

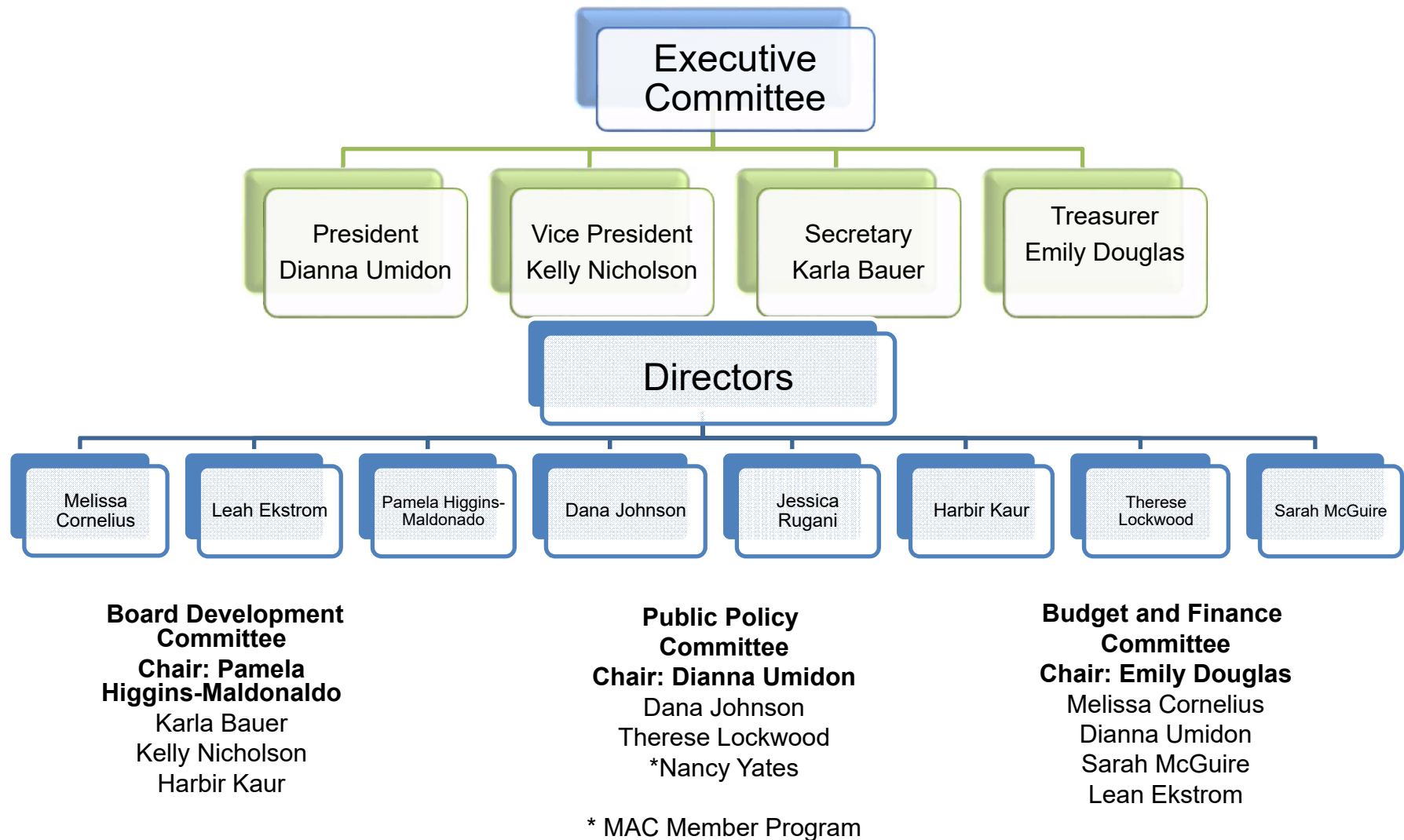
Minnesota Alliance on Crime Board Member Roster 2018-2019

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Minnesota Alliance on Crime





MAC Board Calendar as of

	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sept
1. Meeting Schedule												
General board meeting		8th		10th		14th		9th		11th		12th
Finance Committee meeting												
Fundraising Committee meeting												
Public Policy Committee meeting												
Board Development Committee												
2. Strategy Formulation												
Staff Annual Strategic planning							X					
Approve/Review strategic plans								X				
Complete Quarterly Implementation Steps			X			X			X			X
Approve budgets									X			
3. Executive Director												
Assess performance (full year)				X								
Review succession planning				X								
5. Accountability												
Financial reports												
• Review quarterly financials	X			X			X			X		
• Review year end financials										X		
• Review 990												X
• 100% Board participation in GTMD		X										
Annual report												
• concept/drafts										X		
• approved											X	
6. Monitoring and Supervision												



	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sept
ED review staff performance annually	X											
ED Review staff succession planning			X									
Review board conflict of interest reporting		X										
7. Policy Making and Review												
Review bylaws				X								
Review policy manual						X						
Review financial guidelines								X				
Review delegated financial authority								X				
Review Insurance policies										X		
8. Corporate Governance												
Review board performance, including board succession											X	
Review committee meeting schedule				X								
Review board composition						X						
Actively recruit new directors	X	X	X	X	X	X	X	X	X	X	X	X
• Approve slate of new directors											X	
Meetings without management												
9. Stakeholder Communication												
Annual meeting with members												X
ED Meet with coalition directors	X	X	X	X	X	X	X	X	X	X	X	X
Release electronic newsletter	X	X	X	X	X	X	X	X	X	X	X	X
Other key stakeholder events							X					

Common Roles and Responsibilities

Of Board of Directors, Board Committees,
and Individual Board Members



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INTRODUCTION

The board of directors is comprised of community leaders who share a deep commitment to the mission of the organization. The focus of the board is to provide visionary leadership to a nonprofit organization in pursuit of its mission while fulfilling its fiduciary responsibilities.

Boards of directors for nonprofit organizations are unique in structure and function. Tailoring a board of directors to best lead a particular organization ensures strong and appropriate leadership in pursuit of the mission, vision and values of the organization.

The following document outlines common roles and responsibilities of nonprofit boards of directors as board members, committee members, and with relation to the CEO.

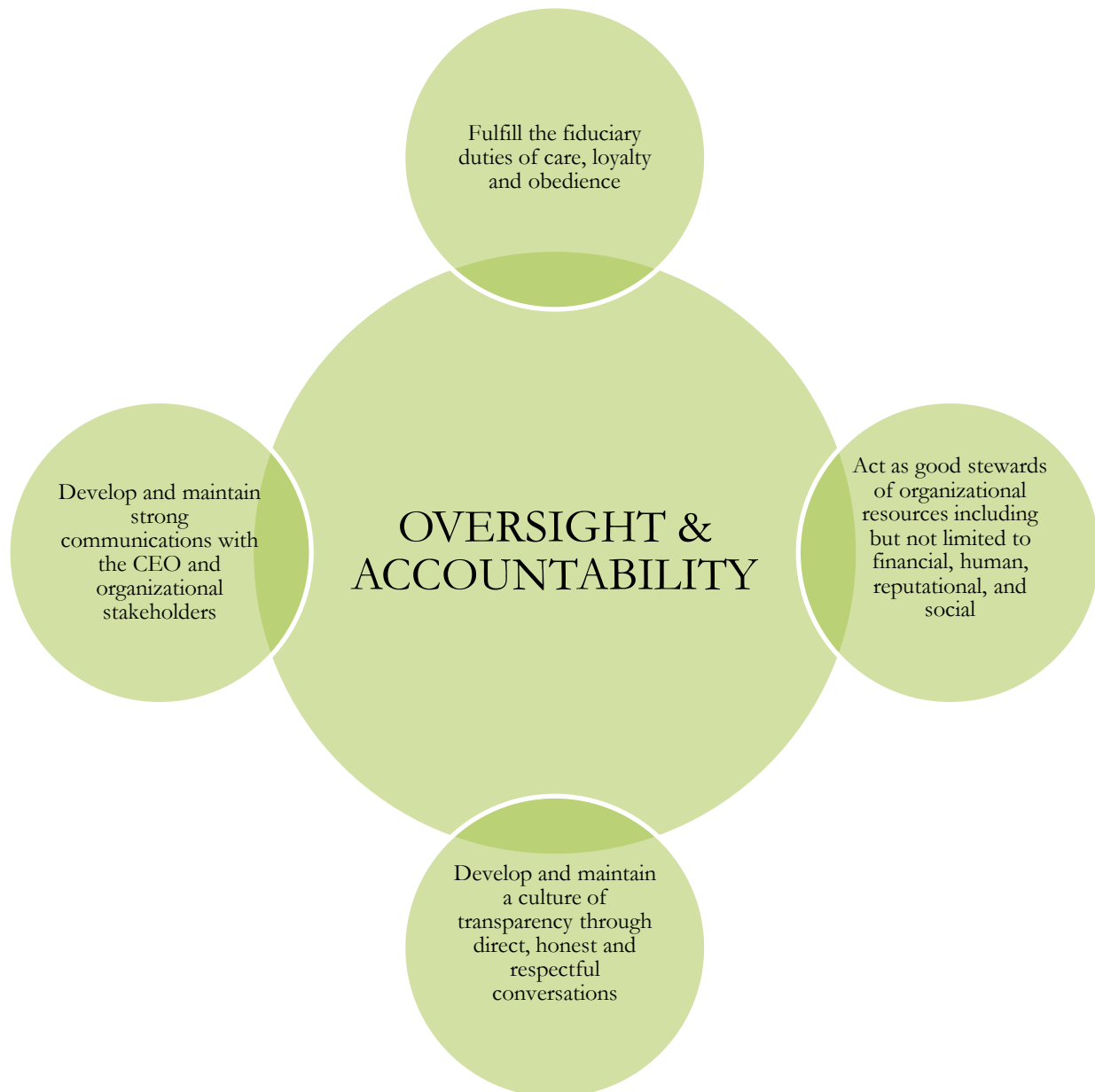
OVERVIEW OF BOARD OF DIRECTORS ROLES AND RESPONSIBILITIES

The board is dedicated to being an effective organizational leader by focusing its attention in four areas:

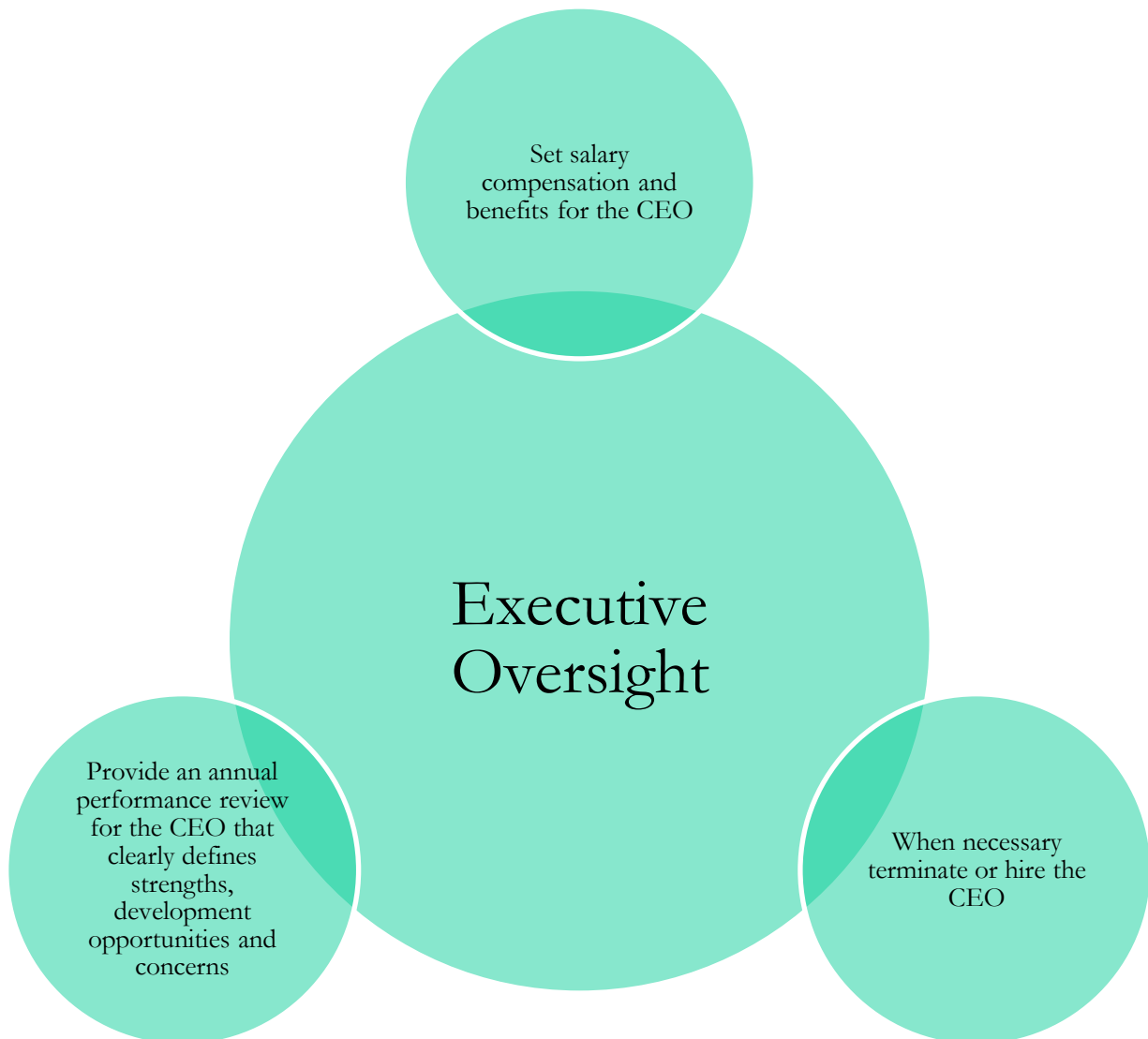
1. Leadership
2. Oversight and Accountability
3. Organizational Ambassadorship
4. Executive Oversight

The board role within each of these areas is further defined in the following four diagrams.









Within these four areas of work, the board outlined *how it will work* using a generative framework:

COMPETENCY

The Board will be proactive rather than reactive by:

- Focusing on the big picture rather than the details
- Holding itself accountable for its role as leaders, providing oversight and accountability, acting as organizational ambassadors, and providing strong executive oversight
- Asking questions and staying informed to anticipate direction, and providing strategic vision

COMPETENCY

The Board will build on and develop new strengths, including:

- A focus on learning
- A well-functioning, mission-focused team
- Strong communications and collaborative relationships with staff
- Valuing the voice and expertise of service providers
- Robust processes and procedures
- Giving a voice to beneficiaries of the organization
- Asking questions and seeking information

COMPOSITION

The Board will emphasize the following attributes:

A diversity of voices and experiences
Members that reflect the ethnic background of employees and people served
New and experienced board members
Working and retired individuals
Members with strong business knowledge
Strong boundary spanners, connecting the community to the organization and the organization to the community

BOARD EXPECTATIONS

Board members are expected to participate in building a strong board culture, contribute to the effectiveness of the board, gain or build on areas of knowledge and skills in certain areas, and possess certain attributes. These expectations are outlined below:

Participate in building a strong board culture by:

- Keeping the organizational interests above all others
- Insisting on meaningful board meetings and contributing to them
- Creating and maintaining a culture of “no gossip” and professional conduct at all times
- Creating, supporting and maintaining a culture of trust and respect between board members, and between board and staff members
- Creating and contributing to organizational transparency and accountability to stakeholders
- Getting to know the board members and officers of the organization
- Identifying and avoiding conflicts of interest
- Accepting that the board has the authority and that individual board members have none (unless delegated by the board)
- Accepting that change is a constant companion

Engage in the effectiveness and efficiency of the board by:

- Maintaining confidentiality of all decisions and discussions at the board and committee level
- Inquiring if there is something you do not understand or if something comes to your attention that causes you to question a policy or practice
- Monitoring and contributing to the community and professional image of the organization
- Attending board meetings on a regular basis
- Preparing for board meetings by reading and reviewing materials in advance, including committee and Executive reports, and coming ready for active, informed participation
- Understanding the organization’s finances including the balance sheet, budget, budget process and financial position of the organization

Gain or build on the following areas of knowledge and skills:

- Community demographics and needs
- Current partners and partnership opportunities
- The policy field serving people affected, served or affiliated with the organization
- The difference between governance and management
- The complexity of the organization's challenges
- Consensus building
- Ability to work with and be supportive of CEO, leadership and programmatic staff
- Strategic and financial planning
- Ability to work with diverse groups and ideas in constructive ways
- Ability to work with and interpret financial information
- How to differentiate the important from the unimportant
- Experience in a field or endeavor that contributes to the disciplines that affect the organization
- Strong communication skills

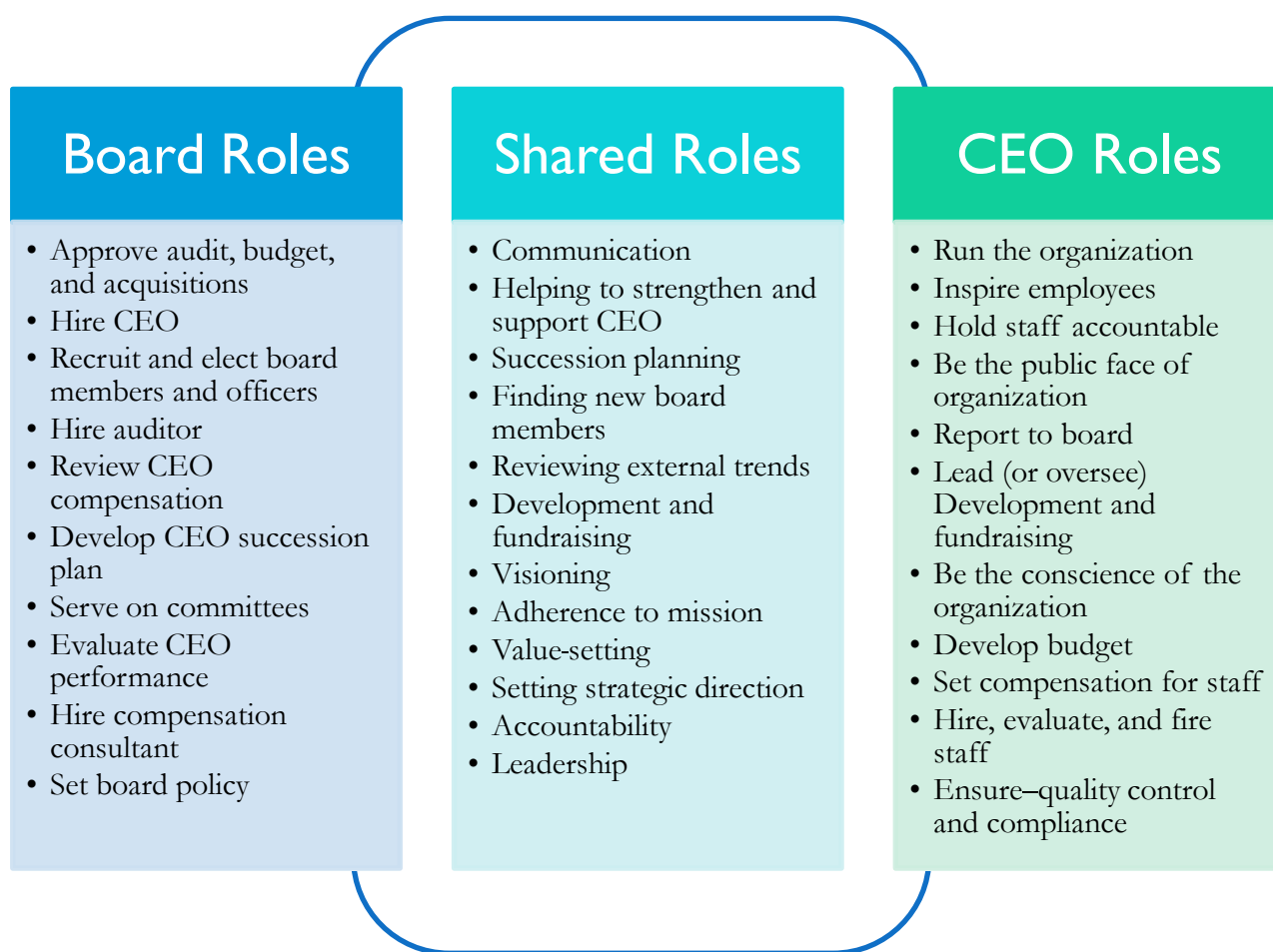
Possess the following attributes:

- Being a team player
- Knowing when to listen and when to speak up
- Seeing social/volunteer service as a responsibility of citizenship
- Understanding and subscribing to the organization's mission and values
- Feeling personally challenged to do what is best for the organization and the community
- Valuing collaboration
- Being open and honest
- Being trustworthy and reliable
- Possessing high ethical standards
- Valuing personal growth and learning
- Recognizing own leadership
- Being able to act decisively
- Being comfortable with making large-scale decisions

THE ROLE OF THE BOARD IN RELATION TO THE CEO

The board and CEO play crucial roles in the board governance model with each party in different yet vital roles in the larger mission of the organization. Transparent communications and systems of accountability are critical for creating a harmonious union between these two parties resulting in the best outcomes for the organization.

The following diagram helps to further outline the role of the board, the role of the CEO and the roles shared by both parties.



BOARD COMMITTEE ROLES AND RESPONSIBILITIES

Board committees, in this report, are established by organizational by-law, by policy or appointment. For compliance, committees established by by-law must exist and function according to the by-laws.

The diagram below outlines the committee structure for four committees:

1. Executive Committee (established by organizational by-law)
2. Finance Committee (established by organizational by-law)
3. Governance or Board Development Committee
4. Audit Committee

Board Committee Structure

	Composition	Responsibilities	Staff Support
Executive Committee	Officers of the Board	<ol style="list-style-type: none"> 1. Board leadership 2. Agenda setting 3. Board management 4. Acting in lieu of the full board (if authorized to) 5. Addressing personnel concerns and grievances; 6. Succession planning 7. CEO performance evaluation 8. Compensation of the CEO 	CEO
Finance and Audit Committee	<p>Treasurer</p> <p>Board members with financial acumen, expertise and interest</p> <p>Community members with specialized financial expertise</p>	<ol style="list-style-type: none"> 1. Oversight of budget, financial resources 2. Risk assessment 3. Adherence to whistleblower policy and review whistleblower grievances 4. Recommendation of proposed budget to the board. 5. Selection of the external auditor ensuring qualifications, independence and high performance 6. Performance of the internal audit 7. Compliance with legal and regulatory requirements. Review of the IRS 990 8. Prepare, with auditor, an annual internal audit report for the board 	<p>CEO</p> <p>CFO</p>
Governance Committee	<p>Vice Chair/Chair of the Board</p> <p>Board members with expertise, experience or interest in nonprofit governance</p> <p>Community members with specialized nonprofit governance experience</p>	<ol style="list-style-type: none"> 1. Board development and assessment 2. Orientation of new board members 3. Recruitment of new board members 4. Update and evaluation of governance policies 5. Board succession planning 6. Bylaws and board policy review and formation 7. Nomination of officers 8. Board Conflicts of Interest policy implementation and review 9. Evaluation of the board 	CEO

CREATING A CULTURE OF LEADERSHIP

To further support the work of the board and the mission, the organization needs to be committed to cultivating a culture of leadership. The board plays a critical role in cultivating leadership not only on the board but also throughout the organization. It does this by setting an example, establishing expectations and providing the flexibility and risk tolerance in order for innovation and creativity to exist.

The board is committed to:

1. Creating a compelling vision for the change sought that inspires and motivates.
2. Developing images that help them see the possibility of a better world than they have now.
3. Focusing on collaboration by creating opportunities for and supporting collaborative efforts.
4. Incorporating core organizational values in all they do, say and evaluate.
5. Defining and striving continually for a meaningful impact, understanding that leadership is not incremental nor the status quo, it is searching for the best change opportunities available.
6. Defining leadership in creating and executing strategies and providing the resources to support these strategies.
7. Coaching and mentoring leaders and emerging leaders with different skills, expertise and world views to strengthen the organization.
8. Embracing measured risk and risk-taking by creating opportunities for risk and accepting the possibility of failure.
9. Generating new strategies by evaluating what is working well, what can be improved and what they should stop doing.
10. Keeping the mission at the center of all decisions.
11. Challenging themselves to create, listen to, and learn about new ideas that will stretch their belief systems.

Board and CEO Leadership Roles

Board Roles

- Approve audit, budget, and acquisitions
- Hire CEO
- Recruit and elect board members and officers
- Hire auditor
- Review CEO compensation
- Develop CEO succession plan
- Serve on committees
- Evaluate CEO performance
- Hire compensation consultant
- Set board policy

Shared Roles

- Communication
- Helping to strengthen and support CEO
- Succession planning
- Finding new board members
- Reviewing external trends
- Development and fundraising
- Visioning
- Adherence to mission
- Value-setting
- Setting strategic direction
- Accountability
- Leadership

CEO Roles

- Run the organization
- Inspire employees
- Hold staff accountable
- Be the public face of organization
- Report to board
- Lead (or oversee) development and fundraising
- Be the conscience of the organization
- Develop budget
- Set compensation for staff
- Hire, evaluate, and fire staff
- Ensure-quality control and compliance