



# Sheltowee Trace Association Board of Directors Duties & Responsibilities



## Purpose

The Board of Directors is the legal guardian of the Sheltowee Trace Association (STA). Its role is to ensure that the STA meets the corporation's responsibilities and addresses specific needs of all user groups of the Sheltowee Trace National Recreation Trail (STNRT). Board members are expected to be actively networking for the STA and assisting in the planning and execution of events and programs, through their leadership on Board Work Groups, in addition to their regular meeting commitments and obligations.

## Key Responsibilities

- Be knowledgeable of the Bylaws, Mission, and Strategic Plan of the STA. All decisions should be made in keeping with these documents.
- Ensure policies and procedures contained in the Bylaws or enacted by the Board of Directors are implemented.
- Develop and evaluate strategic plans, financial resources, and human resources (both paid and volunteer staff) to meet the needs of the STA.
- Contribute time and resources to promote the STA (including awareness, membership, and fundraising activities).
- Develop, approve, and monitor the annual budget.
- Contribute to the monitoring of the needs and concerns of trail users – including hiking, biking and horseback riding communities – that might impact the STNRT.

## Obligations

- Attend in-person or via conference call a majority of regular and special-called meetings of the Board. (If you are unable to keep your commitment, please voluntarily tender your resignation as the Board must have at least 50%-plus-one for a quorum.)

Board meeting dates are established no later than the STA Annual Meeting. Typically, the Board will conduct regular meetings six (6) times per year. Tentatively, the 2019 meeting dates (location and times to be determined) are:

**Friday-Saturday, January 4-5** – Board retreat. Key items: Officers elections, verify Work Group assignments, develop Strategic Plan (2019-24), and consideration of By-law updates. It is extremely important that a majority of Board Members attend.

**Thursday, March 28**

**Thursday, May 23**

**Thursday, July 18**

**Thursday, September 19**

**Saturday, December 7** – Prior to The Gathering

Board Work Groups are expected to meet in between Board Meetings – in February, April, June, August, and October.

- Review agenda, financial statements, and other materials prior to Board and Committee meetings.
- Participate actively in Board discussions and activities.

- Participate on at least one Board Work Group, or other Committee.
- Assist with at least one major STA event or program.

Tentatively, the 2019 special event dates (location and times to be determined) are:

**Saturday, October 5** – TraceFest and Annual Meeting

**Saturday, December 7** – The Gathering

- Commit time to the fulfillment of STA’s goals – this is mostly a volunteer organization.
- Make a financial contribution to the STA (there is no minimum).
- Represent the STA’s mission and activities to local, state, and national constituent groups.
- Suggest possible nominees to the Board who can make contributions to further the organization and its mission.
- Stay updated on developments in the different user communities as they pertain to the STNRT and the STA.
- Adhere to all STA policies. These include, but are not limited to, conflict of interest, social media, use of illegal drugs and alcohol, and sexual harassment reporting policies. (Copies of these policies are available upon request.)
- Respond to communication sent by the Chairman or Executive Director as needed

#### **Legal Responsibilities (non-profit corporate law)**

- Duty of Care: Use your best judgment
- Duty of Loyalty: Put personal/professional interests aside
- Duty of Obedience: Be true to the organization’s mission
- Duty of Transparency: Be open and make certain information is available to the public

#### **Enabling Articles**

Full details regarding the STA Board may be found in the corporation’s Articles of Incorporation. Specifically:

- **Article VI – Board of Directors** – Outlines management, number, tenure, and election of members.
- **Article VII – Meetings of the Board of Directors**
- **Article VIII – Committees of the Board of Directors**

A complete copy of the STA Bylaws are available upon request from the Executive Director.

***Dale Morton***

Chairman

606-271-0624

[dgmorton@twc.com](mailto:dgmorton@twc.com)

***Steve Barbour***

Executive Director

606-386-3636

[director@sheltoweetrace.org](mailto:director@sheltoweetrace.org)