



Board of Directors Roles and Responsibilities

I, _____, recognizing the important responsibility I am undertaking in serving as a member of the Board of Directors of the Downtown Bellingham Partnership (DBP) hereby personally pledge to carry out in a trustworthy and diligent manner all duties and obligations inherent in my role as a Director.

MY ROLE:

Downtown Bellingham Partnership Expectations

1. To determine the mission, values, and policies of DBP, and periodically evaluate the DBP's success in fulfilling its mission, living up to its values, and complying with its policies;
2. To understand the agency's history and programs;
3. To elect members of the Board, elect Board Officers, periodically evaluate the performance of Board Members and Board Officers, and perform all corporate acts on behalf of the DBP;
4. To participate in ensuring staff accountability for implementing that mission and plan;
5. To help the DBP connect to the community(ies) of recipients and potential recipients of its services and programs;
6. To take advantage of opportunities to inform myself about the DBP-operated services and programs;
7. To fulfill the functions of office set forth in the organization's bylaws and described in this volunteer job description;
8. As a part of my fiduciary responsibility, to review and approve all budgets, review all financial statements, audits, and other financial reports, and actively inform myself about the DBP's financial health;
9. To create, review and approve strategic plans, major programs, and major facilities issues.
10. To interact with other Board members, staff, and stakeholders in a respectful and courteous manner;
11. To actively participate in and support the DBP's fund raising, including personal solicitation, major gift campaigns, and special events;
12. To represent the DBP, when asked, to elected officials, funders and others with resources and influence or who need to be influenced to accomplish DBP goals;
13. To select the Executive Director and periodically evaluate his/her performance.
14. I understand that so long as I carry out my duties and responsibilities in good faith and to the best of my ability, I will generally be free from any liability for the debts and actions of the organization as provided in Bellingham, Whatcom County, and Washington State.

MY DUTIES:

Each DBP Board Member is expected to:

1. Stay fully informed of the mission, goals, policies, programs, and current concerns of DBP.
2. Attend all Board meetings. A member should be punctual and plan to stay for the full meeting. If an absence is necessary, the Executive Director should be notified prior to the meeting.
3. Prepare for, and participate in, and attend Board and Committee meetings and organizational activities (e.g. Downtown Neighborhood Association meetings, Annual Retreat, etc.).
4. Faithfully read and understand DBP's financial statements and help the Board fulfill its fiduciary responsibility.
5. Serve in leadership positions, on committees, or undertake special assignments willingly and enthusiastically when asked.
6. Hold in confidence all board discussions and activities warranting such treatment.
7. Support DBP staff and respect their authority by dealing with grievances or divergent opinions through

- appropriate channels.
8. Refrain from activities that may constitute a conflict (whether professional, financial, or personal) between one's personal interests and those of DBP.
 9. Support the work of DBP with a donation of time and a monetary contribution in accordance with one's ability.
 10. Actively engage in fundraising in ways that are best suited to each member and most effectively serve the purposes of the DBP.
 11. Work with and respect the opinions of one's peers.
 12. Always act for the good of the organization and represent the interests of all people served by DBP.
 13. Represent DBP in a positive and supportive manner at all times.
 14. Refrain from intruding on administrative issues that are the responsibility of DBP staff, except to monitor results.
 15. Support in a positive manner all actions taken by the Board of Directors even when one is in a minority position on such matters.
 16. Never exercise one's authority as a board member except when acting in a meeting with the full Board or as delegated by the Board.
 17. Annually review and sign the Board of Directors Roles and Responsibilities document.
 18. To come prepared to contribute to the discussion of issues and business to be addressed at scheduled meetings, having read the agenda and all supporting material relevant to the meeting.
 19. To observe the parliamentary procedures outlined in Robert's Rules of Order and manifest collegial conduct in all meetings attended.
 20. To assist and support cultivation activities of new or existing corporate, foundation, and individual gift donors or prospects.

MY CONTRIBUTIONS:

Each DBP Board Member is expected to make the following contributions:

Time Commitment

- Attend and actively participate in at least 75% of board meetings annually
- Serve on at least one DBP committee
- Attend and actively participate in committee meetings and related work
- Attend and actively participate in the Annual Board/Staff Retreat
- Attend organizational events and work 2 full volunteer shifts per year (Downtown Sounds preferably)

Fundraising

- Help secure sponsors for DBP events
- Secure \$10,000 in donations through your personal contacts for Main Street Tax Incentive Program or equivalent in in-kind support annually
- Meet with potential donors/funders to make a case for funding the organization, answer questions, etc. (as needed)
- Attend and actively participate in the Annual Scepter Awards fundraising event in December

Personal Giving

- Give what is a substantial gift for yourself annually each January, which can be fulfilled at one time or over the course of the year, with the entire donation due in December

If for any reason I find myself unable to carry out the above duties as best I can or am unable to attend 75% of the scheduled board meetings, I agree to discuss with the President of the Board or Board Development Committee my future obligations in serving on the Board of Directors.

Signature: _____ **Date:** _____