



The Greater Kanawha Valley Foundation

1600 Huntington Square, 900 Lee Street, East, Charleston, West Virginia 25301

THE GREATER KANAWHA VALLEY FOUNDATION

Expectations of Individual Board Members

Adopted by the Board of Trustees March 22, 2000

Amended December 14, 2005

1. To become familiar with and committed to the major responsibilities of a community foundation governing board:
 - a. To determine the mission, strategic direction and future programming of the community foundation.
 - b. To ensure and nurture adequate human and financial resources and actively monitor and evaluate the community foundation's CEO, services and financial results.
 - c. To approve and implement policies to ensure compliance with federal, state and local laws, achieve the mission of the organization and prevent perceived, potential or actual conflicts of interest.
 - d. To serve without compensation.
 - e. To ensure the organization is not controlled by one family, one company, a governmental entity or one narrow group within the community.
 - f. To review and adopt an annual operating budget.
 - g. To ensure that the governing documents include policies for size of the board, required number of meetings annually, limits of members' terms, and structure and responsibilities of standing committees.
 - h. To be advised of all laws and legal requirements of the community foundation and accept responsibility for ensuring that the community foundation meets those requirements.
 - i. To serve on at least one committee.
2. To support the Foundation's mission through personal giving and to assist in the solicitation of others.
3. To carefully prepare for and actively participate in Board meetings and committee assignments; to attend at least 75% of Board meetings, 75% of committee meetings, and 75% of educational or planning sessions. Failure to attend three regular consecutive meetings of the Board of Trustees without satisfactory excuse shall operate as an accepted resignation.
4. To vote according to one's individual convictions, to work with fellow Board members in a spirit of cooperation, and to avoid even the appearance of a possible conflict of interest.

Page 2 Board Expectations

5. To maintain the confidential nature of Board deliberations, and to avoid acting as a Board spokesperson unless specifically authorized to do so.
6. To understand the role of the Board as a policy making body, and to avoid participation in the day-to-day management of the Foundation.
7. To disclose any potential conflict of interest and to refrain from participation in votes in which any potential conflict of interest may appear to exist.
8. To engage in no conduct which may prejudice or adversely affect the reputation of the Foundation, even though such conduct does not involve the organization; and if this should occur, offer one's resignation from the Board.
9. To represent the interests of all people served by the Foundation and not favor special interests inside or outside of the organization.
10. To not use service on the Board for personal advantage or for the advantage of friends or supporters.
11. To approach all Board issues with an open mind, prepared to make the best decisions for everyone involved.
12. To focus on the mission of the Foundation and not personal goals.