

Officer's Roles & Responsibilities

President. The President shall preside at all meetings of the Directors and of members, and shall have general and active management of the activities of ACR- Central California, subject to the control of the Directors. The President shall see that all orders and resolutions of the Directors are carried into effect and shall keep the Directors and the ACR CEO fully informed and shall regularly consult with them concerning the activities and affairs of ACR- Central California. The President may sign and execute all official documents in the name of ACR- Central California and shall have the general power and duties of supervision and management usually vested in the chief executive officer of a corporation, except as limited by Articles II, IV, and V of these Bylaws. The President may delegate one or more of these duties to a Director. The President shall be responsible for ensuring that the Chapter complies with all provisions of the ACR Policy and Procedures Manual regarding Chapters. The President shall also serve as an *ex-officio* member of all committees.

President-Elect. The President-Elect shall be chair of the Programs Committee and be responsible for leading that committee in providing high quality programs for ACR- Central California. In addition, the President-Elect shall have such duties as the President shall determine. In the absence of the President, the President-Elect shall perform the duties of the President as provided in these Bylaws and shall assist the President with managing the affairs of the corporation. The President-Elect shall automatically become President at the end of the President's term or if, for any reason, the President is no longer able to serve.

Vice-President for Membership. The Vice-President shall be chair of the Membership Committee and be responsible for actively promoting membership in ACR-Central California. In addition, the Vice-President shall have such duties as the President shall determine. In the absence of the President and the President-Elect, the Vice-President shall perform the duties of the President as provided in these Bylaws and shall assist the President with managing the affairs of the corporation.

Secretary. The Secretary shall keep all papers, records and other documents of the corporation and shall prepare, maintain, and distribute minutes of all meetings of the Directors and of the members as directed. The Secretary shall maintain copies of all correspondence pertaining to the corporation; shall prepare and distribute all notices of meeting, bulletins, and other publications to members, the appropriate ACR Regional Director and the Director representing Chapters, the ACR CEO, and the editors of the *ACR News*; shall compile such statistics and other data as may be required by the

Directors or the members acting at a duly called meeting; shall present at the Annual Meeting a complete list of members; and shall perform such other functions as may be assigned by the Directors.

Treasurer. The Treasurer shall be the chief financial officer of the corporation and shall have custody of the funds of the corporation and shall receive and deposit all revenue and pay bills and other obligations of the corporation as are approved by the President. The Treasurer shall keep a full and complete record of all receipts and disbursements and shall provide a financial report to the Directors at each meeting, and an annual written financial report to the members at the Annual Meeting. The Treasurer shall also provide an annual written financial report to the ACR CEO by March 15th of each year for the preceding fiscal year, consistent with the applicable provisions of the ACR Policy and Procedure Manual. In addition, the Treasurer shall perform other duties as may be assigned by the Directors.

Diversity/equity Point Person. (See ACR policy and position description on following pages.) The Diversity Point Person is responsible for assisting the Chapter with diversity and equity issues and ensuring that the Chapter actively advances the ACR Diversity/Equity Policy. The Diversity Point Person will be a resource to the Chapter and provide guidance and collaboration. The Diversity Point Person will communicate through the Chapters Diversity/Equity Network.

**Association for Conflict Resolution (ACR)
Diversity & Equity Committee
Roles and Responsibilities**

A. ACR DIVERSITY AND EQUITY POINT PERSONS

Every ACR Chapter, Section, Committee, the ACR Board, ACR staff, and any major ACR project must identify Diversity and Equity Point Person(s). These point persons are responsible for assisting their respective units with diversity and equity issues and ensuring that any Chapter, Section, Committee, task force, and sub-committee actively advances the ACR Diversity and Equity Policy. These point persons may work with the Diversity and Equity Committee or sub-committee in that particular unit.

Leadership development and power sharing are a priority; therefore, the same individuals may not serve as point person of two units, or as both point person and (co) chair, simultaneously. Each Diversity and Equity Committee and Point Person will be a resource to its constituency and provide guidance and collaboration.

B. DIVERSITY AND EQUITY POINT PERSON RESPONSIBILITIES

Diversity and Equity Point Persons, with assistance from the D& E Network (which is made up of all D&E Point Persons across ACR), should be a diversity and equity lens, voice and resource for their own ACR Chapter, Section or Committee, as well as ACR as a whole. They should seek to ensure that their Chapter, Section or Committee remains committed to diversity and equity.

The D&E Point Person will perform the following tasks:

1. Education and Resource-sharing
 - a. Educate Chapter, Section or Committee members about the importance of diversity and equity, and about ways to support the membership's efforts regarding diversity and equity.
 - b. Compile resources, materials and programs for teaching and facilitating diversity and equity (in the context of conflict resolution/transformation and conflict resolution education/training).
 - c. Communicate and share resources with other Point Persons in the Diversity and Equity Network. (Chapter Point Persons should also connect with interested persons in the Chapter's local community, and

Section Point Persons should connect with interested persons in the Section's interest or practice area.)

2. Leadership

- a. Serve as a part of the Chapter, Section or Committee Leadership, including helping to plan Chapter, Section and Committee meetings and budget proposals, and including all Chapter, Section or Committee Leadership meetings.
- b. Ensure that diversity and equity is a continuous part of the Chapter, Section or Committee agenda, and informs all its activities, actions, and decisions.

3. Outreach and Advocacy

- a. Address diversity and equity through outreach and social responsibility within the Chapters, Sections and Committees of ACR.
- b. Encourage greater diversity in ACR's Chapters, Sections and Committees, by facilitating inclusion of minorities, people whose first language is other than English, economically disadvantaged people, and other groups who are not yet well represented in ACR.
- c. Perform a diversity and equity assessment of their own Chapter, Section, or Committee, taking into consideration opportunities created and outreach initiatives undertaken.

4. Facilitation

- a. Facilitate and help to resolve conflict around diversity and equity issues within the Chapter, Section or Committee.

C. ACR EXPECTATIONS OF POINT PERSON

The Point Persons are expected to meet the following additional criteria. They should use these criteria to assess their own performance.

The Diversity and Equity Point Person should

- a. Learn as much as is reasonable about diversity and equity issues so that he or she is better prepared to be an advocate for diversity and equity issues.

- b. Assist other Point Persons with their learning, so that we can all be as effective as possible.
- c. Work with other Point Persons in diversity and equity organizational development efforts, on an ongoing basis.
- d. Make every effort to attend Diversity and Equity meetings at the annual ACR Conference, Leadership Meetings and as otherwise scheduled to advance the Diversity and Equity mission through face-to-face interaction.
- e. Maintain access to e-mail and the Internet to communicate regularly with other Diversity and Equity Point Persons and ACR members.
- f. Regularly evaluate his or her own effectiveness as well as ways to improve ACR's Diversity and Equity efforts and ACR's diversity.

Three Essential Duties of Good Board Governance¹

Nonprofit corporation law requires that a board member meet certain standards of conduct and attention to his or her responsibilities to the organization. These are referred to as:

- the duty of care
- the duty of loyalty
- the duty of obedience

Duty of Care

This means using your best judgement. Exercise reasonable caution in making decisions.

How do you do that as a board member?

- Ask good questions.
- Attend meetings
- Participate in discussions
- Learn about the organization's programs
- Read materials

Duty of Loyalty

This means putting your personal and professional interests aside for the good of the organization. It also means complying with the organization's conflict of interest and confidentiality policies.

Duty of Obedience

This means being true to the organization's mission. It means using funds for the purposes for which the organization was established, not for a completely different purpose. It means meeting the donor's or grantor's expectations that funds will be used for a stated purpose. It also means that the boards ensures that the organization is following all laws and regulations that apply to a nonprofit organization, such as payment of any taxes and public disclosure of information.

¹ *National Center for Nonprofit Boards* Training Manual. California Nonprofit Governance Project, 161 Westgate Dr. Trinidad, CA 95570.

Primary Responsibilities of the Board²

Set Direction

We are fundamentally responsible for defining the organization's mission and what it strives to accomplish. We are responsible for

- Ensuring the organization has an up-to-date mission statement;
- Periodically reviewing the adequacy, validity, and accuracy of our mission; and
- Ensuring effective organizational planning. With input from our members, we are responsible for translating our mission into objectives and goals that can be measured and accomplished

Ensure Resources and Manage Resources Effectively

We are incorporated and granted tax-exempt status to fulfill public needs. An important part of serving the public trust is protecting accumulated assets and managing current income properly. We are also responsible for

- Identifying human and financial resources needed for implementation of the organization's mission; and
- Establishing policies for how these resources will be acquired, including policies for board member participation; and
- Establish financial policies and ensure accountability.

Ensure Legal and Ethical Integrity, and Maintain Accountability

We are ultimately responsible for ensuring adherence to legal standards and ethical norms.

Enhance the Organization's Public Standing

As part of our responsibility as board members, we serve as the organization's ambassadors, advocates, and community representatives.

Recruit and Orient New Board Members and Assess Board Performance

We are responsible for building and developing our board. A strong board is the foundation of a vital, motivated, and focused organization.

² Source: National Center for Nonprofit Boards 1828 L Street, NW, Suite 900 Washington, DC 20036 (202) 452-6262 www.ncnb.org

Individual Board Member Responsibilities

Prepare

- Keep informed about the organization's mission, services, and policies.
- Keep up-to-date on developments in the organization's field.
- Review agendas and supporting materials prior to meetings.

Serve

- Promote the development of the organization.
- Attend all board and committee meetings and functions.
- Serve on committees and offer to take on special assignments.
- Assist the board in carrying out its fiduciary responsibilities.
- Refrain from making special requests of the staff.

Represent

- Represent the organization in a positive and productive manner.
- Inform others about the organization.
- Articulate, safeguard, model, and promote organizational values

Honor

- Follow the conflict of interest and confidentiality policies.
- Model the behavior expected of organization members.