Board Member Agreement
Suggestions for Use

This is an example of a statement of what board members will hold themselves and their colleagues accountable to, including standards for: contributions, meeting attendance and participation, committee service, etc. Having agreed expectations is a necessary in order to encourage high standards for board members, determine who should be re-nominated and inform prospective candidates of the expectations of membership. The Governance or Executive Committee can review this statement and decide on what to propose to the board for consideration and adoption.

Sample Board Member Agreement
[Organization]

I understand that as a member of the Board of Directors, I have a legal and ethical responsibility to ensure that the organization does the best work possible in pursuit of its goals. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as its steward. As part of my responsibilities as a board member:

Outreach
1. I will interpret the organization's work and values to the community, represent the organization, and act as a spokesperson.
2. I will interpret our constituencies' needs and values to the organization, speak out for their interests, and on their behalf, hold the organization accountable.

Board and Committee Participation
3. I will attend and prepare for at least ___ percent of board meetings and prepare for these meetings by reviewing materials and bringing materials to meetings. I will inform the board in advance of any meetings that I cannot attend.
4. I will be an active member of at least one Committee or Task Force and will, if asked, be willing to take a leadership role.
5. I will also be willing to accept individual initiatives and to share my professional expertise.

Resource Development
6. I will help support the resource development of the organization, specifically
   • Make an annual, personally meaningful, contribution to the best of my ability of no less than _______. I will consider the organization one of my top 2-3 charitable commitments.
   • Reach into diverse communities and help identify and cultivate relationships to support the organization as donors, board members, volunteers, and advocates.
   • Actively participate in fundraising activities.

Board Policies
7. I will excuse myself from discussions and votes where I have a conflict of interest.
8. I will maintain the confidentiality of board deliberations and will publicly support the decisions of the board, including those with which I might have been in disagreement.
9. I will support, where possible, the recommendations of the committees.
10. I will encourage, enable and respect the participation and contributions of fellow board members
11. I will respect and support the Executive Director’s authority, communicate ideas about program or administrative activities to the Executive Director rather than to line staff, refrain from making special requests of the staff and avoid discussion of personnel matters with staff
Sample Board Member Agreement (continued)

Active Participation
12. I will stay informed about what’s going on in the organization and developments in fields relevant to the organization. I will ask questions and request information.
13. I will participate in and take responsibility for making decisions on issues, policies, and other matters. I will not stay silent if I have questions or concerns.
14. I will participate in the assessment of my fulfillment of these commitments and will, if asked, agree to step down from the board.

The organization is responsible to the board members for . . .
In turn, the organization will be responsible to me in the following ways:
1. I will be sent regular financial reports and an update of organizational activities that allow me to meet the "prudent person" standards of the law. (To act with the same judgment and care as, in like circumstances, a prudent person would act.)
2. Opportunities will be offered to me to discuss with the Executive Director and the Chair the organization’s programs, goals, activities, and status.
3. The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working and by offering me opportunities for professional development as a board member.
4. Board members and staff will respond in a straightforward fashion to questions that I feel are necessary to carry out my fiscal, legal, and moral responsibilities to this organization.

Adapted from, By Jan Masaoka Board Cafe, October 9, 2009 and www.simonejoyaux.com

If for any reason, I am unable to carry out my duties as described in the Board Member Description and this Agreement, I agree to contact the Board Chair in a timely manner.

_________________________________________   (Signature)   (Date)