

**Society of
St. Vincent de Paul**

**Board Member
Responsibilities**

What Is A Board?

A Board is the principal policy making body of an organization and as such has the full policy and decision making authority. It was given this authority by the General Membership of the Society in the Diocesan Council of Phoenix. Legally, the Board is a non-profit corporation and is bound by its articles of incorporation and bylaws, and its contractual obligations to funding sources. Implied decision making, however, is its obligation to the members of the Society of St. Vincent de Paul to accomplish its stated goals.

Two basic concepts about boards:

1. **The Board is primarily and fundamentally a policy making body.** Implementing and executing policy is the process and responsibility of the Executive Director and his/her staff.
2. **The authority of the Board results from its group action as a single entity.**

Although the Board President is generally accepted as the spokesperson for the Board, no individual Board member has any authority over the organization. The Executive Director is responsible to the FULL Board, not individual members.

The greatest confusion that exists on a Board is caused by the lack of understanding as to what is policy and what is administration. **Policy** is the set of rules (**WHAT**) by which an organization operates. **Administration** is the process (**HOW**) by which policy is carried out.

While the Board must observe, question and evaluate the operation of the Society, it should not, insofar as possible, participate directly in the daily operations of the organization. It is the age old story, that if you are going to give someone responsibility, you must give him/her the authority to carry it out.

What Is Expected Of Me As A Board Member?

Goal: To present a generalized job description of a Board member and to determine my willingness to accept those responsibilities.

Knowledge and Preparation:

1. Educate myself on the Society, its history, goals, clients/constituency, staff, current situation, needs and problems.
2. Keep abreast of the national, state and local trends that affect the organization and its clients.
3. Educate myself on the role and responsibility of the Board as a whole, as well as an individual member.

Participation:

1. Participate in the tasks of the Board.
2. Be an enthusiastic and knowledgeable voice for the Society.
3. Serve actively on at least one committee and understand how other committees relate to the board's functions.
4. Act as an advocate for the Society and its clients.
5. Contribute financially to the organization.
6. Participate in discussions and ask appropriate questions.
7. Report to the Board in writing or verbally, as appropriate.
8. Recognize my role as a member of a team.

Time Commitment:

1. Attend Board orientations and training sessions.
2. Attend regularly scheduled Board meetings.
3. Read minutes and backup information materials BEFORE coming to a meeting.
4. Do assigned work between meetings, including preparation of reports, background materials and recommendations.
5. Attend scheduled standing or special committees, and/or task force meetings.

Constraints:

1. Support Board decisions once they have been made, even if I didn't vote for or against the decision. If unable to support a major decision, then I need to resign.
2. Avoid any possibility of or appearance of conflict of interest.
3. Understand the difference between the roles of the Board and the Executive Director. Don't attempt to do a staff or management job or let them do mine.

What Do I Need To Know About Board Membership?

Goal: To ensure that I have sufficient materials and information about the organization and how it functions, so that I can make informed decisions, I need the following materials.

Organization and Its Structure:

1. Copy of the Society's articles of incorporation and bylaws.
2. Society's legal structure & IRS exemption status.
3. Legal structure as a non-profit corporation and relationship to the National and International Society.
4. State regulations which apply to the Society.
5. Copy of mission statement.

Board Structure:

1. Job description of a Board or committee member.
2. List of Board and committee assignments with addresses and telephone numbers.
3. Summary of last year's minutes and budgets.
4. Board policies and procedures.
5. Board calendar; meeting dates, annual events, training sessions, fiscal year.
6. Understand role as Board member and policy setter.

Organizational Planning:

1. Board planning cycle.
2. Participation in long range planning sessions.
3. Participation in strategic planning process.
4. Participating in annual Board retreat.

Program Services:

1. Current programs and staff assignments.
2. Current level of volunteer program and functions.
3. Statistical summary of programs and projected future.
4. Summary of temporary actions for increasing/decreasing programs and/or staff.
5. Annual tour of facilities with Board President or Executive Director.

Funding:

1. Summary of current sources of income, grants, contracts, community and membership support.
2. Summary of current expenditures, monthly and year-to-date, by line items.

What Do I Need To Know About Board Membership? (continued)

Fiscal Management:

1. When is fiscal year for Society?
2. Current and last year's budget for organization and the program units.
3. Proposed budget for coming year.
4. Schedule of fiscal planning process.
5. Legal insurance and contracts: fidelity bonding, public liability, directors' & officers' insurance (errors & omission).
6. Summary of reporting requirements with timelines.

Personnel:

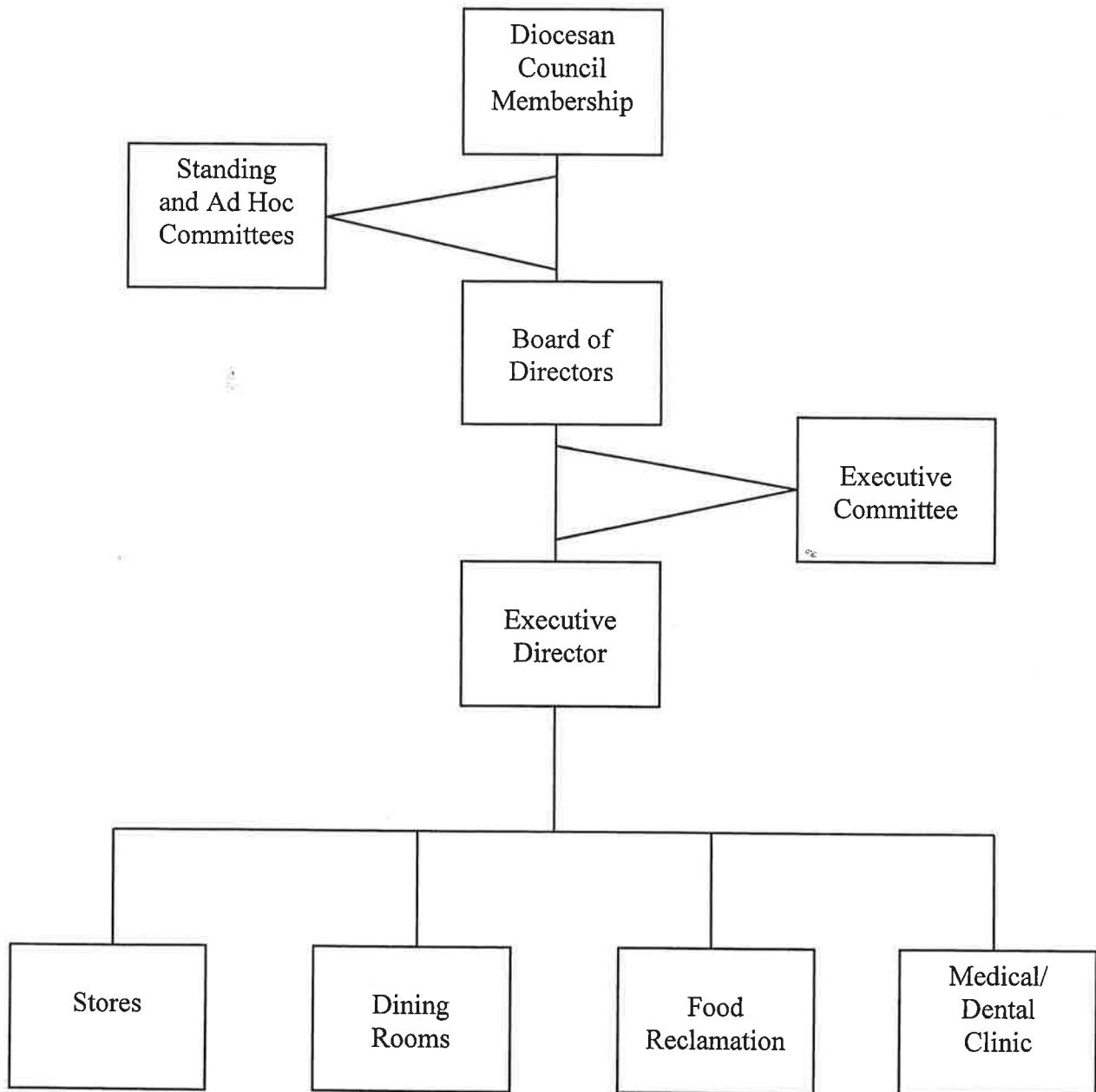
1. Job description of Executive Director.
2. Job descriptions of paid staff, both full and part-time.
3. Job descriptions of volunteer staff.
4. Personnel policies and procedures (manual?).
5. Plans for annual revision of policies or procedures.
6. Paid staff pay classification system, benefits, schedules.
7. Volunteer benefits.
8. Paid staff contracts, limitations, deadlines.

Public Relations and Marketing:

1. List of spokespersons for the organization, in rank order.
2. Summary of public relations strategies for the coming year.
3. Copies of current brochures, flyers, posters, funding programs.
4. Annual report.
5. Newsletter(s) which are published regularly.

Board of Directors Organizational Chart

(sample)



Job Description Of A Board Member (sample)

The Board of Directors (Trustees) sets policy, determines program directions, sets long and short range goals, approves the annual budget, is responsible for diversified fund development, facilities management, publicity and marketing and the leadership development of the Society. Specifically:

1. Determines Society's goals and program direction to achieve those goals.
2. Determines policies for management.
3. Controls the operating funds and capital assets for the use and benefit of the Society.
4. Hires, supervises, evaluates and terminates the Executive Director.
5. Approves grants, contracts, leases and other legal documents according to the Society's bylaws.
6. Ensures that the legal obligations of the Society are met, including:
 - a. Nonprofit tax exemption status;
 - b. Equal opportunity and affirmative action standards;
 - c. Federal and state income and social security taxes;
 - d. Unemployment compensation and labor and industry insurance;
 - e. Society related safety and health issues affecting staff, volunteers and clients; and
 - f. Public liability insurance coverage.
7. Ensures that personnel and volunteer policies are properly administered.
8. Creates and executes a diversified fund development program for the Society.
9. Contributes financially to the organization.
10. Participates in Board designated fund raising activities.
11. Represents the organization to the community.
12. Participates in the annual Board retreat to establish short and long range goals.
13. Attends all Board meetings and assigned committee meetings.
14. Responsible for establishing annual salary guidelines and benefit packages for the staff.
15. Assists with community and public relations as well as marketing the services of the organization.
16. Participates in the annual evaluation of the Board.
17. Responsible for the leadership development of the staff and Board and sees that there are adequate dollars for accomplishing leadership training.
18. Possesses those experiences and skills that will assist the organization in meeting its goals.
19. Remember that the Board is composed of team members.

Job Description Of An Executive Director (sample)

The Executive Director of the organization functions in the capacity as the Chief Executive Officer of the organization and is directly responsible to the full Board of Directors. The Executive Director should have a multiplicity of skills in programming, budgeting, planning, boardmanship, grant writing, community relations, assessing, monitoring, compliance and evaluation.

Specific Duties and Responsibilities:

1. Implements the policies and programs of the Society.
2. Ensures that the corporate and legal obligations of the organization are fulfilled, as directed by the Board.
3. Recruits, selects, hires, trains, supervises, evaluates and terminates staff.
4. Prepares the Society budget related to the physical, fiscal and human resources needs and is accountable for the control of these resources. Depending on Board structure, this may be done in conjunction with the Treasurer and the Finance Committee.
5. Is responsible for the daily operations of the Society's Programs.
6. Assists the Board with financial development activities.
7. Makes recommendations to committees and/or the Board on program modifications, policies and procedures.
8. Is responsible for generating resources, identifying revenue sources and grant writing for those resources necessary to secure dollars for the Society.
9. Provides staff support to the Board in setting program and policy priorities.
10. Assists with developing strategies for the Society to meet program and financial needs, setting performance standards for staff and forecasting/targeting opportunities that will enhance the Society.
11. Implements the personnel policies of the Society.
12. Implements the Equal Opportunity and Affirmative Action Programs of the Society.
13. Supervises and directs the work of the staff to effectively implement the objectives of the Society.
14. Develops job descriptions and standards of performance for staff, evaluates individual job performance and initiates appropriate personnel actions.
15. Interprets and promotes the purpose and mission of the Society.
16. Promotes teamwork between the employed staff, volunteers and the Board.
17. Prepares annual reports and other documentation for review and approval of the Board.
18. Maintains effective client relations in all programs.
19. Serves on appropriate community committees and acts as the coordinator for all public relations/media announcements.
20. Other skill levels deemed appropriate and unique to the Society or the clients the Society serves.

Who's Responsible For What?

		Board		Board Through President	Executive Director
1.	Determines Society's goals.				
2.	Fund raising responsibility.				
3.	Hires the Executive Director.				
4.	Implements Policy.				
5.	Keeps Board Members informed about programs.				
6.	Recommends Society's policy formation.				
7.	Hires, trains, supervises, fires staff.				
8.	Administers all phases of Society's programs.				
9.	Plans methods of program delivery/services.				
10.	Implements Programs.				
11.	Meets legal obligations.				
12.	Recruits new Board members.				
13.	Orients, trains and develops Board members.				
14.	Drafts Annual Operations Budget.				
15.	Establishes salary administration plan.				
16.	Implements salary plan.				
17.	Approves annual operations budget prior to presentation to General Membership.				
18.	Makes policy decisions.				
19.	Prepares materials for Board Consideration.				
20.	Recommends Board members for committees.				
21.	Serves as professional resource to Board.				
22.	Provides community relations contacts.				
23.	Prepares and writes reports for Board.				
24.	Assesses organizational problems.				
25.	Establishes long range plans.				
26.	Establishes personnel policies.				
27.	Implements personnel and volunteer policies.				
28.	Responsible for establishing committees.				
29.	Assures compliance with contracts.				
30.	Establishes fiscal policy.				
31.	Implements fiscal policy.				
32.	Evaluates programs annually.				
33.	Evaluates Executive Director annually.				
34.	Evaluates Board members annually.				
35.	Responsible for leadership development.				

Key: Board Decides "What" — Executive Director Decides "How"

■ HELP THE BOARD MAKE BETTER DECISIONS

What's the fine line between giving board members enough information to make sound decisions and loading them down with unnecessary detail?

To get the most out of the information you present, remember:

- **Don't provide just raw data.** Highlight trends over time and performance relative to plans and projects.
- **Don't sugar-coat problems.** Raise red flags when necessary.
- **Help board members see connections** between and among data (e.g., causes and effects). One method: Show how the information relates to the budget.
- **Supply materials with an emphasis on governance,** not on administration. Too many details get members thinking about the wrong things.
- **Provide both context and standards** against which board members can make judgments, and
- **Consider both right- and left-brained people.** Members learn and absorb information in different ways. Use a combination of verbal (e.g., executive summaries), graphic and numeric data.

Source: A presentation by consultant Lisa Bennett (408-375-5865) at the National Society of Fund Raising Executives' International Conference.

■ MANAGEMENT: MAKE EVERY MEETING COUNT

No one can afford to attend meetings that don't produce.

In fact, more than half of the respondents in a recent survey said they attend too many business meetings and don't get enough out of them.

Here are some ways your board can have what everybody wants: fewer but better meetings:

- 1. Agenda** – Without one, nobody can prepare. Goals need to be clearly stated and sent in advance to all attendees.
- 2. Preparation** – It usually takes little time to prepare for a meeting. All members should come prepared.
- 3. Timing** – The best meetings start on time and don't run endlessly. Participants won't respect leaders who can't control meeting duration.
- 4. Focus, focus, focus** – It's the most important role of the meeting's leader (e.g., board chair) – relentlessly driving the board's interaction toward the prestated goals.
- 5. Be sure to follow up** – Effective meetings produce actionable items, which should be recorded and included in the minutes.
- 6. Get feedback** – Feedback can be verbal or written, but participants should feel free to give straightforward, honest responses. Find out what went right and wrong in a meeting.

Source: Adapted from "Managing for Dummies," published by IDG Books Worldwide, 800-762-2974.

■ THE LIGHTER SIDE

Nonprofits have always been price-conscious when shopping for consulting services.

Most board and staff members want everything good, fast, and especially cheap.

Los Angeles consultant Howard Spielman says he's developed his own reply to simultaneous requests for quality, speed – and special prices.

He just hands prospective clients a sheet with three mathematical equations:

good + cheap ≠ fast
fast + cheap ≠ good
fast + good ≠ cheap

In other words, you get what you pay for.

Who's Responsible For What?

	Board	Board Through President	Executive Director
1. Determines Society's goals.	1		
2. Fund raising responsibility.	2		
3. Hires the Executive Director.	3		
4. Implements Policy.			4
5. Keeps Board Members informed about programs.			5
6. Recommends Society's policy formation.		6	6
7. Hires, trains, supervises, fires staff.			7
8. Administers all phases of Society's programs.			8
9. Plans methods of program delivery/services.		9	9
10. Implements Programs.			10
11. Meets legal obligations.	11		
12. Recruits new Board members.	12	12	12
13. Orients, trains and develops Board members.	13	13	13
14. Drafts Annual Operations Budget.			14
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20. Recommends Board members for committees.	20	20	
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22. Provides community relations contacts.	22	22	22
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24. Assesses organizational problems.			24
25. Establishes long range plans.	25		
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