

NOVEMBER 2015 BOARD MEETING

WESTERN RESERVE ROWING ASSOCIATION

November 14, 2015

Victoria Anders, Frank Campbell, Sally Fahrenholz, Michelle Lundon Fox, Jamye Jamison, Laura Loesch, Megan Patton, Maurice Ruelens, Kathy Whitford

Elected at Annual Meeting: J Jamison, K Whitford, M Patton

RESPONSIBILITIES AND EXPECTATIONS OF DIRECTORS OF TAX EXEMPT ORGANIZATIONS –JOANNE HULL

A director of a nonprofit board is entrusted with two basic duties: Duty of care and duty of loyalty.

- Duty of care: focused on organization and what is good for best long term interest.
- Duty of loyalty: No conflicts of interest, typically relating to finances. No financial benefit from being on board.

Other legal responsibilities:

- Planning. Strategic, tactical, financial.
- Program evaluation. Can be financial, but also programmatic.
- Relationship with CEO/ED or employee.
- Board and staff roles. Linking between those working for the board and the organization and creating the right level of communication and oversight. The board acts as a body. Avoid the tendencies of micromanagement and abdication.
- Financial management oversight. Board is overall responsible for making sure organization lives within its means.
- Fundraising. Make sure that the finances are adequate. 501C3 - there is an expectation to do fundraising.
- Public relations and advocacy. Be a good ambassador for the organization. No trash talk about organization or board members outside of organization. United for organization.
- Board membership. Recruit for the board people who honor the mission.
- Board structure: How the works gets done. Committee structure with much hands-on for operations.

Examples

- Can support a political issue, but no campaigning for a specific candidate.
- Director and Officers Liability Insurance is in place, but does not cover if payroll taxes are not paid, for example.
- Discussion of rules governing what is covered for and expected of employees.

DUTIES AND COMMITTEE DISCUSSION

- President - Kathy Whitford
- Vice President - Maurice Ruelens
- Treasurer - Laura Loesch
- Secretary - Frank Campbell
- Executive Committee is made up of the above officers plus Victoria Anders as Director of Equipment and Merchandise
- Coaching and Coxing: Jamye Jamison
- Adaptive and Corporate Rowing: Megan Patton
- Other responsibility areas are unchanged from prior year.
- Committee structure changes: Move development to treasurer from director of adaptive rowing and corporate rowing.
- Directors are urged to develop strong committees and to delegate to their committee members.

BOARD MEETING SCHEDULE

- Tuesday, December 8, 2015
- Tuesday, January 5, 2016

- Monday, February 8
- Tuesday, March 8
- Monday, April 5
- Tuesday, May 10
- Monday, June 13
- Tuesday, July 12
- Monday, August 8
- Tuesday, September 6
- Monday, October 10
- Annual Meeting Saturday November 12

CLEVELAND ROWING FOUNDATION

- CRF Annual meeting is January 12.
- Discussion of open CRF positions and candidates.

OTHER BOARD BUSINESS

- Written policies and procedures to be developed. A list is in process.