

## Boards in Gear

### Responsibilities

**Speakers:** Lianna Olds, Deputy Director of Partnerships at Nonprofit Association of Washington, & Kimberly Hollins, Co-Chair of First Five Years and Beyond

**00:00:00 Video description:** *In the center of the screen is a grey circle with the Nonprofit Association of Washington logo mark. One by one, five sections appear to form a ring around the logo mark. Each section represents a chapter and is a different color: purple, orange, green, red, and teal. Text that reads "2 Responsibilities" appears on the orange section. The sectioned ring begins to spin around the center and the video zooms in on the Responsibilities section and then fades to white.*

**00:00:08 Video description:** *A video fades in of an African-American female with dark skin and dark hair. She is wearing white shirt and black sweater. In the background is a yellow wall with a few pictures hanging on it, and in the corner are a few tea cups on a table. In the bottom left corner of the video a white banner with the sectioned ring spinning on it appears with the speaker's name and organization, "Lianna Olds, Nonprofit Association of Washington." At the bottom of the screen is an orange banner.*

**00:00:09 Lianna:** Hi and welcome to the Boards in Gear video series. In this video, we're going to be talking about Board Responsibilities. The board is entrusted to make certain the organization pursues the stated mission, maintains compliance with all local, state and federal requirements and conducts activities with accountability and transparency. Board members have individual responsibilities towards the organization defined by law and best practices. Board members make decisions as a board by governing together, and support as individuals by advising the executive leadership, bringing network connections, and much much more.

Board members have the fiduciary responsibilities of duty of care, duty of loyalty, duty of obedience, and as of January 1st, 2022, the Washington nonprofit corporation added the duty to share relevant information. Also in Washington, nonprofit and charitable organizations need to register and stay up to date with the

Office of the Secretary of State Corporations and Charity Division. Financial management practices play a critical role in a nonprofits ability to achieve their mission and protect assets, and board members need to understand their organizational financial responsibilities, including the filing of an IRS form 990. Another board responsibility involves reviewing and planning for various kinds of risks an organization may face. When board member responsibilities are met, the board provides needed oversight to steward the organization's mission and valuable assets.

**00:01:46 Video description:** *The video fades to black and returns side by side with a second video frame. Lianna is on the right. On the left is a Black female with brown skin and brown hair wearing glasses, a yellow sleeveless dress, and a wooden beaded necklace. There is a white wall in the background. Under the video a white banner with the sectioned ring spinning on it appears with the speakers name and organization, "Kimberly Hollins, First Five Years and Beyond."*

**00:01:46 Lianna:** Joining me now is Kim Hollins, who is board member at first five years and beyond. Do you have, as a board, tools or methods that you use in order to convey what you're expecting of board members in order to to make sure that everybody understands what responsibilities they're signing up for?

**00:02:10 Kimberly:** Oh, that's such a good question. We literally just had this conversation last week. I'd say the answer to this is twofold. It's yes and no. No, because given our current skill sets is for some of us, first time board members myself, it's my second board that I'm on, it's generally you using the Boards in Gear training PDF toolkit, which is kind of like a signpost for not only the do's and don'ts, but also a way for us to kind of assimilate into the mindset of what it means to be a board member. But with that in mind, we're also bringing in our culture to this experience, right? Which is going to impact how we make decisions on behalf of the board. So another thing I think that is relevant to say in terms of resources is there's something called, I think it's by Board Source, it's called the 12 Principles of Board Governance. And I really think that's a fabulous tool for just kind of guiding broad, but key indicators of where we can not only fully achieve more from what we already do, but it offers us an insight in terms of okay, what growth as a board are we looking to increase within ourselves or bring on to our board composition.

That in of itself, I see there's lots of room for opportunity to identify more tools but at the same time being cognizant of the fact that we also want to make it our own as well, and not rely on too much Westernized ideas of what a board like ours for our organization should develop into. Well, then understanding totally that this those there's an area of growth that's going on in your board and what you hope it to be.

**00:04:04 Lianna:** And have you had conversations about knowing when you were being effective? Like, are there signposts or things that you're looking to or anticipate seeing when you know that your board is meeting the responsibilities that you have laid out?

**00:04:21 Kimberly:** Another great question. So there's many factors that help us define our responsibilities are most effective. One, being the culture of the board is a key indicator, the composition, we have about five people in our board. Also, the experience level is another key indicator. But I think what this relates back to is looking to see if the goals that are set in our Theory of Change Model are aligned with the results of the families are actually experiencing on the front line.

In terms of what's been most effective. I'd also say the scope and quality of our board engagement, who is showing up, who's not, and who's actually being more proactive after decisions have happened in terms of follow up, in terms of grant writing and really making an effort to build relationships, those already on the board versus other partners that can actually steward our growth in terms of partnerships outside the board.

**00:05:19 Video description:** *The side by side videos fade to black and the screen returns to the video of Lianna.*

**00:05:19 Lianna:** Board responsibilities are a big task and working together, you can do it. Make sure you have key documents and policy on file and in place, including your articles of incorporation bylaws, whistleblower policy, and document retention and destruction policy. As a board, talk about your legal and fiduciary responsibilities and what they mean for your board. To help stay in compliance, be sure to put key dates on your calendar for annual reports and renewals with the Office of the Secretary of State, as well as your annual IRS form 990 filing.

Understanding your role and responsibility as a board member is essential. I hope you join us for our next video on Board Composition and Development.

**00:06:03 Video description:** *The video fades to white. In the center of the screen is a grey circle with the Nonprofit Association of Washington logo mark. One by one, five sections appear to form a ring around the logo mark. Each section is a different color and has text with the name of a chapter of Boards in Gear: "1 Connection to Cause" on the purple section; "2 Responsibilities" on the orange section; "3 Composition & Development" on the green section; "4 Board Operation" on the red section; "5 Fundraising" on the teal section. In the center, the text "Boards in Gear" appears. The sectioned ring begins to spin around the center and fades out. The screen changes to the Nonprofit Association of Washington logo, the shape of the state of Washington made of colorful shapes with the words "Nonprofit Association of Washington" underneath. Below, text reads "In partnership with" and under this text is the Washington Secretary of State, Corporations and Charities Division logo, a circular image of George Washington with the words "Secretary of State, State of Washington" around the circle next to text that reads "Washington Secretary of State", two lines, and text that reads "Corporations and Charities Division." At the bottom is a purple banner that reads "nonprofitwa.org/learn."*

**00:06:14 Video description:** *The logos disappear, and text appears that reads "We greatly appreciate the contributions of the speakers in this video series. Lianna Olds, Njuguna Gishuru, Kimberly Hollins, Allison Mountjoy, Johanna Martinez, Regina Elmi."*

**00:06:19 Video description:** *The screen fades to black. Text that reads "3 Choices Creative Communications" appears on the screen above a logo of an eye. Under the eye, text reads "3greatchoices.com."*