



## Board of Directors Roles and Responsibilities

Collectively, the Board of Directors of the Community Foundation of South Puget Sound (CFSPS) is legally responsible for the governance of the organization. Within that mandate is the expectation that the board will approve and monitor policies that will allow the Community Foundation to carry out its work. The Community Foundation Board of Directors is accountable to the communities we serve and responsible for setting strategic and policy-level guidance for the organization.

**Mission:** To grow a lasting culture of generosity and well-being in the South Puget Sound through connection, leadership, and investment.

**Vision:** Everyone in our region has the opportunity to thrive in communities that are sustainable, equitable, and resilient.

The Board, as a whole, supports the work of CFSPS, providing mission-based leadership and strategic governance. The Board will reflect the Community Foundation's values in all aspects of its work and decisions. The Community Foundation's values are:

- **Collaboration:** We participate in and foster partnerships because working together makes it possible for our community to pursue sustainable solutions to complex issues.
- **Engagement:** We respect and learn from the expertise of people across our communities, seek feedback, and value what we learn from actively listening to diverse perspectives.
- **Inclusion:** We recognize and honor the diversity of the people and cultures in our region, weave equity into all we do, and strive to foster inclusive spaces where everyone belongs.
- **Integrity:** We prioritize giving and seeking to earn trust as central to the relationships that make our work successful and the community that gives our work purpose.
- **Stewardship:** As stewards of permanent community resources for this region, we are committed to working responsibly to enhance the well-being of current and future generations.

### BOARD ROLES AND RESPONSIBILITIES

Each Board member is expected to understand the Board's three fundamental duties:

- **Duty of care:** Participate actively in making decisions on behalf of the organization and exercise the best individual judgment and reasonable care while doing so, acting as a steward of the organization.
- **Duty of Loyalty:** Put the interests of the organization before individual personal and professional interests.
- **Duty of obedience:** Comply with applicable federal, state, and local laws; adhere to the organization's bylaws; and remain the guardians of the mission.



The Board, as a whole, has the overall responsibility for governing the Community Foundation. Members are ethically, legally, and fiscally responsible for all activities of the Foundation. Areas of key responsibility include:

#### Strategic Planning

- Review, understand, and define the organization's mission, vision, bylaws, and other governing documents
- Plan for the organization's future on a long-term basis
- Ensure that the organization's programs and services are relevant to our communities
- Develop and/or update the organization's strategy

#### Resource Development and Fundraising

- Ensure adequate resources to achieve the organization's mission and implement the organization's programs and projects
- Participate in fundraising and stewardship activities

#### Fiscal Oversight

- Ensure the financial accountability of the organization and that appropriate policies are in place
- Oversee an ongoing process of budget development, approval, and review
- Effectively oversee all organizational assets, including properties, investments, reserve funds, and grant awards

#### Community Engagement

- Ensure that the organization's services appropriately address our communities' needs
- Promote the organization to the general public, including serving as an ambassador of the organization when appropriate
- Promote cooperative action with other community institutions, including activities and occasions when the organization should take part in joint fundraising or other collaborative efforts.

#### Organizational Governance

- Hire, support, and evaluate the President and CEO
- Recruit and orient new board members, train, evaluate, and recognize current board members, and provide board members opportunities to grow and develop as leaders
- Take responsibility for Board culture and Board effectiveness
- Develop, review, and adopt Community Foundation policies
- Assess the effectiveness of the Board, ensuring continuous renewal of the Board membership, and plan for the succession and diversity of the Board
- Ensure the organization is adhering to legal standards and ethical norms



## Individual Board Member Expectations

As a board member of the Community Foundation of South Puget Sound, I am fully committed to the Community Foundation of South Puget Sound and pledge to help realize its mission, vision, and values. I understand that my duties and responsibilities as a member of the Board of Directors include the following:

- Understand and commit to, with the entire board, the Board's Roles and Responsibilities.
- Act in accordance with the bylaws and operating principles of the organization.
- Understand and commit to the Community Foundation's mission, vision, strategic plan, and goals.
- Act with the care and loyalty required of board members and put the interests of the organization first. Follow conflict of interest and confidentiality policies.
- Prepare for, attend, and conscientiously participate in Board meetings. Board members are encouraged to attend all scheduled Board meetings. Minimum attendance expected of each individual Board member is 75%.
- Serve on at least one committee(s) and attend committee meetings.
- Contribute expertise and participate in strategic development of the Board and organization.
- Attend Community Foundation events.
- Identify and leverage connections, networks, and resources that can benefit the organization's fundraising and reputational standing, and can influence public policy.
- Give a personally meaningful (and confidential) financial donation to the organization's programs and operations. We recognize our board members come from a variety of financial backgrounds, and we welcome gifts of all sizes.
- Solicit cash sponsorship and in-kind donations for CFSPS events and help thank and cultivate donors and sponsors.
- Participate in self-evaluation board surveys.
- Serve as a community ambassador for the Community Foundation. Be familiar with and
- Communicate in support of the Community Foundation.
- Commit to ongoing learning about diversity, equity, and inclusion.
- Commit to actively engage in learning, develop new skills and perspectives, and apply those learnings to the work of the Community Foundation.
- Cultivate and uphold a culture of respect and thoughtful dialogue.
- Uphold the Board's agreements and norms, communicate effectively, and respect the diverse opinions of others.
- Agree that in the event, for whatever reason, I can no longer fulfill my duties and responsibilities as a Community Foundation board member, I will offer my resignation.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

# Desired Characteristics, Skills, and Experience for Board Members

## INTRODUCTION

An engaged, committed, collegial board of directors that together reflects the diversity of the communities we serve is important to the success of the Community Foundation (Foundation). Following are the desirable personal characteristics, experience, knowledge, and skills that we will look for in prospective board candidates.

## DESIRABLE PERSONAL CHARACTERISTICS

- Personal integrity, credibility, and values that align with Foundation values, including a commitment to diversity, equity, and inclusion (DEI).
- Willing to participate in a culture of learning, develop new skills and perspectives, and apply them to the work of the Foundation.
- Willing to engage in candid discussions, appreciate diverse points of view, and build collaborative working relationships with board and staff.
- Represent the diversity of our communities (examples: geographic, age, ethnicity, race, religion, gender, economic, etc.)
- Commit to advancing the mission and strategic framework of the Foundation.
- Eager to be an ambassador for the Foundation, creating new community connections and strengthening existing stakeholder relationships.
- Possess time and motivation to prepare for and actively participate in Board and Committee meetings and the dependability to follow through on tasks.
- Willing to contribute financially to the Foundation to the best of their ability.
- Willing to seek financial support or sponsorships for Foundation events or projects.
- Willing to be accountable for the fundamental legal board duties of care, loyalty, and obedience.

## DESIRABLE EXPERIENCE AND COMPETENCIES

- Experience working or volunteering for government, business, nonprofit, and philanthropic sectors in the communities we serve.
- Strategic planning experience.
- Board experience, with awareness of fiduciary and other governance responsibilities, and with an understanding of the distinctions between Board and staff roles.
- Resource development and fundraising experience.
- Fiscal oversight experience.
- Community engagement and advocacy experience.
- Organizational leadership or management experience.
- Understand and appreciate nonprofit work

## **DESIRABLE KNOWLEDGE, SKILLS, AND COMMUNITY CONNECTIONS**

- Ability to think strategically, generatively, and ask "big-picture" questions.
- Ability to communicate clearly, facilitate conversations, and build consensus.
- Ability to listen and to work well with people individually and in a group.
- Subject matter expertise related to the Foundation's mission and strategic framework, such as:
  - strategic planning
  - financial management
  - the law
  - health care
  - education
  - government
  - religious community
  - technology
  - nonprofit management
  - philanthropy
  - marketing, communications, and media
  - resource development/fundraising
  - human resources
  - grantmaking
  - diversity, equity, and inclusion
  - business or community engagement