



## BOARD OF DIRECTORS FREQUENTLY ASKED QUESTIONS

❖ ***How many Board members does the Partnership have?***

Our Bylaws allow for 7 to 21 Board members.

❖ ***How long is the Board term of office?***

Each Director may serve no more than two (2) consecutive three-year terms. Board terms run October – September. Each Director must run for re-election in order to serve a second term.

❖ ***What is the difference between the different “types” of Board members?***

Our Bylaws indicate there shall be three (3) levels of Directors:

- Regional Directors
- Member-elected At-large Directors
- Board-appointed Directors

Once seated on the Board, all Directors share the same power and responsibilities (with the exception of Regional Directors who assume additional duties).

❖ ***What are the needed skills and desired qualifications to serve on the Partnership Board?***

Directors should possess a combination of these qualifications, and demonstrate the following leadership traits:

- Well-informed about the Partnership’s mission, strategies and priorities
- Leadership experience in business, philanthropy, legal, government and nonprofit sectors
- Understanding of the varied domestic violence issues across California, and willingness to act in service of these statewide interests
- Professional skills in finance, fundraising, government affairs, human resources management, marketing and public relations

- Ability to raise funds on behalf of the Partnership, and willingness to solicit personal and professional networks in support of annual revenue goals
- Representative of California's rich diversity, and ability to bring underrepresented voices into the center of our work
- Network-weaver capable of fostering a positive image of the Partnership by cultivating relationships with business leaders, policy-makers, media outlets, philanthropists and the broader community
- Willingness to embrace discomfort, hear disparate viewpoints, and take informed and inspirational risks to advance the Partnership's strategic priorities
- Active participant in Regional networks, policy committees, peer learning circles and other components of our Membership community
- Capable of devoting time necessary to perform Board governance and support responsibilities

❖ ***What does the Board do? What is their scope of work?***

Throughout the year, our Board plays an important governance role for the Partnership acting as the formal representative of the public in setting strategic direction, ensuring adequate resources to support the mission, monitoring impact and dutifully executing its' fiduciary responsibilities. As leaders, Board members also support the organization by contributing their time, talent and wisdom as ambassadors who represent the organization in the community raising funds and our public profile.

❖ ***What doesn't the Board do? What is beyond their scope of work?***

In concurrence with the [Board Governance and Support Model](#), the Partnership's Board acts as a body to govern the organization. That means that, although they are responsible for setting high-level strategic directions and monitoring progress toward outcomes, our Board does not involve themselves with programmatic implementation nor operational functions. By way of example, here are programmatic and operational issues the Partnership Board does not manage:

- Positions on proposed legislation (*instead, this is informed by Policy staff efforts with Regional Policy Leaders*)
- Social media posts (*these are formed by Communications personnel following established procedures*)
- Conference workshop selections (*these are Staff decisions informed by feedback from an Advisory Committee*)
- Travel assistance granted (*Staff administer funds allocated in Board-approved annual budget*)
- Human resources management (*the Chief Executive is responsible for administering HR policies and procedures*)

❖ ***What is the Board culture?***

The Partnership's Board is made up of a diverse group of leaders including those from within the domestic violence field, some from related social justice movements, as well as dedicated professionals from other sectors. Individuals hail from the varied geographic regions across California, coming together in a shared commitment to address the broader needs of the State.

As such, this hard-working group maintains a collegial tone supported by established group agreements. Overall the Board aims to find consensus on strategic issues, although respectful differences of opinions are healthy and welcomed.

❖ ***How does the Board function?***

The Board is led by four officers: Chair, Vice-Chair, Treasurer and Secretary. Committee Chairs are appointed to lead the work of each committee (i.e., Finance, Fundraising, Nominating, Governance and Audit).

Substantive work, discernment and development of proposals are handled in Committees. In turn, Committees elevate motion to the full Board for approval via a consent agenda or, where needed, higher-level discussions and formal decision-making takes place utilizing Roberts' Rules of Order. On occasion, business is handled in closed Executive Session as appropriate.

Non-Board members may participate in Committees as guests (per established procedures), and Ad Hoc Committees may be formed as needed.

Outside of in-person meetings, the Board and Committees utilize technology to support their work (i.e., web-based Board portal, shared online documents, conference calls, listserv and web-conferencing).

❖ ***What are the expectations regarding time commitments for Board members?***

To effectively carry out their job duties, Board members are expected to commit at least 8 to 10 hours per month to the work of the Board and of the organization, and any extra effort that may be required in relation to fundraising activities or other special events. Additional time and effort is required of those assuming additional leadership positions (i.e., Regional Directors, Committee Chairs, Officers).

- ❖ In general, Board members will require time to engage in the following:
  - Six (6), day-long Board meetings each year (*generally held the 4th Monday of every other month in Sacramento*)
  - Participation in 1 or more Board committees (*90-minute calls plus prep and follow-up work, generally every other month*)
  - Attendance at Partnership-sponsored events:
    - Annual Membership Meeting – September
    - Conference – February/March
    - Policy Advocacy Day – May
    - Board retreats, planning meetings and other training sessions (*as scheduled*)

❖ ***When and where does the Board meet?***

The annual Board calendar is set to address the essential governance responsibilities through six (6) day-long meetings each year (general held the 4<sup>th</sup> Monday of every other month in Sacramento). These meetings usually held in Sacramento and travel expenses are reimbursed. Committees set their own schedules and generally meet for 90 minutes every other month.

❖ ***Do Board members receive compensation?***

Like other nonprofits, service on our Board is without remuneration -- which means Board members do not receive any compensation from the organization except for administrative support, travel and accommodation costs in relation to Board duties. Such Board-related expenses are generally compensated on a reimbursement-basis (although payments may be adjusted on an as-needed basis).

❖ ***Are Board members expected to attend Partnership events? Are their registration & travel expenses covered by the Partnership?***

Board members are expected to make reasonable efforts to attend Partnership-sponsored events.

The Board's role at our three major events is shaped by the [Board Governance and Support Model](#) factoring in: (a) The degree to which there is a significant Board business role/function at the event, and (b) Whether or not individuals receive personal benefit (which is considered a form of compensation by the IRS):

- Annual Membership Meeting in September – Governance role, travel/accommodations reimbursed
- Conference in February/March – Support role, travel/accommodations not covered
- Policy Advocacy Day in May -- Governance role, travel/accommodations reimbursed

Generally speaking, Registration Fees cover a portion of food & beverage expenses, and business needs dictate no waivers for Board members (other than discount rates when offered to our Membership-at-large). Similarly, when the Board's governance role is not needed for official business and therefore travel & accommodations are not covered, individuals may still apply for travel assistance when offered to our Membership-at-large.

On occasion, pro-rated portions of Board travel & accommodation expenses may be reimbursed when Board business meetings are tacked on to larger Partnership events.

❖ ***Is the Executive Director a member of the Board?***

No, the Executive Director works closely with the Board leading it in fulfilling its' governance duties, but is not a voting member of the Board.

The Board is responsible for selecting the Chief Executive, supporting & evaluating this leader, and ensuring they have the moral & professional assistance they need to further the goals of the organization.

❖ ***How does the Board support Partnership Staff?***

The [Board Governance and Support Model](#) outlines the manner in which the Board acts as a body to govern the organization. As such, the Board is responsible for ensuring legal and ethical integrity, including the organization's adherence to fair employment practices. The Board reviews and approves the personnel policy handbook which addresses (among other things):

- Hiring policies
- Salary administration
- Benefits
- Employee relations and conduct
- Employee health and safety

The Board empowers the Executive Director to administer human resources policies and procedures (who may then delegate some responsibilities as necessary). The Executive Director, therefore, oversees the hiring, supervision, evaluation and termination of employees. While the Board does interact with Staff who participate in Board committees and occasionally present to the Board, the Board does not direct nor supervise Staff in any manner.

However, the [Board Governance and Support Model](#) *does* outline the manner in which Board members act to support Staff who are leading the implementation of established strategic priorities. As individuals helping to execute

programmatic and operational strategies, Board members take direction from Staff. By way of example, here are programmatic and operational instances where Board members support the Partnership's work under the direction of staff:

- Acting on Policy Alerts
- Posting our DVAM content on social media
- Marketing Conference registration and other offerings
- Recruiting new Members and assisting with annual renewal campaign
- Facilitating Regional networks and policy calls
- Asking friends/family to contribute to the Partnership through the Big Day Of Giving
- Soliciting business contacts for event sponsorships

❖ ***What are the legal liabilities serving on this Board?***

Adhering to the [Board Governance and Support Model](#), the Partnership's Board attends to requisite matters governed by law, and those addressed in nonprofit Boards' duty of care, duty of loyalty and duty of obedience. The Partnership periodically provides training to support Board members' adherence to best practices with regards to their governance and due diligence responsibilities. We employ Roberts Rules of Order to ensure sound, legal functioning. The Partnership also maintains D&O insurance, a type of liability insurance for Directors and Officers should legal action be brought against them for alleged wrongful acts while serving on a Board.

\*\* Note, individuals concerned with understanding the full scope of nonprofit Board liability should consult independent sources of advice

*Additional questions? Contact the Partnership: (916) 444-7163 or [info@cpedv.org](mailto:info@cpedv.org).*