.
- Assess collective and individual Board member results in fulfilling responsibilities and identify areas for board development.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS (as individuals)

Major Responsibilities:

1. Establish the mission, vision, goals, and policies of the organization and ensure that the organization is acting consistently with them

- Commit to the vision, mission and values of the agency, including a commitment to diversity at all levels of the organization.
- Attend the regularly scheduled meetings of the Board; inform if unable to be present.
- Take responsibility for being able to meet duties of care, loyalty, and obedience to the organization as set forth in Fiduciary Duties of Directors of Charitable Organizations from the Office of Minnesota's Attorney General.
- Acknowledge and fully disclose any potential conflicts of interest. *

2. Ensure that the organization has sufficient resources to achieve its goals

- Make a personal gift to the annual campaign at a level that is personally meaningful.
- Provide financial support to at least one agency fundraising event annually.
- Make a personal gift to the capital campaign, if underway.
- Help the agency broaden its network of friends by leveraging corporate and community relationships.
- Promote relationships with people or groups who can support and promote the organization.
- Participate in the planning and execution of fundraising activities and/or solicitation.

3. Ensure that the organization is meeting stakeholder needs

- Advocate for the agency in the community, promoting knowledge of its mission, services, and plans.
- Educate oneself about the issues of those served by the organization and the societal conditions that challenge them.
- Promote relationships with politicians and governmental entities that can support and promote the organization.

4. Ensure that the organization and the Board have sufficient leadership.

- Serve on at least one board committee or task force and attend the meetings.
- Attend community events benefitting Tubman .
- Consult with the Chief Executive Officer, as requested, to provide professional advice and expertise.
- Direct any concerns about the agency, its staff, or its processes first to the Chief Executive Officer.
- Recommend potential candidates for membership to the Board of Directors and/or its committees.
- Be a role model for the mission and vision of the organization.

** Conflicts generally arise in areas such as participation of another immediate family member in serving Tubman, serving another agency in conflict with Tubman, or specifics with the member's own job. Such conflicts may cause the director to choose anything from abstaining from voting to resigning from the Board itself.*

BOARD MEMBER EXPECTATIONS

A Board Member Should Expect from the Organization:

- To be fully informed about the responsibilities, time commitment, organization, etc. before accepting the position of board member.
- Opportunities for orientation and continuing board training which will assist the board member to function effectively.
- To be kept fully informed through accurate financial reports, management reports, regular and thorough briefings by staff, etc. about the operation of the organization.
- That volunteer time will be maximized by adequate planning, coordination and cooperation within the organization or within the board.
- To be assigned jobs which are worthwhile and challenging with freedom to use existing skills, develop new ones and have opportunities for personal growth.
- To be able to decline an assignment if it is felt that the match of skills and interests is not appropriate.
- To be trusted with confidential information that will help the board member carry out assignments and responsibilities.
- To know whether the board work is effective and what results have been obtained: access to an evaluation process which will measure the performance of the board and its members.
- To be recognized at appropriate time for one's work and involvement as a board member.
- To be educated and supported when engaging in advocacy work on behalf of the agency or the issue.

The Organization Should Expect from the Board Member:

Fully engaged and participating Board members should:

- Act as an ambassador for the agency and its' mission within your personal and professional network.
- Inform the Chair, Chief Executive Officer, and/or other appropriate committee(s) of potential conflicts of interest.
- Act as a consultant or advisor to the Chief Executive Officer when asked.
- Serve on at least one committee, task force, or special project.
- Show up to 75% of board & committee meetings (combined).
- Thoroughly review all minutes of every meeting.
- If unable to attend a meeting, review the minutes and proactively follow up with another board/committee member to get more information on key points or to answer questions you might have.
- Provide feedback during the CEO annual review process.
- Make a personal gift to the annual campaign that is meaningful to you.
- Support Tubman's Starlight Soiree, and other fundraising campaigns, through attendance, volunteerism, donations and/or financial contribution.
- Attend four (4) community events benefitting Tubman each year.