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**BEFORE YOU BEGIN USING THIS HANDBOOK**

**Dear Ministry Leader,**

I am so glad you downloaded this handbook! When I first started working with a Board of Directors there was great confusion about who was to do what and when. As we grew, it became clear that a written document establishing how we functioned was necessary. I couldn’t find one, so I wrote (and have since updated) this handbook.

Please note that this is not “one size fits all.” Your ministry has, or should have, a set of bylaws that govern how you operate. Your Board handbook must be consistent with your bylaws and any other governing documents you have. This handbook is also not intended to completely instruct your Members on governance, it should be paired with a more exhaustive manual appropriate for your ministry.

Once you have updated this manual with your ministry’s details (review it thoroughly to ensure it is completely accurate), delete my notes and present it to your Board of Directors for their approval. This should not be forced on them and they should have the opportunity to review and approve it at least every other year.

Also, this handbook is not to be intended as legal advice or as a legal document. Once you have adjusted it to fit your ministry I highly recommend that it be reviewed by an attorney familiar with your ministry and your state or country. Neither I, Sarah M. Bowen, nor Alpha Omega Center are attempting to offer you legal advice and we are not responsible for any choices that you or your organization makes.

Finally, this is not intended for sale. I wrote this to help Alpha Omega Center and found that it could help others. Please adjust it as needed and use it for yourself but do not offer it for sale or otherwise attempt to monetize it.

My prayer is that this is a blessing to you and your ministry! Please contact me through my website, sarahmbowen.com, if I can be of any assistance.

Changing Lives Together,



Sarah M. Bowen

Alpha Omega Center

# **Introduction**

## **Purpose**

The purpose of this handbook is to introduce you, the Board Member, to the ministry. You are here as part of God’s plan. God has placed each and every Board member in this ministry to safeguard it, lead it, and ensure that it operates with excellence. This handbook is designed to complement a more comprehensive Board training manual. As a Board Member it is your responsibility to complete the training assigned to you. If your organization does not have a training manual it is your responsibility, as a Board Member, to seek a specialized training out for your organization’s use and present it to your fellow Board Members for their approval.

The ministry cannot operate without a dedicated Board of Directors. A Board that engages in infighting, neglects its’ duties, or refuses to educate itself will mean that the ministry will not prosper. However, if the Board is well informed, well educated, dynamic, and invested we will see this ministry flourish.

Please review this handbook closely. If you have any questions regarding this handbook or any other aspect of your duties please contact the Board President for more information.

The ministry is governed by bylaws, please refer to them for more information on meetings, schedule of meetings, vacancies, etc. If at any time the bylaws conflict, or appear to conflict, with this handbook the bylaws will be followed and the handbook will be amended.

If the Board chooses to act in violation of its bylaws each Member could be held personally liable by a court for debts or actions (This is referred to as “Piercing the Corporate Veil.”)

This Handbook supersedes all other previous handbooks as of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

History

**Insert your organization’s history HERE. This history should not take up more than one or two pages.**

# **Governing Documents**

## **Vision and Mission Statements**

**Insert your organization’s vision and mission statements HERE. If you do not have statements or if they have not been used or reviewed recently they should be written/reviewed/refreshed as quickly as possible.**

Board members must agree to the Bylaws, Mission/Vision., Statement of Faith, and Code of Christian Conduct. See the Appendix for these documents.

## **Organizational Chart**

**Insert your organization’s organizational chart HERE. This should be updated as staff members/positions are added and roles are adjusted. It should be clear that only the Executive Director, no other staff members, reports directly to the Board of Directors.**

**NOTE: The Mission, Vision, and Organizational chart could be moved to the appendix. However, consider that human nature leads us to perceive items we see first as most important and these items are central to governance and understanding the role of the Board of Directors.**

# **Meetings**

## **Schedule of Meetings**

**Insert your organization’s meeting schedule HERE.**

The location will change at the discretion of the Board President and will be announced via email the week before the meeting.

## **Preparation for Meetings**

The agenda is set by the Board President and the Executive Director and will be emailed to the entire Board prior to the meeting. If any member wishes to adjust the agenda, they may request a change by contacting the Board President prior to the meeting or before the agenda has been approved during the meeting.

Each Member will receive an email the week before the meeting with all necessary documents attached. Each Member is expected to thoroughly review each document before the meeting begins. The Executive Director is responsible for sending the documents out in a timely fashion but is not responsible for getting them to Members in any way other than email. If a particular Member has not had time to review the documents they must recuse themselves from any decisions made regarding the documents.

## **During the Meeting**

Board Members are expected to arrive at the meeting in a timely fashion. If a Member cannot attend a meeting they must notify the Executive Director or Board President as far in advance of the meeting as possible.

The Board President officiates all meetings, in his/her absence they will be run by the Vice President. The Meeting will be conducted according to Robert’s Rules of Order (current edition).

If the Board President has an opinion they wish to express during discussion it is first necessary that they formally hand the meeting over to the Vice President and that this is recorded in the minutes. At no time should it appear that the Board President’s opinion has any more weight than any other Board Member’s opinion.

Members may participate in meetings by phone or teleconference but may not vote by proxy or submit an absentee ballot. They may vote by email if the email is sent and received during a meeting.

## **Special Meetings**

The Board President may call a special meeting at any time but should give at least 24 hours’ notice to other Members and the Executive Director. Special meetings are not intended to cut certain Members out or make hasty decisions with minimal input. If another Member wishes to call a special meeting they may either contact the Board President or have consensus on the need for such a meeting by a majority of the Board of Directors.

## **Annual Meetings**

The Board will meet annually for an extended meeting to reflect on the previous year, plan for the coming year, and spend time in prayer and vision casting.

# **Vacancies, Term Limits, and New Members**

## **Size of the Board**

The Board of Directors must always consist of at least five and no more than twelve voting members (the Executive Director is a non-voting Member). If the Board falls below the minimum number of Members it can take no action except to add a new Member.

**NOTE: This section should reflect the number of Members required by your bylaws.**

## **Term Limits**

The term of a Member is three years. At the end of the term the Board may choose to reelect the Member for another term. At the end of the second term the Member must take a full year off from service. At the end of that time the Member may reapply to serve on the Board.

An officer of the Board serves for one year and may be reelected annually as long as they are serving on the Board. Officer elections take place in November of each year.

**NOTE: This section should reflect your bylaws.**

## **Recruiting New Members**

New Members may be approached by any current Member, the Executive Director, or a staff member (if the need has been expressed by the ED) to determine their level of interest in serving on the Board. Prospective Members should be mature Christians, passionate about the mission, spoken well of in their community, and willing to serve. Prospective Members should also have some skill set or professional ability that will complement the existing Board Members’ skills and help develop the future of the ministry. At no time should any Member or the Executive Director guarantee a spot to a prospective Member. Each prospective member, no matter how credentialed, must go through an interview process with the Board selection committee and be approved by the Board as a whole before any invitation is made.

## **Beginning a Term**

New Members may be brought on at any time throughout the year and may begin actively participating in governance at their first meeting. To keep term dates simple the end date of a term and reelection or cycling off will always be at the end of the calendar year. To determine which year a term ends the new Member will count from the January closest to the first Board meeting they attended. For example, if a Member’s first meeting is September 2015 the end of their first term will be December 2019. If a Member’s first meeting is March 2015 the end of their first term will be December 2018. Once the Board has reached a comfortable amount of Members new Members could be asked to delay their start date until January of the following year.

## **The Application Process**

The new Member will first be approached by someone known to them in the organization (be it staff, volunteer, or another Board Member) to ascertain their level of interest in serving. If they are not known to anyone personally they may be approached by the Executive Director or the Board President.

After determining that they are interested in serving either the ED or the Board President will have a lengthy conversation with them regarding the time commitment that is required, the reason they’re being approached, and what the ministry believes they will bring to the Board. If they are still interested in serving they will be sent an application.

Once they return the application the Executive Director will send a reference form to their pastor/priest and two personal references. Once the references have been returned the appropriate committee will meet to review them.

If the committee believes they are a solid applicant they will arrange an interview and then make a recommendation to the Board at the next Board meeting.

At no time should the Board President or Executive Director communicate secretly with a prospective Member. The names of prospective Members are available to any current Member and the Executive Director. At no time may any Member or the Executive Director publish or share with the general public the name of a prospective Member (as they may change their mind, or the Board may determine they are not a good fit).

At the meeting following the interview the Board will vote to accept or reject the prospective Member’s application. If the application is accepted the Member is officially added to the Board pending their acceptance. The prospective Member will then be notified that they are invited to serve on the Board and will begin their term at the following business meeting unless a delay is necessary.

If the prospective Member is rejected by the Board they will be notified by phone by the Executive Director or Board President and their application will remain on file for a period of no less than three years.

## **Makeup of the Board**

While the Board may be as small as five Members or as large as twelve **(Check your bylaws).** It is recommended that the Board stay around nine Members at all times. This is large enough to have a good diversity of Members and small enough to allow for open and active discussion. It is also good to have an odd number in case of a close vote.

The Board should be made up of a mixture of business people / professionals, clergy or lay ministers, retirees, and young people. At no time should the Board become so full of one type of Member that balance becomes a problem. At no time should a new Member be recruited merely to fill a space. It is recommended that no more than two clergy members serve at the same time.

At no time should a Member have a spouse or other immediate family member on paid staff. It is not recommended that a spouse or other immediate family member serve as a volunteer. If the immediate family member of a Board Member is interested in serving in these capacities the Board should decide if the family member is valuable enough to warrant the Board Member’s resignation or if the Member should continue to serve. At no time may a married couple serve together on the Board of Directors. Board Members are encouraged to avoid acting as regular volunteers. The exceptions to this would be 1) occasional group work (such as a fall clean-up day or mailing), 2) Emergency situations (such as the unexpected resignation of the Executive Director), or 3) The Member is acting in an advisory capacity to the ED relating to their skillset or profession.

# **Miscellaneous Duties of the Board of Directors**

## **Fundraising**

Each Member is responsible for raising funds for the ministry regardless of their interest in fundraising or their skill level regarding this. This is a key responsibility for Board Members. Board Members are expected to:

**NOTE: Adjust these to reflect your ministry’s fundraising calendar.**

* + - 1. Raise or donate enough during the Walk for Life to qualify for a t-shirt ($200)
      2. Recruit Sponsored Walkers for the Walk for Life
      3. Host at least one table at the Banquet
      4. Recruit at least one table host for the Banquet
      5. Approach underwriters regarding the Banquet
      6. Solicit end of year donations
      7. Communicate with their church, friends, and acquaintances regarding the ministry and the need for funds to continue serving our community.
      8. Assist in planning fundraising events and brainstorming new ways to raise funds.

If a Member is not able or willing to do any of the above they should contact the Board President.

## **Giving**

Board Members are expected to financially support the ministry at a level proportionate to their income. It is expected that during their time on the Board, this ministry will be in the top three of their charitable contributions.

## **Staff / Volunteer Enrichment**

This ministry is blessed to have dedicated staff members that are willing to work for much less than market value and volunteers that are willing to work for no pay. In order to create a positive atmosphere one of the duties of the Executive Director is to encourage a family-like atmosphere amongst the staff by scheduling staff parties, retreats, and other events. Board Members are occasionally invited to these events and encouraged to attend those they are able so they may become known to the staff and have a positive relationship with them.

## **Committee Work**

In order for the ministry to run efficiently there are committees in force (see appendix). Each committee must be Chaired by a Board Member and each Member must be willing to serve as a Chair of a committee. Members will be called upon to serve as members of committees as well. The Member serving as the Chair is responsible for setting and achieving their goals within the specified timeframe. If they need resources or tools they are responsible for obtaining those resources and tools. Committee Chairs are held accountable by the Board President specifically and also the Board as a whole.

If a Member is serving as a member of a committee, they have equal standing with all other committee members regardless of the committee member’s relationship to the ministry (i.e. a Board Member serving as a committee member would not have more authority in relation to the committee than a volunteer serving on the same committee).

## **Selecting Committee Members & Committee Meetings**

The Chair of the committee is responsible for recruiting experienced members to serve on committees. The members of the committee should be communicated with regularly and be allowed to serve to their full potential. The Chair of the committee is responsible for the ensuring all goals are met and for making regular reports to the Board

Committees meetings are held during every “even” month. The Chair of the committee is responsible for scheduling the meeting, working with the Executive Director to set the agenda, and for ensuring that Committee members are aware of the location of the meetings.

## **Spiritual Covering for the Ministry**

The Board is responsible for continually keeping the ministry, Board, staff, and clients in prayer. They are responsible for seeking the will of God concerning decisions and protecting the Executive Director and one another from burnout. All Members should approach each meeting and each decision only after great prayer. However, this cannot be an excuse to continuously delay decision making. If all Members, including the Executive Director, are daily interceding for the ministry and asking for wisdom they will be ready when a decision needs to be made.

## **Seeking Learning Opportunities**

Every Board Member should continually seek opportunities to be better educated about the function of the ministry specifically and the industry in general. As the source of information for the Board, the Executive Director will forward relevant articles and emails to the Board. The Board is expected to review these articles, review any other training helps, engage in any Board trainings or meetings with consultants, and consider attending a national conference in order to serve in the best way possible.

## **Foundational Documents**

The Foundational Documents of this ministry are critical to the ministry performing properly. Each Member is expected to thoroughly read and be familiar with the foundational documents.

# **The Executive Director & The Board President**

*\*NOTE: In this handbook the Board President is referred to as “he” and the Executive Director as “she.” This is to make it easy to see which person is being referred to. However, a man could fill the Executive Director position and a woman could fill the Board President’s position.*

## **The Board President**

The Board President is the chief volunteer of the organization. He is responsible for meeting regularly with the Executive Director and handling concerns or questions. He is also responsible for working together with the Executive Director to plan the agenda for Board meetings, ensuring the Executive Director has all the tools and training she needs to perform her job, and working with the Board as a whole to keep the organization on track.

The Board President is responsible for ensuring that each Member has adequate training, that they are performing their roles properly, and that they are not engaging in behavior that could negatively affect the organization.

The Board President and the Executive Director function as a team with the Board President leading the Board and the Executive Director leading the staff; it is crucial that when considering a new President the Board first consider the personality, strengths, and weaknesses of the Executive Director so that the best match can be made. Nothing should be done in secret from the Board President. If there is a conflict or concern the concerned Member(s) should follow the conflict resolution procedure.

## **The Executive Director**

The Executive Director is responsible for managing the staff and the day to day activity of the ministry. She is responsible for ensuring that all programs are running efficiently, staff are accomplishing goals, and there is a general sense of harmony in the office. She is also responsible for ensuring that stated policy and the decisions of the Board are implemented.

The Executive Director works closely with the Board President. If the Executive Director has a question regarding her time worked, benefits, vacation, etc. she may direct it to the Board President who may make a decision on his own or choose to ask the Board as a whole. In general, the Board President may answer questions relating to everyday activity that would typically be handled by a supervisor while still working with the Executive Director as a team.

The Executive Director is a peer of the Board. Together, the Board and the Executive Director work together to lead the ministry and make decisions. Although the Executive Director does not have a vote during meetings her opinions and thoughts should be given consideration equal to any other Board Member during discussions.

If at any time the Board feels the Executive Director is not adequately performing her duties discussion should happen as to the root cause. Is there too much work? Is the Executive Director not committing enough time? Is the Executive Director lacking in training or other resources? These discussions should happen with the Executive Director present with the goal of finding a workable solution.

Individual Board Members cannot direct the activities of the Executive Director; this can only be done by the Board as a whole.

Nothing should be done in secret from the Executive Director. In general, she should only be excused from discussions if the topic is her pay or other benefits. If there is a conflict or concern the concerned Member(s) should follow the conflict resolution procedure.

## **Yearly Evaluation of the Executive Director**

The Executive Director should be evaluated yearly in a manner determined by the appropriate committee. At the same time, the Members should perform a self-evaluation using the form in the appendix.

## **Concerns Over the Performance of the Executive Director**

If any Board Member has a concern over the performance of the Executive Director they should follow the conflict resolution procedure.

## **Preventing Burnout**

The Board of Directors is responsible for ensuring that the Executive Director does not experience burnout. Burnout is characterized by [exhaustion](https://en.wikipedia.org/wiki/Exhaustion), lack of [enthusiasm](https://en.wikipedia.org/wiki/Enthusiasm) and [motivation](https://en.wikipedia.org/wiki/Motivation), feelings of ineffectiveness, and also may have the dimension of [frustration](https://en.wikipedia.org/wiki/Frustration) or [cynicism](https://en.wikipedia.org/wiki/Cynicism), and as a result reduced [efficacy](https://en.wikipedia.org/wiki/Efficacy) within the workplace. The work that is done by this ministry is extremely taxing both emotionally and spiritually. The Board, and chiefly the Board President, must ensure that the Executive Director is working reasonable hours, receiving adequate support, and taking vacation days when appropriate.

## **The Board and Staff**

The Executive Director supervises all staff. The Board does not supervise staff. The only employee the Board directs is the Executive Director. At no time may a Board Member insert him/herself between the Executive Director and a staff member. At no time may a Board Member go around the Executive Director to direct or instruct a staff member. If a Board Member is acting as a volunteer at an event or in the office they are, in that role, reporting to the Executive Director or her designate. If a staff member approaches a Board Member with a complaint or concern they should be directed to the conflict resolution procedure and the Executive Director should be notified. At no time should a Board Member secretly communicate with a staff member about anything relating to the ministry. The Board does not evaluate staff members except for the Executive Director.

## **Recruiting / Training a New Executive Director**

When the Board finds itself in need of a new Executive Director a search committee should be formed. It may be that the current Executive Director has given the Board enough notice that she is leaving that she can assist in the search and continue to run the office while looking for her replacement. This is the ideal situation. If the current Executive Director has already left an interim director may be appointed. This interim director may be someone who is currently on staff or serving as a Board Member. If the Board Member is serving without pay they may continue to act as a Board Member. If they are serving with pay they must temporarily vacate their position on the Board and not resume it until a new director has been found or they have stopped receiving pay. If a staff member is serving as interim director the Board must make every effort to support and encourage the staff member and ensure they are not overworked or overburdened.

The search committee should advertise to donors, churches, and nationally as appropriate. They should seek a qualified, passionate individual – not merely seek to fill a space.

After the new Executive Director is hired she must be provided proper training. At minimum, she should attend a training specific to the industry or type of ministry. If she has experience running this type of ministry she may attend a specialized leadership training or other conference. At no time should an Executive Director be permitted to “skip” training.

# **Conclusion**

If any Board Member has a question regarding the contents of this handbook they should speak to the Board President. Members should also closely review the bylaws as many of the provisions regarding Members listed in the bylaws were not repeated in this handbook.

**Insert your ministries documents as needed, suggestions are listed but may not apply to your ministry.**

# **Appendix**

## **Bylaws**

## **Statement of Faith**

## **Code of Christian Conduct**

## **Commitment of Care & Competence**

## **Confidentiality Policy**

## **Conflict of Interest Policy**

## **Conflict Resolution Policy**

## **Board of Directors Committees**

## **Job Descriptions: Officers**

## **Policy Manual**

## **Current Board of Directors – As of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

## **Board of Directors Annual Self-Evaluation**

**Example of Board of Directors Annual Self Evaluation:**

Please circle the number that corresponds to your self-ranking, 1=Low/Disagree up to 5= High/Agree.

**Board Activity Self-Ranking**

1. Attending Board meetings is a priority for me, and I arrive on time. **1 2 3 4 5**

(Missing no more than 2 in a year.)

1. Reviewing documents and being prepared for meetings is a priority for me. **1 2 3 4 5**

(Spending at least 2 hours a month reviewing documents.)

1. I reply quickly to all Board communications or communications from the **1 2 3 4 5**

Executive Director.

1. During Board meetings, I am engaging and contribute to the discussions. **1 2 3 4 5**
2. To give adequate time and attention to the Board, I serve on no more than **1 2 3 4 5**

two boards or committees.

1. I speak openly in support of this organization, and look for ways to further **1 2 3 4 5**

the awareness of the organization in the community.

1. During my tenure on this Board, I know it is a priority over other volunteer **1 2 3 4 5**

opportunities, second only to my church.

1. I am a financial contributor to the organization. **1 2 3 4 5**
2. I attend most, or all, activities hosted by the organization. **1 2 3 4 5**

**10.** I take my leadership as a Board member very seriously, and it is very **1 2 3 4 5**

apparent to those around me that this organization is a priority in my life.

**11.**  I have completed the Govern Well Training and regularly review **1 2 3 4 5**

the Govern Well manual and other training tools.

**12.** I respect the role of the Executive Director and am careful **1 2 3 4 5**

to allow him / her to manage staff and day to day activities.

Last year I struggled with: 

This year I plan to: