



Diversity Council Board of Directors

Overview

Our Board of Directors is made up of the best and brightest diversity leaders. These individuals hail from a broad array of industries, from academia to technology, communications to entertainment. This core team governs the Diversity Council and sets the strategy for key initiatives and goals for the Council. Each member of the Diversity Council's Board of Directors shares an uncommon desire to expand the reach of the Council and help drive the its mission and vision of diversity and inclusion in businesses, communities, and schools.

In an effort to ensure that all Board members understand their role in the Diversity Council, an outline of Board membership requirements, responsibilities, officers, officer duties, code of conduct, and statement of inclusiveness is provided below.

Board Responsibilities & Requirements

Policy

- To make a final determination and vote on the strategic plan for the Diversity Council and evaluate the Diversity Council's performance in accomplishing its mission on an annual basis.
- To review, discuss and vote on program committee guidelines, and to vote on all grant submissions for funding; to develop policies for the operation of the program committees.

Personnel

- To determine performance standards, and evaluate performance of the Executive Director on an annual basis.
- To review and approve personnel policies.
- To recruit corporate members.

Financial

- To pay membership dues and other Diversity Council financial commitments in a timely manner.

Attendance & Participation

- To attend regularly scheduled Board meetings and/or conference calls. The frequency of meetings and/or conference calls can be adjusted, as appropriate to perform the duties and responsibilities outlined above.
- To participate in all Diversity Council events as a sponsor, planning committee member, volunteer, and/or attendee.
- To serve on a committee.

Specific Board Duties

1. **Support the Executive Director** to whom responsibility for the administration of the organization is delegated, including:
 - To review and evaluate his/her performance. The Executive Director, in partnership with the entire board, should decide upon a periodic evaluation of the Executive Director's performance.
 - To offer administrative guidance and ensure that the he or she has the moral and professional support he or she needs to further the goals of the organization.
2. **Govern the organization by broad policies and objectives**, formulated and agreed upon by the Executive Director, including assigning priorities and ensuring the Council's capacity to carry out programs by continually reviewing its work.
3. **Ensure effective organizational planning** as stewards of an organization by actively participating with the staff in an overall planning process and assist in implementing the plan's goals.
4. **Ensure adequate resources.** One of the board's foremost responsibilities is to provide adequate resources for the organization to fulfill its mission. The board should work in partnership with the Executive Director and development staff, if any, to acquire sufficient resources for the Council's operations and to finance the events, products, and services adequately. Allocate distribution of administrative, program and discretionary funds.
5. **Manage resources effectively.** The board, in order to remain accountable to its donors, the public, and to safeguard its tax-exempt status, must assist in developing the annual budget and ensuring that proper financial controls are in place.
6. **Determine and monitor the Council's programs and services** by determining which programs are the most consistent with the Council's mission, and then monitoring their effectiveness.
7. **Account to the public for the products, services, events and initiatives of the Council and expenditures** of its funds, including:
 - To provide for fiscal accountability, approve the budget, and formulate policies related to contracts from public or private resources.
 - To accept responsibility for all conditions and policies attached to new, innovative, or experimental programs.
6. **Enhance the Council's public image** as the primary link to the community, including constituents, the public, and the media. Clearly articulating the organization's mission, accomplishments, and goals to the public, as well as garnering support from important members of the community, are vital elements of a comprehensive public relations strategy.
7. **Serve as a Court of Appeal** except in the direst of circumstances, the board must serve as a court of appeal in personnel matters. Solid personnel policies, grievance procedures, and a clear delegation to the chief executive of hiring and managing employees will reduce the risk of conflict.

8. Assess its own performance by evaluating its performance in fulfilling its responsibilities, the board can recognize its achievements and reach consensus on which areas need to be improved. Discussing the results of a self-assessment at a retreat can assist in developing a long-range plan.

Board Qualifications

- Must be employed by a member corporation or organization
- Must possess the authority within the company to make decisions, recommendations, be an advocate to senior management, and influence change
- Must possess an understanding of the value of diversity and inclusion
- Must be committed to the vision and mission of the Diversity Council
- Must have company commitment and support

Officer Ranking

1. Chairman of the Board
2. Vice Chair, Financial Secretary
3. Treasurer
4. Secretary/Clerk

Officer Duties

Chairman of the Board

1. Presides over all Board of Directors meetings. Leads the Board of Directors in vigorous pursuit of the Diversity Council's vision and mission; exemplify and safeguard the Diversity Council's vision.
2. Executes all contracts and legal documents.
3. Enforces observance of the Constitution and Bylaws.
4. Fosters a safe environment for open communication and inquiry; ensures due process.
5. Facilitates consensus; fosters collaborative, creative problem-solving and priority-setting; encourages ambitious long term planning.
6. Separates role as Chair from individual opinion; guides separation of Board policy and oversight from staff management duties.
7. Chairs the Executive Committees; serves ex-officio on other Board Committees.
8. Works in partnership with the Executive Director to achieve the Louisiana Diversity Council's mission.
9. Guides the Executive Director in translating Board decisions into management action; support, counsel and serve as the Executive Director's sounding board.

Vice Chair

Performs all the duties of the Chairman of the Board in the absence of or at the request of the Chairman.

Financial Secretary

1. Maintains all financial records for the Council.
2. Receives all funds paid to the Council for any purpose.
3. Is co-signer with Treasurer on all checks for disbursement.
4. Holds joint responsibility with the Treasurer for filing tax forms with the IRS.

Treasurer

1. Receives all funds of the Council from the Financial Secretary and deposits them in the official bank or banks in the name of the Diversity Council.
2. Receives all bills, makes disbursements and keeps written records.
3. Submits to the Board a monthly report of all money.
4. Sends summary sheet for audit to the National Diversity Council.
5. Is co-signer with the Financial Secretary on all checks for disbursement.
6. Holds joint responsibility with the Financial Secretary for filing income tax forms with the IRS.

Secretary

1. Acts as recording officer at the BoD meetings.
2. Keeps the records of the BoD.
3. Reads minutes of previous BoD meetings.
4. Registers names and addresses of BoD members.
5. Receives amendments of the ByLaws.

Code of Conduct

As a member of the Board of Directors, each individual will:

1. Commit to the Diversity Council's vision and mission.
2. Exemplify and uphold its values.
3. Serve the interests of the Diversity Council as a whole.
4. Maintain a working knowledge of the Diversity Council's finances, operations, program and legal framework.
5. Faithfully attend and prepare for Board and Committee meetings.
6. Fully and openly participate in Board and committee deliberations.
 - a. Questions with an open and curious mind.
 - b. Respect, listen and learn from others.
 - c. Maintain independence and objectivity; advocate according to conviction.
 - d. Strive toward consensus; respect and represent majority decisions.
7. Actively collaborate in the creation of program strategies.
8. Positively represent the Diversity Council to the public.

Statement of Inclusiveness

The mission of the Diversity Council is to advance diversity and inclusion to build stronger communities in the area. Toward this end, the Diversity Council actively seeks to promote access, equity, and inclusiveness; and to discourage discrimination based on race, ethnicity, gender age, socioeconomic status, and other factors which deny the essential humanity of all people.

The Diversity Council has the conviction that inclusiveness benefits everyone and is not only compatible with but also promotes excellence. The Diversity Council's policies reflect the belief that organizational performance is greatly enhanced when people with different backgrounds and perspectives are engaged in an organization's activities and decision-making process.