

# Camp Fire Heart of Iowa

## **YOUR ROLE AS A MEMBER OF THE BOARD OF DIRECTORS**

You were selected as a director of the board of Camp Fire Heart of Iowa because it is believed that you have special knowledge, abilities, and experiences to contribute. You will bring your individuality to all that you do.

This fact sheet describes many aspects of your job as a board member. It is designed to help you be an effective director.

### **A COMMITMENT OF TIME**

Conducting the business of Camp Fire Heart of Iowa means meeting as a board, in committees, and with community groups. Meetings take time. Plus, time must be given between one meeting and the next to complete assignments and make preparations. As a board member, you will also have opportunities to participate in council program activities, fundraising events, community forums and trainings. These are important ways to learn about your council and community and to stay in touch with the concerns of the members. Some board members over commit themselves. This leads to burnout and poor decisions. It is not good for the agency or for you. It is up to you to decide your personal limits. Good board members assume responsibility for only what they can complete efficiently and effectively.

### **A COMMITMENT OF BELIEF**

Being on the Camp Fire board is not just a commitment to managing a business. It is a commitment to the mission of the agency, its philosophy and its policies. Camp Fire's vision is to be a contemporary, inclusive, coeducational youth-development agency. That means each board member must be committed to serving all children inclusively. It also means that each board Member must be committed to continually bringing the Camp Fire experience into the lives of more and more young people.

Camp Fire is an organization for young people and adults of all abilities and disabilities, experiences, races, ethnicities, socio-economic backgrounds, sexual orientations, gender identities and expressions, religion and non-religion, citizenship and immigration status, and any other category people use to define themselves or others. Each board member must be committed to serving a pluralistic membership. An affirmative action policy for the council is one part of that commitment. A board member who sees that a council is making decisions contrary to these commitments has a responsibility to uphold these basic beliefs. A board member who cannot agree with a council's decisions that stem from these basic commitments should consider resigning.

### **A COMMITMENT OF FINANCIAL SUPPORT**

The board is responsible for obtaining financial support from the communities it serves. This may be done in many ways, but the individual commitment of each board member is essential. Each board member contributes to the financial stability of the council in three ways.

1. Each board member is expected to make a financial contribution within his or her means. The amount of the contribution will certainly have an impact on the council, but more important is the act of giving. When each member of a board gives to support the council, it is a positive message to other givers in the community.
2. Each board member is also expected to help identify sources of support for the council. The knowledge you have of the community will help the council implement an effective financial development program.
3. Finally, each board member must be willing to ask for contributions to the council. This is done as part of an overall plan developed by the board.

## **RELATIONS WITH STAFF**

The success of our council is a partnership between board and staff. Board members often work closely with particular staff members, have opportunities to observe their performance and may be personal friends. At the same time, it is not appropriate for board members to become involved or to interfere in problems related to staff.

The board delegates to the executive director the responsibility for personnel administration within the policies established by the board. This means that decisions on disciplinary problems, release of staff, individual salaries, staff work plans and vacations are made by the executive director. The executive director may seek advice from the board in making these decisions. Many unfortunate situations happen in councils when individual board members or the board as a whole forgets this division of responsibility.

## **PROFESSIONAL ADVICE**

One of the special talents you bring to the board may be your expertise as an accountant, lawyer, insurance adviser, etc. You will often be able to add specialized knowledge to the decisions of the board. But your presence as a board member does not eliminate the need for independent professional advice.

Every board member should encourage the board to seek independent legal counsel or other expertise when needed. Board action without sufficient, accurate information is not following sound business practices.

## **DECISIONS FOR THE GOOD OF ALL**

As a board member, you are responsible for making decisions for the good of the council. If you represent a geographic area of the council, it is sometimes difficult to balance the needs and interests of that area with the overall needs of the council. If you have a personal commitment to a particular program, such as club or resident camp, it is sometimes difficult to make decisions on priorities or allocation of resources to other programs.

There is no easy answer when you are in this position. It is essential to remember that you are accountable to all members of the council and to the community, which is looking to the council to serve children and youth with meaningful programs.

## **MAKING WISE DECISIONS**

Seldom do all directors immediately agree on a course of action. Often there is a need for further clarification, more information and negotiation or compromise. It is essential that you be an active participant in this process- asking questions, making sure you understand the implications of a decision, keeping focused on the real issue. It is your responsibility to make informed decisions.

## **YOU AND THE COUNCIL**

All Camp Fire councils have the same basic legal structure, accountability, and responsibility. All of them:

- are not-for-profit corporations;
- are governed by the laws of federal, state and local entities;
- have bylaws; and
- are chartered by Camp Fire.

## **A VOLUNTARY NOT-FOR-PROFIT MEMBERSHIP CORPORATION**

In a voluntary organization, men and women come together so their collective efforts can provide needed services to a community. Voluntary agencies believe in the democratic process of involving people in the decisions that affect them.

The purpose of the corporation is not-for-profit in a legal sense. This does not mean that a council cannot raise money, charge fees, make wise investments or have a reserve fund. It simply means that a Camp Fire corporation's objective is service; there cannot be financial gain for its board or members.

A membership organization means that youth and adults become members of the corporation and are entitled to certain privileges. The rights and privileges of members, as well as qualifications for membership, are spelled out in a council's bylaws or delegated to the board to establish.

Certain members of the council are granted voting privileges. State laws generally specify a minimum age for voting members in corporations. As a body, these voting members constitute the council when in a duly called meeting. A not-for-profit corporation is a legal entity recognized by law. Councils are incorporated to limit liability on the part of officers, directors and employees. Of course, this corporate protection is only one of many ways to limit liability. You will learn more about this in other parts of your development program.

Your council came into existence as a corporation when the articles of incorporation were filed with the state. Articles of incorporation include the name and purpose of the corporation and the names of the individuals who filed the incorporation papers. States vary as to other requirements or articles of incorporation. In this section of your manual, you should find a copy of the articles of incorporation for your council.

## **GOVERNED BY LAWS**

All not-for-profit corporations are closely regulated by federal, state, and local laws. The term "law" is used here as a generic term to also include regulations and ordinances.

### **Federal Laws**

There are many federal laws that pertain to all corporations. Other laws apply specifically to not-for-profit corporations. Tax laws and regulations, equal employment opportunity and labor laws are a few examples.

### **State Laws**

Laws vary from state to state. Most states have extensive bodies of law designed specifically for not-for-profit corporations. Some states are silent on the issue of not-for-profits. When this is the case, an attorney will probably advise following applicable for-profit corporate laws in the state. State laws generally relate to tax exemption, solicitation of funds, personnel practices and employee benefits.

### **Local Laws**

City and county laws may be found in the form of ordinances or published regulations. Many local areas have laws governing the solicitation of funds, sale of products, and health and safety practices.

## **GOVERNED BY ITS OWN ARTICLES AND BYLAWS**

Articles of incorporation and bylaws are a corporation's secondary laws that must be strictly followed. Bylaws must be in accord with the council's articles of incorporation and superior laws, such as federal, state and local laws. A council's bylaws and articles must also be approved by Camp Fire.

The council bylaws provide the broad organizational framework for the council. While they may be amended, they may not be waived. Copies of the bylaws must be available to all voting members of the council. The bylaws spell out those decisions and actions which are reserved for the voting members of the council. Voting members always have the following rights, but your council bylaws may include others

1. The voting members approve and may amend or revise the council's articles of incorporation and bylaws. Through this process, the voting members decide the basic organizational framework of the council.
2. The voting members elect the officers and directors of the board and the members of the nominating committee, as prescribed in the council's bylaws.

### **CHARTERED BY CAMP FIRE**

A charter is a contract between a council and Camp Fire. The charter gives a group of local citizens the right to provide Camp Fire programs in a defined jurisdiction. The council is accountable to Camp Fire through the council's board of trustees/directors. The charter grants the council membership in the national corporation. The bylaws of Camp Fire define the obligations of member councils and grant them certain rights.

As stated in Camp Fire's bylaws, a chartered council is accountable for fulfilling the following obligations:

1. Subscribe to the purpose of Camp Fire.
2. Pay prescribed fees.
3. Meet established requirements.
4. Comply with policies.
5. Maintain standards.
6. Be incorporated within its state as a not-for-profit membership organization.
7. Operate within Camp Fire bylaws.

While these obligations are not law in the legal sense, they have the force of law in that the Board of Directors of Camp Fire may take action against those chartered councils which fail to meet their obligations. These actions are taken by the board in the best interests of the entire Camp Fire system. Potential actions range from notifying a council of the need to fulfill an obligation within a specified period of time, to revoking a council's charter. Compliance with obligations is regularly monitored by Camp Fire.

A chartered council is also granted certain rights through the bylaws of Camp Fire.

1. To use the name, insignia and programs of Camp Fire.
2. To provide Camp Fire programs within the specified jurisdiction.
3. To organize and operate as a chartered council of Camp Fire.
4. To establish local membership categories, privileges and fees.
5. To be a corporate member of Camp Fire.

The obligations and rights of a council are further described in the publication *Policies and Procedures Resource Manual*. Your council has a copy.



## Board of Directors Application Form

1. Candidate Name: \_\_\_\_\_

Home Address:

Email: \_\_\_\_\_

Preferred Method of Contact: \_\_\_\_\_ Email \_\_\_\_\_ Phone \_\_\_\_\_

2. Current position & employer \_\_\_\_\_

3. Please describe your relevant experience and/or employment. You may also attach a resume.

4. Our vision is a world where all young people thrive and have equitable opportunities for self-discovery, community connection, and engagement with nature. Please describe the area (s) of expertise/contribution you feel you can make to further the mission of Camp Fire Heart of Iowa.

5. Please list prior experience serving as a Board member for other non-profit organizations.

6. What fundraising experience do you have and how comfortable are you in supporting fundraising efforts?

7. What other volunteer commitments do you currently have?

8. Board member expectations: Attend bi-monthly meetings typically lasting 90 minutes, actively participate in committees, attend organization events, and contribute financially through fundraising efforts and personal donations.

Can you agree to this level of support? \_\_\_\_\_ Yes \_\_\_\_\_ No

9. Why are you interested in serving as a Board member for Camp Fire Heart of Iowa?

10. Please share any other information you feel important for consideration of your application to serve as a Camp Fire Heart of Iowa Board member:

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For Board Use:

Personal Meeting with Board Officer and Executive Director or other. \_\_\_\_\_ Date

Application reviewed by the committee. \_\_\_\_\_ Date

Applicant proposed to the Board. \_\_\_\_\_ Date    Approved \_\_\_\_\_ Rejected \_\_\_\_\_

Applicant notified \_\_\_\_\_ Date    If accepted, date of onboarding \_\_\_\_\_