



Associate Board Director Duties and Responsibilities

Reports to: Membership

Last Reviewed Date: March 19, 2024

PURPOSE

The purpose of the Associate Board Director Program is to attract, train, educate and evaluate potential Directors who have demonstrated the necessary skill set to serve OCCU, as well as to supplement the knowledge and experience of the Board.

QUALIFICATIONS

- Be a member of OCCU.
- Be committed to fulfilling the necessary time requirements.
- Comprehend the basic financial concepts and procedures critical to the Credit Union operation.
- Function effectively as part of a team.
- Possess personal commitment to promoting the credit union movement.
- Use sound judgment and provide input based on concern for the members' best interest.
- Support the credit union philosophy and credit union movement.
- Agree to and abide by the terms of the OCCU Officials Standard of Ethical Conduct (Policy 2.6).
- Be eligible to vote in OCCU elections and at membership meetings.
- Not be employed by the Credit Union or any subsidiary during the past two (2) years.

DUTIES*

- **Duty of due care.** This responsibility generally requires that an Associate Board Director must discharge the duties with the care of an ordinary prudent person in a like position would exercise under similar circumstances. ORS 65.357.
- **Duty of loyalty.** Associate Board Directors have a duty to give their undivided loyalty to the organization. Decisions regarding the organization's funds and activities must promote the organization's public purpose rather than private interest.
- **Duty of obedience.** Associate Board Directors have a duty to follow the organization's governing documents (Articles of Incorporation and Bylaws), to carry out the organization's mission and to ensure that funds are used for lawful purposes.

**From the Secretary of State's A Guide to Nonprofit Board Service in Oregon.*

- The Associate Board Director position is non-voting.
- Through general participation, they may be asked to support the Board with various duties and responsibilities.
- Associate Board Directors serve one-year terms with no guarantee of nomination for or an appointment to the Board.
- The Associate Board Directors serve at the will of the Board and can be removed at any time without cause.

SPECIFIC RESPONSIBILITIES

- Provide input to assure the affairs of the Credit Union are conducted in a safe and sound manner.
- Participate in discussions about matters that come before the Board.
- Attend monthly board meetings, other than executive sessions. Attend additional meetings as requested.
- During their first term, Associate Board Directors attend at least one (1) meeting of each standing Board committee (except the Chair Committee) or serve on committees as assigned by the Board Chair.
- During subsequent terms, serve on committees as assigned by the Board Chair.
- Review reports from management.
- Participate in Board training and education, as specified in Policy 2.1 Education and Travel for Officials and become familiar with OCCU bylaws and policies as specified by the onboarding process.
- Act with the highest moral and ethical standards in compliance with OCCU bylaws and policies.
- Read and understand the basics of the monthly Board packets and materials.
- Annually sign the OCCU Officials Standards of Ethical Conduct and Confidentiality Agreement and maintain confidentiality of Credit Union business affairs and information relating to Credit Union members.
- Keep current with laws and regulations that impact Credit Union operations.
- Serve as a Credit Union ambassador.