

Consulting Group/boardnetUSA

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WHAT BOARDS DO: ROLES & RESPONSIBILITIES OF A NONPROFIT BOARD

The fundamental role of the Board is to define the organization's mission and establish policies for activities to achieve. Specifically, Boards:

1. **Approve programs and services:** Once a year, the Board should review the mission of the organization, and organizational goals and objectives. The results then become the operating plan for the next fiscal year.
2. **Exercise fiscal oversight:** At its regular meetings, the Board should review a financial statement that reflects the fiscal status of the corporation, up-to-date annual expense/revenue budgets, actual income and expenses, and fund balances. Approving the budget which determines the allocation of resources is a critical Board responsibility. The Board is also responsible for having procedures in place to insure compliance with laws and regulations.
3. **Hire and evaluate the Executive Director:** It is the Board's responsibility to ensure that a competent CEO is hired, and to replace that person when necessary. The supervision of staff is the CEO's responsibility.
4. **Represent the public need and interest to the organization and represent the organization to the public:** The viewpoint of the public is heard and represented through the Board.
5. **Ensure that resources for an efficient organization are obtained:** Every nonprofit needs people, money, goods and services. The Board must ensure that the resources available to the organization are sufficient to accomplish the organization's purpose.
6. **Evaluate organization effectiveness:** Typically, operating management will evaluate the individual programs or services, but it is the Board's responsibility to ensure that the total organization is effective in achieving its mission.

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GENERAL GUIDELINES FOR BOARD COMMITTEES

- Each Committee should be chaired by a member of the Board.
- Committees, with the exception of the Executive, may include non-board members when their expertise would be beneficial. Participation on committees also provides an opportunity to build a "bullpen" of future trustees.
- In general, committees will meet at least once between board meetings. However, the committees are functional units, and meetings are intended as work sessions, to be scheduled as needed rather than on a routine basis.
- Each committee has a staff member as the designated liaison. It is the responsibility of the staff member to provide committee members with the necessary background information in a cogent format that is conducive to analysis and decision making.
- Each committee is responsible for focusing issues for the Board's deliberations, and preparing information for distribution in advance of the meeting.
- The Chair/President and Executive Director are ex-officio members of all committees.

Committees are designed to be a resource -- not an added "chore" -- for staff, and the development of an effective working relationship is essential.

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Tai Chang Terry

Assistant General Counsel

Time Warner Inc.

LEADERSHIP COUNCIL (Model)

There are many people who can be important to of their resources, professional stature or community position. Some are willing and qualified to assume the governance responsibilities of trusteeship; others can make a valuable but more limited commitment. The Leadership Council provides an opportunity to honor good friends and involve them in a format that is appropriate to their preferred level of participation. The list of potential members includes, but is not limited to:

Significant Supporters

Educators, Community and Government Leaders

Business and Professional Leaders

Event/ Award Honorees

Former trustees who have a broad understanding and special commitment to the organization can be valued members of the Leadership Council.

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*Founding Trustees

New members may be invited to join whenever the Board deems it appropriate. There is no specific limit on the size of such an auxiliary leadership unit, except that the number should not be so large as to diminish its stature.

The role of the Leadership Council is to provide an opportunity for continuing affiliation and support for the ssion and programs and:

- Identify sources of support, and, as appropriate, assist in outreach to private and public funding.
- Share their knowledge and experience and alert the organization to information and opportunities that can be valuable
- Serve as ambassadors for the organization and its programs.

Leadership Council members receive mailings and invitations to special occasions to keep them up to date on activities. However, direct participation would be on an individual, as appropriate, basis. They have no legal or financial authority or responsibility.

STAFF

David M. LaGreca

Brenda Baker

Rhoda Barr

Christina Bostic

Evy A. Gonzalez

Tanya Lewis-Kelly

Lynda A. Zakrzewski

MODEL

RESPONSIBILITIES OF A BOARDMEMBER

- To be knowledgeable about the organization--its mission, strengths and needs.
- To attend Board meetings, and be prepared to help formulate policy for the organization.
- To serve actively on at least one board committee, as appropriate.
- To be available for consultation and willing to use expertise at a level that will enhance the organization, but is also practical in terms of time for the individual.
- To be ambassador for the organization both in heightening awareness about its mission, and bringing vital information to the organization.
- To strengthen the organization's financial base by making a personally significant contribution, and assisting in fundraising efforts, in keeping with individual resources.

MODEL

BOARD MEMBERS CONTRIBUTIONS FORM

As you know, the Board recently adopted a **Statement of Expectations for Board Members**, which includes:

"To make a personal contribution in keeping with individual resources, and assist in the organization's fundraising efforts."

The organization recognizes that Board members contribute in many valuable ways - not only funds, but information, professional guidance and in-kind resources. Therefore, each Board member is asked to complete the following pledge form--which will facilitate the organization's fiscal planning, and eliminate repetitive requests.

For the Fiscal Year _____ my contribution
toward the support of the organization will be:

1. Personal Contribution ___ \$500 ___ \$2,500 ___ \$5,000 ___ \$10,000 ___ Other \$ _____

Please indicate:

Check enclosed _____ Check(s) will be sent on following date(s): _____

Please send me a reminder notice on _____

2. My company will match: \$ _____

3. Other contributions (art/stock, planned giving)

4. Special events are important to our organization. I will participate:

Planning Events _____
Purchasing Tickets _____
Encouraging others to attend _____

5. I can assist with fundraising outreach to the following foundations, corporations, individuals: (Please list)

6. I can provide/identify In-kind Resources/Services [computer equipment, office supplies, furniture, volunteers, vehicles, tickets, professional services (public relations, legal, financial, etc.)]

Signature _____

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Partner, Ernst & Young

David Birdsell

Executive Director, Academic Programs

Baruch College

Michael D. Blewitt

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Faith Glazier

Partner

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Vice President, Research

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Brenda Baker

Rhoda Barr

Evelyn Campos

Todd G. Day

Evy A. Gonzalez

Angie L. Harris

BOARD MANUAL MODEL

Table of Contents

- I. Introduction: Our organization: Yesterday/Today/Tomorrow**
 - A. History/Philosophy/Mission**
 - B. New Developments** (Brief description of significant impending changes- internal or external)
- II. Program Descriptions: Services and Facilities**
- III. GLOSSARY** (Every organization has its own jargon, and shorthand alphabet soup)
- IV. Key Program Statistics:**
 - A. Internal Data**
 - Client numbers/demographic statistics
 - Trends – comparison with past/future projections
 - B. External Data**
 - Statistics about need, other resources, etc.
- V. Staff Organization Chart; List of Senior Staff with contact information. If available, staff bios.**
- VI. Latest financial data, with historical comparisons**
- VII. List of funding sources, with a comment, if appropriate about different government funding agencies**
- VIII. The Board:**
 - A. List of Directors with mailing addresses, phone/fax and brief bios**
 - B. List of Board Committees**
 - C. Schedule of Board Meetings**
 - D. Statement of Board Member Responsibilities**
- IX. By-laws**

The Manual is intended as a reference book on the basics. It can/should be supplemented by special reports, planning documents etc.

BOARD ASSESSMENT

A. BOARD COMPOSITION

I. Total Number of Board Members _____

II. Length of time on Board

	<u>Number</u>	<u>Percentage</u>
Less than 1 Year	_____	_____
1 - 3 Years	_____	_____
3 – 6 Years	_____	_____
6 – 10 Years	_____	_____
Over 10 Years	_____	_____

III. Length of Board Term _____

IV. Demographic Profile

	<u>Board</u>		<u>Population Served</u>	
	<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>
<u>Age</u>				
Under 20	_____	_____	_____	_____
20 - 40	_____	_____	_____	_____
40 - 60	_____	_____	_____	_____
60 - 80	_____	_____	_____	_____
Over 80	_____	_____	_____	_____

Race/Ethnicity

	<u>Board</u>		<u>Population Served</u>	
	<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>
African American	_____	_____	_____	_____
Afro Caribbean	_____	_____	_____	_____
Asian/Pacific Islander	_____	_____	_____	_____
Caucasian	_____	_____	_____	_____
Latino/Latina	_____	_____	_____	_____
Native American	_____	_____	_____	_____

V. Expertise that would be Beneficial

	<u>Needed</u>	<u>On Board</u>
Finance (Accounting/Investment /Financial Management)	_____	_____
Program (e.g., Education/Youth/Health/Social Work/Artist)	_____	_____
Management (Human Resources/Technology Nonprofit Administration)	_____	_____
Fundraising Strategy (Foundations/Corporations/ Individuals/Events)	_____	_____
Legal	_____	_____
Government Relations	_____	_____
Public Relations/Media/Marketing	_____	_____
Strategic Planning	_____	_____
Other	_____	_____

Are there any staff members (including Executive Director), serving as voting members of your Board? If so, how many? _____

B. BOARD PARTICIPATION

	<u>Number</u>	<u>Percentage</u>
Board Meetings per Year	_____	_____
Attend Board Meetings	_____	_____
Serve on Committees	_____	_____
Provide Advice/Assistance on Individual Basis	_____	_____
Serve as Ambassadors	_____	_____
Help with Fundraising	_____	_____
Give Personal Contribution	_____	_____
Volunteer/Active Participant in Programs	_____	_____
Other	_____	_____

C. YOUR BOARD IN ACTION (How would you evaluate your Board?)

	<u>Yes</u>	<u>No</u>	<u>Not Sure</u>
I. There is a clear understanding of relative responsibilities of Board and Staff, and a good working partnership	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
II. Board meetings are well organized with Focus on planning and oversight issues that are the Board's responsibilities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
VI. Board members are knowledgeable about mission and programs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
IV. Structure: There are active Board Committees for:			
Finance/Administration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Audit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Programs & Evaluation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resource Development	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Board Development/Governance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Other Key Issues	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
V. Board & Committee meetings are scheduled with adequate notice – with agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
VI. There is good communication:			
Between Board & Staff	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Among Board Members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

D. BOARD DEVELOPMENT

	<u>Yes</u>	<u>No</u>	<u>Not Sure</u>
I. There is a thoughtful process to determine the qualifications to be sought in recruiting new board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
II. There is a clear statement of the expected commitment in time, expertise and resources	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
III. There is an Orientation Program – with an assigned mentor for new board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>