

Nonprofit Governance and Management, Third Edition

APPENDIX 4

SAMPLE JOB DESCRIPTIONS FOR THE BOARD CHAIR

Document 1

Role of the Chair

The Chair presides at meetings of the board and the executive committee and has oversight responsibility for the development of board and executive committee agendas.

The Chair has primary leadership responsibility for all matters related to board and board committee governance, oversight, and effectiveness, including oversight of the process for establishing board and committee goals and priorities.

The Chair is the board's principal liaison with the Executive Officer and other executive management and has primary responsibility for oversight of the performance evaluation process for the Executive Officer.

The Chair is the board's principal representative with external constituencies and at public functions.

The Chair generally performs all acts incident to the office of Chair, except those specifically delegated to or shared with other officers as specified by the board or in the bylaws.

Nonprofit Governance and Management, Third Edition

APPENDIX 4 (CONT'D)

Document 2

Board Chair Job Description

I **Position Summary**

1. The Board Chair is a volunteer position.
2. The Chair is responsible for leading the [Nonprofit Corporation] [(NPC)] board of directors in the board's oversight of the operations of NPC.
3. The Chair shall be appointed by and from among the directors, for a three (3) year term and may be appointed for up to two (2) consecutive, full three (3) year terms as Board Chair.
4. The Chair will have an equal vote with other members of the NPC board on matters presented to the NPC board for determination.
5. The Chair will elicit and encourage the active participation of the other NPC board members in NPC board activities.

II **Responsibilities**

The Board Chair shall be responsible for the following:

1. **Board Meetings.** Preside over all meetings of the board and set the board's agenda, in consultation with NPC's President and Chief Executive Officer.
2. **Board Structure; Director Roles.** Periodically review the board's organizational and committee structures, and individual director committee assignments, to assure that such structures and assignments are effective in supporting the board's priorities.
3. **Board Education.** Provide input to NPC Senior Management and the Governance Committee regarding the quality and nature of the information presented to, and the continuing education opportunities provided for, the board and its individual members.
4. **Director Conduct.** Evaluate board and director conduct for consistency with NPC's bylaws and policies.

Nonprofit Governance and Management, Third Edition

5. **Board Self-Evaluation.** Assure the completion of a periodic board self-evaluation process, as conducted by the Governance Committee.
6. **Director Recruitment.** Engage in regular communications with the Governance Committee and the President and Chief Executive Officer, as applicable, regarding the recruitment and orientation of new board members.
7. **Board Management Relations.** Foster mutually supportive relationships between the board and management.
8. **Board Deliberation.** Facilitate informed board review and candid board-management discussions of significant aspects of System operations.
9. **Evaluation of the President/CEO.** Participate in and direct the annual evaluation of the President and Chief Executive Officer.
10. **Meetings with President/CEO.** Meet at least once every month with the President and Chief Executive Officer.
11. **Committee Membership.** Serve as a voting member and Chair of the Executive Committee. Serve as an ex officio member with voice but not vote of all other NPC Board Committees.
12. **Other Duties.** Carry out all other duties assigned by the board.

EFFECTIVE DATE: _____