



## BOARD MEMBER EXPECTATION AGREEMENT Girl Scouts of Utah

I, \_\_\_\_\_, understand as a condition of becoming and remaining a member of the Girl Scouts of Utah Board of Directors, I have a responsibility to ensure that the council does the best work possible in pursuit of its goals and to adhere to the following expectations:

**As part of my responsibilities as a board member, I agree to:**

### **General Expectations**

1. Support the organization's mission, purpose, goals, policies and programs, while knowing its strengths and needs.
2. Maintain confidentiality of the board's sessions and not disclose any information that is designated as confidential or is disclosed under conditions in which a reasonable recipient would realize that the information is confidential.
3. Follow the bylaws, and uphold the board's legal and charter responsibilities.
4. Suggest possible nominees to the board who are men or women of achievement and who can make significant contributions to the work of the board and the progress of the organization.
5. Serve actively on committees as requested by the Board Chair.
6. Attend activities and events sponsored by the organization whenever possible.
7. Select, support and review the performance of the Chief Executive Officer.
8. I will support and encourage the Chief Executive Officer (CEO) as appropriate and work in good faith with senior staff and other board members as partners toward achievement of our goals.
9. If I am currently serving as a Girl Scout operational volunteer, I will step down from that position.
10. I believe in the council's mission and purpose, and I will act responsibly and prudently as its steward.
11. Maintain membership with the organization during my tenure on the Board by paying annual membership fee or applicable Lifetime fee.

### **Meetings**

1. Prepare for and participate in board meetings, committee meetings, Town Meetings and the Annual Business Meeting including appropriate organizational activities.
2. Understand that if I am absent from three (3) consecutive board meetings without explanatory correspondence to the Board Chair, I will no longer be qualified to serve on the Board and may be removed by a vote of two-thirds (2/3) of the Board.
3. Ask timely and substantive questions at board and committee meetings consistent with personal conscience and convictions, while supporting the majority decision on issues decided by the board.
4. Maintain confidentiality of the board's sessions and executive sessions and not disclose any information that is designated as confidential or is disclosed under conditions in which a reasonable recipient would realize that the Confidential Information is confidential.
5. Speak for the board of the organization only when authorized to do so.
6. Suggest agenda items periodically for board and committee meetings to ensure that significant policy-related matters are addressed.

### **Avoiding Conflicts**

1. Serve the organization as a whole rather than any special interest group or constituency.

2. Act in the best interests of the organization, avoid even the appearance of a conflict of interest and disclose any possible conflicts to the board in a timely manner.
3. Avoid asking special favors of the staff, without prior consultation with the CEO, Board Chair, or committee chairperson.
4. I will avoid prejudiced judgments on the basis of information received from individuals and urge those with grievances to follow established policies and procedures through their supervisors.

**Fiduciary Responsibility**

1. Exercise prudence with the board in the control and transfer of funds; insuring adequate resources.
2. Faithfully read and understand the organization’s financial statements and otherwise help the board fulfill its fiduciary responsibility, including approval and monitoring of operational and capital budgets.

**Fundraising**

1. Make an annual stretch gift to the organization according to personal means, but no less than the minimum amount established by the board of \$500, which is no less than the cost for the Girl Scouts of Utah council to support a girl per year. By making this gift, I acknowledge the leadership role the board must play in fund development.
2. Assist the organization by implementing fundraising strategies through personal influence with others, i.e., corporations, foundations, individuals, signing letters, support development staff in donor visits, etc.
3. Participate actively in all fundraising special events, programs and activities, i.e., table sponsorships, thank-a-thon., etc.

***If I do not fulfill these commitments to the organization, I will expect the board chair to call me and discuss my responsibilities.***

**In turn, the organization will be responsible to me in several ways:**

1. I will be provided, without request, monthly financial reports and an update of organizational activities that allow me to meet the “prudent person” standards of the law.\*
2. Opportunities will be offered to me to discuss with the CEO and the Board Chair the organization’s programs, goals, activities, and status; additionally, I can request such opportunities.
3. The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working, and by offering me opportunities for professional development as a board member.

\_\_\_\_\_ Date \_\_\_\_\_  
 Member, Board of Directors

\_\_\_\_\_ Date \_\_\_\_\_  
 Chair, Board of Directors

\* The “prudent person rule,” applied in many legal settings in slightly differing language, states that an individual must act with the same judgment and care as, in like circumstance, a prudent person would act.