

Coalition for the Upper South Platte
BOARD OF DIRECTORS
ROLES, DUTIES AND RESPONSIBILITIES

Vision Statement

*A Healthy Watershed ~ Now and in the
Future*

Mission Statement

**The Coalition for the Upper South Platte
seeks to protect the water quality and
ecological health of the Upper South Platte
Watershed, through the cooperative
efforts of watershed stakeholders, with
emphasis placed on community values and
economic sustainability.**

EVERY BOARD HAS TWO PRIMARY ROLES:

SUPPORT & GOVERNANCE

In its SUPPORT role the board's main goal is the SUCCESS OF THE ORGANIZATION.

In its GOVERNANCE role the board has a LEGAL function. In this role, the board's main goal is the PROTECTION OF PUBLIC INTEREST.

**IT IS VITAL TO THE SUCCESS OF
THE COALITION FOR THE UPPER SOUTH PLATTE
TO BUILD A BOARD THAT CAN SERVE
THESE ROLES WITHOUT CONFLICT.**

**THE FOLLOWING IS A LIST OF DUTIES,
RESPONSIBILITIES, JOB DESCRIPTIONS AND
SUGGESTED COMMITTEES THAT CAN HELP TO
ENSURE EASE AND PLEASURE OF SERVICE FOR ALL
BOARD MEMBERS.**

DUTIES

There are certain standards of behavior each board member has a right to expect of each other. These are duty-bound commitments that help to insure the integrity of the board while proving each member with a sense of pride of membership. These duties include:

- ✓ **DUTY OF CARE** Board members will exercise the same amount of care, caution and common sense as any ordinarily prudent person would in carrying out the board's mission and their responsibilities to the organization.
- ✓ **DUTY OF LOYALTY** Board members will avoid using their position or the organization's assets in any way that would result in monetary or other gain for themselves, friends or family. Board members will be conscious of conflicts of interest and refrain from engaging in potentially compromising situations.
- ✓ **DUTY OF OBEDIENCE** Board members will comply with all federal, state, and local statutes and laws. They are faithful to the organization's mission and abide by their bylaws and procedures, articles of incorporation, and conditions of nonprofit status as described by the IRS for 501(c)(3) organizations.

RESPONSIBILITIES

1. DETERMINE ORGANIZATIONS' INTERNAL POLICY & PROCEDURES

Policies describe how the organization will function and be managed. They set the tone, and in some cases legal structure, for the organization. A clear set of policies should prevent the board from constantly needing to approve committee and/or staff decisions. Key areas where the board should establish POLICES:

- ✓ Board procedures and operation of:
 - ◆ Personnel
 - ◆ Financial Controls (budgets, audits)
 - ◆ Fundraising (methods to be used, who is responsible for what general operating vs. project/program specific, and from whom the will will/will not accept money)
- ✓ To be effective, policies should be:
 - ◆ Consistent with the organization's mission and bylaws
 - ◆ Developed by staff
 - ◆ Approved by the board and distributed throughout the organization
 - ◆ Consistently enforced
 - ◆ Regularly reviewed and update

2. ORGANIZATIONAL PLANNING

Thoughtful, big-picture planning will provide not only direction for the organization and the budget, it will also provide a comfort zone. Funding organizations will require it (spoken or unspoken) and potential staff members will need to depend upon it. Flexibility should be inherent in these plans.

- ✓ Long-term strategic planning
- ✓ Annual operating
 - Make sure program/project/management goals match the budget
- ✓ Create both short-term and long-term evaluation/measurement of success tools/strategies
- ✓ Review and make mid-course corrections as needed
- ✓ Always be on the lookout for unanticipated opportunities and make the plan flexible enough to incorporate them.

3. MANAGE FINANCIAL RESOURCES

The board is legally responsible for ensuring proper and appropriate management of all funds and financial resources and the expenditure and release of such. While insurance, contracts and other tools can help defray and deter negative legal impacts, sound up-front management and understanding on the board level is imperative. The board must:

- ✓ Develop and implement sound and proper procedures
- ✓ Exercise excellent judgment in the administering of financial affairs

4. ASSESSMENT OF BOARD PERFORMANCE

It is often difficult for a board, passionate about its mission, to be universally objective about its performance. Therefore, tools created and implemented for this purpose lend the needed level of objectivity for review and assessment of the board. Some of these tools include:

- ✓ Creation and regular review of board job descriptions
 - ✓ Use of term limits and absentee policy
 - ✓ Creation and effective use of an orientation plan for new members
 - ✓ Annual needs assessments to identify recruitment needs
 - ✓ Monitoring of the board's ability to set and keep to agendas
 - ✓ Monitoring of board's ability to hold meetings on time and on topic
 - ✓ A plan for grooming leadership and new board members, a board plan to replace itself
- Stakeholder positions, not personalities, are what is important to a board
 - No personality should be indispensable

5. MONITOR THE ORGANIZATION'S PROGRAMS/PROJECTS & PLANNING CYCLE

- ✓ Define success for:
 - Board
 - Programs/Project
 - Partnerships
 - Fundraising
- ✓ Decide how to measure success
- ✓ Make changes as needed

6. AMBASSADORS TO THE COMMUNITY

All board members enhance visibility of their organization as good will ambassadors and advocates of their missions. Each board member must be well versed about, understand and support the mission to do so. Board members will also:

- ✓ Interpret the organization to the public and provide ongoing information
- ✓ Develop relationships through community coalitions, collaborations and partnerships
- ✓ Authorize spokespersons to address media and the general public.

JOB DESCRIPTIONS

The following are basic descriptions for board members and officers. These are suggested guidelines, designed to aid in the process of board development.

BOARD MEMBER JOB DESCRIPTION

1. Regularly attends board meetings and important related meetings.
2. Makes serious commitment to participate actively in committee work
3. Volunteers for and willingly accepts assignments and completes them thoroughly and on time.
4. Stays informed about committee matters, prepares themselves well for meeting, and reviews and comments on minutes and reports.
5. Gets to know other board/committee members and fosters collegial working relationships that contribute to group consensus.
6. Is an active participant in the committee's annual evaluation and planning efforts
7. Participates in fundraising for the organization
8. Contributes financially to the organization on an annual basis

CHAIRMAN

Term: 2 years
Reports to: Full Board of Directors
Time required: Per Month

Board of Directors Meeting	Varies
Attendance at Committee meetings	2 hrs
Fundraising efforts	2 hrs
Contact with other officers/members	1 hr
Meeting w/Executive Director	2 hrs
Other	2 hrs

Total

Approx 10-12

Responsibilities:

1. Strong knowledge, of and personal commitment to, the goals and objectives of the organization.
2. Annual financial contribution to the organization.
3. Is a board member.
4. Provides leadership to the Board of Directors.
5. Chairs meetings of the board, creates the agenda with staff input.
6. Engages in and encourages the Board's role in strategic planning.
7. Appoints committee chairs in consultation with the board/staff.
8. Monitors financial planning and reports.
9. Helps to guide and mediate Board actions with respect to organizational priorities and governance concerns.
10. Active in fundraising.

VICE CHAIRMAN

Term: 2 years
Reports to: Chairman
Time required: Per Month

Preparation and Planning	2 hrs
Board of Directors Meeting	Varies
Attendance at Committee meetings	2 hrs
Fundraising efforts	2 hrs
Contact with other officers/members	1 hrs

Total **Approx 10hrs**

Responsibilities:

1. Strong knowledge of, and personal commitment to, the goals and objectives of the organization
2. Annual financial contribution to the organization
3. Is a board member
4. Understand the responsibilities of the chairman and performs those duties in the chairman's absence
5. Works closely with the chair and staff
6. Participates in the development and implementation of leadership transition plans
7. Performs other duties assigned by the Board

SECRETARY

Term:	2 years	
Reports to:	Chairman	
Time required:	Per Month:	
	Attend Board of Directors Meeting	Varies
	Assign record keeping duties to staff	
	Fundraising efforts	2 hrs
	Other	2 hrs

Total	Approx 5 hrs
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Responsibilities:

1. Strong knowledge of and personal commitment to the goals and objectives of the organization
2. Annual financial contribution to the organization
3. Is a board member
4. Is sufficiently familiar with legal documents and procedures (articles, bylaws, IRS letter, etc.) to note application during meetings

TREASURER

Term:	2 years	
Reports to:	Chairman	
Time required:	Per Month	
	Attend Board of Directors Meeting	Varies
	Works w/ ED and Finance Director	2 hrs
	Design and oversight (financial controls)	2 hrs
	Fundraising efforts	2 hrs
	Available for annual audit	Varies

Total	10 hrs
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Responsibilities:

1. Strong knowledge of and personal commitment to the goals and objectives of the organization.
2. Annual financial contribution to the organization.
3. Is a board member.
4. Understand financial accounting for nonprofit organizations
5. Serves as the financial officer of the organization and as chairperson of the finance committee
6. Reviews the annual audit and works on the annual IRS reporting with staff.

COMMITTEE CHAIR

1. **Is a member of the Board**
2. **Sets the tone for the committee work**
3. **Ensures that members have the information needed to do their jobs.**
4. **Oversees the logistics of committee's operations**
5. **Reports to the Board Chairman**
6. **Reports to the full Board on committee's decisions/recommendations**
7. **Assigns work to committee members, sets the agenda, runs the meeting and ensures distribution of meeting minutes.**
8. **Initiates and leads the committee's annual evaluation**

TYPES OF COMMITTEES

1. **Standing:** Used for management of internal affairs.
2. **Sub-committee:** Used to study a special issue under the overall committee charge
3. **Ad-hoc or task force:** Used for special cases only. Typically short-term and temporary and has a specific problem or objective in mind and disbands upon completion of work.
4. **Executive:** Made up of officers and may include key committee chairmen. Operates between board meetings and acts as a sifting/sorting body investigating board related matters in detail and prepares them for the meetings of the full board.
5. **Nominating:** Recruits and screens potential board members and officers. Prepares and presents a slate to the board for approval
6. **Finance:** Oversees Financial matters and assists in budget preparation
7. **Fundraising:** Helps create and approves a fundraising plan. Works with staff in carrying out fundraising for the organization
8. **Public Relations/Marketing:** Develops the PR/Marketing plan and oversees its implementation. Reviews success of plan and updates accordingly.

A periodic review of the types, composition and need for committees will help to determine their effectiveness. If committees are no longer needed or functioning well, corrective action should be taken. Work to keep good people involved by ensuring that their experiences are worthwhile and fulfilling.