BOARD OF DIRECTORS
DESCRIPTION OF ROLE

Persons serving on the Board of Directors of the Community Foundation of Grand Forks, East Grand Forks & Region agree to act in accordance with all appropriate federal, state, and local laws and to abide by the duty of care, duty of loyalty, duty to manage accounts, and duty of compliance.

**Duty of Care:** The duty of care describes the level of competence that is expected of a board member, and is commonly expressed as the duty of “care that an ordinarily prudent person would exercise in a like position and under similar circumstances.” This means that a board member owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization.

**Duty of Loyalty:** The duty of loyalty is a standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the organization. This means that a board member can never use information obtained as a member for personal gain, but must act in the best interests of the organization.

**Duty to Manage Accounts:** Board members are responsible for assuring the financial accountability of the nonprofit. Procedures are established to keep the organization fiscally sound and ensure that it operates in a fiscally responsible manner. Care must be taken for the proper use of any restricted funds. The Board of Directors oversees the executive director and determines that the nonprofit’s purposes are fulfilled without waste.

**Duty of Compliance:** Board members have a duty to be faithful to the organization’s purposes and comply with the nonprofit’s governing documents. They are also under a duty to be familiar with the laws that apply to the nonprofit and to comply with those state and federal laws that relate to the nonprofit and its business operations.

**PREFERRED BOARD MEMBER CHARACTERISTICS**

- **Ability** to listen, analyze, think clearly and creatively, and work well with people individually and in a group.
- **Commitment** to prepare for and attend board and committee meetings, ask questions, take responsibility and follow through on a given assignment, contribute personal and financial resources in a generous way according to circumstances, open doors in the community, and evaluate oneself.
- **Willingness** to develop certain skills such as cultivating and soliciting funds, identifying and recruiting board members and other volunteers, reading and understanding financial statements, and learning more about the substantive program areas of the organization.
BOARD OF DIRECTORS
DESCRIPTION OF RESPONSIBILITIES

The following responsibilities are specific to the Community Foundation of Grand Forks, East Grand Forks & Region (Community Foundation) and are articulated for the purpose of complementing or clarifying certain aspects of the traditional governing responsibilities of board members.

1. **Commit to the mission and goals** of the Community Foundation.

2. **Attend meeting of the Board of Directors.** Four (4) meetings are scheduled each year. Board members are encouraged to attend all four (4) meetings. Minimum attendance expected of each individual board member is 75%.

3. **Serve on at least one (1) committee and attend committee meetings.** Board members are encouraged to attend all meetings of the committees on which they serve. Attendance at 50% of the meetings is expected, at a minimum.

4. **Contribute expertise and participate in strategic development of the board and the Community Foundation.**

5. **Attend the Community Foundation’s special events.**

6. **Make a personal contribution to the Community Foundation.** Every member of the Board of Directors is encouraged to make a financial contribution in addition to in-kind contributions of time and resources.

7. **Develop funding support.** Assist the Community Foundation and staff in its development and fund raising efforts by arranging introductions, signing letters to friends and associates, and otherwise opening doors to funding sources. Each board member who represents a corporation is asked to seek organizational support at the highest possible level of sponsorship.

8. **Represent the Community Foundation.** Be familiar with and speak in support of the Community Foundation and allow his/her name to be used in support of the Community Foundation’s mission.

9. **Disclose any potential conflict of interest with the Community Foundation.**

_I understand that as a member of the Board of Directors of the Community Foundation of Grand Forks, East Grand Forks and Region, I will be held accountable to the expectations above on an annual basis._

________________________________________  ________________________
Signature                                      Date