

OUTright Youth of Catawba Valley, Inc.

The Board of Directors

Overview

The two key elements that can create a successful organization are the Board of Directors and the Executive Director.

The fundamental responsibilities of the Board and the Executive Director are to:

- Plan
- Execute
- Evaluate
- Evolve

While the Board of Directors has numerous responsibilities the Board's three primary responsibilities, which contribute directly to the organization's success are working closely with the Executive Director, ensuring the fiscal viability of the organization and developing strategic thinking and planning.

With regard to the Executive Director the board should focus on:

- selecting the best fit for the position.
- providing the Executive Director the tools they need to develop the organization.
- continuously enabling the Executive Director to expand their capabilities in the position.

As to fiscal viability, board responsibilities include:

- development of a reasonable but challenging budget.
- maintaining oversight of the assets of the organization.
- development of increased sources of revenue.
- monitoring the expenditures of the organization.

Regarding Strategic thinking and planning the board should:

- spearhead the effort.
- engage all stakeholders (board members, staff, community and clients) in the process.
- once created, review and revise on an annual basis.

OYCV Calendar: To be reasonably organized every organization should maintain a pre-planned calendar that would include:

- Board meetings.
- Committee meetings.
- Due Dates i.e. budget.
- Special events i.e. fund raisers. Events, etc.

Make-up of the Board:

- It is extremely important that the board be inclusionary with a wide variety of experience, interests and abilities.
- Board members should be recruited on a basis of what they can and will offer to the board and, via the board, to the organization.

Board membership procedure

Application procedure:

1. Individuals interested in becoming an OYCV board member should complete the application form (addenda A) and submit it to the Executive Director.
2. Viable candidates should be given the Board Manual so that they can familiarize themselves with the organization of the board and board member responsibilities.
3. The Executive Director should pursue any vetting that may be deemed necessary such as checking references and having the criminal background check performed.
4. Upon completion of the vetting process the Executive Director should pass the application form on to the Board President with a recommendation.
5. The Board President should bring the information to the Executive Committee who will decide if they want to interview the candidate.
6. Should a candidate be interviewed and then deemed to be a viable candidate the Executive Committee shall bring the information, and recommendation, to the attention of the full Board for a vote.

Board applicant interview procedure:

Individuals who expressed an interest in becoming a Board member at OYCV must have previously completed an application form which has been thoroughly reviewed and references checked. Should the Executive Committee consider an applicant a viable candidate, she or he will be invited for an interview.

The interview process itself should include:

- Questions arising out of the application form.
- Further questions as to their motivation, skills, etc.
- Discussion of their individual skills and matching them to OYCV needs especially as to committee assignment.
- Overview of the responsibilities of the Board as detailed in this manual including their responsibility to read the Board Manual (selected sections of this manual as decided) and abide by it should they be brought on board.
- Questions from the applicant.
- A timetable for advising the applicant.
- Thanking them for their expressed interest.

Board membership initiation:

All newly approved board members shall be given an orientation program in a prescribed format (addenda B).

Terms of Board Position:

- Board terms are for three years.
- Board members may serve a total of four consecutive terms and one unexpired term.

Board meetings

- Meetings are scheduled on a monthly basis. Meetings are on the 1st Thursday of the month. Board packets are emailed on the Monday of the week of the meeting.
- Committee meetings are held on as needed basis but may be scheduled, in the future, to occur in non-board meeting months.
- Prior meeting minutes and committee reports in the board packet are voted on as submitted – a consent agenda.
- The financial reports are presented at each Board meeting, discussed and voted on at that time.
- The one committee report that may be reviewed, in summary and not in detail, are the current financial reports – Income Statement and Balance Sheet.

Board of Directors' Obligations and Responsibilities

Individual member's responsibilities:

- Contribute financially to the organization – we believe strongly in an annual contribution from each Board member. We are also fully cognizant of the fact that individuals vary in their ability to make a large financial donation to the organization, and that there are numerous other ways in which members can contribute. We are recommending an annual contribution amount and that contribution would include not only their personal donation but also personal fund raising activities or whatever means they wish to utilize. The requested annual contribution should be \$500. These contributions should be recognized as the Board being a sponsor of the primary fund-raising events. Many grantors look to see if all Board members contribute to the organization as a critical part of their determination. It is also extremely important that the community sees that the Board sponsors its events. If the Board isn't willing to contribute why should they? Therefore we do require an annual donation of \$25 for adults and \$10 for youth.
- Attend at least two-thirds of the Board meetings.
- Represent OYCV at two outside events annually that promote OYCV.
- Bring individuals and organizations to the organization as new board members, contributors, volunteers, committee members, etc; whatever is needed.
- Read the board packet prior to the meeting and be prepared to either ask questions or accept the report as submitted.
- Support organizational functions – help organize, sponsor, operate, bring in people, attend, enlist sponsors and advertisers, etc. Board members are expected to participate in at least fifty percent of the fundraising events.
- Belong to a committee and be an active participant.
- Represent the organization in the community by making presentations (civic club, church group, business associations, social group, etc) to discuss what we do and to solicit financial support, in-kind services or material goods donations. Each Board member should conduct or arrange for at least one presentation per year.
- Ensure that there are no personal conflicts of interest or even the hint thereof.
- Maintain confidentiality with respect to known written or oral information related to the organization, staff, volunteers, clients and applicants.

Board of Directors' Corporate Responsibilities

Relationship to the Executive Director:

- The board will supervise and evaluate the ED on a regularly scheduled basis.
- The board should work closely with the ED to determine what the on-going and future needs of the organization are, how they plan to achieve them and what resources will be needed.
- The board should not, as many boards and individual board members do in other organizations, get involved in the day-to-day activities of the organization. They should view themselves as a strategic partner. One simple rule that can be followed is – if it is in the approved budget the ED controls it; if it is not in the approved budget it must be worked through the committee/board structure.

Relationship with staff, volunteers, etc.:

- While it is unavoidable that board members will, on occasion, interact with staff members and volunteers at various organizational events it is essential that at all times the proper chain of command, within the organization, must be maintained and enforced.
- The board has a direct, operational, relationship only with the Executive Director.
- Any attempt by an employee or volunteer to engage a board member in a conversation that is in direct or indirect contravention of the chain of command must be immediately, but politely, curtailed.

Board Governance:

There are several critical areas in which the board must monitor both itself and the organization as the integrity and viability of the organization is at stake.

1. In the filing of IRS Form 990, a public document, there should be an unequivocal transparency of the organization as to its finances, its relationships and its mission and goals. Of great significance in this document is the organization's profile, its activities and its accomplishments.
2. The board must ensure that the organization is in compliance with all of the legal regulations so that the organization can maintain its tax-exempt status. Areas such as being non-political are essential.
3. The board must ensure that it and the organization maintain the highest level of ethical standards especially with regard to any direct or indirect conflicts of interest, or even the hint thereof, and the ability of any individual engaged by the organization in any capacity to derive any personal benefit.

Board Committees

Overview

- Committees should be organized on a permanent or as needed basis.
- At a minimum the following committees are required –
 - Executive
 - Liaison
 - Strategic Planning
 - Finance
 - Programming
 - Marketing
 - Development
- Non-permanent committees may be established for special events or requirements of the organization such as a capital funds campaign.
- Committees may wish to schedule their meetings in the months that the board does not meet except for the Finance Committee. This committee should be discussing the most current financial information just prior to the board meeting.

Membership:

- The chairperson must be a board member.
- Other members should be recruited from the community based on their experience and abilities in that particular area. This is also a perfect testing ground to see the dedication of individuals as potential future board members.
- Staff members may be asked to join a particular committee if their presence will enhance the results of that committee.

Responsibilities:

- Should meet on a regularly scheduled basis.
- Elect officers annually.
- Maintain minutes or records.
- Provide a written report to the board for each meeting that would be included in the board packet.
- Create a mission statement and a strategic plan for itself setting out goals and timeframes for those goals.

Officers:

- Chair – schedule meetings, create agenda and head up the meetings.
- Vice-chair – fill in for the chair when necessary.
- Secretary – keep minutes and transmit for the board packet.

Authority:

Committees do not make decisions. It is the basic function of committees to make recommendations to the Board; to do all the basic research, etc to make an educated recommendation; and, to execute recommendations approved by the Board.

Board Review

The board, on a periodic basis, will do an internal review. The board should ask of itself at least the following critical questions:

- Are the actions we are taking constructive or destructive to the mission and goals of the organization?
- Are the attitudes we are exhibiting constructive or destructive to the mission and the goals of the organization?
- Are the contributions we are making to the organization what we should responsibly be doing?

Addenda A: Application form

Addenda B:

Board Membership Orientation Program – check list

- The mission, vision goals and values of OYCV
- Background of OYCV
- The programs and services of OYCV
- Introduction to, or overview of, OYCV personnel including the role of volunteers
- The finances of OYCV
- The role and responsibility of the new board member including committee assignment
- Questions and answers