

INDIVIDUAL BOARD MEMBERS RESPONSIBILITIES AND PERSONAL CHARACTERISTICS TO CONSIDER

- Be informed about the organization's mission, services, policies, and programs.
- Attend all board and committee meetings and functions, such as special events.
- Review agenda and supporting materials prior to board and committee meetings.
- Serve on committees or task forces and offer to take on special assignments.
- Make a personal financial and time contributions to the organization.
- Inform others about the organization.
- Suggest possible nominees to the board and to committees who can make significant contributions to the work of the organization.
- Keep up-to-date on developments in the organization's field.
- Provide candid and constructive advice, criticism and comments.
- Follow conflict of interest and confidentiality policies.
- Refrain from making special requests of the staff.
- Assist the board in carrying out its fiduciary responsibilities, such as reviewing the organization's annual financial statements.

Personal Characteristics to Consider

- Ability to: listen, analyze, think clearly and creatively, work well with people individually and in a group.
- Willing to: prepare for and attend board and committee meetings, ask questions, take responsibility and follow through on a given assignment, contribute personal and financial resources in a generous way according to circumstances, open doors in the community, evaluate oneself.
- Develop certain skills if you do not already possess them, such as to: cultivate and solicit funds, cultivate and recruit board members and other volunteers, read and understand financial statements, learn more about the substantive program area of the organization.
- Possess: honesty, sensitivity to and tolerance of differing views, a friendly, responsive, and patient approach, community-building skills, personal integrity, a developed sense of values, concern for your nonprofit's development, a sense of humor.

LCS BOARD MEMBERS POSITION DESCRIPTIONS

Position Title: President, Board of Directors (Officer)

The President of the Board, assures that the Board fulfills its responsibilities for the governance of the Institution; is a partner with the Executive Director helping him/her to achieve the mission of the Institution, and optimizes the relationship between the board and management. Has signature authority on institutional documents.

Responsibilities:

- Chair meetings of the Board, Annual General Meeting and Executive Committee meetings and any extraordinary membership meetings.
- See that the board functions effectively, interacts with management optimally, and fulfills all of its duties while being respectful of the LCS Vision, Mission, Mandate, Values, Constitution and Bylaws.
- With the Executive Director and other board members, develop agendas for meetings.
- With the Executive Director, to recommend for board approval members and chairpersons of the Board Committees with an eye to future succession.
- To act as ex-officio member of board committees with voting privileges.
- To act as the official spokesperson of LCS on behalf of the board of directors.
- Reflect any concerns management has in regard to the role of the Board of Directors or individual directors. Reflect to the Executive Director the concerns of the Board of Directors and other constituencies.
- Present to the Board an evaluation of the pace, direction, and organizational strength of LCS.
- Prepare the annual president's report and present it at the Annual General Meeting.
- Prepare an annual review of the Executive Director and recommend salary for consideration by the appropriate committee.
- Annually focus the Board's attention on matters of institutional governance that relate to its own structure, role, and relationship to management. Be assured that the Board is satisfied it has fulfilled all of its responsibilities.
- The elected board president is responsible for charging committees with work from the strategic plan.
- To partner with the Executive Director to achieve established goals and objectives.
- To act as liaison between the Board and Executive Director, taking into consideration that the Executive Director is accountable to the Board and not to the President.
- To have signature authority on institutional documents.

Position Title: Vice-President, Board of Directors (Officer)

The Vice President shall chair the management committee and other committees on special subjects as designated by the board or President.

- Attend all board meetings
- Serve on the Program committee
- Carry out special assignments as requested by the President.
- Understand the responsibilities of the President and be able to perform these duties in the chair's absence
- Participate as a vital part of the board leadership
 - Act as an additional set of eyes and ears.
 - Serve as an alternate spokesperson.
 - Fulfill such other assignments as the President and Executive Director agree are appropriate and desirable for the Vice President to perform.

Position Title: Secretary, Board of Directors (Officer)

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board and membership meetings, sending out meeting announcements in a timely manner, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained. Has signature authority on institutional documents.

- Attend all board meetings
- Maintain all board records and ensure their accuracy and safety
- Review board minutes
- Assume responsibilities of the chair in the absence of the board President, and Vice-President
- Provide timely notice of meetings of the board, membership and/or of a committee when such notice is required

Position Title: Treasurer, Board of Directors (Officer)

The Treasurer shall make a report at each Board meeting. Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the membership. Has signature authority on institutional financial documents.

- Maintain knowledge of the organization and have a personal commitment to its goals and objectives
- Understand financial accounting for nonprofit organizations
- Serve as financial officer of the organization and as chairperson of the Finance Committee.
- Working with the Finance Committee, participate in the review of and action related to the board's financial responsibilities.
- Work with the Executive Director to ensure that appropriate financial reports are made available to the board and others on a timely basis.
- Assist the Executive Director in preparing the annual budget and presenting the budget to the board for approval.
- Review the annual audit and answers board members' questions about the audit.
- Deliver the annual financial report at the Annual Membership Meeting.

Position Title: Director, Board of Directors

Provide governance to the organization, represent it to the community, and accept the ultimate legal authority for it. Three elected Directors-at Large will be designated by the President and approved by the board to chair each of the following committees: Program, Fundraising, Marketing.

Duties: Planning

- Approve the Institution's philosophy and review management's performance in achieving it.
- Annually assess the environment and approve the Institution's strategy in relation to it.
- Annually review and approve the Institution's plans for funding its strategy.
- Review and approve the Institution's five year financial goals.
- Annually review and approve the Institution's budget.
- Approve major policies.

Duties: Organization

- Elect, monitor, appraise, advise, support, reward, and, when necessary, change top management.
- Be assured that management succession is properly being provided.
- Be assured that the status of organizational strength and manpower planning is equal to the requirements of the long range goals.
- Approve appropriate compensation and benefit policies and practices.
- Recommend candidates for the board and committees, filling vacancies as needed.
- Annually approve the Performance Review of the Executive Director and establish his/her compensation based on recommendations of the Personnel Committee and President.
- Determine eligibility for and appoint members of committees in response to recommendations.
- Annually review the performance of the Board and take steps to improve its performance.

Duties: Operations

- Review the results achieved by management as compared with the Institution's philosophy, annual and long range goals, and the performance of similar institutions.
- Provide candid and constructive criticism, advice, and comments.
- Approve major actions of the Institution, such as capital expenditures and major program and service changes.
- Be assured that published reports properly reflect the operating results and financial condition of the Institution.
- Ascertain that management has established appropriate policies to define and identify conflicts of interest throughout the Institution, and is diligently administering and enforcing those policies.
- Review compliance with relevant material laws affecting the Institution.

EVALUATING THE EFFECTIVENESS OF THE NONPROFIT BOARD OF DIRECTORS

The effectiveness of the nonprofit Board of Directors can be enhanced by regular assessment of its activities and performance. An assessment process can help board members to understand their role, and encourage fulfillment of board responsibilities. The process need not be complicated; it can be placed on the agenda of a board meeting, or occur regularly within board meeting discussions through questions that serve to refocus the board on larger issues. For example, a useful strategy is to conclude board meetings by asking board members to rate the meeting on an index card: Were the issues covered today significant? Did the materials you received prior to the meeting adequately prepare you to participate in the discussion? Did the board conduct matters of management or policy? Overall, was the meeting worth your time? A steady stream of feedback created by these responses and used by the board chair and executive director can greatly improve the value of board meetings.

An annual board assessment gives each board member the opportunity to evaluate the board's overall effectiveness at accomplishing its goals in a variety of activity areas. It can be scheduled to occur during a board meeting, or completed by board members on their own time and returned to the agency. Results of the evaluation can be shared at the next board meeting, and appropriate follow-up then determined. A ranking system reflecting the level of accomplishment within each task may be useful (1= effective performance, 2=adequate performance, 3=inadequate performance, U= uncertain), and activities can be grouped into the following categories:

- ✓ Knowledge of board financial, legal and public responsibilities
- ✓ Representation to the public by the board
- ✓ Understanding and communication of the organization's mission
- ✓ Organization's compliance with legal regulations, licensing and other standards
- ✓ Effectiveness of board practice: Bylaws, committees, procedures
- ✓ Approval of outside counsel (legal, accounting, managerial)
- ✓ Relationship with the Executive Director
- ✓ Hiring, evaluating, managing, and compensating the Executive Director
- ✓ Strategic planning
- ✓ Policy development and approval
- ✓ Oversight of organizational financial structure and activity, including income, expenses, borrowing, insurance coverage, audits, bank relations, fund-raising, and other financial procedures
- ✓ Board performance: meeting attendance, discussion participation
- ✓ Board succession and nomination process
- ✓ New board member orientation