



# **GATEWAY CHAPTER**

## TROUT UNLIMITED

---

### **GATEWAY CHAPTER, TROUT UNLIMITED**

### **DIRECTOR / OFFICER GUIDELINES**

---

Date Prepared: 2018-07-12

## **1. OVERVIEW**

- A. The Gateway Trout Unlimited (“GTU”) Board of Directors is the governing body responsible for the operation, management and continuity of the organization consistent with GTU’s mission. This document, in conjunction with the Gateway Chapter, Trout Unlimited Chapter Bylaws (“Chapter Bylaws”), is intended to guide each individual serving as Officer or Board Member so he or she may fulfill his or her responsibilities to GTU and its membership.

## **2. OFFICER AND BOARD OF DIRECTOR POSITIONS**

- A. President
- B. Vice President
- C. Secretary
- D. Treasurer
- E. Immediate Past President
- F. Board Members #1-4

## **3. GUIDELINES FOR THE ELECTION / REPLACEMENT OF BOARD MEMBERS AND OFFICERS**

- A. Each sitting board member or officer is tasked with identifying and recruiting individuals to serve on the Board of Directors as necessary to preserve continuity of the organization.
- B. In the event of a vacancy of a board member seat or officer position, or the expiration of a term, the Board of Directors will consider nominees from the general GTU membership, in addition to individuals Board Members have identified themselves. The Board of Directors will notify the membership electronically of the opening of a position and the Nominating Committee will determine which nominees to present to the Board of Directors for voting.
- C. A sitting board member or the GTU member proposing a nominee shall act as sponsor for the nominee and shall present to the Nominating Committee and/or current Board of Directors the reasons for which a particular nominee is fit to serve on the Board.
- D. After the sponsor’s presentation to the Board, voting on new Board Members and/or Officers shall be carried out in accordance with the Chapter Bylaws.

## **4. ROLES AND RESPONSIBILITIES OF BOARD MEMBERS**

### **A. *Recognition of the Mission***

Members of the Board of Directors are expected to understand and support GTU's mission, serve as ambassadors for GTU to the community, and lend time, advice and expertise to the management of GTU.

### **B. *General Oversight***

The Board of Directors is expected to make operating decisions as it relates to GTU, as detailed in the Chapter Bylaws, and as described herein. The Board of Directors' critical functions include:

1. Recruiting and acclimating members of the Board of Directors
2. Creating and implementing board procedures
3. Reviewing the performance of the Board of Directors annually
4. Ensuring compliance with and periodically updating the organization's bylaws, as necessary and in accordance with the Chapter Bylaws
5. Providing strategic direction, which includes regular reviews of the organization's mission, vision, values, and active maintenance and delivery on strategic plans
6. Formulating policies to ensure operation and actions of the organization are consistent with its mission
7. Advocating for and promoting GTU and GTU's brand in the community

### **C. *Fiscal Oversight***

The Board of Directors must provide broad fiscal oversight, including the adoption of an annual budget, bi-monthly review of revenue and expenses, and review of tax forms and audits. Board members are expected to serve in a fiduciary capacity, utilizing their judgment and discretion for the benefit of GTU.

### **D. *Fundraising and Development***

As a non-profit agency, fundraising and development are vital to the success of GTU. One of the most important functions of the board is to assist and oversee GTU's fundraising efforts.

### **E. *Board Member Expectations***

Consistent with the foregoing, all board members are expected to do the following and their contributions in each of the following categories will be evaluated annually. In the event a board member fails to make adequate contributions to GTU, he or she will be subject to removal, pursuant to the Chapter Bylaws:

1. Donate \$500.00 to GTU, annually, or provide services to GTU of equal value in the form of soliciting gifts or donations for GTU, donating volunteer hours and expertise in a field in which the board member is qualified (e.g. accounting, legal, marketing, or scientific expertise), taking on leadership roles within the group, including holding officer positions or heading and managing committee(s) for the benefit of GTU, and/or providing other forms of "sweat equity" which provide tangible value to GTU.

2. Work to expand GTU's membership base, solicit gifts or donations, actively support development programs, and offer personal acknowledgments to donors and volunteers.
3. Provide leadership, contribute ideas and actively advocate for the fundraising and development efforts of the organization.
4. Solicit the financial support of others in addition to his or her personal contribution.
5. Attend no fewer than 4 of the 6 requisite meetings of the Board of Directors in person or by telephone and actively participate in those meetings.
6. Serve on at least one GTU committee.
7. Volunteer and/or attend a minimum of 50% of GTU-sponsored events or events at which GTU has a substantial presence.
8. Attend and bring a minimum of 4 guests to GTU's annual fundraiser.
9. Act as a mentor to new GTU members
10. Identify and evaluate prospective candidates to serve on the board or the appropriate committee who will have the ability to contribute to GTU consistent with the foregoing categories.

## **5. ROLES AND RESPONSIBILITIES OF OFFICERS**

Officers of the Board of Directors are expected to fulfill the responsibilities of a board member, in addition to the specific responsibilities listed in the Chapter Bylaws and those below.

### **A. *President***

The president shall serve as general executive officer and shall appoint the chairs of all Chapter Committees. The president shall oversee all activities of the Chapter and preside at all membership and Board meetings.

### **B. *Vice President***

The Vice President is expected to provide leadership to GTU's Board of Directors, ensuring that GTU's Board fulfills its legal and financial obligations and individual board members fulfill their board responsibilities. The Vice President serves as the chair of the Nominating Committee, is a member of the Executive Committee and supports the President in his or her board leadership. The Vice President shall also fulfill the roles and responsibilities of the President in the case of her or his inability or absence and fulfill the roles and responsibilities of the Secretary in the case of her or his inability or absence

### **C. *Secretary***

The Secretary is expected to establish and oversee sound practices for documenting Chapter business and ensuring effective procedures for Board communication. The Secretary serves also as a member of the Executive Committee. Specific responsibilities include, but are not limited to:

1. Overseeing the recording and distribution of board and Executive Committee meeting minutes

2. Keeping records of all official board communication (including but not limited board meeting minutes) and official and/or legal organizational documents, such as bylaws, guidelines, and required state and federal filings.
3. Ensuring bylaws, articles of incorporation and other key documents are up-to-date, and that board resolutions are integrated as voted upon by the Board or Membership
4. Signing organizational documents as needed
5. Serving as registered agent for the Chapter in the event that service is needed.

**D. *Treasurer***

The Treasurer is expected to provide financial oversight and monitor the financial health of the organization. The Treasurer serves as a member of the Executive Committee. Specific responsibilities include, but are not limited to:

1. Overseeing, in coordination with the Executive Committee:
  - a. The creation, presentation and monitoring of the annual budget
  - b. The timely and accurate completion of the organization's tax forms and annual audit
  - c. The creation and distribution of financial reports prior to board meetings
2. Presenting financial information to the Board and being available for questions
3. Monitoring compliance with financial policies and procedures; suggesting changes and new policies as needed
4. Providing regular financial oversight and alerting the Executive Committee immediately if concerns arise
5. Overseeing the collection and deposit of funds raised by the Chapter
6. Preparing and distributing Profit and Loss Statements and Cash Flow Summaries at each official meeting of the Board of Directors for discussion.