

Capital Resource Conservation & Development Area Council, Inc.
Officer, Member and Committee Descriptions

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Capital Resource Conservation & Development Area Council, Inc.
Member, Board of Directors
Position Description

Purpose

The role of the Board Member, as part of the Board of Directors, is to provide leadership and oversight of the activities of the Council and stewardship of the Council's assets to further its mission. Board members should have a personal commitment to the mission and guide the Council to the successful achievement of its goals through informed and responsible decision making.

Duties and Responsibilities

The duties of the Board Member are divided into three major areas, Leadership, Oversight and Stewardship.

Leadership

- Board members determine the overall mission of the Council, as well as specific goals and objectives.
- Annually, the board members should review the organization's mission and strategic plan and consider if changes are needed due to changes in such factors as the environment, resources available, prevailing culture or population served.
- Board members provide input for and approve both long range and annual goals of the five year Strategic Plan.
- Board members are responsible for establishing and maintaining policies for the effective management of the Council, including financial and personnel policies.
- Board members assist in the recruitment of diverse board members.
- Board members provide a link with key groups needed to carry out projects of the Council and the individual counties.

Oversight

- Board members monitor the ongoing progress towards operating according to the Council's mission and achieving goals and objectives. They also evaluate the success of completed projects in achieving those goals and objectives.
- Board members are responsible to vote on the recommendation to hire the Executive Director, set his/her compensation, and have input into setting his/her goals at least annually.
- Board members are responsible for maintaining current personnel policies and keeping employees informed of any changes to policies.
- Board members should establish appropriate policies to define and identify conflicts of interest and monitor the administration and enforcement of the policies.
- Board members should review compliance with relevant material laws affecting the Council and its programs and operations.
- Board members must ensure proper training for themselves and Council staff.

Stewardship

- Board members assist in exploring and evaluating funding sources and developing funding plans. They also support and participate in fundraising efforts, if necessary.

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- Board members approve the annual budget.
- Board members approve expenditures outside of the authorized budget.
- Board members are responsible for appointing an independent auditor and overseeing the annual audit of the Council's financial statements and review of the organization's 990 tax return
- Board members are responsible for monitoring and assessing the achievement of financial goals, through review of monthly financials, budget comparisons, and audited financial statements.
- The Board is responsible for maintaining the non-profit status of the Council.

Committee Membership

Board members are expected to serve as a member of one of the committees. Committee appointment will be made by the Chair, based upon the member's identified skills and interests.

Meetings

The Board of Directors meets bi-monthly in January, March, May, July, September, and November on the 3rd Friday. The November meeting is the annual meeting when county representation is reviewed and officers are elected. Meetings are held at select alternating locations throughout the region from 9:00 AM -12:00 PM.

Time Commitment

Board members are expected to attend all board and assigned committee meetings. The anticipated time commitment is approximately 2-4 hours per month, not including travel time to and from meetings.

Voting

Each voting member is entitled to name an alternate annually. At no time will more than three votes per county be allowed.

Conduct

Board members are responsible to make decisions in the interest of the Council and no other party, including themselves. Board members are responsible for upholding the Council's mission and using its resources wisely and in accordance with the law. Board members are responsible for fully understanding their legal fiduciary responsibilities, and for keeping suitably informed so they can actively and effectively participate in decision making.

Training

Board members will receive beneficial training and information on many issues pertaining to the goals of the Council. Board members will be provided with an orientation program and mentoring opportunities, with related information provided in a Board Member Handbook.

Evaluation

Board members should evaluate their own performance at least annually.

Term

Three years, for a maximum of two consecutive terms.

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Capital Resource Conservation & Development Area Council, Inc.
Chair, Board of Directors
Position Description

Duties and Responsibilities

The duties and responsibilities of the Chair include, but are not limited to the following activities:

- Serve as primary Board liaison to the Executive Director. Provide direction to Executive Director on behalf of Executive Committee and Board.
- Preside at all meetings of the Board of Directors and the Executive Committee.
- Organize needed committees, give charges to committees, issue instructions, and appoint members thereon.
- Lead the organization in making sound decisions in order to fulfill the mission and goals of the organization.
- Provide leadership to facilitate the work of the Board and its relationship to the Council staff and Council.
- Communicate actions of the Board as necessary to assure implementation.
- Ensure that an agenda and relevant materials are circulated prior to meetings.
- Manage agenda and time in order to fulfill tasks in an efficient way.
- Seek full participation of all members.
- Serve as signatory on behalf of the Board for financial and legal purposes.
- Serve as signatory for checks.
- Represent or designate one or more members to represent the organization at meetings, hearings, etc., as considered desirable.

Term of Office

The term for Chair of the Board of Directors is one year, with no term limits.

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Capital Resource Conservation & Development Area Council, Inc.
Vice Chair Board of Directors
Position Description

Duties and Responsibilities

The duties and responsibilities of the Vice Chair include, but are not limited to the following activities:

- In the absence of the Chair, perform the duties and exercise the powers of the Chair and other duties as may be delegated from time to time by the Council.
- Stay informed and up-to-date on activities, actions and decisions of Council so as to be able to preside in the event of absence of the Council Chair.
- Serve on the Executive Committee and attend regular and special meetings of the committee.
- Serve on another standing committee as assigned and act as liaison to the Executive Committee.

Term of Office

The term for Vice Chair of the Board of Directors is one year, with no term limits.

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Capital Resource Conservation & Development Area Council, Inc.
Treasurer of the Board of Directors
Position Description

Duties and Responsibilities

The duties and responsibilities of the Treasurer/Chair of Finance Committee include, but are not limited to the following activities:

- Responsible for the funds of the Corporation and will provide reports of receipts and disbursements, as authorized by the Executive Committee, or delegates such duties as follows:
 - Reviews bank statements, reconciliation reports.
 - Reviews summary of invoices approve for signature as described in the Check Signing Policy.
 - Reviews financial reports prepared for the Board of Directors and suggests any required changes.
- Chair the Finance Committee and convene appropriate subcommittees under the Committee, as needed.
- Support oversight activities as described by the Financial Policy
- Stay informed and up-to-date on activities, actions and decisions of Council so as to be able to preside in the event of absence of the Council Chair and Vice-Chair.
- Preside at all meetings of the Finance Committee.
- Serve as a signatory for checks.
- Provide leadership to facilitate the work of the Finance Committee and act as a Board liaison between the Council staff and Council.
- Communicate actions of the Council to the Committee as necessary to assure implementation.
- Keep contact with delegated staff person/s to communicate and support the Committee's work.
- Serve on the Executive Committee.

Term of Office

The term for Treasurer/Chair of Finance Committee is one year, with no term limits.

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Capital Resource Conservation & Development Area Council, Inc.
Secretary of Board of Directors
Position Description

Duties and Responsibilities

The duties and responsibilities of the Secretary of the Board of Directors include but are not limited to the following activities.

- Stay informed and up-to-date on activities, actions and decisions of Council so as to be able to preside in the event of absence of the Council Chair and other Executive Committee members.
- Serve as signatory for meeting minutes.
- Serve on the Executive Committee and attend the committee meetings.
- Serve as signatory on other documents requiring the Secretary's signature.
- Serve on another standing committee as assigned and act as liaison to the Executive Committee.

Term of Office

The term for Secretary is one year, with no term limits.

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Capital Resource Conservation & Development Area Council, Inc.
Member –at-large to the Executive Committee
Position Description

Duties and Responsibilities

The duties and responsibilities of the Member-at-Large to the Executive Committee include, but are not limited to the following activities:

- Elected from the membership of the full Board of Directors as an at-large Executive Committee member.
- Stay informed and up-to-date on activities, actions and decisions of Council so as to be able to preside in the event of absence of the Council Chair and other Executive Committee members.
- Participate in Executive Committee meetings and support committee decisions.

Serve on another standing committee as assigned and act as liaison to the Executive Committee.

Term of Office

The term for Member-at-Large of the Executive Committee is one year, with no term limits.

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Capital Resource Conservation & Development Area Council, Inc.
Executive Committee
Committee Description

Purpose

The purpose of the Executive Committee shall be to carry out the business of the RC&D Council, as directed by the Board of Directors.

Duties and Functions

The duties and functions of the Executive Committee include, but are not limited to the following activities:

- Act on behalf of the Board on all issues related to RC&D business between Board meetings.
- Address and or resolve issues of board governance as needed,
- Establish internal controls designed to promote and protect sound management practices and participating in the oversight of financial transactions.
- Assure that the organization's policies are followed and government regulations are met.
- Receive and review a committee report from the program committee concerning their final report to state and federal agencies and other project partners.
- Conduct search and interview process for the Executive Director position and recommend candidate hiring to the full Board.
- Conduct oversight and annual performance evaluation of Executive Director.
- Recommend personnel policies, wage and benefit packages to Board.

Composition

The Executive Committee shall be comprised of the Chair, Vice Chair, Treasurer, Secretary and Member-at-Large. The Chair shall preside over meetings of the Executive Committee. Primary staff support shall be provided by the Executive Director.

Meetings

The Executive Committee shall be scheduled at least 6 times a year. Additional meetings may be scheduled at the call of the Chair. Meetings may be held in person or by teleconference.

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Capital Resource Conservation & Development Area Council, Inc.
Program Committee
Committee Description

Purpose

The purpose of the Program Committee shall be to oversee development and implementation of Land, Water and Community/Economic Development projects and activities of the Strategic Plan. The Program Committee shall report to the Executive Committee.

Duties and Functions

The duties and functions of the Program Committee shall include, but not be limited to the following activities:

- Review, monitor and evaluate implementation of existing projects and activities.
- Review and recommend proposed projects and activities, including identification of potential funding sources.
- Review, develop and implement project review and related approval policies.
- Serve as a liaison to the Board on project matters.
- Support the development of projects that implement the organization's Strategic Plan.
- Review interim and final program reports sent to program funders.

Composition

The Program Committee shall be comprised of approximately 6-9 Council members. Additional non-voting, Advisory members may be appointed to the Committee. All members shall be appointed by the Council Chair. A committee chair shall be selected by the committee and provide leadership to committee activities including running meetings and authorizing subcommittee formation when needed. Primary staff support shall be provided by the Executive Director or Program and Outreach Manager depending on staff availability.

Meetings

The Program Committee should schedule a meeting or conference call at least two times a year. Additional meetings may be scheduled at the call of the Program Committee Chair. Meetings may be held in person or by teleconference.

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Capital Resource Conservation & Development Area Council, Inc.
Finance Committee
Committee Description

Purpose

The purpose of the Finance Committee shall be to ensure financial planning and oversight of all Council affairs and to ensure legal compliance with all grants and contracts. The Finance Committee shall report to the Executive Committee.

Duties and Functions

The duties and functions of the Finance Committee include, but are not limited to the following activities:

- Monitor, develop and implement financial policies (finance, procurement, subcontracting, etc.).
- Review and monitor financial reports.
- Review and monitor the annual budget to include program, administration and capital budgets.
- Review and monitor budget quarterly and recommend appropriate adjustments.
- Oversee the annual financial review and/or audit and review the 990 tax return and recommend for approval.
- Review and monitor all grants and contracts for legal compliance.
- Periodically assess risks and propose appropriate levels of insurance to prudently manage liabilities.

Composition

The Finance Committee shall be comprised of approximately 4-6 Council members. Additional non-voting, Advisory members may be appointed to the Committee. All members shall be appointed by the Council Chair. Primary staff support shall be provided by the Executive Director and Program Administrator. The Treasurer shall act as chair of the committee and lead committee meetings. If a need is identified, subcommittees may be authorized by the Treasurer to monitor specific issues.

Meetings

The Finance Committee should schedule a meeting or conference call at least two times per year and review the financial reports via email discussion at least 6 times a year. Additional meetings may be scheduled at the call of the Treasurer

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Capital Resource Conservation & Development Area Council, Inc.
Board Development (BD) Committee
Committee Description

Purpose

The purpose of the Board Development Committee is to oversee strategic planning, board recruitment and board training on behalf of the Board of Directors. The Board Development Committee shall report to the Executive Committee.

Duties and Functions

The duties and functions of the BD Committee include, but are not limited to the following activities:

- Review and update the bylaws and other organizational documents (including but not limited to committee descriptions and Board member positions) at least every 3 years.
- Recruit diverse Council members from communities within the region to fill designated Council positions.
- Recommend a slate of officers to the Board.
- Develop and implement a Board development plan.

Composition

The BD Committee shall be comprised of approximately 4-6 Council members. Additional non-voting, Advisory members may be appointed to the Committee. All members shall be appointed by the Council Chair. A committee chair shall be selected by the committee and provide leadership to committee activities including running meetings and authorizing subcommittee formation when needed. Primary staff support shall be provided by the Executive Director.

Meetings

The BD Committee should meet at least two times a year. Additional meetings may be scheduled at the call of the Committee chair. Meetings may be held in person or by teleconference.

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Capital Resource Conservation & Development Area Council, Inc.
Communications Committee
Committee Description

Purpose

The purpose of the Communications Committee shall be to oversee marketing and public relations, fundraising and advocacy on behalf of the Board. The Committee shall report to the Executive Committee.

Duties and Functions

The duties and functions of the Communications Committee include, but are not limited to the following activities:

- Develop and implement a strategic marketing and communications plan
- Development of press/media outreach tools
- Development of Council Annual Report and/or other outreach materials
- Develop and implement a funding opportunities outreach plan updated annually.
- Provide legislative and public outreach support, where appropriate

Composition

The Communications Committee shall be comprised of approximately 6-9 Council members. Additional non-voting, Advisory members may be appointed to the Committee. All members shall be appointed by the Council Chair. A committee chair shall be selected by the committee and provide leadership to committee activities including running meetings and authorizing subcommittee formation when needed. Primary staff support shall be provided by the Program and Outreach Manager.

Meetings

The Communications Committee should schedule a meeting at least two times a year. Additional meetings may be scheduled at the call of the Committee Chair. Meetings may be held in person or by teleconference.

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