

## **Board of Directors**

The role of the Grand Valley Public Radio Company (KAFM) Board of Directors is to provide strategic and operational oversight and direction to the Executive Director in fulfillment of KAFM's mission. The Board is responsible for:

- **Emphasizing an outward vision for KAFM** that focuses on delivering high quality programs that fulfill the musical and cultural needs and interests of the Western Colorado Grand Valley community.
- **Developing a long-term strategy** that helps the station grow and prosper.
- **Maintaining a clear distinction between the respective roles of the Board and the Executive Director**, with the Board focusing on strategic and policy issues and the ED being responsible for day-to-day operations and management of all station business.
- **Directing, controlling and inspiring the organization through the establishment of policies** that match station mission and goals and reflect sound values and business practices. The Board's major policy focus is on long-term strategic outcomes rather than the administrative or programmatic means of carrying out these policies.
- **Overseeing the performance of the Executive Director.** The Board is ultimately responsible for ensuring that the ED performs his/her job duties in a professional and timely way. While the ED has broad latitude to determine the best means to carry out station operations, the Board will serve as a sounding board and source of expertise and advice to support the ED in fulfilling his/her role.
- **Ensuring adherence to sound fiscal policies and practices** through regular review of KAFM's financial activities, involvement in developing and approving annual operating budgets, approving major capital expenditures, and ensuring external audits and reviews are conducted as appropriate.
- **Continually developing Board members and improving Board practices** so as to strengthen the Board's ability to fulfill its role effectively, including providing orientation to new Board members in a timely way.
- **Encouraging diversity of viewpoints and respect for all parties associated with KAFM**, including fellow Board members, employees, volunteers, members of KAFM, underwriters, and the community at large.

### **Board Member**

Each member of the Board of Directors has a responsibility to provide leadership and direction, oversee policy and operations, and promote KAFM in support of its mission. Board members are expected to serve at least one three-year term, which may be renewed for additional terms pending Board approval and in accordance with KAFM bylaws.

#### **Primary Responsibilities:**

- Provide leadership and direction regarding management of KAFM. Ensure the ED manages operations in accordance with established policies and applicable laws and regulations.
- Make decisions related to the organization of the Board, selection of officers, and establishment of committees. Actively participate on standing and ad hoc committees.
- Help communicate and promote KAFM's mission and programs to the community. Pursue contacts and relationships that may be helpful to KAFM. Engage in and drive activities that generate memberships, underwriting, and donations to KAFM.
- Maintain an understanding of KAFM's finances, budget and financial/resource needs. Ensure effective and appropriate financial management of KAFM funds, including adoption and oversight of the annual budget.
- Participate in periodic evaluations of the Executive Director's performance and ensure his/her ongoing training and development. Participate in decisions related to ED selection, hiring, compensation, and termination.
- Be alert to community concerns and needs that can be addressed through KAFM's programs and operations.
- Establish, maintain, and adhere to the Board's bylaws and other policies and procedures governing Board operations and conduct. Declare any conflicts of interest that may exist.
- Engage in planning and evaluation of programs related to the KAFM mission.
- Attend and participate in at least 75% of all Board meetings during the year. Attend additional KAFM-related functions throughout the year, as schedule and availability allow.
- Maintain active membership in KAFM and financially support the organization in a manner commensurate with one's ability.

#### **Meetings and Time Commitment:**

- The Board of Directors holds regular meetings at least six times per year. Meeting dates and times are arranged to fit the schedules of the ED and currently seated Board members. Monthly meetings typically last 1.5 hours, but may go longer as agenda issues dictate. Participation in KAFM outreach activities, fund-raising events and member drives throughout the course of the year is strongly encouraged.
- Committees of the Board are at the call of the committee chair and meet as needed depending on their respective work agendas.

### **President**

The President of the KAFM Board is responsible for ensuring that Board members:

- Are aware of and fulfill their governance responsibilities
- Comply with applicable laws and bylaws
- Conduct Board business effectively and efficiently
- Are accountable for their performance and fulfill their commitments
- Initiate removal of a Board member, if necessary

In accordance with Board bylaws, the President presides over meetings; proposes policies and procedures; sits on various committees; monitors the performance of directors and officers; submits various reports to the Board, KAFM members and donors, and other stakeholders; proposes the creation of committees; appoints Board members to such committees; and performs other duties as needs arise and as defined in the bylaws.

As a member of the Board of Directors, in addition to the responsibilities outlined above for a Board member, the President:

- Provides leadership to the Board of Directors in formulating and interpreting policy.
- Serves as primary liaison to the Executive Director regarding Board business.
- Develops meeting agendas with Board member and ED input. Chairs meetings of the Board.
- Encourages the Board's role in strategic planning.
- Appoints committee chairpersons, in consultation with other Board members. Serves *ex officio* as a member of committees and attends their meetings as needed.
- Helps guide and mediate Board actions with respect to priorities and governance concerns.
- Works with the Board to provide direction to the Executive Director and formally evaluate his/her performance on a regular basis.
- Informally evaluates the effectiveness of Board members and provides guidance and coaching as required.
- Leads the Board in evaluating its performance periodically and defining measures to improve performance and outcomes, as needed.

### **Vice President**

In addition to the responsibilities outlined for a Board member, the Vice President:

- Serves as President in his/her absence. Fills any vacancy of the presidency position until a new President is appointed.
- Works closely with the President and other staff.
- Participates with the President to develop and implement officer transition plans.

- Performs other responsibilities as assigned by the Board.

### **Secretary**

In addition to the responsibilities outlined for a Board member, the Secretary:

- Oversees the effective management, retention and distribution of Board documents.
- Ensures minutes are taken and distributed in a timely manner for all regular and special Board meetings. Within one week following the board meeting, prepares and distributes draft minutes to all Board members for review and input. Reissues revised minutes no later than one week before the next board meeting.
- Signs important documents.
- Is sufficiently familiar with legal documents (articles, bylaws, etc.) to reference their applicability during meetings.

### **Treasurer**

In addition to the responsibilities outlined for a Board member, the Treasurer:

- Manages finances of the organization in partnership with the Executive Director. Participates in meetings with the outside tax/accounting firm.
- Works cooperatively with the Board and Executive Director to develop an annual budget.
- Assists the Board in understanding the station's financial performance through active participation in the review of year-to-date profit and loss and balance sheet activity at each Board meeting.
- Serves on the Executive Committee and as an authorized signer on KAFM financial transactions.
- Ensures development and Board review of financial policies and procedures.

### **Committee Chair**

In addition to the responsibilities outlined for a Board member, a Committee Chair:

- Helps define the charter for the committee. Sets the pace and tone for committee work.
- Assigns work to committee members; sets committee meeting agendas; facilitates meetings; and ensures distribution of meeting minutes, actions, schedules, and other related documents.
- Ensures that committee members have the information and support needed to fulfill their responsibilities.
- Oversees the logistics of the committee's operations.
- Reports to the full Board on the committee's progress, decisions, and recommendations.
- Reports to the Board President.