



## **Board of Directors**

- Attend monthly Board of Directors meetings and as assigned.
- Vote on issues concerning Chamber operations and positions.
- Attend as many Chamber functions as feasible.
- Perform duties as requested by the Chairman of the Chamber Board.
- Support the Chamber both financially and through volunteer efforts.

### **Nomination Process:**

The Board of Directors of Chamber630 consists of up to 23 business people representing Chamber Member firms in good standing. A Nominating Committee, appointed by the Chairman, provides a slate of Directors intended to create a balance in terms of business type, size, location and talents. The Board votes on the slate and if approved, is voted on by the Membership. A Board term is three years.

### **New Board Members:**

All new Board Members will be asked to submit a brief biography photograph for publicity purposes. If the Board Member does not have a photo, one will be taken at the first available opportunity.

### **Duties:**

All Board Members are encouraged to take a strong ownership in the Chamber and embrace the leadership role. Other Chamber Members recognize Directors and their company as leaders in the Chamber and in the community. To encourage ownership and involvement, the Board operates through several task forces stemming from the Strategic Plan; specifically, Member Value, Legislative Advocacy or Operational Excellence. Participation on at least one task force is absolutely expected and taking a leadership role is encouraged.

Prior to each Board of Directors' meeting, Members will receive a packet of information, including a consent agenda and financials. Please take a few moments to review this packet prior to the meeting. Board Members are asked to notify staff if they are unable to attend the meeting.

All Board Members are expected to attend Chamber functions such as the General Membership Luncheons, Business Off the Clocks, Golf Outings and the Annual Ball whenever possible. The purchase or filling foursomes and tables at the latter two events is encouraged. The Board presence at these functions adds prestige to the event and sets an example for other Chamber Members. Board Members and their firms may be introduced at these functions.

Board Members are also encouraged to participate in the Chamber at a committee level if appropriate. In addition, Board Members are expected to participate in the Board teams that address the Strategic Plan.

**The Board Meeting:**

Currently the meetings begin at 3:30 p.m. on the fourth Thursday of every month. Board Members are encouraged to be on time to board meetings; the Chairman will make every effort to adjourn the meeting by 5:00 p.m. If a Board Member misses more than three meetings without a valid excuse, their continued absence will be construed as a resignation from the Board.

Board Members will be asked to approve routine business, such as new Members, Member cancellations, minutes and to accept the Treasurer's report. The Board will be updated regularly and asked to make governance decisions about Chamber operations and finances as well as committee activities.

Occasionally, the Board will be asked to take a position on an issue pertaining to business, as aligned with our mission. The issue may be brought to the Board with a recommendation from a committee or delegated to a related committee for further investigation and/or a recommendation. The Board will review the information and make a decision based on the best interests of the entire Membership.

**Directors' Fiduciary Responsibility:**

All Directors have a fiduciary responsibility to the Chamber, meaning that they are accountable for every financial decision made. Thus, it is extremely important that Directors ask questions of the Treasurer and the Chairman in an effort to fully understand the Chamber's finances. The Chamber carries D&O insurance to protect you.

It is expected that the Board of Directors offer financial support of the various Chamber venues, (marketing programs, event sponsorship, etc.). In addition, on an annual basis, every Board Member will be charged a \$300 commitment to serve as a Director.

**Resignations:**

Since the business is the Member, if a Director changes firms or resigns during his or her Board term, the business is asked to nominate a replacement. The Board votes on the nominee. The "replacement" Director will serve the remainder of the original term, at the end of the term the "replacement" Director is eligible to stand for election.

The Board may vote for the initial Director to sit on the Board, completing the term, representing a new or different Chamber business. If there is no nominee, it is then up to the Board of Directors to replace that seat for the remainder of the term as they see fit.

**Other:**

Board of Directors are elected to represent the Membership. While serving in a Board capacity (i.e., at Chamber functions or specifically as a representative) your actions embody the Membership and support of the Chamber and its positions is expected. Additional questions about the responsibilities and expectations of the Board of Directors should be directed to the President & CEO.

Additionally, annually Board Members are asked to sign a Conflict of Interest/Disclosure Statement as well as sign this document to insure clarity of expectations as well as identify three personal goals that you would like to accomplish to further the Chamber (see below).

-----

Detach for office file

I have read and understand all components of this document.

\_\_\_\_\_  
Name (please print)

\_\_\_\_\_  
Date

Personal goals you would like to accomplish to further Chamber630:

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

Signature: \_\_\_\_\_