

ACNC Board of Director Duties, Responsibilities & Expectations

Revised October 2024

General Description

Reports to: ACNC Board of Director Chair and Membership

Supervises: ACNC Executive Director

Grade: Volunteer position, held for three fiscal years (October 1 through September 30) with the potential for re-election to a second three-year term.

Legal Duties

ACNC Board Members are expected to exercise the legal responsibilities of board membership as follows:

- **Duty of Care** — Each board member has a legal responsibility to participate actively in making decisions on behalf of the organization and to exercise their best judgment while doing so.
- **Duty of Loyalty** — Each board member must put the interests of the organization before their personal and professional interests when acting on behalf of the organization in a decision-making capacity. The organization's needs come first. Board members are expected to act as an ambassador for the organization when in public, and speak only with one voice outside of the board room.
- **Duty of Obedience** — Board members bear the legal responsibility of ensuring that the organization complies with the applicable federal, state, and local laws and adheres to its mission.

Responsibilities

ACNC Board members are expected to be responsible for the following:

Determine mission and purpose.

It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.

Select, support and evaluate the executive director.

The board should ensure the executive director is the most qualified individual for the position and has the moral and professional support they need to further the goals of the organization.

Ensure effective planning.

The board must actively participate in an overall strategic planning process and assist in implementing and monitoring the strategic plan's goals.

Monitor and strengthen programs and services.

The board's responsibility is to determine which programs are consistent with the organization's mission and monitor their effectiveness.

Ensure adequate financial resources.

One of the board's foremost responsibilities is to secure adequate resources for the organization to fulfill its mission.

Protect assets and provide proper financial oversight.

The board must assist in developing the annual budget and ensuring that proper financial controls are in place.

Build a competent board.

The board has a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate their own performance.

Ensure legal and ethical integrity.

The board is ultimately responsible for adherence to legal standards and ethical norms.

Enhance the organization's public standing.

The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community through advocacy.

Expectations:

- Attend all board and committee meetings. [Minimally must attend 8 of 10 board meetings. Per ACNC By-Laws: "A director who misses three consecutive meetings during a fiscal year without adequate cause shall be considered to have submitted their own resignation which the Board may accept."]
- Review agenda and supporting materials prior to board and committee meetings.
- Be informed about the organization's mission, services, policies, and programs.



**1600 Riverside Road
Jamestown, NY 14701**

**auduboncnc.org
(716) 569-2345**

- Participate in special events as requested (notably Blue Heron Legacy events.)
- Volunteer at a minimum of one ACNC event, fundraiser, or program per year.
- Serve on at least one committee and offer to take on special assignments based on interests/professional background.
- Participate in ACNC's Culture of Philanthropy.
- Purchase an annual membership of ACNC.
- Make a (meaningful) personal charitable contribution to ACNC.
- Assist the Executive Director in securing Business Sponsors and Community Partners.
- Inform others about the organization and advocate for the ACNC.
- Suggest possible nominees to the board who can make significant contributions to the work of the board and the organization.
- Sign an annual agreement with respect to Conflict of Interest and Confidentiality.
- Assist the board in carrying out its fiduciary responsibilities, such as reviewing the organization's financial statements and adopting an annual budget.
- Refrain from making special requests of the staff.
- Conduct an annual self-assessment of your board service.