

BOARD OFFICER ROLES

CHAIR

The Board Chair is a representative of the Board as a whole and responsible for overseeing the affairs of the Board and ensuring that the governance processes are conducted with integrity. This includes responsibility for the integrity of the organization's finances and leading the board self-assessment.

The Chair should have a good working relationship with the chief executive and understand the distinction between their two respective roles. The Chair should also be prepared to develop relationships with donors and other stakeholders.

Other key duties of the Chair include facilitating Board meetings and encouraging strategic discussion, engaging the Board in strategic planning and program evaluation, and appointing board committee and task force chairs. The Chair should have a strong understanding of the organization's work, experience in leading diverse groups, and the time to commit to this role.

VICE-CHAIR

Not all organizations have this role in their bylaws, but as the title indicates, the Vice-Chair assumes the role of the Chair when the Chair is absent. Like the Chair, the Vice-Chair should have a strong understanding of the organization's mission and the role of the Board in governance. The Vice-Chair should attend all Board meetings and serve on the executive committee.

SECRETARY

The primary responsibility of the Board Secretary is to ensure that every action the board takes is documented. This is done through the taking of meeting minutes and the recording of Board votes. The Secretary should also provide any relevant background information related to the agenda in advance of meetings and ensure that all filings and notices are performed in accordance with the bylaws and laws of the state where the organization is incorporated. To perform these duties the Secretary should be familiar with board practices, be well organized, and have good attention to detail.

TREASURER

The Treasurer has oversight of the organization's finances and ensures the accuracy of financial records in order to keep the Board informed of financial matters. The Treasurer also serves as Chair of the finance committee. Outside of Board meetings, the Treasurer should interact with accountants and auditors, assist the chief executive or the chief finance officer with preparation of the annual budget, and review the annual audit. To accomplish this, the Treasurer should have an understanding of financial accounting, knowledge of the organization's financial reports, and an ability and willingness to work with the chief financial officer and auditors.

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