



The Priority Center

Ending the Generational Cycle of Trauma

BOARD OF DIRECTOR RESPONSIBILITIES

The Board of Directors of The Priority Center provides leadership, oversight, direction, planning, financial support and management guidance to The Priority Center in order to accomplish its stated mission of developing The Priority Center into the most effective and efficient provider of prevention services to end the generational cycle of trauma.

General Responsibilities of the Board of Directors

It is the responsibility of the Board of Directors to see that The Priority Center is carrying out its mission in a manner that is ethical, effective, and financially sound. Directors are expected to support and promote the mission and objectives of The Priority Center and its programs, to raise funds and expand resources, and to set policy, plan for the future and guide fulfillment of the mission.

Director Commitment

- + Participate in an orientation within two (2) months of joining the Board (see “Orientation”).
- + Attend and participate in at least three (3) of the five (5) Regular Board Meetings each fiscal year, in addition to the Annual Meeting/strategic planning session (see “Meeting Attendance”).
- + Serve actively on at least one (1) committee of the Board.
- + Adhere to the Board’s Give/Get Policy, which asks Board members to give (donate personally) or get (play a key role in securing donations from others) a combined total of \$10,000 annually to help support The Priority Center in its mission. The Priority Center seeks to achieve a 100% Board participation in giving each year. Please review Give/Get Policy for details on the many ways that this can be accomplished.
- + Support The Priority Center’s programs, community and fundraising activities by participating in such events.

Term

The Director term is three (3) years, with additional three (3) year terms, if re-elected.

Fiduciary Responsibility, Accountability and Authority

- + Each Director has a fiduciary responsibility to The Priority Center, which includes a Duty of Care, a Duty of Loyalty (with an implied duty of confidentiality) and a Duty of Obedience.
 - o Duty of Care: Each Director must take appropriate action to help ensure that The Priority Center meets its goals and thrives as a sustainable organization;
 - o Duty of Loyalty: Each Director must be loyal to The Priority Center, always acting in its best interests. The Duty of Loyalty implies a duty to maintain confidentiality, which places limits on how a Director can share information and with whom.

- Duty of Obedience: Each Director needs to be aware of the laws that affect The Priority Center, and must follow them.
- + Each Director is required, annually, to review, execute and return to The Priority Center the attached Conflict of Interest policy and Whistleblower policy.
- + The Board of Directors is collectively accountable to the community, donors and other stakeholders. It is accountable for The Priority Center's performance in relation to its mission and strategic objectives and for the effective stewardship of financial and human resources.
- + No Director has the authority to approve actions by The Priority Center, to direct staff, or to speak on behalf of The Priority Center unless given such specific authority by the Board of Directors.

Orientation

Each Director is required to complete an orientation program within two (2) months of the Director's election. The orientation includes a full overview of The Priority Center, including its programs and fund development opportunities, as well as an overview of the various committees of the Board of Directors.

Meeting Attendance

Directors are expected to actively participate in Board meetings, including the Annual Meeting/strategic planning session, which is held on the third Tuesday of May. Regular Board Meetings are held on the third Tuesday of January, March, July, September and November, commencing at 4:00pm unless otherwise noticed by the Board. Locations of meetings are subject to change. A Director may be removed from the Board of Directors if the Director fails to attend three (3) consecutive Regular Meetings without being excused.

Committee Service

Each Director must serve on at least one (1) Board committee of the Director's choosing. Committees meet on a regular schedule or as needed.

Fundraising

The Priority Center depends on financial support from the community, corporate organizations and foundations to fulfill its mission. Each Board member is encouraged to:

- + Provide oversight and guidance in setting The Priority Center's fundraising strategy.
- + Introduce potential individual, corporate or foundation donors to The Priority Center.
- + Assist staff with the cultivation of current and potential donors, communicating with donors, hosting private gatherings and introducing others to The Priority Center.
- + When appropriate, assist with securing contributions from the Director's employer or other corporations or organizations with which the Board member is affiliated.
- + Assist with securing pro-bono or in-kind resources as needed.

Community Outreach

Each Board member is encouraged to serve as an Ambassador for The Priority Center and to invite friends and colleagues to The Priority Center events.

In addition to the foregoing, each Board member is encouraged to set individual goals to support The Priority Center's strategic goals each year.

Signed: _____
Director

Date: _____

Print Name: _____
Director

Date: _____

Signed: _____
Chair
Governance and Board Development Committee

Date: _____

Print Name: _____
Chair
Governance and Board Development Committee

Date: _____

Director Give/Get Policy

To build confidence in The Priority Center and demonstrate support, it is important for The Priority Center to achieve 100% Board giving. The Priority Center values the time and expertise contributed by its Board members and these contributions also play a critical role in helping the organization achieve its mission. The support is undergirded by meaningful financial contributions.

Program and Operations support can include contributions to The Priority Center's fund development, annual fundraising events, and specific program support.

There are several ways to support The Priority Center's mission:

- + **Give:** Cash support contributed by a Director.
- + **Get:** Cash support that a Director plays a key role in securing.

These contributions can be cash, appreciated assets (stock held for at least one year), bonds, mutual funds and CDs, and real estate, and can be one-time annual gifts or multi-year pledges.

- + **In-Kind:** Non-cash contributions and pro bono services contributed or secured by a Director.

These contributions can include professional services like accounting, public relations, and legal services, as well as goods or services which offset cash costs The Priority Center would incur were it not for the contribution, or which contribute to achieving The Priority Center's strategic goals.