

GP 4 Officer Roles

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Board officers are leaders among equals. In addition to their duties, each officer will assume a leadership position within the Board in one of the four main areas of board responsibility: *Perpetuating Board Excellence, Linking with Members, Enacting Policy, and Assuring Management Performance*. To provide continuity and to foster good governance, all officers will provide training and support to their successors. Officers retain all the duties and responsibilities of regular board members.

- GP 4.1 The President assures the integrity and fulfillment of the board's policy governance process and maintains its focus on Ends policies. The President assumes a leading role in *perpetuating board excellence*.
 - GP 4.1.1 The job result of the President is that the board follows its own rules and those legitimately imposed upon it from outside KCI.
 - GP 4.1.2 The authority of the President consists in making decisions that fall within board policies on Governance Process and Board-GM Linkage, except where the board specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions of these policies.
 - GP 4.1.2.1 The President has no authority to make decisions relating to Ends and Executive Limitations policies. Therefore, the President has no authority to supervise or direct the GM.
 - GP 4.1.2.2 The President may represent the Board to outside parties in announcing Board-stated positions and in stating chair decisions and interpretations within the area delegated to him or her.
 - GP 4.1.2.3 The President may delegate this authority but remains accountable for its use.
 - GP 4.1.3 The President will maintain a list of pending agenda issues including requested agenda items and other matters requiring board attention.
 - GP 4.1.4 With reference to the Annual Agenda Cycle (see GP 6) and list of pending agenda issues, the President shall establish the agenda for each board meeting.

- GP 4.1.5 The President will sign all documents for the Co-op at the direction of the board or the membership.
- GP 4.1.6 The outgoing President will attend the first agenda-setting meeting with the new President.
- GP 4.2 The Vice-President assumes a leadership position on issues related to *member linkage*, such as encouraging member involvement in board activities and committees, and exploring opportunities for member feedback.
- GP 4.2.1 In absence or incapacity of the President, the Vice-President will assume the duties of the President.
- GP 4.2.2 The Vice-President oversees the annual membership meeting and the election.
- GP 4.2.3 The Vice-President supports the President and other officers in their duties, offering guidance and assistance when appropriate.
- GP 4.3 The Secretary is the board's administrator and supervises the custody, accuracy, and integrity of all corporate documents, and assumes a leadership position in the area of *enacting policy*. The Secretary also:
- a) Performs or delegates any duties required of KCI by the State by virtue of KCI being a non-profit organization.
 - b) Sees that meeting packets are prepared for the monthly board meetings one week in advance. Items to include but are not limited to: agenda, minutes for approval with Policy Monitoring Check Sheet, monitoring reports, and decision-making information.
 - c) Sees that minutes of board meetings, which includes Policy Monitoring Check Sheet, are taken and prepared for the next meeting packet.
 - d) Signs and dates all minutes as approved and sees that they are posted on the Co-op Bulletin Board, and placed in board files in both electronic and paper format.
 - e) Sees that minutes of all membership meetings are taken, a draft version prepared for review at the following board meeting, and copies posted on the Co-op Bulletin Board and filed for approval at the next membership meeting.
 - f) Sees that board files are maintained.
 - g) Countersigns corporate documents as required.
 - h) Sees that policy and Bylaw revisions are prepared and made available through the Co-op website, and that board members are notified of changes.
 - i) Sees that board notebooks are maintained, including the GM's copy and spares.
 - j) Assures that GM and board monitoring reports are dated, signed, and filed.

- k) Announces quorum for the record at membership meetings
- l) Sees that board of director's contact list is updated and distributed to board members and the GM, and a copy containing e-mail and phone numbers posted on the Co-op Bulletin Board for the membership.
- m) Insures the integrity of ballot counting for KCI elections

GP 4.4 The Treasurer serves a leadership position within the board in the area of its fiscal responsibilities and in the discussion and review of Executive Limitations policies (*assuring management performance*).

GP 4.4.1 The Treasurer will research and recommend an accounting firm for the financial review.

GP 4.4.2 The Treasurer will act as the board's liaison with the chosen accounting firm for the duration of the review.

GP 4.4.3 The Treasurer will be responsible for proposing and monitoring the board's Cost of Governance line items in KCI's annual budget.

GP 4.4.4 As necessary, the Treasurer will ask the board for additional resources and support in performing these duties.

GP 4.4.5 The Treasurer will countersign documents as required in the absence or incapacity of the Secretary.