

POSITION TITLE: BOARD OF DIRECTORS (BoD) MEMBER

LOCATION:	500 Old Lynchburg Road Charlottesville, VA 22903
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GENERAL STATEMENT OF RESPONSIBILITIES:

While the term (“Board”) is often used interchangeably, Community Service Board (“CSB”) and Board of Directors (BoD), they are two separate functions. The Term “Agency” refers to the Community Services Board as the organization that provides the services.

Community Services Board (CSB): A Community Services Board is a local public agency that provides and coordinates support for individuals with mental health challenges, substance use disorders, and developmental disabilities across the lifespan. The Executive Director leads and manages the Community Services Board operations, and is the single employee of the Board of Directors.

Board of Directors (BoD): The Board of Directors provides governance for the Agency through their work with the Executive Director. The BoD assists with strategic planning, approves policies and the annual budget, and supports the efforts of the Agency to fulfill its mission.

Board of Directors (BoD):

Governance: The BoD is the governing body of the Agency, with governmental and fiduciary responsibilities to the Agency.

Executive Director: The BoD hires and evaluates the Executive Director as outlined in the Bylaws.

Policy Making: The BoD approve policies for the Agency.

ESSENTIAL BOARD FUNCTIONS:

Partnership

The BoD and Executive Director work together as partners in their respective roles to support the success of the Agency.

Communication

Effective communication between the BoD and Executive Director is essential for clarity and alignment.

Board Member Contacts with the Executive Director:

- The Executive Director will have regular contact with Board members via meetings, telephone calls, and other appropriate means of correspondence.

- Regular Board meetings and Committee meetings serve as the primary opportunities for Board members to receive updates as well as address any concerns with the Executive Director.
- Board members are expected to bring comments and views of community needs directly to the Executive Director.
- All interactions are expected to be respectful and professional between the BoD and the Executive Director.

Board Member Contacts with Employees:

- Board members who are contacted by employees with complaints and concerns should advise these employees to follow established supervisory channels to resolve their issues. In addition, the BoD member should advise the Executive Director of any contacts made by employees.
- The Executive Director will share personnel issues with the Board of Directors during closed sessions on an as needed basis. The Executive Director may also share information with the Chair of the Board regarding personnel issues as deemed necessary.
- Personnel matters are handled in accordance with the personnel policies for the Agency: not at the Board level. The BoD will not get involved in personnel matters.

Members of the Board of Directors will:

- Represent the interests of all consumers served by the Agency.
- Conduct themselves in a professional and respectful manner.
- Refrain from using their position on the BoD for personal gain or to benefit friends or family members.
- Adhere to the strictest standards of confidentiality with information about individuals served by the Agency and its employees, as well as any financial and legal positions of the Agency.
- Approach all Board matters prepared to make positions clear and support final decisions that represent the interests of the whole Agency, supporting the unified decision and message of the Board.
- Focus efforts on and promote the mission and values of the Agency.
- Exercise authority only in official Board meetings or when delegated by the Board Chair and Executive Director.
- Report any apparent or perceived conflict of interest in any matter (fiscal, personnel, personal, or service delivery) immediately to the Board Chair and the Executive Director.
- Not speak disparagingly about the Agency.

Board Duties and Responsibilities:

- The primary duty of a Board member is to the Agency itself, and to help the Board make the best decisions for the Agency. This is achieved primarily through the relationship and decisions in partnership with the Executive Director.
- Community Services Boards (Code of Virginia § 37.2-500 through 37.2-513) have their own Bylaws, Policies, and Procedures - These are the regulations which the Board aligns their duties and that the BoD is expected to follow.
- The Board of Directors (BoD) has only one employee, the Executive Director.
- The Agency is subject to FOIA (Virginia's Freedom of Information Act). FOIA requests apply to meetings and documents, therefore BoD members are encouraged to be cognizant of choices of written communication methods (text messages apply). Board members are to conduct themselves in accordance with those rules.
- A meeting of the Board is defined by three (3) or more members discussing or meeting regarding Agency business. This holds true for phones call, video conferencing, text messages and emails. All information relative to a "meeting" is subject to FOIA rules and regulations.
- It is the responsibility of the Executive Director to communicate issues pertaining to the Agency to community partners (such as County Administrators, partner agencies, etc.). Any other indirect means of communication by Board members could be relayed without proper or comprehensive context and adversely affect the Agency and its credibility.
- BoD members cannot act without the authority of, or speak on behalf of, the full Board of Directors, unless they are officially granted permission.
- Discussion of official Board business should occur during Board Meetings.
- BoD members should regularly attend and participate in Board meetings.
- Should a Board member need additional relevant information to assist in the decision-making process of a particular matter, he/she is expected to contact the Executive Director.
- As Board members are expected to act in the best interest of the Agency, they will refrain from speaking negatively about the Agency, the staff or the services, and rather hear feedback both positive and concerns from the community, ensuring that the information is given to the Executive Director.
- The BoD is expected to inform the appointing locality about decisions made and relevant information from Board meetings as is appropriate or requested. The BoD member will communicate with the Board Chair and Executive Director about questions, concerns, or other relevant information that occurs in those communications.

DESIRABLE TRAITS AND COMPETENCIES

An effective Board is a cohesive group of individuals with diverse backgrounds and expertise who share a deep commitment to the Agency's mission. BoD members will exhibit strong leadership and communication skills, honesty, integrity, and a commitment to ensuring responsible and ethical governance and collaborating with the Executive Director.

Governance and strategic thinking

- **Understanding Core Principles:** A solid grasp of governance fundamentals, including fiduciary duties (acting in the Agency's best interest, prioritizing the mission over personal interest), transparency, accountability, and ethical conduct is essential.
- **Strategic Direction:** Board members are crucial in supporting the Agency's strategic vision, defining objectives, and monitoring progress towards those goals.
- **Decision-Making:** The ability to make timely and well-informed decisions that align with the Agency's strategic goals is critical, considering various perspectives and assessing alternatives.
- **Legal and Ethical Compliance:** Supporting the Agency's compliance with all applicable laws, regulations, and ethical standards, according to Agency policies and procedures.

Leadership and relationship building

- **Visionary Leadership:** Board members should have a clear vision for the Agency's future and inspire other BoD members to work towards that vision.
- **Communication:** Effective and respectful communication skills, both verbal and written, are essential for engaging with other board members, employees, stakeholders, and the community.
- **Collaboration and Teamwork:** Being able to work collaboratively and respectfully with others, including those with different views, is key to effective Board functioning.
- **Advocacy and Networking:** Board members should be strong advocates for the Agency's mission, using their networks to garner support and resources when agreed upon with the full Board and Executive Director.

Financial and resource management

- **Fundraising:** Board members are encouraged to participate in fundraising efforts, whether through personal donations, networking, or active participation in approved fundraising activities.
- **Resource Allocation and Oversight:** Board members review budgets and support wise allocation of resources to align with the Agency's Mission.

Mission and community engagement

- **Passion for the Mission:** A deep and sincere commitment to the Agency's mission and goals is a highly valued trait.
- **Community Understanding:** Board members should have a strong understanding of the community the Agency serves and be able to empathize with the needs and perspectives of beneficiaries and stakeholders.
- **Adaptability and Resilience:** The ability to adapt to changing circumstances and lead the Agency through challenges is essential for long-term success.

Learning and development

- **Continuous Learning:** Board members should be open to learning, actively seeking knowledge and staying informed about developments in the Agency's field and the broader nonprofit sector.
- **Self-Assessment and Improvement:** Board members should periodically evaluate their own performance and identify areas for improvement.

Board members are expected to uphold high standards of professionalism, including fulfilling legal and ethical duties, actively participating in Board activities, and positively contributing to the Agency's success. They should be informed, prepared, and respectful of the Board's processes and the Executive Director's role.

Attestation: I do hereby agree to support and abide by the aforementioned description of the duties of a Board Member of Region Ten Community Services Board.

Signature

Name Printed

Date

Position Description updated: October, 2025