



## **Board Member Job Description**

Board members are the fiduciaries who steer the Tech Valley Center of Gravity towards a sustainable future by adopting sound, ethical, and legal governance and financial management policies, as well as by making sure the nonprofit has adequate resources to advance its mission.

Just as for any corporation, the board of directors of a nonprofit has three primary legal duties known as the “duty of care,” “duty of loyalty,” and “duty of obedience.”

1. **Duty of Care:** Take care of the nonprofit by ensuring prudent use of all assets, including facility, people, and good will;
2. **Duty of Loyalty:** Ensure that the nonprofit's activities and transactions are, first and foremost, advancing its mission; Recognize and disclose conflicts of interest; Make decisions that are in the best interest of the nonprofit corporation; not in the best interest of the individual board member (or any other individual or for-profit entity).
3. **Duty of Obedience:** Ensure that the nonprofit obeys applicable laws and regulations; follows its own bylaws; and that the nonprofit adheres to its stated corporate purposes/mission.

Each individual board member is expected to

- follow the organization’s bylaws, policies, and board resolutions;
- maintain a monthly or annual membership (maker, supermaker, prototyping center, coworking, or organizational);
- know the Tech Valley Center of Gravity mission, policies, programs, and needs. Participate in regular review and updating of the mission, vision and values.
- serve as active advocates and ambassadors for Tech Valley Center of Gravity and fully engage in identifying and securing the financial resources and partnerships necessary for the Tech Valley Center of Gravity to advance its mission;
- leverage connections, networks, and resources to fully achieve the organization’s mission;
- make or give a meaningful personal financial contribution (in line with individual economic situation, ability and expertise); For example, bringing in a new super maker member or donating the equivalent of an annual superuser membership is meaningful. **Funders often require that board members show an established annual financial commitment to the mission.**
- help identify personal connections that can benefit the Tech Valley Center of Gravity’s fundraising, government support, and/or reputation in the greater Capital Region and maker communities;
- faithfully read and understand the provided financial statements;
- prepare for, attend and conscientiously participate in board meetings and important organization events;
- participate fully in one or more work groups or board committees.
- contribute at least 4 hours per month to TVCoG service in any combination of volunteer work at the facility, work group or committee, or developing connections or advancing the reputation and strength of the CoG.
- sign an annual conflict-of-interest disclosure and update it during the year if necessary, as well as disclose potential conflicts before meetings and actual conflicts during meetings; and
- maintain confidentiality about all internal matters of the organization

General information about expectations for board members of nonprofits can be found here:

<https://www.boardeffect.com/blog/top-10-duties-of-non-profit-board-members/>

<https://www.gailperry.com/resources/ten-basic-responsibilities-of-nonprofit-boards/>

<https://www.councilofnonprofits.org/tools-resources/board-roles-and-responsibilities>