



ACM Board of Directors Summary of Responsibilities

Primary Objectives:

To guide and provide input to the strategic direction of the Alliance for Community Media (ACM), and to help grow ACM's capacity to do its work through networking and participation in fundraising activities.

Explicit Board Member Responsibilities:

1. Board Meetings

- a. Board members must participate actively in our thrice-yearly face-to face meetings and monthly conference calls, unless prevented by extraordinary circumstances. One yearly board meeting is held in conjunction with the Annual National Conference, which board members are also strongly encouraged to attend.
- b. Per the Corporate By-Laws, any member of the Board of Directors unable to attend a meeting must provide written notice in advance of the meeting to the Board Chair stating the reason for the absence. The Chair may request immediate resignation of any member of the Board of Directors who misses more than two (2) consecutive board meetings. Conference calls are considered Board meetings and are part of this rule.

2. Committee Work and Other Program Support

- a. Board members are expected to serve on two or three committees or working groups, or provide other approved program-related support.

3. Financial Commitments

- a. All Board members are expected to make an annual financial contribution to the organization, at a level that is personally comfortable.
- b. The Board also sets the organization's fundraising goals for the year, and all Board members are expected to contribute to the successful achievement of these goals. These contributions can take any number of forms, depending upon the individual.
- c. The Bylaws require all Board members to be Individual or Organization Members of the ACM.
- d. Board members (and/or their host organizations) carry the financial costs related to their National Board service, which can run between \$2-3,000 per year. The National Office and some ACM Regions have the capacity to reimburse a portion of those expenses. To find out more about what monies may be available to reimburse your expenses, please contact the Chair or Treasurer of the Region Board that covers your area and/or the ACM National Office staff.
- e. Board members may not serve as a paid staff member, and must refrain from participating in deliberations and decisions where they have a Conflict of Interest.



Implicit Board Member Responsibilities:

4. Ambassadors of the ACM

- a. Board members are inherently ambassadors of the organization and are expected to appreciate and take advantage of opportunities to network and build membership, speak with passion and clarity, and faithfully represent the positions of the organization to the media and other people whom you meet.
- b. Structurally, the ACM consists of Regions, the National Office and Board – all of them working to strengthen the environment in which thousands of community media centers operate. These community media centers and the ACM entities that support them are the lifeblood of our organization, and you should attend as many of the activities of these entities as your schedule permits.
- c. As a National Board member, you may be invited to attend conferences and other events and speak or otherwise participate in an official capacity. We encourage you to do so, so long as you are able to effectively represent and support the positions of the organization.
- d. Board members are encouraged to leverage all opportunities to expose the ACM brand in your organization and other distribution channels.

5. Leadership Development

- a. Board members are encouraged to help identify and develop future leaders for the ACM. Board members are encouraged to identify other qualified individuals within or outside their organization and invite them to join the ACM in a leadership position.

6. Fiduciary Duties of a Board Member

- a. Board members of non-profit organizations have a legal and financial responsibility (as if they were owners of a business) to the organization. Failure to carry out these responsibilities as determined by a 2/3 majority of the current Board of Directors may result in the termination of your tenure as a Board member. ACM carries Director's and Officer's Liability Insurance to protect board members from claims against their person and property. Nevertheless, all board members have duties in four areas:

Duty of Care: Requires the director to read relevant documents, prepare carefully for board meetings, pay attention to what is going on, and ask questions to clarify actions that are being taken.

Duty of Loyalty: Requires the director to give undivided allegiance to the organization without regard to personal or business interests.

Duty of Obedience: Requires the director to act within the scope of legal authority, including the organization's articles of incorporation, bylaws, and mission.

Duty of Confidentiality: to maintain the confidence of proprietary information during and after tenure on the Board.