

## Coalition for Kids Board Roles and Responsibilities

The Board of Directors governs the corporation, is responsible for fulfillment of its mission, and is accountable to Coalition for Kids' donors, grantors and other fiscal agents. In its governance role, the board makes policy decisions and enabling decisions.

Policies are internal regulations by which the organization is managed. Enabling decisions are those which support a necessary activity such as the adoption of the operating budget. In order to make informed policy and enabling decisions, it is necessary that Board members regularly attend Board meetings.

Board members are our links to the community and as such are essential and important volunteers. A commitment to serve on the Board carries with it certain formal and informal expectations. Coalition for Kids' commitment is to make Board service rewarding and enjoyable, and to help Board members utilize their special skills and talents on Coalition for Kids' behalf.

Coalition for Kids will engage in business with tenants, suppliers, vendors and contractors. Directors who are employees or officers of these businesses may have a conflict of interest whenever matters impacting these businesses are considered by the Coalition for Kids Board. These situational conflicts should be disclosed as soon as they arise. Other conflicts may be less obvious like a Board member who is employed by an agency leasing space from Coalition for Kids. The possible conflicts cover a broad range of issues, including anything that would address possible increases in rent or other charges, the addition of new tenants, or a possible changeover in the tenant mix. These ongoing conflicts should be disclosed annually (or as soon as the conflict arises) during the first Board meeting of the year. Oregon law provides that in the event of a conflict the transaction can be approved by the vote of the board if the material facts of the transaction and the director's interest are disclosed or known to the board. The Board may impose additional requirements including:

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### **I. Board members have the following minimum responsibilities:**

- To participate on one or more committees or in an ad hoc manner as requested by the President of the board.
- To have a thorough knowledge of the corporation's charter and bylaws.
- To become knowledgeable concerning the services provided by Coalition for Kids.
- To support the corporation financially at an appropriate level.
- To fulfill commitments within agreed-upon deadlines.
- To participate in board orientation to ensure organizational knowledge.



- To attend and participate in a minimum of 60% of the regular monthly meetings of the Board. Five absences in a 12-month period shall constitute an automatic resignation from the board.
- To attend a Board retreat one day each year.
- To provide candid, open and honest feedback and evaluation.
- To take initiative relative to informing Coalition for Kids about opportunities for funding or program development.
- To identify individuals in the community for volunteer or funding support.
- To support Coalition for Kids, its officers and staff in times of controversy or crises.
- To provide sensitivity and support to staff persons and other board members as they perform their duties.
- To exercise loyalty toward Coalition for Kids and confidentiality regarding its internal affairs as discussed at Board programs.
- To serve as an informal advocate for Coalition for Kids in the community.
- To support the decisions of the majority of the Board.
- To disclose any situational conflict of interest as soon as the conflict arises and to disclose ongoing (example, employed by a tenant agency) conflicts on an annual basis during the January Board of Directors meeting.

**II. Board members have the following rights:**

- To be fully informed about the responsibilities, time commitment, organization, etc., before accepting the position of Board member.
- To have opportunities for orientation and continuing board training, which will assist the Board to function effectively.
- To be kept fully informed through accurate financial reports, management reports, regular and thorough briefings by staff, etc., about the operation of the corporation.
- To expect that volunteer time will not be wasted by lack of planning, coordination and cooperation within the corporation or within the Board.
- To be assigned jobs that are worthwhile and challenging with freedom to use existing skills or develop new ones.
- To be able to decline an assignment if it is felt that match of skills and interests is not appropriate.
- To have successful job experiences that provide opportunities for personal growth.
- To be trusted with confidential information that will help the Board member carry out assignments and responsibilities.
- To be recognized at appropriate times for one's work and involvement as a Board member.