ILLINOIS GREEN ALLIANCE
LEADERSHIP RESPONSIBILITIES POLICY

This document outlines leadership responsibilities and expectations of the Board of Directors. This policy will be reviewed at minimum every three (3) years and adjusted accordingly to respond to the needs of Illinois Green.

Board of Directors

INTENT

The role of the Board of Directors includes:

1. Strategic planning
    a. Direction: partner with Staff to Develop the strategic framework to align Illinois Green's actions to its mission and vision.
    b. Resources: Ensure the organization is well-equipped to fulfill our mission and vision – adequate finances, capable staff, and esteemed reputation.
    c. Oversight: Monitor the activities, health, and ethical behavior of Illinois Green
2. Fiscal and legal oversight
    a. Legally responsible for managing Illinois Green's assets.
    b. Responsible for overseeing and ensuring funds are being used for their intended purpose.
3. Fundraising and engagement
    a. Board members should be able to identify potential sponsors and facilitate engagement.
    b. Advocate for and serve as ambassadors for Illinois Green in the community and amongst peer networks.

Based on these three key areas, members of the Board are expected to act in the following ways:

1. Fundraising, which may take many forms, including: direct personal donations; helping secure funding or otherwise opening doors to corporate, governmental, and charitable sources; seeking third-party sponsors; recruiting new members; in-kind support, etc.;
2. Assisting in effective organizational and resource planning and the management thereof including the hiring of staff (if applicable), in support of Illinois Green's mission and vision;
3. Ensuring legal and ethical integrity;
4. Supporting and maintaining the governance structure of the board of directors;
5. Determining, monitoring, and strengthening Illinois Green's programs and services;
6. Recruiting and orienting new board members and assessing board performance;
7. Assessing Board composition to determine if any knowledge and/or skill gaps are lacking in pursuit of Illinois Green's mission and vision and appointing Board Advisors to address on an as needed basis;
8. Collaborating with other board members and staff to foster collegial working relationships that contribute to consensus and alignment with Illinois Green's mission and vision;
9. Contributing knowledge and experience to ensure success of priority programs and the needs of Illinois Green by staying informed about Board matters, preparing well for meetings, and reviewing and commenting on minutes and reports;
10. Enhancing Illinois Green's reputation by understanding and conveying the organization's mission and vision in a positive manner;

11. Influencing key players and high priority sectors in the industry including real estate, local and state government, corporate ESG, energy/utility, and finance;

12. Additional ad-hoc responsibilities that arise.

REQUIREMENTS

1. Remain an Illinois Green member in good standing.
2. Per the Illinois Green bylaws, Board Members must attend at least three-fourths of Board meetings in a given fiscal year. Failure to meet this requirement may result in removal from the Board.
3. Sign and abide by the following Illinois Green policies at the beginning of and through each fiscal year:
    a Code of Conduct
    b Conflict of Interest Policy
    c Fiscal Control Policy
    d Anti-Trust Policy
    e Procurement and Federal Funding Conflict of Interest Policy
4. Support the completion of documentation that may be required for grant applications at any point during the fiscal year.
5. Read, understand and adhere to the Illinois Green bylaws.
6. Actively engage in one of the following throughout term: board committee, task force, and/or special individual project.

Board Chair

INTENT

The Board Chair is a partner with the Executive Director in achieving the organization's mission. The Board Chair provides leadership to the Board of Directors, who sets policy and to whom the Executive Director is accountable.

PREREQUISITES

The Board Chair will have served in the prior fiscal year as the Board Elected Vice-Chair and will serve the subsequent fiscal year as Ex-Officio Chair.

REQUIREMENTS

1. Serve as an Illinois Green contact to National and Regional USGBC groups as needed as well as a public representative for Illinois Green to the Public or Media.
2. Attends any chapter business meetings, the Annual Meeting, annual fundraising activities and events, and plans the business portion of the above events with the Executive Director and staff.
3. Plans regular Board meetings and provides a schedule to the Board at the beginning of the year. Chairs meetings of the Board after developing the agenda with the Executive Committee. Agenda and Board Meeting Packet Contents are collated by the Secretary and distributed to the board.
4. Monitors financial planning and reporting.
5. Guides Board actions with respect to strategic priorities and governance framework.

6. Leads the Board's role in strategic planning and plans a strategic planning session with staff for the board, branch/committee chairs, and Advisors along with evaluating annually the performance of the organization in achieving its mission and vision.
7. Reviews with the Executive Director any issues of concern to the Board.
8. Facilitates and discusses issues confronting the organization with the Executive Committee consisting of the Vice Chair, Treasurer, Secretary, Ex-Officio Chair, Governance Chair and the Executive Director on a monthly basis or as needed in person or via conference call.
9. Leads the annual performance evaluation of the Executive Director with the Vice Chair, Treasurer, Secretary, and Ex-Officio Chair, collectively the "Officers." The Executive Director annual performance evaluation shall consider, at a minimum, the following outcomes:
    a Progress against annual goals previously established by the Executive Director
    b Progress against Key Performance Indicators ("KPIs") as established in the Strategic Plan
    c Fiscal status of Illinois Green, including sponsorship and budgeting performance against goals
    d Staff composition, compensation and effectiveness
10. Formally evaluates the effectiveness of Board members with the Vice Chair and Executive Director.
11. Performs other responsibilities assigned by the Board.

Board Vice Chair

INTENT
The Board Vice Chair serves as the Chief Volunteer of the organization and is also a partner with the Board Chair and Executive Director in planning the chapter's operational activities.

PREREQUISITES
This is a Board-elected position. The Board Vice Chair will assume the role of Board Chair in the subsequent fiscal year and will assume the role of Ex-Officio chair in the following fiscal year.

REQUIREMENTS
1. Expected to perform the duties of the Chair in the absence of the Chair.
2. Ad-hoc member of the Governance and Elections Committee in the advisory capacity of board member development and board policy development.
3. Monitors financial planning and reporting.
4. Discusses issues confronting the organization with the Executive Committee consisting of the Chair, Treasurer, Secretary, Ex-Officio Chair, Governance Chair and the Executive Director on a monthly basis or as needed in person or via conference call.
5. Formally evaluates the performance of the Executive Director with the Chair, Treasurer, Secretary, and Ex-Officio Chair
6. Formally evaluates the effectiveness of Board members with the Chair and Executive Director.
7. Performs other responsibilities assigned by the Board.

Board Treasurer

INTENT
The Board Treasurer serves as the Chief Financial Officer of the organization as a volunteer and is also a partner with the Executive Director in achieving the organization's fiscal goals.

PREREQUISITES
This is a Board-elected position serving a one (1) year term.

REQUIREMENTS
1. Serve as Chair of the Finance Committee.
2. Oversee and administer all financial business of Illinois Green.
3. Budget Planning with the Executive Director and any applicable committees.
4. Provides regular financing reporting to the Board Secretary for inclusion in board meeting materials in a cadence that meets the needs of the Organization.
5. Leads financial planning reporting.
6. Discusses issues confronting the organization with Executive Committee consisting of the Chair, Vice Chair, Secretary, Ex-Officio Chair, Governance Chair and the Executive Director on a monthly basis or as needed in person or via conference call.
7. Formally evaluates the performance of the Executive Director with the Chair, Vice Chair, Secretary, and Ex-Officio Chair
8. Performs other responsibilities assigned by the Board.

Board Secretary

INTENT
The Board Secretary serves as the recorder of Board business and partners with staff in maintaining Board records.

PREREQUISITES
This is a Board-elected position serving a one (1) year term.

REQUIREMENTS
1. Keep and manage all official board business records of the Chapter and posts them to cloud based storage ("Box") folders.
2. Provides invitations and tracks attendance for all Board, Executive Committee and special meetings.
3. Collates and distributes board meeting packet at least one week prior to scheduled board meetings. Packet should include (at a minimum) reports from the Chair (agenda), Vice Chair (operations & governance), Treasurer (financial reporting), Secretary (minutes), and the Executive Director (operations, programming and fundraising)
4. Is sufficiently familiar with legal documents (articles, bylaws, IRS letters, etc.) to note applicability during board meetings.
5. Monitors financial planning and reporting – includes detail in board meeting minutes as applicable.
6. Can appoint and/or manage a scribe for Board meetings or official business as and if approved by the board.
7. Provides the results of Board votes and discussions on any Board Action documents to the original submitter.
8. Discusses issues confronting the organization with Executive Committee consisting of the Chair, Vice Chair, Treasurer, Ex-Officio Chair, Governance Chair and the Executive Director monthly or as needed in person or via conference call.
9. Formally evaluates the performance of the Executive Director with the Chair, Vice Chair, Treasurer, and Ex-Officio Chair.

10. Performs other responsibilities assigned by the Board.

Ex-Officio Board Chair

INTENT
The Ex-Officio Board Chair serves as an advisor to the Board Chair and Executive Committee.

PREREQUISITES
The Ex-Officio Board Chair will have served in the preceding fiscal year as the Board Chair.

REQUIREMENTS
1. May serve as a public representative in the absence of the Chair, Vice Chair or Executive Director.
2. Attends board and executive committee meetings.
3. Monitors financial planning and reporting.
4. Helps guide and provide advice regarding Board actions with respect to organizational priorities and governance framework.
5. Discusses issues confronting the organization with the Executive Committee consisting of the Chair, Vice Chair, Treasurer, Secretary, Governance Chair and the Executive Director on a monthly basis or as needed in person or via conference call.
6. Formally evaluates the performance of the Executive Director with the Chair, Vice Chair, Treasurer, and Secretary.
7. Performs other responsibilities assigned by the Board.
8. Has the recommended option of serving on the Governance Committee for the purpose of monitoring the elections process as an impartial entity.

Governance Chair

INTENT
The Governance Chair serves as the Chair of the Governance Committee and is a partner to the staff in implementing the annual Board of Directors Elections process. They also ensure all Board actions adhere to the bylaws and other policies of the organization. They also serve as a member of the Executive Committee.

PREREQUISITES
This is a Board-elected position serving a one (1) year term. For the avoidance of doubt, in the event the Governance Chair is running for re-election, they must recuse themselves from reviewing candidate nominations or preparing recommendations regarding the slate of candidates to the Board of Directors.

REQUIREMENTS
1. Chairs the Governance Committee
2. Ensures all Board actions adhere to the bylaws and other policies of the organization
3. Oversees, in conjunction with staff, the annual Board Elections process. The Governance Chair may appoint a member of the Governance Committee to effectuate the elections process
4. Provides counsel to the Executive Committee on matters related to elections and official board actions
5. Regularly reviews the bylaws and from time to time may recommend amendments thereto to align board operations with mission and vision.

6. Provides regular updates to the Board and Executive Board on the elections process
7. Works closely with the Chair and Vice-Chair to identify and recruit potential Board candidates.
8. Is sufficiently familiar with legal documents (articles, by-laws, IRS letters, etc.) to note applicability during board meetings.
9. Performs other responsibilities assigned by the Board.

Date of last update:	**Nature of updates:**
August, 2024	Prior Policy
November, 2025	Current Policy