

Northwestern Ohio Community Action Commission

Board of Trustees Responsibilities

Commitment

- As a member of the Board of Trustees of Northwestern Ohio Community Action Commission, Inc. (NOCAC), a Trustee must be committed to the mission and to the work of the organization.
- A Trustee acts in a position of trust for the community and is responsible for the overall direction and effective governance of the organization. Trustees agree to follow the Code of Conduct for NOCAC.
- New Trustees will attend an orientation and become knowledgeable about the organization's structures and programs, board policies and decision-making processes.

Term of Service

- NOCAC **public sector members** may serve as long as they remain in the elected office that they were holding upon appointment to the NOCAC Board of Trustees.
- NOCAC **private sector members** serve for a period of 5 years from the date of their appointment to the NOCAC Board of Trustees.
- NOCAC **client sector members** are elected to serve for a period of 5 years from the date of the election by low-income residents of the County they represent.
- Members that represent legal, **financial and early childhood education "experts"** may serve an unlimited length of time on the NOCAC Board of Trustees.
- A member representative of the **Head Start Policy Council** must be elected annually by the Head Start Policy Council membership. The same individual may serve additional one year terms as long as they have been re-elected annually and they remain a member in good standing of the Head Start Policy Council.

Attendance and Participation

- Trustees are expected to regularly attend board meetings, to prepare for those meetings and to actively participate in the discussions and deliberations of the Board.
- Each Trustee is expected to serve on and participate in the activities of board committees and take on special assignments as appropriate.

RESPONSIBILITIES

Governance Responsibilities

1. Determine, support and uphold the mission and purpose of the organization.
2. Advocate for and represent NOCAC in the community by articulating its mission, goals and accomplishments. Promote its issues to decision-makers and to the community at large in order to enhance public standing, garner community support, and achieve short and long-range planning goals.
3. Ensure effective organizational and strategic planning by participating in the planning process, assisting in the implementation and monitoring of goals and objectives.

4. Establish, monitor and evaluate policies for the operation of the organization.
5. Monitor and strengthen programs and services to ensure that they are consistent with the mission and to evaluate their effectiveness.
6. Select, support and evaluate the executive director.
7. Suggest potential board members; recruit and orient new board members.
8. Oversee the work of board committees.
9. Assess board performance and provide opportunities for board growth and development.

Fiduciary Responsibilities

1. Provide financial oversight; review monthly and annual financial statements; select qualified auditors, review and approve completed annual audits; and ensure that proper financial controls are in place to minimize risk and to protect assets of the organization.
2. Ensure adequate financial resources.
3. Share expertise, provide or procure in-kind services if possible and engage in fund-raising efforts as necessary.

Legal Responsibilities

1. Ensure legal and ethical integrity and accountability; adhere to conflict of interest and confidentiality policies. The Board is responsible for ensuring adherence to state and national legal standards, laws and contract provisions related to all funding sources and ethical norms.
2. Meet standards of conduct and attention required under established principles of nonprofit corporation law:

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.” A board member owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization.

The **duty of loyalty** is a standard of faithfulness; a board member is expected to give undivided allegiance when making decisions affecting the organization. A board member may not use information obtained as a member for personal gain, but must act in the best interests of the organization.

The **duty of obedience** requires board members to be faithful to the organization’s mission. They may not 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 the funding which has been granted to fulfill the mission of NOCAC.