

2024 FOSTER CITY CHAMBER OF COMMERCE BOARD OF DIRECTORS POSITION DESCRIPTION & AGREEMENT

Position: 2024 Foster City Chamber Board of Directors

Position Summary

Elected by the Foster City Chamber of Commerce general membership, it is the Board's duty to govern and set policy for the Chamber, support its mission, have responsibility for its finances, and direct its activities. Board members – referred to as "Directors" - are expected to participate in Board activities and provide leadership to the Chamber. Each Director's term of office is two years, unless appointed to fill an unexpired term.

In accepting his or her election (or appointment) to the Board, each Director recognizes that with the position comes a commitment to support the Chamber, its programs and policies, to participate in the development and maintenance of high standards for the Chamber, and to ensure that the Board responds to the membership.

Each Director is encouraged to consider making a personal financial or corporate contribution on behalf of the member business it represents to the Chamber at a level that is meaningful to the individual/organization.

Essential Responsibilities

- **Attendance – Board Meetings:** Makes best efforts to attend and be punctual to Board meetings. A Director who is absent from three (3) regular meetings of the Board during any chamber year (April 1 to March 31) shall automatically be removed from the Board unless confined by illness or otherwise excused by the Executive Committee. Board meetings will be on a definite schedule throughout the year.
Makes reasonable efforts to attend events, special programs and/or seminars presented or sponsored by the Chamber.
- **Participation:** Works constructively and harmoniously with other Directors and staff, uses reasonable efforts to represent the Chamber at functions (including government meetings) when requested by the Chair of the Board or the Executive Director, and maintains contact with other Directors, committee chairs, and the general membership.
- **Leadership:** Brings leadership qualities that enhance the effectiveness of the Chamber.
- **Orientation:** Attends a Board orientation for new Directors with the Chair of the Board or the Executive Director.

- **Financial:** Participates in discussions about the Chamber's finances, including voting on the Chamber's budget and the financial merits of new programs, activities, and events.
- **Confidentiality:** Maintains the confidentiality of the Chamber's confidential information, which is defined as all financial, statistical, operating and personnel materials and information utilized in the Chamber's business, including, but not limited to, business or marketing plans, financial reports, policies, and procedure manuals; provided, however, confidential information does not include any information which is available to the public or becomes available to the public without breach of any obligation of confidentiality owed to the Chamber.

Additionally, in order to foster open and candid discussion at meetings of the Board, confidentiality must be maintained. Accordingly, it is the policy of the Board that each Director keeps confidential all information relating to discussions at Board meetings, including any materials (e.g., correspondence, reports) distributed, presented or used at the meetings. While Directors are free to discuss actions adopted by the Board, disclosing or distributing any information concerning the discussion of such items during the Board meeting is prohibited.

A Director is not deemed in violation of the duty of confidentiality if he or she is compelled by legal process (such as by subpoena) to disclose any of the Chamber's confidential information.

- **Advocacy:** Bring to the Board critical and constructive suggestions from the membership and citizens of the community. Defends publicly the Chamber positions on all matters, provided that no Director is required to take or defend positions which are consistent with his or her personal views.
- **Policy Making and Structure:** Participates in the formulation of Chamber policy and in the hiring and performance reviews of the Executive Director.

Role and Relationships:

- Serves as a representative-at-large of all Chamber members.
- Makes reasonable efforts to maintain close contact with members of the Chamber and elected and appointed leaders of the community.
- Represents the Chamber to the membership and the community in such a way to uphold the professionalism the Chamber exemplifies and the esteem in which the Chamber is viewed in the community.
- Makes reasonable efforts to recruit for the Chamber new members, and be on the alert for new businesses in the City and refer them to Chamber staff.
- At Board meetings, interacts with other Directors, expresses opinions, and engages in dialogue in a professional and respectful manner.
- Becomes familiar with the Chamber's policies, procedures and positions so as to be an informed representative of the Chamber and the Board.
- Reviews all Board materials/recommendations in advance of meetings so as to enable the Board to make effective decisions.
- Serves on at least one committee or task force of the Director's choosing or as may be requested by the

Chair of the Board, and keeps the Board informed of its progress and goals.

- Assumes the responsibility for the Director's own expenses for official Chamber meetings associated with programs of the Chamber.
- Acts as a resource in defining activities and/or problems within the membership and business community that need to be brought to the attention of the Board.
- Performs other such duties as may be reasonably requested from time to time by the Chair of the Board and/or Executive Director in furtherance of the Chamber's purposes.

Experience:

- Has attained a position of authority and responsibility in his/her business.
- Projects a professional image.

Directors shall not:

- Get involved in day-to-day management of staff or the Chamber office.
- Interpret policy in self-interest.
- Set policy as an individual.
- Speak out on behalf of the Chamber unless authorized by the Chair of the Board.
- Sign, contract, verbally or in writing, obligate the Chamber legally or financially, unless authorized by the Board.
- Usurp the authority of the Executive Director or Officers of the Chamber as delegated to them by the Board.

Board of Directors Agreement:

I have read and understand the contents of this Position Description & Agreement

Signature

Date

Name (print)