



**SERVING AS A BOARD MEMBER**  
*INTRODUCTORY INFORMATION*

---

**WHAT IS THE ROLE OF THE BOARD OF DIRECTORS?**

As a group, the role of the Board is to govern the organization. In this role the board has several key responsibilities, including financial oversight, hiring/evaluating the executive director, and making the big decisions to ensure that the organization accomplishes its mission by establishing direction and policies for programs and services. When acting in its governing role, the board represents the interests of the community it serves. It asks, “Is this organization using public and private resources to benefit the community and the public?” It is important to understand that the Board as a group has authority as the “Chief in charge.” The individual members do not have this authority. For example, the Board may tell the Executive Director what to do but individual members may not.

As individuals, Board members have a role to support the organization by volunteering, raising money, and advising. When acting in this role as an individual, their role switches from “Board as Chief in charge” to an individual supporting the staff and organization in implementing their strategy.

**WHAT GUIDES THE BOARD?**

The Board is guided first and foremost by the organization’s Bylaws which is a legal document. Bylaws dictate how the organization is organized and will operate in accordance with the law that governs non-profit corporations. Second to Bylaws, the Board establishes its own set of more specific policies which expand on certain Bylaws. For Rising Above, the *Board Policies Manual* is the ‘bible’ or guidebook for the Board. It describes the vision/mission/strategic ends of the organization (chapter 1), how the board operates and behaves (chapter 2), the Board’s relationship to the Executive Director (CEO) (chapter 3), and the policies or ‘empowering boundaries’ on how the organization manages its resources (chapter 4). The Board may change any of its Board policies at any time by vote of its members. On the other hand, the board may recommend changes to the Bylaws, but Bylaw changes have to be passed by vote of the corporation membership.

**AM I EXPECTED TO FUNDRAISE?**

This is a common question and one that causes considerable tension in many boards. It helps to clarify the role of the Board and the role of the individual board member in this regard. In its governing role, the board—acting as a body—is responsible for seeing that there is a realistic plan for bringing in the funds the organization will need, and for monitoring progress on the plan. But in the support role, board members as individuals also help carry out that plan by assisting staff—participating in fundraisers or calling a list of names generated by staff for an upcoming event. In this kind of work, the staff organizes and is responsible for the work, and delegates it to board members acting as individual volunteers.

The Board has adopted a policy that makes them as a group responsible to contribute to fundraising 20% of the fundraising target amount in the budget. This can be accomplished through personal giving, leveraging of their contacts, initiating events, participation in staff planned fundraising events i.e. Ride For Refuge.

### **HOW LONG IS MY TERM OF SERVICE?**

The term of membership is three years. Terms are renewable at the recommendation of the Board Process and Development Committee and election by the membership. Renewal requires signing the Board Member Code of Conduct and the Covenant of Faith and Life. You may serve up to 3 consecutive terms after which you must step off the Board for at least a year before letting your name stand for re-election.

### **WILL I BE REMUNERATED FOR SERVING AS A BOARD MEMBER?**

You will not be remunerated for your work as a Director. You will be reimbursed for out of pocket expenses you incur while acting as a director i.e. travel to board meetings.

### **AS A DIRECTOR, WHAT AM I LIABLE FOR, AND HOW CAN I PROTECT MYSELF?**

Directors need to know they have potential liabilities: negligence where your conduct contributed to a victim's injury; acting outside of your authority i.e. in signing a contract; failure to invest resources prudently; failure in your duty of care—to act prudently and know what the charity is doing; breach of trust: failure to use charitable property for charitable purposes.

Fortunately, you can protect yourself by acting with honesty, care, loyalty, and diligence and directors are not held liable for simple errors in judgement. Additionally, you are protected by Rising Above's Directors and Officers Liability Insurance. With these measures in place, you would pretty much have to do something criminal to be held personally liable (taken from the article found in Board Documents/Articles for Reading: The Duties, Responsibilities, and Liabilities of a Director, John Pellowe, CEO, CCCC).

### **HOW MANY MEETINGS AM I REQUIRED TO ATTEND?**

The Board has an official calendar with 6 planned meetings in the year. Two of those are face to face weekend meetings over Friday, Saturday and Sunday—the last weekend in January and the second weekend in September. The location of them varies and travel is expected. The other planned meetings are in early March, early April, and December, all of which are video or teleconference. Additional meetings may be required depending on business that arises throughout the year.

Members are expected to attend (in person) 3 out of every 4 face-to-face meetings and miss only 1 teleconference call within the calendar year (excluding absences due to exceptional circumstances i.e. death in family, major personal health issue).