

Board Roles and Responsibilities

1.1 Roles of the Board

The broad purpose of a board of directors is to run the organization effectively. To qualify for tax-exempt status an organization must file a list of names of people who have agreed to fulfill the legal requirements of board membership. The board members are bound to insure that the organization:

- ❖ Operates within state and federal laws;
- ❖ Earns its money honestly and spends it responsibly;
- ❖ Adopts programs and procedures most conducive to carrying out its mission.

Board members, in effect, own the organization. They are the final policy makers and they employ staff. They are chosen because of their commitment to the organization and long-term vision. As the council of Better Business Bureaus points out, “Being part of the official governing body of a nonprofit soliciting organization is a serious responsibility, and should never be undertaken with the thought that this is an easy way to perform a service.”

1.2 Responsibilities of the Board

Board members are responsible for the following:

- ❖ Insuring organization continuity: The board must develop leadership within both board and staff to maintain a mix of old and new personnel in both spheres.
- ❖ Setting organizational policy, reviewing and evaluating organization plans: The board insures that the organization’s programs are always in keeping with its statement of mission, and that the statement of mission continues to reflect a true need.
- ❖ Long-rang planning: The board should set aside a time, usually at an annual retreat, in which long-range plans are discussed and formed. Where does the organization want to be in 2 years, 5 years, 10 years? How big does the organization want to become? If it is a local group, does it want to become regional or national? What are the implications of world events for the group’s work, and what is its response? How can the group become more pro-active, rather than reactive? These and other questions can be answered during the long-range planning committee. This committee can raise and research appropriate questions and bring recommendations to the board for discussion and decision.
- ❖ Fiscal accountability: The board approves and closely monitors the organization’s expenses and income. The board makes certain that all the organization’s resources (including the time of volunteers and staff as well as money) are used wisely.

- ❖ **Personnel:** The board sets and reviews personnel policies, hires, evaluates, and when necessary, fires staff. These tasks are often delegated to the executive director. She or he then takes the place of the board in personnel matters. The board hires the executive director and evaluates his or her performance regularly. The board is also the final arbiter of internal staff disputes and grievances and should pay close attention to maintaining good staff/board relationships.
- ❖ **Funding the organization:** The board is responsible for the continued funding and financial health of the organization.
- ❖ **Renewable Energy and Sustainable Living Fair production:** Board members are to take an active role in the promotion, funding, and planning of the Fair. It is recommended that a board member sit on at least one committee involving the Fair. Board members are ambassadors of the MREA at all times, especially during the Fair.

To carry out their duties, boards form themselves into smaller committees to perform specific functions. Many boards have an executive or steering committee that meets more frequently than the whole board and has authority to make quick decisions.

1.3 Board Composition

Two key tenets of board composition are:

- ❖ Board members, while sharing a sense of commitment to the organization's mission and goals, also need to represent a diversity of opinion and skill;
- ❖ Ideally, the combination of all the people on the board will provide the skills required to run the organization.

1.4 Board of Director's Meetings

- ❖ Agenda items must be in the MREA office before 5:00 pm the Friday before the meeting date.
- ❖ A tentative agenda will be included with the minutes from the prior meeting. These will be provided to board members not less than one week prior to the next meeting.
- ❖ Board business is first priority for the Board of Director's meetings. All other requests for board time will be placed on the agenda on a first-come, first-served order.
- ❖ A reasonable time frame will be set for each agenda item prior to the meeting.

- ❖ If an issue is not resolved during the pre-determined time frame, a new time frame must be set or the issue will be tabled until the next meeting.
- ❖ If a board member is not comfortable deciding on an issue at the said meeting, he or she may request to table the issue until the next meeting.
- ❖ When an issue directly involves a member of the board who is present, the board has the authority to ask the party to leave for that portion of the meeting.
- ❖ When an issue directly involves a visitor who is present, the board has the authority to ask the party to leave for that portion of the meeting.
- ❖ Personnel issues, and issues deemed sensitive by the board, will be discussed with only board members present. All others will be asked to leave for that portion of the meeting.
- ❖ Minutes of committee meetings will be written and presented prior to or at the board meeting that directly follows the committee meeting.

1.4.1 Rules of Conduct

1. Read the materials sent to you before the meeting
2. Listen to each other and be respectful
3. Raise your hand when you want to speak
4. The facilitator monitors speaking order
5. Stay on task
6. Refrain from side conversations
7. Speak your views, both reservations and supportive, during the meeting. Do not wait until the meeting is finished and then try to change a BOD decision

1.4.2 Facilitation Points

1. Start meetings on time
2. Stick to the agenda (new agenda items should be added at beginning of meeting)
3. Stay on time (the secretary will monitor schedule)
4. Table items if they run too long
5. Take scheduled breaks
6. Stop at 9:00pm

1.4.3 Decision Making Process

1. The BOD will strive for consensus on decisions. This is done through discussion of the issues.
2. During discussions, the facilitator or secretary will summarize the proposed decision and the board will indicate if they agree (consensus).

3. If a consensus can not be reached, the board will decide to either table the issue or proceed with a vote. Our decision making process does not allow a member to formally block consensus and thus stop the decision making process.
4. To proceed with a vote a BOD member must make a motion and there must be a second. This will be followed by any additional discussion, and then a formal vote.
5. A motion needs a simple majority of votes to pass.

1.5 Board Member Job Description

JOB TITLE: Board Member

PURPOSE: To serve the board as a voting member, to assist in the development of and approve policies, procedures and regulations to govern the operations of the Midwest Renewable Energy Association, and to monitor the finances, programs and performance of the organization. Board members are chosen because of their commitment and long-term vision.

DUTIES AND RESPONSIBILITIES:

1. Prepare for each board of directors meeting by reading material distributed prior to the meeting, and gathering whatever information may be required or requested.
2. Attend all board meetings and participate in the proceedings. Board Of Director members failing to attend three (3) consecutive meetings or one half of the meetings in one (1) twelve (12) month period, without just cause, shall forfeit their membership on the Board of Directors (as determined by the Board of Directors).
3. Attend board retreats, planning sessions, and board development workshops.
4. Attend and take an active role in the promotion, funding, planning, and presentation of the Renewable Energy and Sustainable Living Fair.
5. Serve on at least one committee and actively participate in meetings of that committee.
6. Hire, fire (if necessary), supervise and annually evaluate the Executive Director. Maintain knowledge of other staff roles and positions.
7. Maintain knowledge of current programs.
8. Establish and monitor policies.
9. Monitor finances, and bear responsibility for the fiscal condition of the organization.
10. Be a current paid member of the organization.
11. Make a personal financial, or in-kind, contribution to the organization in an amount significant to the individual.
12. Assist in fundraising, by soliciting the financial support of others, and by sharing resources and talents with the organization including contacts for support.

13. Serve as an advocate of the organization to the public and constituent groups, especially during the Fair.
14. Act in loyalty to the organization, its vision and mission.