



## Board of Directors Responsibilities

GALA Choruses is a charitable organization and conducts its activities in accordance with section 501(c)3 of the United States Internal Revenue Code. Its mission is to support GLBT choruses as we change our world through song. Its Board of Directors is charged with the following responsibilities for the Association: setting its strategic direction, contributing to and ensuring its fiscal health, and general governance.

The following is offered as information on the responsibilities of a Director:

- Directors are required to serve on at least one committee.
- Committee meetings are generally held via teleconference. All conference calls are at no cost to the participants as the organization uses a toll free service.
- Each Director is expected to contribute to GALA Choruses (give or get) a minimum of \$3000 per fiscal year. The travel and lodging costs for a Director to attend Board meetings are deductible from that amount. The cash portion of the contribution is expected to be at least \$1,000. The Board President works with each Board Director to determine the best means to accomplish the goal.
- Directors are expected to engage in advocacy activities for GALA Choruses which can include representing GALA Choruses at member chorus 25<sup>th</sup> anniversary celebrations and providing support to choruses in their general geographic area.
- Directors will sign and adhere to the GALA Choruses Conflict of Interest Policy and Confidentiality Agreement.
- Directors must read, understand, and adhere to the bylaws of GALA Choruses, Inc.
- Directors of the corporation are elected by the Board of Directors, as are Officers who consist of President, Vice-President, Secretary, and Chief Financial Officer (Treasurer). Each officer serves a one-year term and may be reelected. Any director may serve as an officer.
- The General Manager serves at the pleasure of the President and Board of Directors and is an ex-officio member of the Board.
- Directors serve without compensation.
- Directors should attend all meetings of the Board. Without a quorum, no official meeting may be held and no official action may be taken. Meetings are generally held in diverse locations within the United States and Canada or via conference call at least four times a year and are scheduled months in advance.

- All Directors are required to have internet e-mail access. Business may be conducted electronically.
- The average Director's time commitment is 10 hours monthly.
- When the Board is in session, Directors have a responsibility to preserve order and decorum so the business of the Association may be transacted in an efficient and courteous manner. Board meetings are governed by the informal style of Roberts Rules of order, newly revised. This informal style permits the following:
  - A. The President will set the agenda and preside over Board meetings.
  - B. Directors may make motions and speak while seated.
  - C. Motions require a second and are passed by majority vote.
    - ◆ Discussion is not limited, unless by motion.
    - ◆ All meetings are open to the Association's members unless the Board convenes an Executive Session. Minutes are taken and submitted by the Secretary.
    - ◆ Attendance records are kept and maintained by the secretary and will be periodically reviewed by the President and Governance committee.
    - ◆ If it becomes difficult to meet attendance or other Board requirements, the President will counsel the Director. Directors may be removed with or without cause by a majority of the directors in office.

Signed \_\_\_\_\_

Date \_\_\_\_\_