



Director's Position Description

Election, Term and Role:

Directors are elected by the majority of the directors then in office, to serve for a term of 3 years, which may be renewed for one successive 3-year period. Directors may be elected to two additional 3-year terms after a break in service of at least one full year. In general, they direct the business and affairs of SLDN.

Profile

A Director must:

- Be a person of high character and integrity, willing to commit to a belief in the mission and values of SLDN.
- Have skills and competencies in areas such as GLBT issues, legal, policymaking, fundraising, marketing/public relations and financial oversight.
- Have the ability to distinguish issues of governance as opposed to those of management.
- Have the ability to see the big picture, analyze, think creatively, deliberate thoughtfully and make sound policy decisions for the good of SLDN as a whole, including its beneficiaries.

Expectations:

1. Basic Legal Obligations:

- Duty of Care—requires the exercise of care, diligence and skill that an ordinary, prudent person would exhibit under similar circumstances.
- Duty of Loyalty—requires the pursuit of SLDN's best interests. Directors should fully comply with SLDN's Conflict of Interest Policy.
- Duty of Obedience—requires actions in accordance with SLDN's articles of incorporation, bylaws and rules, and in furtherance of its vision, mission and goals.

2. Basic Responsibilities:

- Determine and promote SLDN's strategies, mission, vision and goals.
- Select the Executive Director.
- Support the Executive Director and assess his/her performance.
- Ensure effective organizational planning.
- Approve an annual budget and provide fiscal oversight.
- Enhance SLDN's public image.
- Ensure legal and ethical integrity and maintain accountability.

- Recruit and orient new Board members and assess the Board's own performance.
- 3. Attendance:**
- Attend Board meetings, unless excused (normally, 3 meetings per year, in the months of January/February, May and September/October)
 - If elected member of a Committee of the Board, attend the Committee meetings.
 - Notify the Co-Chairs of the Board and the Executive Director prior to meetings of the Board and Committees, if unable to attend.
 - Attend as many SLDN's events as possible, including SLDN's Annual Lobby Days
- 4. Financial Support:**
- Join the Patriot Circle at a level commensurate with ability.
 - Assist in fundraising by working with the Development Committee, using personal contacts and identifying potential donors.
 - Raise funds to support SLDN's mission at the highest goal, commensurate with ability and at the level determined by the Board from time to time.
- 5. Committees:**
- Participate in at least one committee, or in the minimum number set by the Board.
- 6. Public Relations:**
- Become an ambassador for SLDN in the greater community, telling its story whenever possible.
 - Attend events held by GLBT and allied organizations as SLDN's ambassador
- 7. Preparation:**
- Prepare carefully for Board meetings and be well informed about the work of the Board.
- 8. Conduct:**
- Maintain the confidentiality of Board decisions until such time as they are officially released.
 - Abstain from any actions that might lead to any doubts about a possible conflict of interest, or to doubts about acting in SLDN's best interest.
 - Do not become involved in day-to-day operations.

Adopted 5/7/2005