

Responsibilities of Board Members

It is the board of directors' responsibility to:

- Be aware of the mission, initiatives and services and your role in them
- Read and understand governing documents
- Respect confidentiality, fiduciary and conduct policies
- Know basic tenets of anti-trust and other relevant laws
- Abide by the canons of conduct
- Read meeting minutes and ensure they accurately reflect comments or votes
- Obtain and review financial reports and monthly reports
- Request that the Executive Director seek legal and auditor opinions when necessary
- Be responsive; invest your time and attention in the organization
- Be strategic; avoid tactical activities

Canons of Conduct for X Association Board Members

- Conduct yourself in a professional manner that reflects integrity, respect and a spirit of fair play
- Refrain from engaging in any activity that would violate confidentiality commitments or proprietary rights
- Abide by the bylaws and policies of X Association
- Use X Association's name, data, documents and information only for purposes authorized by the Board of Directors
- Conduct yourself in a manner that is consistent with and not disruptive to the purposes of X Association
- Disclose any potential conflicts of interest
- Serve the interest of the larger community, setting aside personal benefit to you or your company
- Work hard and have fun along the way!

Security Agreement

I, _____, a member of the Board of Directors for the _____, understand that during the course of my service to _____, that I have a fiduciary responsibility to _____. That responsibility includes, but is not limited to exercising the duty of care, the duty of loyalty and the duty of cohesiveness in accordance with _____ policy.

While serving as a member of the _____ Board of Directors, I will have access to proprietary information that may or may not be confidential and that contains trade secret information. I may also be involved in the development of new technologies, products and services, and understand that the new technologies, products and services are the exclusive property of _____ and not that of any individual who participated in the development process.

Because of my access to proprietary information, I understand that I will be unable to engage in any activity that potentially directly or indirectly competes with any product or service offered or planning to be offered by _____ for a period of two (2) calendar years following the conclusion of my service to _____ as a member of the _____ Board of Directors.

Member Board of Directors Date
xyz

Executive Director Date
xyz

Approved by the _____, date