



Green Empowerment Board of Directors

Roles and Responsibilities

2024

The Board and its Role:

Green Empowerment is a State of Oregon not-for-profit corporation. Green Empowerment's Board of Directors is a "policy and fundraising board", providing mission-based leadership and strategic governance. The Board sets the values, broad direction and policy for the organization. The day-to-day operations of Green Empowerment are conducted by staff through the direction of the Executive Director, whose principal focus is on the allocation and deployment of financial resources and personnel to achieve the mission of the organization. A secondary role of the Board is in leading and/or assisting the Executive Director in developing the financial resources to support the organization.

Key Responsibilities of the Board of Directors:

Green Empowerment's Board of Directors has the following key responsibilities:

- Determining and updating the vision, mission, values and purposes for the organization.
- Recruiting and selecting the Executive Director, providing guidance and support to ensure their success, and evaluating their performance.
- Participating in organizational and strategic planning.
- Working in partnership with the Executive Director, staff and each other to raise funds and ensure adequate resources for the organization.
- Providing effective financial oversight through budget oversight, safeguarding the organization's tax-exempt status, and ensuring proper financial controls are in place and observed.
- Ensuring there are operational policies in place that contribute to overall health of the organization.
- Enhancing the organization's public standing.
- Ensuring and maintaining the organization's legal and ethical integrity and accountability.
- Assisting the Chair in recruiting and orienting new Board members.
- Assessing Board performance.

Individual Board Member Characteristics and Responsibilities:

Green Empowerment is committed to having a diverse, dedicated, caring and active Board of Directors. To this end, the following characteristics are desirable when considering approval of Board members:

- Ability to listen, analyze, think clearly and creatively, and work well with people.
- Willingness to prepare for, attend and actively engage in Board and committee meetings.
- Possessing or willingness to develop certain skills, such as: cultivation and solicitation funds; cultivation and recruitment of board members and volunteers; reading and understanding of financial statements; staying up-to-date on substantive issues regarding sustainability, clean water, renewable energy; and community and/or organizational development.
- Honesty; sensitivity to and tolerance of differing views; a friendly, responsive, and patient approach; community-building skills; personal integrity; a developed sense of values; passion and concern for Green Empowerment's development; and a sense of humor.



In carrying out their duties on Green Empowerment's Board of Directors, individual directors are expected to:

- Be committed to the mission, programmatic approach, and goals of Green Empowerment.
- Be well-informed on Green Empowerment's programs, issues, policies, and goals.
- Promote the public image of Green Empowerment, and inform others about the organization.
- Advocate for Green Empowerment and represent the organization before the media, interest groups, government and non-government organizational officials at the request of the Board Chair or Executive Director, and serve as an ambassador for the organization.
- Actively raise funds for Green Empowerment by helping to identify, develop, and contact potential individual, foundation, or corporate donors.
- Provide a financial contribution to Green Empowerment annually, to the best of their ability.
- Attend and participate in Board and committee meetings and working retreats. As part of this commitment, Directors should read preparatory and background materials before each meeting.
- Participate in additional work of Green Empowerment, either by volunteering for assignments or by participating in ad hoc task forces and committees, or permanent committees of the Board.
- Work through the Executive Director and Board chair, and refrain from making special requests of the staff in order to minimize confusion and potentially conflicting assignments, and to maximize the efficiency of limited staffing resources.

Board Member Terms of Service:

Service on the Board of Directors for Green Empowerment comes with some general expectations regarding terms of service and, more specifically, key responsibilities for individual Board members:

- Service on the Board of Directors is without remuneration.
- Board members will consider Green Empowerment a philanthropic priority and make annual gifts that reflect that priority. In order for Green Empowerment to credibly solicit contributions from foundations, organizations and individuals, it is expected that 100 percent of Board members make an annual contribution commensurate with their capacity.
- Green Empowerment's Board members serve two-year terms, eligible for reappointment.
- It is expected that Board members prepare for and attend all meetings of the Board of Directors. If a director misses three consecutive regular meetings or a total of four meetings in a 12-month period, the Board can vacate the director's seat and appoint a replacement.
- The Board and selected staff are expected to read and follow Green Empowerment's Conflict of Interest Policy and complete an annual disclosure statement.