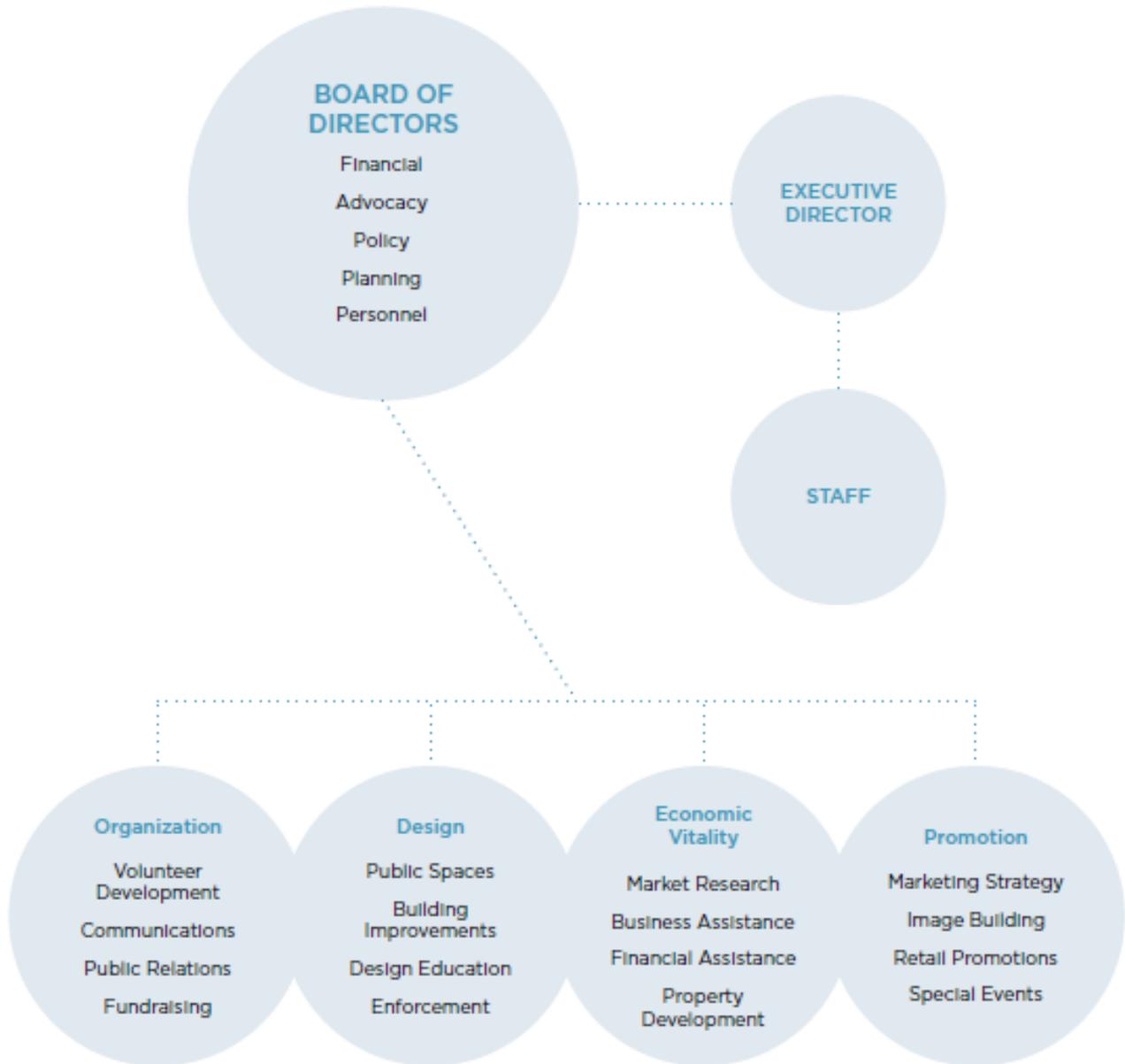




# HISTORIC DOWNTOWN CHELAN ASSOCIATION **BOARD POLICY & PROCEDURES**



## **Board Responsibilities**

The board has the final responsibility for the success or failure of the downtown revitalization program. It is responsible for all of the finances of the organization and establishes program policy. The board is responsible for maximizing volunteer involvement in the downtown revitalization effort. Collectively, the board makes decisions about the program’s direction and monitors progress on a regular basis. It sets priorities and makes decisions about the program’s political stance. It oversees the work of the executive director, has the primary responsibility for raising money for the program, and supports the work of the committees by volunteering time and expertise in support of their efforts. The board of directors is also responsible for fulfilling the legal and financial requirements in the conduct of its business affairs as a non-profit organization.

## Major Responsibilities

The board members are mutually responsible for:

- **Policy administration:** establishing or continuing the legal existence of the program; ensuring that the program fulfills legal requirements in the conduct of its business and affairs; adopting and administering bylaws; adopting policies that determine the program's purposes, governing principles, functions and activities, and courses of action; assuming responsibility for internal policies governing the program; with the executive director, developing a strategic plan of goals and objectives, and approving work plans.
- **Finance:** approving and monitoring the finances of the program; helping raise sufficient funds to ensure that the program can meet its objectives; assuming responsibility for all expenditures necessary for the operation of the program (other than those responsibilities delegated by the board to the executive director); and authorizing and approving periodic audits.
- **Public relations:** understanding and interpreting the program's work to the community; relating the services of the program to the work of other organizations and agencies; giving sponsorship and prestige to the program and inspiring confidence in its activities; serving as advocates of economic development through historic preservation in the downtown area.
- **Evaluation:** regularly reviewing and evaluating the program's operations and maintaining standards of performance; monitoring the program's activities; counseling and providing good judgment on plans adopted by committees and the executive director.
- **Personnel:** selecting, hiring, and evaluating the executive director; approving personnel administration policies; participating in the recruitment, selection, and development of individuals to serve on the board of directors as advised by the nominating committee.

## Individual Responsibilities

Each board member should have or provide one or more of the following:

- Learn about and promote the purpose and activities of the local downtown revitalization organization and the Main Street Approach® whenever appropriate and possible.
- Attend regular monthly meetings of the board or to notify staff when absence is necessary.
- Actively participate on at least one committee.
- Actively participate in specific activities or projects promoted by the board which may include:
  - fundraising
  - membership recruitment
  - representation on behalf of the program at meetings and/or events
  - attend trainings and workshops.
- Contributes knowledge, financial resources, or labor to the Main Street program.
- Stay informed about the purpose and activities of the downtown program in order to effectively participate in board decisions and fulfill responsibilities.
- Specific experience or knowledge of administration, finance, program development, advertising, public relations, downtown business activity, communications, design, or economic development.
- Representation of a public or private organization in the community or a segment of the community.
- Supports board decisions, even when he or she may disagree with the majority decision.
- Attends as many as possible of the training programs and workshops held each year by the state program and the National Trust Main Street Center.
- Respects the need for the executive director to report to only one "boss."
- Offers opinions honestly, without reservation, and in a constructive way.
- Does not commit more time to the Main Street program than he or she can realistically afford.
- Delegates responsibilities to committees when appropriate.
- Promotes unity within the organization and seeks to resolve internal conflicts.
- Is loyal to the program and honors his or her commitment to it.
- 4-10 hours per month of available time.**

## Officers

**President.** The president is the executive head of the board of directors. The president prepares agendas for and presides over meetings of the board of directors and of its executive committee. The president is an ex officio member of all committees, is the official spokesperson for the HDCA, and is responsible for overseeing the daily work of the executive director.

**Vice President.** The vice president performs the duties of the president in the president's absence or disability. The vice president also shall serve as the chair of the organization committee.

**Secretary.** The secretary keeps minutes of board and executive committee meetings, conducts correspondence for the HDCA, and is responsible for overseeing the organization's records.

**Treasurer.** The treasurer keeps accounts, prepares reports, and supervises the deposit and withdrawal of funds. The treasurer reports to the board on a regular basis the fiscal condition of the organization.

## Committees Policy and Procedures

Committees are the backbone of a strong downtown revitalization effort. It is at the committee level where members "roll up their sleeves" and get the work of the organization done from planning to implementation of specific projects and activities. The HDCA will have four standing committees: [design](#), [economic vitality](#), [promotion](#), and [organization](#) based on the Main Street Four Point Approach™.

In addition, the board may form an executive committee composed of the officers of the board of directors. The executive committee may act on the board's behalf when necessary but will report any such action to the board at the first opportunity.

### Committee Chairs

The committee chairs are responsible for leading the work of their committees to successful outcomes. The committee chairs call meetings, prepare meeting agendas, preside over meetings, and disseminate results of the meetings to the president and the executive director. Committee chairs are action leaders in developing and implementing the program of work. Chairs should recruit and inspire volunteers with their own work and commitment.

Each committee chair should have or provide:

- A demonstrated interest in the committee's purpose and the revitalization of downtown.
- Specific experience or skills needed to carry out the committee's function.
- Leadership qualities and organizational skills or the capacity to learn them.
- The capacity to communicate effectively.
- 5-15 hours per month of available time.**

The committee chairs are responsible for:

- Volunteer recruitment including encouraging others to engage in the committee's work as regular members, honoring volunteers for their service, and recommending volunteers to the board for recognition.
- Volunteer orientation including preparing and conducting orientation of committee members with the committee's purpose and the program's larger goals well in mind, and consulting with the executive director to develop and implement new orientation and training techniques.
- Committee administration including providing adequate notice of meetings and activities, conducting meetings in an efficient manner, keeping records as required by the HDCA, and providing timely recommendations to the board.

- Developing work plans including advising the board on program goals; working with the executive director to keep the committee informed of those goals and related matters, with input from committee members and other sources as needed; developing an annual work plan on a schedule adopted by the board; and recommending the work plan to the board.
- Making budget recommendations including consulting with the executive director to determine estimated revenues, developing budget recommendations for the committee's work plan, and reporting those recommendations to the board.
- Implementing work plans including reviewing work plans and budgets adopted by the board; consulting with the executive director on these matters; assigning individuals or creating subcommittees to carry out projects under the work plan; supporting those individuals or subcommittees; reporting to the board and, where appropriate, to the executive director, the progress and needs of the committee; collaborating with other committee chairs in the implementation of work plans; and, in consultation with the executive director, forging partnerships with other groups and individuals in developing and carrying out the work plans.
- Keeping the board informed including working with the executive director to inform the board of the committee's progress. This process of information goes both ways, with committee chairs, through the executive director, receiving as well as providing information for the smooth operation of the program.

### **A responsible HDCA committee chair:**

- Supports committee decisions even when he or she may disagree with the majority decision.
- Understands the purpose of the committee and promotes its goals and activities within the HDCA community.
- Attends committee meetings.
- Contributes knowledge, financial resources, or labor to the Main Street program.
- Respects the need for the executive director to report to only one "boss."
- Offers opinions honestly, without reservation and in a constructive way.
- Does not commit more time to the program than he or she can realistically afford.
- Delegates responsibilities to committee members when appropriate.
- Promotes unity within the committee and seeks to resolve internal conflicts.
- Encourages orderly, systematic, and incremental implementation of the committee's work plan.
- Encourages staff and other board members to express their opinions openly in committee meetings.
- Is loyal to the program and honors his or her commitment to it.

### **Committee Members**

Committee members attend meetings of their committees, participate in committee deliberations, and carry out agreed-upon tasks between meetings. Specifically, committee members' responsibilities include:

- Commits to at least one year of service.
- Commits to monthly committee meetings and to subcommittee meetings if appropriate.
- Attends all training sessions.
- Reads selected orientation materials.
- Learns about the Main Street Approach to downtown revitalization.
- Recruits and orients new members.
- Prepares in advance for meetings.
- Cooperatively drafts an annual work plan.
- Takes responsibility for projects.
- Always presents the organization positively to the public.
- Works 3 to 5 hours per month outside of committee meetings.**