

Roles and Responsibility
Board of Directors
Desert Willow Apartment, Inc
EIN # 20-3271119

Revision 1
Board Approved
Date: 4/28/2010

Desert Willow Apartments, Inc
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Document Change History

Revision 1 – 4/28/2010

The following description was adapted from materials from BoardSource. Note that materials apply to both for-profit and nonprofit unless otherwise noted. Fred Plane provided this generic set of board roles and responsibilities to Forrest Lloyd in hard copy. Forrest converted the document to electronic form and added the corporate identity.

Revision 2 – 9/25/2010

Forrest Lloyd modified the titles in this document to be consistent with DWA titles.

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1 President

1. Is a member of the Board.
2. Serves as the Chief Volunteer of the organization.
3. Is a *partner with the Chief Executive* in achieving the organization's mission.
4. Provides *leadership to the Board* of Directors, who sets policy and to whom the Chief Executive is accountable.
5. Chairs meetings of the Board after developing the agenda with the Chief Executive.
6. Encourages Board's role in strategic planning.
7. Appoints the chairpersons of committee, in consultation with other Board members.
8. Serves ex officio as a member of committees and attends their meetings when invited.
9. Discusses issues confronting the organization with the Chief Executive.
10. Helps guide the mediate Board actions with respect to organizational priorities and governance concerns.
11. Reviews with the Chief Executive any issues of concern to the Board.
12. Monitors financial planning and financial reports.
13. Plays a leading role in fundraising activities.
14. Formally evaluates the performance of the Chief Executive and informally evaluates the effectiveness of the Board members.
15. Evaluates annually the performance of the organization in achieving its mission.
16. Performs other responsibilities assigned by the Board.
17. *Key liaison to the community.*

2 Vice President

1. Is a member of the Board.
2. Performs chair responsibilities when the chair cannot be available.
3. Reports to the Board's chair.
4. Works closely with the Chair and the other staff.
5. Participates closely with the Chair to develop and implement officer transition plans.
6. Performs other responsibilities as assigned by the Board.

3 Secretary

1. Is a member of the Board.
2. Maintains records of the board and ensures effective management of organization's records.
3. Manages minutes of board meetings.
4. Ensures minutes are distributed to members shortly after each meeting.
5. Is sufficiently familiar with legal documents (articles, by-laws, IRS letters, etc) to note applicability during meetings.

4 Treasurer

1. Is a member of the Board.
2. Manages finances of the organization.
3. Administrates fiscal matters of the organization.
4. Provides annual budget to the board for members' Approval.
5. Ensures development and board review of financial policies and procedures.

5 Committee Chair

1. Is a member of the Board.
2. Sets tone for the committee work.
3. Ensures that members have the information needed to do their jobs.
4. Oversees the logistics of the committee's operations.
5. Reports to the Board's Chair.
6. Reports to the full Board on committee's decisions/recommendations.
7. Works closely with the Chief Executive and other staff as agreed to by the Chief Executive.
8. Assigns work to the committee members, sets the agenda and runs the meetings, and ensures distribution of meeting minutes.
9. Initiates and leads the committees annual evaluation.

6 Board Member (Optional)

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 meetings, and reviews and comments on minutes and reports.
5. Gets to know other committee members and builds a collegial working relationship that contributes to the consensus.
6. Is an active participant in the committee's annual evaluation and planning efforts.
7. Participates in fund raising for the organization (nonprofit only)

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Appendix A – Not-For-Profit Stewardship

The following notes are from “Nonprofit Stewardship” by Peter C. Brinckerhoff
NISH Leaders Book Club 2007

1. Board members are personally responsible for the use of the organization’s resources.
2. Boards should work in partnership with their employees.
3. Like all stewards, they need to balance needs and wants, money and mission.
4. The organization is not yours to control. Problem solving with boards often comes down to turf battles or control issues.
5. Board members, like stewards, are temporary stewards.
6. Board members manage community resources.
7. Final policy decision is the responsibility of the board.
8. Regularly celebrate the outcomes of your mission.
9. The board must be made up of mission advocates and business advocates.
No money, no mission.
10. The board’s primary job:
 - a. Setting and updating policy (big picture only)
 - b. Serving as a check and balance for priorities and competencies
 - c. Providing outside credibility for things like fund raising and board member recruiting
11. Always emphasize your mission and goals
12. Have good and complete bylaws and follow them
13. The board president or board chair leads the board.
14. The executive Director leads the staff.