



Food Bank of Contra Costa and Solano Board of Directors Roles and Responsibilities

Last Updated: January 18, 2023

Function

The Board of Directors of the Food Bank of Contra Costa and Solano (FBCCS) is responsible for setting high level policies and establishing strategic goals for the organization. Board members are the fiduciaries who steer the organization towards a sustainable future by adopting sound, ethical, and legal governance and financial management policies and make sure the organization has adequate resources to advance its mission. The board also hires, oversees, and sets compensation of the CEO, who leads day-to-day management of the organization. Additionally, board members represent the Food Bank in their community, advocating its objectives and assisting in connecting it with donors and volunteers.

Benefits

The Food Bank benefits from the ability of the board to set policies, provide leadership, and raise funds, as well as from the expertise of individual board members. Board members benefit from contributing to a worthwhile cause, associating with a respected organization, and interacting with other community-minded people and the organizations they represent.

Responsibilities

The Board of Directors sets the high-level policies for the organization and oversees its affairs. In addition to the duties and responsibilities set forth in the Bylaws, board members have the following responsibilities:

As Individuals

- Be informed about the organization's mission, services, policies, and programs
- Be familiar with the information in the Board Member Onboarding Packet, in particular the Bylaws and other governance documents
- Follow conflict-of-interest and confidentiality policies
- Attend all board meetings, assigned committee meetings, and special events including the annual Nourish Gala
- Serve on committees and take on leadership roles and/or special assignments
- Review agenda and supporting materials prior to board and committee meetings
- Assist the board in carrying out its fiduciary responsibilities, such as reviewing the organization's financial statements
- Keep up to date on developments in the organization's field
- Inform others about and advocate for the organization; demonstrate public support
- Suggest nominees who can make significant contributions to the work of the board and the organization
- Make a personal financial commitment to the organization to the best of their ability or assist in identification of other donors.
- Connect the organization with potential donors and volunteers



As a Governing Body

- Provide long-term sustainability. Ensure organizational continuance through board succession, oversight of organizational leadership succession, and maintenance of bylaws.
- Determine mission. Create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
- Select, Support, and Evaluate CEO. Reach consensus on CEO responsibilities and conduct a search to find the most qualified individual for the position. Partner with CEO and staff to accomplish goals and responsibilities. Ensure CEO has the moral and professional support needed to achieve FBCCS goals.
- Build a competent board. Articulate prerequisites for candidates, orient new members, and periodically evaluate board's performance.
- Ensure effective planning. Actively participate in strategic planning process and assist in implementing and monitoring the plan's goals. Approve strategic plans for the organization.
- Protect assets and provide financial oversight. Assist in developing annual budget and ensuring financial controls are in place. Secure adequate financial support to fulfill mission. Approve and monitor the annual budget
- Monitor programs and services. Determine which programs are consistent with the mission and monitor and improve their effectiveness.
- Ensure integrity. Ensure adherence to legal standards and ethical norms.
- Enhance public standing. Demonstrate public support of FBCCS policies and actions in the community.

Requirements

Term: Board members are elected for an initial three-year term that can be renewed for a second three years, depending on performance and the individual's desire to do so.

Meetings: Board members are required to attend board meetings. Meetings are held each month (except August and December) on the first Wednesday. Meetings generally run from 7:30 AM to 9:00 AM at the Food Bank (held remotely via video call during pandemic). Board members are expected to prepare, participate, and contribute informed opinions at meetings.

Committees: Board members must serve on at least one committee and usually more than one. At the present time, committees include Executive, Governance, Finance, Programs, Development, CEO Performance Review, Audit, Advocacy, Investment, Infrastructure, Transition/Succession, Strategic Planning, and NorCal. Board members must participate actively in discussions, assist with committee reports, and follow through on assignments aimed to deliver against committee objectives.

Experience: Board members should have experience and expertise in an area of benefit to the Food Bank (e.g., finance, HR, legal, development, operations, strategic planning) and willingly serve as a resource to the board and staff.

Leadership: Over the course of their tenure, board members should be willing to take on leadership responsibilities. Currently, there are three board leadership positions: Chair, Vice Chair, and Secretary/Treasurer, each elected for a two-year term. In addition, each committee has a chair filled by an existing board member



Values: Every board member should be committed to the Food Bank’s mission of “leading the fight to end hunger, in partnership with our community and in service of our neighbors in need” and to building and modeling the values of diversity, inclusion, and equity as we advance that mission.

Financial Support: Each board member is expected to financially support the Food Bank to the best of their ability and to participate in fundraising efforts including attending events, encouraging others to contribute financially, and soliciting major gifts. Board members are expected to be effective spokespersons who actively promote the organization in our community.

Volunteering: Board members are strongly encouraged to participate in one or more volunteer activities such as food sorting, packaging, and distribution, and to encourage others to volunteer as well.

Nomination Procedure

A candidate’s resume and questionnaire are reviewed by the Governance Committee. The committee assesses the candidate against diversity requirements and needed skills. If the decision is to move forward, then the CEO and a Governance Committee member interviews the candidate and decides whether to recommend the candidate for board membership. If the decision is to move forward, then the Governance chair presents the candidate to the full board for a vote.