



## Board of Directors Member Roles & Responsibilities

A Board Member is in essence a trustee of the organization in both the literal and legal senses of the term. A trustee is accountable for the function and financial health of the organization. The board has the ultimate responsibility to see that the mission of the organization is carried out and is legally accountable for the organization's operations. The board, in partnership with staff, makes policy and, with the assistance of staff, ensures it is implemented.

### General Responsibilities

- Know and understand Restore Oregon's mission, history, goals, policies, programs and services.
- Read and have a thorough understanding of the League's bylaws and be prepared to follow them and to see that they are enforced.
- Be willing to serve in a leadership position and undertake special assignments willingly.
- Sit on at least one standing committee.
- Avoid even the appearance of a material or financial conflict of interest with the policies and by-laws of Restore Oregon. Each board member is responsible for declaring potential or actual conflicts of interest.
- Serve as a representative of Restore Oregon to the public and act as an advocate for its mission.
- Understand that they are a member of a team with a responsibility to the members of Restore Oregon to ensure the health and well-being of the organization.
- Maintain a membership in Restore Oregon and contribute toward the good of the organization in the form of a personal cash gift, gifts from other individuals you solicit, or in-kind services.
- Serve on the board without any form of compensation.
- Ensure compliance with applicable IRS and state regulatory agency requirements.
- Maintain the confidentiality of internal Restore Oregon business.

### Fiduciary Responsibilities

- Assist in the adoption and implementation of sound business policies and practices, ensuring that the organization maintains a good credit rating and financial stability.
- Exercise prudence and care in the control and transfer of funds.
- Read and understand all financial documents.
- Assist in the development, review and approval of the annual budget.
- Ensure compliance with applicable IRS and state regulatory agency requirements.

### Planning & Evaluation

- Understand the importance of a strategic plan; ensure it is reviewed, updated, and followed.
- Develop and approve policies and guidelines for the organization.
- Evaluate the performance of the Restore Oregon on a regular basis and assess whether it is achieving its mission and meeting the needs of its constituents.

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- Evaluate the board as a whole, board leadership, and committee effectiveness on a regular basis.
  - Evaluate the executive director annually based upon the job description, key performance indicators, and the annual management plan.

## **Fund Raising**

- Assist in the development and implementation of the Restore Oregon Fund Development Plan and monitor its success.
- Develop and fulfill a personal Fund Development Plan in support of Restore Oregon (a template, coaching, and support materials will be provided) which may include:
  - Friend-raising and other efforts to build the support base for the organization.
  - A cash gift to the organization that is personally meaningful to you.
  - Solicitation of memberships or gifts from other individuals or entities.
  - In-kind services.
- Be willing to make personal contacts with potential donors such as individuals, corporations, and foundations.

## **Meetings**

- Be prepared for and attend all, or nearly all, board meetings, planning retreats, training, and committee meetings of which they are a member.
- Review minutes to ensure accuracy.
- Actively participate in meeting discussions in a manner consistent with their convictions, while supporting the majority decision on issues decided by the board. Ensure that discussions of complicated and controversial topics have been thoroughly covered.

## **Staff**

- Hire, support, motivate, evaluate, and reward the executive director.
- Ensure that there are clearly defined roles and responsibilities for the executive director and that they are understood by both the staff and board.
- Ensure sound personnel policies and procedures are in place, and that clearly defined roles and responsibilities for the executive director and all staff positions are documented and understood.
- Offer support to staff when necessary and/or when requested.
- Avoid managing daily operations or asking special favors of staff without prior consultation with the executive director, board, or appropriate committee chairperson.

## **What Board Members Can Expect from the Organization:**

- Defined roles and responsibilities for Board and staff members.
- Clear processes for decision making and organizational planning.
- Timely and accurate financial reporting.
- Agendas and supporting materials provided in advance of meetings to enable informed deliberation prior to decisions.
- Staff support, e.g. developing draft proposals, distributing meeting minutes and meeting reminders, etc.
- The use of committees to assure efficient use of Board and staff time.
- The opportunity to use my skills and develop new skills.
- A collegial spirit of partnership among Board members and among Board and staff members.
- Compliance with applicable local, state and federal laws.