

# **Board Meeting Management Policy**

## **The World U.P. Foundation**

### **Purpose**

A role of the Board is to assure that the World U.P. Foundation ("World U.P.") is accomplishing its mission by holding routine meetings to monitor and oversee that the organization is completing established goals, monitoring the organization's finances, and establishing committees, as needed, to provide additional oversight. The purpose of Board Meeting Management Policy is to provide guidance and operational procedures for holding and managing those Board and Committee Meetings. All Board and Committee meetings will be conducted in accordance with this policy.

### **New Board Member Recruitment**

It's the responsibility of all Directors to engage in the recruitment of new Directors of the Board. Once potential new Directors have been identified, they will meet with an existing member of the Executive Committee. If the candidate is interested, they will be asked for a resume and asked to attend the next meeting to participate in conversation. A vote may be brought up at that meeting or at any following meeting to elect them onto the Board as a Director.

New candidates should be considered based on the following criteria:

- History volunteering with the organization;
- Current involvement on other Boards;
- Past volunteer experience with other organizations;
- Skills or experience that may align with current organizational needs or knowledge gaps;
- Networks for organizational and financial growth;
- Other factors that impact the organization (negative or positive).

All these factors do not need to be present, and other factors may be considered that are not listed. All pertinent information shall be presented to the Board of Directors in the meeting, prior to voting.

### **Board Meeting Agenda**

The regular meeting is formatted to include a concise agenda, discussion items, action items and information items. At the conclusion of each meeting a PDF of the meeting minutes or update deck will be saved onto Google Drive. The Meeting Minutes shall be linked into the next meeting's agenda to be voted into record.

Each year after the annual meeting, the meeting minutes from that calendar year are published to the Organizations' Website.

## **Board Meeting Preparation and Minutes**

Preparation for closing each Meeting is essential. The steps are as follows:

1. Each Committee will Make updates to their dedicated slide to the Agenda by 5pm 7 calendar days before the scheduled Update Meeting.
2. The Historian will review the updates and follow-up as needed to create the Agenda, which will be confirmed with the President by 5pm 4 days before the scheduled Update Meeting.
3. The Historian will send the Final Deck with the Agenda by 6pm 2 days before the scheduled Update Meeting.
4. Each Board Member will review the agenda, updates and review any document presented for voting approval. Any document longer than two pages, needs to be sent to the Board four weeks before meeting for initial review by each Board Member. If no additional revisions, meetings, or edits are required, it will be added to the Agenda for Vote.
5. During the meeting, the Historian will record minutes in the speaker notes section of each appropriate slide.
6. Within 48 hours after the meeting, the Historian will save the deck as a PDF, with the "1 Slide with Notes" format and save the PDF document to a folder on the Drive. The PDF shall be linked in the Agenda for the next month's meeting under "Motion to Approve [Insert Month] Minutes Slide. Once approved the Link shall be moved to the Approved Meeting Minutes slide in the Appendix.

## **Board Meeting Conduct**

- All Discussion shall be solely to the business under deliberation.
- All discussion must remain respectful.
- The Board Vice President has the responsibility to keep the discussion to the business or motion at hand and shall halt discussion that does not apply to the business of the Board.
- Voting will be by Consensus (see Consensus Policy)

## **Closed Session**

The Board will act in closed session whenever the subject of the discussion is highly confidential or sensitive. The Board shall have the option of asking staff as well as any observers to leave the meeting during a closed session. The discussion will only pertain to the subject concerning the closed session and must remain confidential.

## **Board Self-Evaluation**

The Board members will complete a Board Evaluation Form annually. The results will be shared with the Board. Results, discussions, and actions will be included in the meeting minutes. Based on the outcome, this can include a review of the Board Operating Procedures.

The schedule for self-evaluation is as follows:

- Nov/Annual Meeting - Initiate Self Board Assessment
- January Meeting - Review Results with Board
- February Meeting - Executive Committee members are each assigned Directors for holding an 1:1 with each Member to discuss results and personal Board Goals. A summary of the results are reported back to the Executive Committee for review
- June Meeting - Initiate Mid Year Progress Assessment
- September Meeting - Review Progress to Board

### **Board Member Assessments**

Periodic Review of each Director will be performed. This will include the following criteria:

- i. Pledge status
- ii. Fundraising
- iii. Volunteer
- iv. Engagement (including Meeting Attendance)

An individual status report will be issued to each Director prior to the Annual Meeting. Any issues will need to be addressed prior to the end of the calendar year. If needed, an action plan for a Director that has not met commitments or policies will be developed and reviewed by the Executive Committee. An One on One Meeting will then be held with the Director as needed to resolve the situation.

For extraordinary achievement, the Executive Committee may consider a recognition for that Director.

A high level summary of the Board Member Assessments will be reviewed at the Annual Meeting.

### **Board Resignation Prior to End of Term**

Directors that request resignation prior to the end of their term will complete the Board Resignation Form and be requested to fill out a Board Assessment Form. The resignation and any comments will be shared with the Board. Results, discussions, and actions will be included in the meeting minutes.

### **Request or Complaint by an Employee, Volunteer, or Client**

All complaints will be handled through the established Complaint Policy and Form.



## **Media Inquiries**

Executive Director/CEO or designee will be the official Spokesperson for The World U.P. Board of Directors. All board members who receive calls from the media should immediately direct them to one of the Spokesperson. The contacted Spokesperson will decide if the inquiry or call needs to be discussed at the Communication Committee or if direct feedback is warranted.

## **Legal Issues**

All communications with legal counsel shall be handled through the Executive Director/CEO or designee. All members shall adhere to the **Conflict of Interest Policy**. Individual Board members are not authorized to make commitments on behalf of the Board. **All** contracts will be approved by the Executive Director/CEO.