# Outline of Board Roles & Responsibilities

# Legal/Fiduciary Role

## Statutory Standard:

## A director, officer or incorporator of a corporation shall perform his or her duties as such, including, in the case of a director, his or her duties as a member of a committee of the board on which he or she may serve in good faith and in a manner he or she reasonably believes to be in the best interests of the corporation, and with such care as an ordinarily prudent person in a like position with respect to similar corporation organized under this chapter would use under similar circumstances.

## General Responsibilities:

### Governance:

#### Oversee/Evaluate

#### Review/Monitor

### Leadership

#### In partnership with CEO and management, guide the mission and direction

### Stewardship:

#### Ensure dedication to, and use of assets for, benefit of public

## Specific Responsibilities:

### Hire/support/evaluate/discharge CEO

### Review and approve annual budget

### Review and approve major organizational decisions, commitments, and plans including expenditures, loans, and leases

### Evaluate progress toward program and financial goals

### Ensure the continuity of the organization through development and recruitment of executive staff

### In conjunction with executive staff, provide leadership on organizational transition, structure and planning

### Conduct affairs of the board including board development, transition, and effectiveness

## Meeting Specific Responsibilities Through:

### Board Orientation

### Information Flow: Financial statements, reporting regarding programs and operations, planning

### Each Director's Exercise of Informed, Independent Judgement

### Appropriate Board Organization and Continuity

### Board Meetings, Agendas, Minutes, Documentation

### Appropriate Committee Structure

### Protecting Assets of Organization

### Determination of Board-Executive Staff Relationship and Extent of Delegation of Management Authority

# Supporting Functions

## Fundraising

## Planning

## Public and Community Relations

## Others as Needed