

## **Board Member Responsibilities**

The success of ArtStream depends on the talents, time, resources and energy of many people who want to improve the quality of life for people with intellectual and developmental disabilities (IDD) - including Autism – and other social and behavioral needs. Each volunteer board member plays a key role in our success. You are responsible for making sure that ArtStream fulfills its mission by doing quality work. Legally and morally, the board of directors of a nonprofit organization has the ultimate responsibility for all the activities of the organization. The legal responsibility can never be delegated. The board of directors holds the public interest in trust, acting as stewards of the organization.

Today, there are higher levels of expectations regarding a nonprofit's board of directors. Funders are placing a growing emphasis on board accountability. The increased competition for funds requires that boards have strong leadership, exercise well-developed fund raising and financial management skills, and make sure the organization is focused on accomplishing its mission.

### **Legal Responsibilities**

Board members are responsible for conducting the organization's business according to certain standards or duties of conduct. These standards have evolved from a century of responsible discussion and litigation.

The law conceives of a board of directors as a legal entity, with each member sharing the same rights, assuming the same duties of conduct, and being accountable to the same constituency. Each board member takes responsibility for ArtStream by observing the following standards of conduct:

#### **Duty of Care**

This means using your best judgment to make the best decision possible for the organization, based on the information you can obtain by:

- acting in good faith, as carefully and cautiously as an average person might be expected to act
- keeping yourself informed, (attend meetings, come prepared to meetings, read information sent to you *before* you get to the meeting, ask questions about anything you don't understand)
- participating in the decisions of the board (abstaining or not researching the issue enough can result in liability for poor decisions)
- exercising independent judgment on all board decisions, based on the information available at the time
- monitoring the organization's activities
- reviewing the annual audit with the auditor

- never delegating your responsibilities as a director (but delegating the day-to-day operations to staff, if applicable)

### **Duty of Obedience**

This means you agree to support and protect the mission of ArtStream, obey the by-laws, and ensure that ArtStream follows the laws and rules governing its formation and status. A board member is expected to represent the organization honestly and fully to the public. This includes ensuring that funds are used for the purposes for which ArtStream was organized and that all laws and regulations applying to the operation of a nonprofit organization are followed.

### **Duty of Loyalty**

This means that you put your professional or personal interests aside in order to act in the best interest of ArtStream by:

- avoiding any conflict of interest and having a conflict of interest policy in place
- treating as confidential all matters involving ArtStream until there has been general public disclosure or unless the information is a matter of public record

## ArtStream Board Meeting Participation Responsibilities

In addition to the collective responsibilities of serving on the ArtStream board, everyone is responsible for productive meetings that encourage participation and are results oriented. By agreeing to serve on the board, you accept responsibility to:

- Attend and participate in all board/committee meetings you have a role in.
- Notify the Board Chair, committee chair or paid staff if it is not possible for you to attend, and contact a board member, committee member or paid staff following the meeting to find out what happened.
- Be organized and have all pertinent information available at the meeting.
- Come to meetings prepared to listen, ponder, debate and question and to share the discussion time.
- Help to decide what should be discussed in meetings and what can be decided by a committee or phone call.
- Contribute skills, knowledge and experience.
- Seek first to understand, then to be understood.
- Always be prepared to act in the best interest of ArtStream, rather than focusing on a single interest or the needs of a specific geographic region.
- Financially support ArtStream.
- Assume leadership roles in board activities, including fund raising.
- Represent ArtStream to the public and to potential donors or supporters.

### **ArtStream will be stronger if you:**

- Educate yourself about the needs of the people served. Stay informed about issues related to the work of ArtStream.
- Keep abreast of changing needs in ArtStream's constituency and see that those are reflected within the board.
- Maintain confidentiality of board members and meetings.
- Once a vote is taken and a decision reached, be prepared to explain and defend the final position of the board, even if you originally objected.
- Express your concerns at the meeting - not in a side conversation during or after the meeting.
- Come with a point of view, but be prepared to change it if the evidence suggests change is in order.
- Respect other opinions.
- Work to build group strength and to facilitate decision-making with which everyone can feel comfortable.
- Support efforts to enhance group effectiveness and efficiency by participating in training, retreats and evaluation activities.