

# **CaringMatters**

## **Overview of Board Responsibilities**

### **Board Responsibilities**

**1. Determine mission and purpose.**

It is the Board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary stakeholders served.

**2. Select the executive director.**

Boards must reach consensus on the executive director's responsibilities and undertake a careful search to find the most qualified individual for the position.

**3. Support and evaluate the executive director.**

The Board should ensure that the executive director has the moral and professional support to further the goals of the organization.

**4. Ensure effective planning and management.**

Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.

**5. Monitor and strengthen programs and services.**

The Board must determine which programs are consistent with the organization's mission and monitor their effectiveness.

**6. Ensure adequate financial resources.**

The Board must secure adequate resources for CaringMatters to fulfill its mission.

**7. Protect assets and provide proper financial oversight.**

The Board must assist in developing the annual budget and ensuring that proper financial controls are in place.

**8. Build a competent Board.**

The Board has the responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate their own performance. The Board also must assure that an effective Board of Trustees is in place to support the organization.

**9. Ensure legal and ethical integrity.**

The Board is ultimately responsible for adherence to legal standards and ethical norms.

## 10. Enhance the organization's public standing.

The Board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community through advocacy.

Board members should demonstrate:

- **Duty of Care**

This means that a Board member owes the duty to exercise reasonable care when they make a decision as a steward of the organization.

- **Duty of Loyalty**

Board members must give undivided allegiance when making decisions affecting CaringMatters. This means that a Board member can never use information obtained as a director for personal gain, and must act in the best interests of the organization.

- **Duty of Obedience**

Board members must be faithful to CaringMatters' mission. They are not permitted to act in a way that is inconsistent with the central goals of the organization. A basis for this rule lies in the public's trust that the organization will manage donated funds to fulfill CaringMatters' mission. This duty also requires Board members to obey the law and the organization's internal rules and regulations.

### **Responsibilities of Individual Directors**

1. Attend Board and committee meetings and functions, such as special events.
2. Be informed and promote CaringMatters' mission, services, policies, and programs.
3. Review agenda and supporting materials prior to Board and committee meetings.
4. Serve on committees or task forces and offer to take on special assignments.
5. Make an annual personal financial contribution to CaringMatters and assist in resource development and fundraising. CaringMatters' signature fundraising event is our annual gala. Our Board members support the event by purchasing sponsorships, tables, or individual tickets. We strive for 100% participation from our Board.
6. Inform others about CaringMatters. Cultivate support through advocacy, connections with local chambers of commerce and civic associations, and other relationships with the business community.
7. Suggest possible nominees to the Board who can make significant contributions to the work of the Board and the organization.
8. Keep up-to-date on developments in the hospice and palliative caring field.
9. Follow conflict-of-interest and confidentiality policies.
10. Refrain from making special requests of the staff.
11. Assist the Board in carrying out its fiduciary responsibilities, such as reviewing the organization's financial statements.
12. Review Board minutes and consent agenda prior to meetings.
13. Identify potential conflicts of interest.

### **Personal Characteristics to Consider**

- Ability to listen, analyze, think clearly and creatively, and work well with people individually and in a group.
- Willingness 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, advocate for the organization, and evaluate oneself.
- Interest in developing certain skills that you may not possess, such as in cultivating and soliciting funds, cultivating and recruiting Board members and other volunteers, reading and understanding financial statements, and learning more about the substantive program area of the organization.
- Possession of honesty, sensitivity to and tolerance of differing views, community-building skills, personal integrity and sense of values, and concern for your nonprofit's development.

### **Board Chair Responsibilities**

- Oversee Board and executive committee meetings.
- Work in partnership with the executive director to make sure Board resolutions are carried out.
- Call special meetings if necessary.
- Appoint all committee chairs and, with the executive director, recommend who will serve on committees.
- Assist executive director in preparing Board meeting agendas.
- Assist executive director in conducting new Board member orientation.
- Oversee searches for a new executive director.
- Coordinate executive director's annual performance evaluation.
- Work with the governance committee to recruit new Board members with strong leadership skills and fundraising abilities.
- Act as an alternate spokesperson for the organization.
- Periodically consult with Board members on their roles and help them assess their performance.

### **Board Vice Chair Responsibilities**

- Attend all Board meetings.
- Serve on the executive committee.
- Carry out special assignments as requested by the Board chair.
- Understand the responsibilities of the Board chair and be able to perform these duties in the chair's absence.

### **Board Secretary Responsibilities**

- Attend all Board meetings.
- Serve on the executive committee.

- Ensure the safety and accuracy of all Board records.
- Take Board meeting minutes and distribute them in a timely fashion so that Board members can review minutes prior to next meeting.
- Assume responsibilities of the chair in the absence of the Board chair, chair-elect, and vice chair.
- Provide notice of meetings of the Board and/or of a committee when such notice is required.

### **Board Treasurer Responsibilities**

- Attend all Board meetings.
- Maintain knowledge of CaringMatters and personal commitment to its goals and objectives.
- Understand financial accounting for nonprofit organizations.
- Serve as the chair of the finance committee.
- Manage, with the finance committee, the Board's review of and action related to the Board's financial responsibilities.
- Work with the executive director and the director of finance to ensure that appropriate financial reports are made available to the Board on a timely basis.
- Present the annual budget to the Board for approval.
- Review the annual audit and answer Board members' questions about the audit

*Based on BoardSource <https://Boardsource.org/resources/Board-responsibilities-structures-faqs/>*