

Three Examples of Board Contracts

1. "Invitation to Serve"

(Adapted by Baird Straughan from *Board and Administrator*, August, 1998)

Whereas the Greentree Center exists to maintain and increase the tree cover of Greenville in order to protect the environment and to contribute to a better quality of life, and

Whereas the Greentree Center could not function without its Board of Directors, which sets its goals and policies, assures that these are followed, represents the Center to the public, and ensures adequate resources for its programs,

_____ is invited to serve on the Board of Directors of the Greentree Center for a three-year term.

Responsibilities:

- ▶ To assure that the Center is carrying out its mission.
- ▶ To participate as a full member of the Board in decisions regarding the Center's policies and its goals, acting as a prudent individual, in good faith and in the best interests of the organization and its members and within the limits of the law, the organization's by-laws, and its policy statements.
- ▶ To assure that the organization's activities, budget and expenditures accord with its mission and its tax-exempt status.
- ▶ To respect the decisions of the Board and, where applicable, to execute them.
- ▶ To attend at least three of its four meetings each year, giving notice in cases of necessary absence. (Two absences within any calendar year will be grounds for removal.)
- ▶ To actively participate on one Board committee.
- ▶ To contribute a significant donation to the Center, as able.
- ▶ To help secure other financial support for the Center.
- ▶ To identify new potential leaders to the Center, and to help recruit new leaders to the Board.
- ▶ To promote the arborization of Greenville.

Resources: The Center will provide:

- ▶ An orientation to the Greentree Center and its Board of Directors.
- ▶ Opportunities to become acquainted with the staff and programs.
- ▶ A board handbook.
- ▶ Annual reports.
- ▶ Quarterly program reports.
- ▶ Quarterly financial reports.
- ▶ Training as needed.
- ▶ Staff support.
- ▶ The chance to make our community greener and more livable.

Should circumstances change and Board members become unable to meet their commitment to the Greentree Center, they are encouraged to resign voluntarily and make space for others who can be more fully involved.

Board member's signature _____ Date: _____

Board chair's signature _____ Date: _____

2. Board Member Annual Affirmation of Service

from the *Nonprofit Board Answer Book*¹

1. I continue to be fully supportive of our mission, purpose, goals, and leadership.
2. I understand that board membership requires the equivalent of X days per year of my time, including preparation and meetings. I am able to give that time during the 12 months ahead, and I expect to attend all board and committee meetings unless I give the respective chair advance notice of my need to be absent for good cause.
3. I intend to contribute financially to the work of our organization during the year and will help open doors to friends who may be interested in contributing to our work.
4. I have reviewed, signed, and intend to comply with our board conflict of interest policy.
5. [Add other items important to your board.]
6. If anything should occur during the year that would not allow me to keep these intentions of being a positive contributor to our board, I will take the initiative to talk to the officers about a voluntary resignation to allow another to serve who is able to be fully involved.

Signed: _____

Date: _____

3. Alabama Water Watch Association

POSITION DESCRIPTION

JOB TITLE: Board Members

*by Allison Newell, Alabama Water Watch Association
adapted from the Institute for Conservation Leadership Sourcebook*

GOAL:

Together with other Directors, responsible for ensuring fiscally sound programs and operations by providing leadership, advice, and direction to the staff and volunteers of the organization.

DUTIES AND RESPONSIBILITIES:

- ▶ Prepare for each Board of Directors meeting by reading material distributed prior to the meeting.
- ▶ Attend all regular and special Board meetings and participate in the proceedings.
- ▶ Serve on at least one committee and actively participate in meetings of the committee.
- ▶ Maintain knowledge of current programs and staff of the organization.
- ▶ Assist in raising funds for the organization by making a personal financial contribution to the organization, soliciting the financial support of others, including employers and friends, and/or sharing resources and talents with the organization including expertise, contacts for financial support and contacts for in-kind contributions.
- ▶ Serve as an advocate of the organization to various constituent groups.
- ▶ Be accessible, at least by phone, to staff and other Board Directors as needed.
- ▶ Contribute at least four hours per month working for the organization.
- ▶ Fulfill commitments within the agreed deadlines.

¹ *Nonprofit Board Answer Book*, by Robert C. Andringa and Ted W. Engstrom, National Center for Nonprofit Boards:1997. \$29.95. Can be ordered from NCNB, 2000 L St., NW, Suite 510, Washington DC 20036-4907, or on the World Wide Web at www.ncnb.org.

- ▶ Be loyal to the organization.
- ▶ Hold in confidence any information given to Board Directors.
- ▶ Take initiative and provide leadership.
- ▶ Identify individuals for potential membership on the Board of Directors and its committees.

QUALIFICATIONS:

- ▶ All directors must be dues-paying members of the Alabama Water Watch Association.
- ▶ All directors must have attended the Alabama Water Watch Basic Water Quality Monitoring Certification Course but do *not* have to be active water quality monitors.
- ▶ All directors must support the Alabama Water Watch Association Mission Statement and abide by the by-laws.
- ▶ All directors must have demonstrated leadership in an Alabama Water Watch group or within another environmental organization or agency that deals with water issues, and have the interest and ability to extend their work to a statewide and regional level (beyond their specific citizen group or agency/institution).
- ▶ All directors must sit on at least one Alabama Water Watch Association committee.
- ▶ All directors must have specific experience and/or knowledge in at least one management area: administrative, finance, personnel, program development, public relations, fundraising, board functions.
- ▶ All directors should possess the ability to work in a team.
- ▶ All members of the Alabama Water Watch Association Board of Directors are strongly encouraged to attend as many Board Meetings as possible. Attendance at the Alabama Water Watch Association Board Retreat, the Alabama Water Watch Technical Conference, the Alabama Water Watch Picnic is also strongly encouraged. *If a meeting must be missed, please notify the President of the Board beforehand.* Three consecutive unexcused absences are grounds for removal from the Board.

AWWA Mission Statement: *To promote the maintenance of water quality meeting or exceeding the goals of the Clean Water Act through monitoring, education, and action.*

Board member's signature _____ Date: _____

Board Member

Statement of Agreement

The following is a model statement of agreement to set clear responsibilities and guidelines for board members and staff alike.

Name _____

As a board member of _____, I understand that my duties and responsibilities include the following:

I am fiscally responsible, with the other board members, for this organization. It is my duty to know what our budget is and to take an active part in planning the budget and implementing the fundraising to meet it.

I am legally responsible for this organization. I am responsible to know and approve all policies and programs and to oversee their implementation.

I am morally responsible for the health and well-being of this organization. As a member of the board, I have pledged myself to carry out the mission of _____. I am fully committed and dedicated to this mission.

I will give what is for me a substantial financial donation. I may give this as a onetime donation each year, or I may pledge to give a certain amount several times during the year.

I will actively engage in fundraising for this organization in whatever ways are best suited to me. These may include individual solicitation, undertaking special events, or writing mail appeals and the like.

I will attend ____ (#) board meetings every year and be available for phone consultation. I understand that commitment to this board will involve a good deal of time and will probably not involve less than ____ (#) hours per month.

I understand no quotas have been set and no rigid standards of measurement and achievement have been formed. Every board member is making a statement of faith about every other board member. We are trusting each other to carry out the above agreements to the best of our ability, each in our own way, with knowledge, support and approval of all. I know if I fail to act in good faith I must resign, or someone from the board may ask me to resign.

In its turn, this organization is responsible to me in a number of ways:

I will be sent, without request, quarterly financial reports which allow me to meet the prudent person section of the law.

I can call on the paid staff to discuss programs and policies, goals and objectives.

Board members and staff will respond in a straightforward and thorough fashion to any questions I have that I feel necessary to carry out my fiscal, legal, and moral responsibilities to this organization.

signature

date

Board Member Code of Ethics

As a member of the board team, I will:

- ◆ listen carefully to my teammates.
- ◆ respect the opinion of my fellow board members.
- ◆ respect and support the majority decisions of the board.
- ◆ recognize all authority is vested in the full board only when it meets in legal session.
- ◆ keep well-informed of developments related to issues which may come before the board.
- ◆ participate actively in board meetings and actions.
- ◆ bring to the attention of the board any issues I believe will have an adverse effect on _____(org.) or those we serve.
- ◆ refer complaints to the proper level on the chain of command.
- ◆ recognize my job is to ensure _____(org.) is well-managed, not to manage _____(org.) myself.
- ◆ represent all those this nonprofit serves and not a particular geographic area or interest group.
- ◆ consider myself a trustee of _____(org.) and do my best to ensure it is well-maintained, financially secure, growing and always operating in the best interests of our mission and those we serve. ▀