

Board Accountability & Delegation of Authority

POLICY:

The board of directors must assume legal responsibility and accountability for the affairs of the organization. Every director is responsible for knowing what is going on in the organization. A director who does not exercise reasonable oversight for the organization may be held liable for the organization's wrong doings or errors of judgment. Anyone who cannot assume this responsibility should not be on the board, but could serve the land trust in some other way. To ensure board accountability WCLT will:

1. **Inform all directors about their legal responsibility and accountability** for the organization.
2. **Require that every director attend a majority of meetings and stay informed** about, and participate in, the land trust's business.
3. **Hold board meetings often enough** to conduct the business of the land trust and fulfill its responsibilities.
4. **Have governing documents that contain policies and procedures for a quorum and adequate meeting notices** that prevent a minority of directors from acting for the organization without proper delegation of authority.
5. **Have the board discuss and agree on the delegation of decision making authority** – to the extent permitted by law – to include:
 - **Clearly stating in writing the roles, responsibilities and authorities** given to directors, officers, committees, staff and other professionals.
 - **Approving a list of individuals authorized** to make expenditures and sign binding documents and checks.
 - **Defining and maintaining a reporting system** to assure regular flow of information from delegates to the full board.
 - **Checking references and licenses** before employing professionals and staff.
 - **Asking questions before relying on a report from a professional or staff**, including inquiring about the person's qualifications, research methods, and the possibility of conflicting data and opinions.

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President, Board of Directors