

ARIZONA DISABLED SCUBA DIVERS FOUNDATION

BOARD OF DIRECTORS RESPONSIBILITIES AND DUTIES

Overview

The Board members of the Arizona Disabled Scuba Divers Foundation (“ADSDF”) are to support the organization's services, goals, and interests. Each must be willing to invest sufficient time, energy, and resources to fulfill all responsibilities. Specific knowledge or interest in at least one of the following areas is expected: management and administration; fund raising/finance; personnel; developing new programs; advocacy; community needs/concerns; and scuba diving.

Officers of the Board will have additional tasks or responsibilities as outlined in ADSDF’s bylaws.

Legal Responsibilities

Duty of Care

The Board members of ADSDF are to be reasonable and informed about ADSDF’s activities, participate in decisions, and do so in good faith and with the care of an ordinarily prudent person in similar circumstances. Board members owe the duty to exercise reasonable care when making a decision as a steward of ADSDF.

Duty of Loyalty

The Board members are to exercise power in the interest of ADSDF and not in their own interest or the interest of another entity, particularly ones in which they have a formal or informal relationship. Board members can never use information obtained as a member for personal gain and must act in the best interests of ADSDF.

Duty of Obedience

The Board members of ADSDF shall comply with applicable federal, state, and local laws, adhere to ADSDF’s bylaws, and remain the guardians of the mission. They are not permitted to act in a way that is inconsistent with the central goals of ADSDF. A basis for this rule lays in the public’s trust that the Board members will manage donated funds to fulfill ADSDF’s mission.

Basic Responsibilities

There are several basic responsibilities of ADSDF’s Board of Directors:

Determine the mission and purpose

A statement of mission and purposes should convey ADSDF's goals, means, and primary constituents served. It is the Board’s responsibility to create the mission statement and review it periodically for accuracy and validity.

Ensure successful organizational planning

As stewards of ADSDF, Board members must actively participate in an overall planning process and help in executing the plan's goals.

Ensure adequate resources

One of every Board member's principal responsibilities is to provide sufficient resources for ADSDF to fulfill its mission.

Guarantee legal and ethical integrity and maintain accountability

Ultimately, it is the Board's responsibility to ensure adherence to ethical norms and legal standards.

Determine and monitor programs and services

It is the Board's role to determine what programs are consistent with the mission of ADSDF and to monitor their success.

Enhance the organization's public image

ADSDF's primary link to the community, including constituents, the public, and the media, are the Board members. Clearly articulating ADSDF's mission, accomplishments, and goals to the public, as well as garnering support from important members of the community, are important elements of a comprehensive public relations strategy.

Provide proper financial oversight

The Board should ensure that proper financial controls are in place along with developing the annual budget.

Recruit and familiarize new Board members and assess Board performance

All boards must periodically and comprehensively evaluate performance. As such, it is each Board member's responsibility to articulate qualifications for candidates and orient new members.

Job Responsibilities

The fundamental responsibilities for which the Board has a fiduciary charge are to:

- determine the mission and vision
- maintain the financial integrity of the organization
- provide program oversight and support
- perform fundraising

Expectations

The specific expectations for individual Board members are to:

- contribute financially to the degree that their financial situation permits
- attend all Board and committee meetings
- review all agenda materials in advance of the meeting
- keep Board deliberations confidential
- abide and support the vote of the majority
- recognize that the Board President is the primary spokesperson for the Board
- avoid conflict of interest situations of perceived conflicts and withdraw from conversations as well as avoid voting where conflicts may exist
- play an active role in supporting the organization
- represent the Board and not any specific constituency (i.e. gender, occupation, race, etc.)