



**Oliver Tessier
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Nonprofit Leadership Specialists

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Sample

Board Member Job Description

GENERAL RESPONSIBILITIES

- Approve the organization's mission and review management's performance in achieving it.
- Approve major policies.
- Monitor the environment in which the organization works, and approve the organization's annual plans to be responsive.
- Review and approve the organization's annual funding plans.
- Review and approve the organization's annual budget.

ORGANIZATIONAL RESPONSIBILITIES

- Elect, monitor, appraise, support, reward, and, if deemed necessary or desirable, change top management. Regularly discuss matters of concern with the chief executive.
- Annually approve the performance review of the chief executive, and establish compensation based on recommendations of the appropriate board committees and its chair.
- Ensure that management succession is properly planned.
- Ensure the organizational strength and employee base can substantiate long-range goals.
- Approve appropriate staff compensation and benefit policies and practices.
- Propose a slate of prospective trustees, and fill vacancies as needed.
- Determine eligibility for and appoint members to board committees.
- Annually review the performance of the board (including its composition, organization, and responsibilities), and take steps to improve its performance.



Sample Board Member Job Description

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OPERATIONAL RESPONSIBILITIES

- Review results achieved by management as compared with the organization's mission and annual and long-range goals.
- Ensure the financial structure of the organization will adequately support its current needs and long-range strategy.
- Provide candid and constructive criticism, advice, and comments.
- Approve major actions of the organization such as capital expenditures on all projects over authorized limits and major changes in programs and services.

AUDIT RESPONSIBILITIES

- Ensure the board and its committees are adequately informed of the financial condition of the organization and its operations through reports or any appropriate method.
- Ensure published reports properly reflect the operating results and financial condition of the agency.
- Ensure that management has established appropriate policies to define and identify conflicts of interest throughout the organization and is diligent in its administration and enforcement of those policies.
- Appoint independent auditors.
- Review compliance with relevant laws affecting the organization and its programs and operations.

Source: Adapted from Kathleen Fletcher, *The Policy Sampler: A Resource for Nonprofit Boards*, 2000, BoardSource