

SHEPHERD'S TABLE BOARD EXPECTATIONS

Together Meeting Needs, Changing Lives

The Board of Directors of Shepherd's Table is legally and ethically responsible for all activities of the organization.

OVERVIEW

Shepherd's Table Board of Directors provides the following services to the organization:

- Determine how the organization carries out its mission through long- and short-term planning and review.
- Adopt an annual budget and provide fiscal oversight.
- Engage in fundraising activities to provide financial support for the organization.
- Recruit and orient new Board members.
- Hire, as needed, and evaluate the performance of the Executive Director on an annual basis.
- Evaluate the performance of the Board of Directors.
- Establish policies for the effective management of the organization.
- Provide personal and professional expertise to guide the organization.

Responsibilities of Individual Directors include:

- Understand and promote the organization's mission.
- Be familiar with the organization's programs and operations.
- Participate in at least one Board committee.
- Participate in resource development and fundraising.
- Give to or raise for the organization a minimum of \$1,000 in each calendar year.
- Identify potential donors and solicit donations for specific events or the organization as a whole.
- Assist in recruiting volunteers for Shepherd's Table.
- Enhance the image of Shepherd's Table in the community.
- Help to educate the community about issues related to poverty and homelessness.
- Assist the Board and staff in assessing the needs of Shepherd's Table clients.
- Identify potential conflicts of interest.
- Understand the role distinction between serving as a Board member and

serving as a

- Volunteer at Shepherd's Table

Time Demands (approximate):

- Attend all of the regularly scheduled Board meetings, typically held on a Tuesday in January, March, May, July, September, and November from 7:00 p.m. to 9:00 p.m. at Shepherd's Table or at an alternate site. Board members must notify the chair if an absence is anticipated. Our effectiveness as a Board is tied to the robust engagement of Board members.
- Actively participate in at least one Board committee and perform committee work (1-3 hours per month or as needed by the committee).
- Attendance is expected for at least three events each year, including the annual spring and fall fundraisers and the annual "Bright Meal."
- Participate in an orientation session for new Board members.
- Participate in the Board planning retreat (half day, usually every other year).

Investing in Shepherd's Table:

Shepherd's Table Board members are asked to consider a gift that is "significant" in relation to their individual financial circumstances to support the organization. Members are required to give (or raise) a minimum of \$1,000 during the calendar year. Tickets to major events such as the spring and fall fundraisers do not count toward this \$1,000 commitment. Funders that support Shepherd's Table expect to see 100% Board participation as a demonstration that the Board is active and financially invested in the organization. This amount may be adjusted in individual circumstances. If such an adjustment is requested, confidential consultation is available.

Legal Responsibilities:

The Board of Directors, acting as a single entity, is legally and ethically responsible for all activities of the organization. Individual board members have an obligation to uphold the standards of conduct set for them by the board and applicable laws. These standards include the duty of care, the duty of loyalty, and the duty of obedience as well as those mandated by the Federal 990.

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. Meeting attendance is not optional; it is a part of the duty of care. A board member is expected to attend meetings, come prepared to the meetings, ask probing questions, pay attention, and make decisions according to his or her best judgment. Coming prepared means the member is familiar with the agenda, has read the Board book, and has completed any assignments from the previous meeting.

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 inconsistent with the organization's central goals. A basis for this rule lies in the public's trust that the organization will manage donated funds to fulfill the organization's mission.

Expectations of Board Members:

Board directors may expect the following:

- An orientation to Shepherd's Table and its Board.
- An annual schedule of board meetings and advance notice of all relevant committee meetings.
- An opportunity to engage in discussion of relevant issues and use their expertise.
- A voice in designing the structure of the board, its agendas and meeting logistics.
- Quality support and courteous and professional treatment from Shepherd's Table staff and the Board members.

Committees for Shepherd's Table Board include:

Executive

Develops recommendations with respect to various matters pertaining to the affairs of the Corporation and shall report such recommendations to the Board of Directors for action. Includes the Chair, Vice Chairs, Secretary, Treasurer, and a Board member representative elected by the Board.

Board Development/Nominating

Provides direction on governance, organizational and personal development of

the members of the Board, conducts an annual assessment of the Board at the group and individual level, and plans the annual retreat. Responsible for nominating persons to serve as Directors, giving regard to the qualifications required in these bylaws, nominating persons to serve as the elected officers of Shepherd's Table, and providing orientation and education of Board members.

Finance

Reviews and recommends financial and insurance matters for the Board, including policies that ensure adequate internal controls and which maintain financial records in accordance with standard accounting practices, and shepherds the budget process in cooperation with the Executive Director.

Strategic Development/Fundraising

Provides a strategic vision and high-level road map for Shepherd's Table's future development efforts, sustainability and growth inspired by the articulated mission and vision statements. The committee functions as a think tank for the organization focused on: (1) current and future needs of the community; (2) current trends in philanthropic giving; and (3) recommendations for Shepherd's Table role.

Community Relations

Reviews, recommends and supports Shepherd's Table's advocacy priorities within the community, seeking to advance policies and initiatives benefiting Shepherd's Table's clients and overall mission on issues impacting food insecurity, housing and mental health services. Working in conjunction with Shepherd's Table staff, engagements range from time-sensitive drives to support clients to community-facing forums with local and state candidates around key issues and seek to strengthen the organization's role and reputation in the community.