Board Member Agreement

# Role

The job of the individual Board Member is to participate as part of the organization’s Board of Directors team to accomplish the mission of the organization. Each Director represents a particular community perspective to the organization and is expected to represent the organization in the community by communicating organizational vision, mission, values, goals, and successes.

# Authority

Individual Board members have no power except that granted by the full Board through the by-laws, Board policy or by resolution of the full Board. All power of the Board is a joint and collective power that exists only when the Board is acting together as a body.

# Responsibilities

## While participating as part of the board team, I will:

* Listen carefully to my fellow Board members.
* Carefully consider and respect the opinions of my fellow Board members.
* Respect and support all majority decisions of the Board.
* Believe in and actively support the mission of the organization.
* Participate in Board member orientation, Board development retreats, and strategic planning sessions.
* Adhere to organizational policies and procedures, especially as they pertain to the Board.
* Attend and actively participate in no less than 75% of all board meetings.
* Attend and contribute to the work of at least one committee.
* Attend the organization’s community functions as best I am able.
* Comply with applicable laws, regulations, by-laws, and policies.
* Fulfill the legal [duties of Loyalty, Care, and Obedience](https://www.boardeffect.com/blog/fiduciary-responsibilities-nonprofit-board-directors/) while serving as a Board member.
* Understand that all power rests with the full Board, not individual Board members.
* Prepare well for all meetings.
* Regularly self-evaluate personal performance on the Board and determine needs for improvement.

## As a member of the organization’s leadership team, I will:

* Bring to the attention of the Board any issues I believe will have a significant effect on our organization or those we serve.
* Attempt to communicate the needs of those we serve to the Board of Directors.
* I will interpret the organization’s work and values to the community, represent the organization, and act as a spokesperson.
* Play a consultative role by sharing expertise with management when requested.
* Seek opportunities to expand knowledge about the organization and about being a good board member.
* Refer complaints directly to the proper level on the chain of command.
* Recognize my job is to ensure that the organization is well-managed, not necessarily to manage the organization.
* Acknowledge conflicts of interest between my personal life and my position on the Board and abstain from voting or attempting to influence issues in which I am conflicted.
* Resign from the Board when I am no longer able to support the mission or devote the necessary time to be a productive Board member.
* Actively participate in fundraising activities and - to the best of my ability - make an annual personal financial donation that is comfortable to me.

## As a member of the Board of Directors, I will NOT:

* Criticize fellow Board members or their opinions outside of the Board room.
* Use the organization or my position for my personal advantage or that of my friends, relatives, or associates.
* Discuss the confidential proceedings of the Board outside the Board room.
* Promise how I will vote on any issue before hearing the discussion and becoming fully informed on that issue.
* Interfere with the duties of staff or undermine the authority of our chief executive to perform his/her duties.
* Speak on behalf of the organization unless specifically authorized to do so.

## In turn, the organization will be responsible to me in several ways:

* I will be sent financial reports, without request, at least quarterly and an update of organizational activities that allow me to meet the “prudent person” standards of the law.
* Opportunities will be offered to me to discuss with the Executive Director and the Board President the organization’s programs, goals, activities, and status; additionally, I can request such opportunities.
* The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working, and by offering me opportunities for professional development as a board member.
* Board members and staff will respond in a straightforward fashion to questions that I feel are necessary to carry out my fiscal, legal, and moral responsibilities to this organization. Board members and staff will work in good faith with me towards achievement of our goals.
* If the organization does not fulfill its commitments to me, I can call on the Board President and Executive Director to discuss the organization’s responsibilities to me.

Print Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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

(To be maintained in organization files for at least one year following completion of term of office.)