



WEAN

Board Members Roles and Responsibilities

as of: October 2, 2024

Overview

The Board of Directors provides governance and oversees the policies, procedures, and operations of Whidbey Environmental Action Network, WEAN. Board members are authorized to carry out their responsibilities as described in the bylaws and in state and federal laws. Each board member serves as a volunteer advocate, ambassador, and fundraiser responsible for the sustainability of the organization.

Board Members at Large – participates in governing the organization by:

1. Discussing and voting on items to further WEAN's mission, vision, and values
2. Participating in various board committees
3. Supporting fiscal and legal responsibilities of the organization and approving the annual budget
4. Contributing to the strategic direction and creation of policies and procedures
5. Approving and monitoring the success of the organization's activities
6. Engaging in various fundraising efforts
7. Assessing the board's performance and recommending actions toward improvements

8. Placing WEAN among their top philanthropic priorities by giving a meaningful annual gift
9. Avoiding any conflict of interest or appearance of a conflict of interest
10. Maintaining confidentiality and privacy of all organizational information

In addition to these responsibilities, the Executive Team roles and responsibilities are defined as:

Chair – will serve as the presiding officer and focal point for leadership of the organization by:

1. Representing WEAN at meetings, in public appearances, as spokesperson and figurehead
2. Coordinating overarching strategy and governance (bylaws, protocols, procedures)
3. Initiating and overseeing the annual planning cycle
4. Developing relationships with major donors to solicit gifts to support WEAN
5. Managing the ED including conducting annual performance reviews
6. Working closely with the Vice-Chair so both roles are clear on priorities
7. Preparing agendas and overseeing minutes
8. In general, the Chair shall, subject to the Board's control, supervise and oversee all of the assets, business and affairs of WEAN. The Chair shall preside over meetings of the members and the Board. The Chair may sign deeds, mortgages, bonds, contracts, or other instruments, except when the signing and execution thereof have been expressly delegated by the Board or

by these Bylaws to some other officer or agent of WEAN or are required by law to be otherwise signed or executed by some other officer or in some other manner. These duties will be clearly delineated between the board chair and the Executive Director, and are subject to change as necessary.

9. Serving as primary signator at bank

Vice Chair – will serve as the backup for the Chair by:

1. Standing in for the Chair when delegated or Chair is unavailable
2. Working closely with Chair in difficult decisions
3. Staying current on WEAN priorities and activities
4. Developing relationships with major donors to solicit gifts to support WEAN
5. Serving as a backup signator at bank.
6. Coordinating periodic bylaw updates and reviews as appropriate

Treasurer – will serve as the focal point for WEAN's budget and finances by:

1. Lending support to Executive Director in preparing a draft budget
2. Presenting, with the ED, a draft budget for adoption by the Board of Directors
3. Monitoring WEAN's budgeted to actual income and expenditures throughout each year and working, with the ED as appropriate, to adapt to any significant changes
4. Arranging for and overseeing the annual audit as agreed to by the board

5. Advising on investment or usage of funds that exceed the annual need of the organization.
6. In general, the Treasurer shall have charge and custody of and be responsible for all funds and securities of WEAN; receive and give receipts for moneys due and payable to WEAN from any source whatsoever, and deposit all such moneys in the name of WEAN in banks, trust companies or other depositories selected in accordance with the provisions of the Bylaws (or supervise these activities if conducted by staff)
7. Serving as a backup signator at bank.

Secretary – will serve as the administrative hub for WEAN by:

1. Setting the Board meetings schedule and calling Board meetings/Special Board meetings
2. Preparing and distributing Board meeting agendas in coordination with the Chair
3. Creating and maintaining the minutes of meetings of the members and the Board, and minutes which may be maintained by committees of the Board
4. Duly giving all notices in accordance with the provisions of the Bylaws or as required by law.
5. Ensuring that the Director and Officers liabilities insurance remains current
6. Keeping copies of organization's records per the requirements listed in RCW 24.03A.210.
7. Keeping records of the post office and email address of each member and Director and of the name and post office and email address of each officer
8. Serving as a backup signator at bank.