

San Bruno Community Foundation

Board Member Job Description

- Attend all board meetings
- Serve on at least one board committee and attend all of its meetings
- Be informed about the organization's mission and programs
- Follow conflict of interest and confidentiality policies
- All meetings of the Board of Directors, or any committee thereof, shall be called, noticed, held and conducted in accordance with the applicable provisions of the Ralph M. Brown Act (commencing with Section 54950 of the California Government Code). The Board of Directors shall take no action other than at a meeting called. Follow all applicable confidentiality and conflict of interest policies, including filing a Form 700 with the California State Fair Political Practices Commission as an appointed local official."
- Participate in all organization meetings keeping in mind the following obligations: duty of care, duty of loyalty and duty of obedience.

Duty of Care

The duty of care describes the level of competence that is expected of a board member and is commonly expressed as the duty of "care that an ordinarily prudent person would exercise in a like position and under similar circumstances." This means that a board member owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization.

Duty of Loyalty

The duty of loyalty is a standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the organization. This means that a board member can never use information obtained as a member for personal gain, but must act in the best interests of the organization.

Duty of Obedience

The duty of obedience requires board members to be faithful to the organization's mission. They are not permitted to act in a way that is inconsistent with the central goals of the organization. A basis for this rule lies in the public's trust that the organization will manage donated funds to fulfill the organization's mission.

Additional expectations and Information

- Board members should expect to attend monthly meetings of approximately three hours in length in person during the San Bruno Community Foundation's startup years. Regular board meetings will take place in the City of San Bruno.
- Board members should expect to attend a board member orientation at the beginning of each term.
- Board members should expect to attend at least one monthly committee meeting of approximately two hours in length in person during the San Bruno Community Foundation's startup years.

- Board members may be asked to attend at least one and as many as three City of San Bruno City Council Meeting each year for one hour.
- Board members will not be compensated.
- As a nonprofit entity, the San Bruno Community Foundation will be expected to share with the IRS, funders and other entities the names and affiliations of board members as well as some demographic information.

In addition to these duties, the following roles will have additional responsibilities:

Board President

- Oversee Board and Executive Committee Meetings
- Conduct meetings according to Robert's Rules of Order
- Serve as ex-officio member of all committees
- Serve as chair of the Executive Committee
- Call special meetings when needed
- Supervise the Executive Director
- Manage the search committee to identify an Executive Director
- Assist Executive Director in preparing for board meetings including developing the meeting agenda
- Act as a spokesperson for the organization
- Coordinate Board annual board reviews and assessments
- Represent the organization at City of San Bruno City Council meetings as needed and requested

Board Vice President

- Oversee Board and Executive Committee Meetings
- Serve on the Executive Committee
- Participate in the search committee to identify an Executive Director
- Lead the board as needed in the President's absence

Board Secretary

- Maintain all board records and oversee their maintenance
- Review board minutes
- Provide notice of meetings of the board
- Serve on the Executive Committee

Board Treasurer

- Serve as financial officer for the organization
- Lead the board's review of the organizations financials at board meetings
- Work with the Executive Director to ensure financial reports are accurate and provided to the board regularly
- Serve on the board executive committee