

YALSA Board of Directors Meeting
ALA Midwinter Meeting, Boston
January 15 – 19, 2010

Topic: Board Member Contract

Background: Well run associations clearly articulate Board members' responsibilities to the organization and vice versa. The draft contract below is one tool that can help ensure Board members and staff understand their responsibilities and are committed to carrying them out. The contract can also benefit the Nominating Committee as they can use it during the recruitment process to show potential Board members what will be expected of them, if elected. Linda Braun has presented a draft contract below for the Board to consider adopting for use with new Board members.

Action Required: Consent

YALSA Board Member Contract

I, _____, understand that as a member of the Board of Directors of YALSA, I have a legal and ethical responsibility to ensure that the organization does the best work possible in pursuit of its goals as stated in the strategic plan. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as its steward. As part of my responsibilities as a board member:

1. I will interpret the organization's work and values to the community, represent the organization, and act as a spokesperson and role model.
2. In turn, I will interpret members' needs and values to the organization, speak out for their interests, and on their behalf, hold the organization accountable.
3. I will attend 100% of Midwinter and Annual board meetings, at least 75% of Board conference calls and at least 50% of e-chats. I will also attend at least 75% of special events held at Midwinter and Annual (Such as, but not limited to Midwinter Joint Membership Reception and the Printz, Edwards, Morris, and Nonfiction Award events.)
4. When not at Midwinter and Annual I will actively promote YALSA by participating in awareness and recruitment activities such as but not limited to YALSA's Road Show and First Wednesday activities.

5. Each year, but no later than Thanksgiving annually, and without having to be asked, I will make a personal financial contribution to Friends of YALSA at a level that is meaningful to me, and I will actively support Friends of YALSA fundraising activities.
6. I will excuse myself from discussions and votes where I have a conflict of interest.
7. I will stay informed about what's going on in the organization. I will ask questions and request information. I will participate in and take responsibility for making decisions on issues, policies, and other matters. I will not stay silent if I have questions or concerns.
8. I will participate in leadership development opportunities (which may include face-to-face workshops or webinars) in order to increase understanding of association governance.
9. I will work in good faith with staff and other board members as partners toward achievement of our goals.
10. If I don't fulfill these commitments to the organization, I will expect the board president to call me and discuss my responsibilities with me.

The organization is responsible to the board members for:

In turn, the organization will be responsible to me in the following ways:

1. I will be sent, without having to request them, a monthly management report that allows me to meet the "prudent person" standards of the law. (The "prudent person rule," applied in many legal settings in slightly differing language, states that an individual must act with the same judgment and care as, in like circumstances, a prudent person would act.)
2. Opportunities will be offered to me to discuss with the executive director and the board president the organization's programs, goals, activities, and status; additionally, I can request such opportunities.
3. The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working and by offering me opportunities for professional development as a board member.
4. Board members and staff will respond in a straightforward fashion to questions that I feel are necessary to carry out my fiscal, legal, and moral responsibilities to this organization. Board members and staff will work in good faith with me toward achievement of our goals.
5. If the organization does not fulfill its commitments to me, I can call on the board president and executive director to discuss the organization's responsibilities to me.

Signed by _____, Board Member Date _____

and by _____, Chair of the Board of Directors

Date _____

The board chair should sign two copies of this agreement for each board member. Each new board member should sign both, return one copy to the board chair, and keep the other for reference.

Adapted from: <http://www.blueavocado.org/content/board-member-contract>