

Job Descriptions for Officers of the Board

Chair of the Board

Goal of the position

To provide leadership and direction to the membership and the governing board of ORE, by ensuring that all directors understand and exercise their responsibilities with regard to the management of ORE's programs and finances.

Responsibilities and Tasks

- Acts as chief executive officer of ORE, and as such has general executive charge, management and control of the properties, business, and operations of the Corporation.
- Acts as a spokesperson for ORE.
- Serves on, and is chair of, the Executive Committee.
- Preside over all regular and special board meetings.
- Prepares and sends out agenda for board meetings and Executive Committee meetings
- Calls special meetings if necessary.
- Ensure board follow-through on all assigned tasks.
- Signs, with other appropriate officers, corporate and legal documents.

Vice-Chair of the Board

Goal of the position

To ensure continuity in the leadership of ORE by supporting and assisting the chair.

Responsibilities and Tasks

- Serves as chair in the absence of the chair, and shall have all powers and duties of the chair in the Chair's absence, as described in the board chair job description.
- Serves on the Executive Committee.
- Supports the Chair
- Performs other duties as assigned by the Chair.
- Understands the responsibilities of the board chair and is able to perform these duties in the chair's absence.

Treasurer of the Board

Goal of the position

To provide financial management and fiscal controls for ORE.

Responsibilities and Tasks

- Monitors receipt and expenditure of all monies due to and held by ORE.
- Ensures that all funds are properly deposited and disbursed in a timely manner.
 - Payroll
 - Health Reimbursement Arrangements
 - Invoices and bills and checks for purposes set by the board in the budget in a timely manner
 - Required taxes
- Provides monthly, quarterly and annual financial reports of ORE to the board of directors.
 - Appropriate non-profit financial statements, as requested by the board.
- Monitors the cash flow situation to make sure we have cash to cover expenses; essentially, keep track of when we run out of money.
- Ensures that all Federal, State and local financial reports are filed on a timely basis (especially Form 990 and reports to states)
- Oversees the preparation of the annual budget presents it to the board and monitors its implementation.
- Ensures that ORE maintains its tax-exempt status.
- Oversees the design and implementation of an appropriate bookkeeping and accounting system, including the oversight of the bookkeeper.
 - Reflecting good accounting practices
 - Reviews the reconciliation of the checkbook on a monthly basis
- Signs fiscal forms as necessary.
- Serves as the chair of the finance committee.
- Attends and participates in fundraising meetings as necessary.

Vice-Treasurer of the Board

Goal of the position

To ensure continuity in the financial management and fiscal controls for ORE by supporting and assisting the treasurer.

Responsibilities and Tasks

- Assists the treasurer in the duties of the office, as described in the job description for the treasurer.
- Substitutes for the treasurer when s/he cannot be at board or finance committee meetings.
- Be conversant with all financial reports.

Secretary of the Board

Goal of the position

To oversee the record keeping and correspondence of the governing board of ORE, ensuring compliance with relevant provisions of the bylaws; compliance with Vermont's not-for-profit corporate laws; and IRS regulations.

Responsibilities and Tasks

- Maintains ORE governance records.
- Records and sign the minutes of the meetings of the board.
- Sends notices in accordance with the provisions of the bylaws, or as required by the law.
- Ensures that organizational records are protected for long-term safekeeping.
- Maintains directory of members and the board, including names, addresses, phone numbers and current position within ORE.
- Signs appropriate organizational documents as needed.
- Monitors meeting procedure, as needed.
- Signs official corporate correspondence.
- Updates bylaws, as needed, when relevant board resolutions are adopted.
- Ensures that ORE record keeping requirements are followed (see addendum).

ADDEMDUM on ORE Record Keeping

Vermont record keeping and public disclosure requirements

§ 16.01. Corporate records (from VT law – Title 11B: Nonprofit Corporations)

(a) A corporation shall keep as permanent records minutes of all meetings of its members and board of directors, a record of all actions taken by the members or directors without a meeting, and a record of all actions taken by committees of the board of directors as authorized by subsection 8.25(d) of this title.

(b) A corporation shall maintain appropriate accounting records.

(c) A corporation or its agent shall maintain a record of its members in a form that permits preparation of a list of the name and address of all members, in alphabetical order by class showing the number of votes each member is entitled to vote.

(d) A corporation shall maintain its records in written form or in another form, including electronic form, capable of conversion into written form within a reasonable time.

(e) A corporation shall keep a copy of the following records at its principal office (or, if none in this state, then the registered office):

- (1) its articles or restated articles of incorporation and all amendments to them currently in effect;
- (2) its bylaws or restated bylaws and all amendments to them currently in effect;

- (3) resolutions adopted by its board of directors relating to the characteristics, qualifications, rights, limitations and obligations of members or any class or category of members;
 - (4) the minutes of all meetings of members and records of all actions approved by the members for the past three years;
 - (5) all written or electronic communications to members generally within the past three years, including the financial statements furnished for the past three years under section 16.20 of this title;
 - (6) a list of the names and business or home addresses of its current directors and officers; and
 - (7) its most recent biennial report delivered to the secretary of state under section 16.22 of this title.
- (Added 1995, No. 179 (Adj. Sess.), § 1, eff. Jan. 1, 1997; amended 2009, No. 78 (Adj. Sess.), § 37, eff. April 15, 2010.)

Source: <http://www.leg.state.vt.us/statutes/sections.cfm?Title=11B&Chapter=008>

Federal (IRS) record keeping and public disclosure requirements

see:

<http://www.irs.gov/pub/irs-pdf/p4221pc.pdf> page 26

<http://www.irs.gov/Charities-&-Non-Profits/Exempt-Organization-Public-Disclosure-and-Availability-Requirements>

Approved by the ORE Board on June 19, 2014