



Application to Serve on the Governing Board of SourcePoint

Personal Information

Last Name _____ First Name _____ Middle Initial _____

Address _____ City, Village, or Township _____

County _____ State _____ Zip _____

Home Phone () _____ - _____ Cell Phone () _____ - _____ Work Phone () _____ - _____

Email Address _____

Age 21-34 35-44 45-54 55+ Female Male

Employment

Please briefly list your current and former employers and occupations. If you are retired, please list retired on line 1, followed by former occupations on subsequent lines.

Current Employer (If Any)

1. Employer Name _____ Position _____

Employer Address _____ City/St _____ Zip _____

Past Employers:

2. _____ Position _____

3. _____ Position _____

4. _____ Position _____

Have you ever volunteered for SourcePoint? Yes No

If yes, from _____ to _____ Position _____ Estimated Hours _____

Have you served or are you currently serving on the governing board of a nonprofit organization?

Yes No

If yes, please list below:

Organization _____ From _____ To _____ Officer (if any) _____

Organization _____ From _____ To _____ Officer (if any) _____

Other Volunteer Activity:

Organization _____ Title or work performed _____

Organization _____ Title or work performed _____

Organization _____ Title or work performed _____

Education

High School _____

College/University _____

College/University _____

Degrees Held _____ Degrees Held _____

Other certificates, licenses, languages spoken:

Hobbies and interests:

Why would you like to serve as a member of the board of directors of SourcePoint?

I am generally able to arrange my calendar to be available for:

Daytime meetings only Evening meetings only Both daytime and evening meetings

Are there any special circumstances that we need to be aware of when considering you as a volunteer board member? If yes, explain:

Yes No

Do you have family members employed by SourcePoint? Do you have a domestic partner (as defined in SourcePoint Conflict of Interest Policy)? If yes, please list name and relationship:

Yes No

Opportunities for volunteers are provided without regard to race, color, religion, gender, sexual orientation, national origin, age, veteran status, genetic information, or disability.

I have reviewed the attached summary of the Board Member Role and Responsibilities and Conflict of Interest Policy at the end of this application and, if selected, will commit myself to serving in this capacity.

I attest that all the information furnished in this application is true, accurate and complete to the best of my knowledge. I understand that if given the opportunity to volunteer, my misstatement or omission of fact on this application is cause for immediate dismissal. I authorize SourcePoint to verify any information I have provided by contacting former employers and other appropriate sources. I release reference sources from all liability or damages on account of furnishing information regarding my personal character, habits, performance, or disciplinary records. I further understand that if accepted as a volunteer at SourcePoint, my volunteer service will be at will, and that service at SourcePoint may be terminated with or without cause, and without notice, at any time, at the option of either SourcePoint or me. I understand that background checks and/or fingerprints may be required as a condition of volunteering at SourcePoint to protect clients, team members, volunteers, and paid staff.

Signature

Date

If you have any questions, please send them to alison@MySourcePoint.org.

Forward your completed application to chrystal@MySourcePoint.org

Please note that board applicants may be asked to attend interviews with members of the Nominating Committee. Committee recommendations are typically not taken to the full board of directors until late fall of each year.

SourcePoint

Board Member Role and Responsibilities

The Board of Directors of SourcePoint believes that an effective board is crucial to the well-being of this nonprofit organization. Our success depends on each board member's level of attention, commitment, and active participation and support of SourcePoint in its fulfillment of its mission, vision, and values.

SourcePoint's mission is to help our community set a course to live well after 55.

SourcePoint's vision is a community where every person 55 and over is empowered to live life to the fullest.

SourcePoint's values are:

- Respect: We recognize and uphold the diversity of the community and the dignity of each person.
- Compassion: We care for people and their families with empathy.
- Interdependence: We work cooperatively in a spirit of trust and collaboration.
- Excellence: We strive to achieve the highest standards of performance, care, and integrity.
- Stewardship: We use resources effectively and responsibly.
- Advocacy: We aspire to represent the best interests of the individuals we serve.

In accordance with this philosophy, the following statements regarding board member role and responsibilities are outlined below as guidance to all board members of SourcePoint. These statements are elaborated on in the Board Policy Manual.

Board Member Role

SourcePoint's board is both responsible and liable for SourcePoint. SourcePoint's board and the law require every board member to follow the rule of the reasonably prudent person and the principle of good faith. In general, the role of the board is to act strategically in the best interest of the corporation, its mission, vision, and values. This is accomplished through establishing board policy, ensuring that policy is being implemented, actively assisting in raising financial support and other resources, overseeing, and controlling expenditures of the corporation through budget approval, and monitoring and evaluating the performance of the chief executive officer and the corporation.

To be eligible to serve on the board of directors, an individual must either reside *or* work in Delaware County, unless an exception is made by the board. In addition, individuals must not have a family member who is the chief executive officer, chief executive officer's direct reports, human resources leader at SourcePoint, or who holds a position with a significant financial relationship with SourcePoint. *(A family member is defined as a spouse, domestic partner, parent, grandparent, child, grandchild, brother, sister, and the corresponding in-law and/or step relationships and other family member residing in the same household.)*

Directors must have the time and resources to fulfill the responsibilities outlined below:

Board of Director Responsibilities*

1. Establish, understand, and help to attain the mission of SourcePoint.
2. Understand and support the vision and values of SourcePoint, striving to see diversity, inclusion, and equity in connection with our vision for the benefit of those we serve.
3. Act strategically and in accordance with the policies, guidelines, and rules of the board.
4. Attend and be punctual at all board and committee meetings. If unable to attend, give early notice to board president or appropriate staff person.
5. Be involved at all meetings, ask questions, discuss, and participate in the decision-making process. When you are not clear on facts, ideas, or suggestions, ask for clarification. Be mindful to not take too much of the meeting time for items that could be accomplished before or after the session.
6. Be informed about the background of issues to discuss them responsibly. Read your board meeting packet and do necessary homework prior to the meeting.

7. Speak out on ideas you do not favor – silence is often interpreted as consent.
8. Understand the roles and responsibilities of the board and staff.
9. Know and maintain the lines of communication between board and staff.
10. Understand the financial statements presented. As a board member, you are responsible for the financial oversight and stability of the organization.
11. Maintain the confidentiality of board business.
12. Avoid conflicts of interest and communicate potential conflicts.
13. Maintain high ethical standards.
14. Participate in the recruitment of new board members.
15. Financially support SourcePoint by participating in fundraising efforts and assist in identifying prospective donors.
16. Participate in special events sponsored by the organization.
17. Attend periodic training sessions scheduled to enhance the skills, abilities, and self-confidence of board members.
18. Advocate on behalf of the organization in the community.

**The Board of Directors has adopted a Board Policy Manual, which all new board members receive, and which provides more specific guidance regarding their specific role and responsibilities. This manual will be distributed during your orientation.*

2.5 **BOARD MEMBER CONFLICT OF INTEREST**

I. **POLICY**

It is the policy of SourcePoint to have a Conflict of Interest Policy and related procedures in place for the Board of Directors and officers.

II. **PURPOSE**

The purpose of this policy is to protect SourcePoint's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interests of an officer or director of SourcePoint or might result in a possible excess benefit transaction.

This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to non-profit and charitable organizations.

This policy is also intended to identify "independent" directors.

III. **DEFINITIONS**

Interested person – Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below.

Family Member - Defined as spouse, domestic partner, parent, grandparent, child, grandchild, brother, sister, and the corresponding in-law and/or step relationships and other family member residing in the same household.

Financial Interest – Defined as an individual who has, directly or indirectly through business, investment, or family:

- An ownership or investment in any entity with which SourcePoint has a transaction or arrangement,
- A compensation arrangement with SourcePoint or with any entity or individual with which SourcePoint has a transaction or arrangement, or
- A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which SourcePoint is negotiating a transaction or arrangement.

Compensation – Defined as direct and indirect remuneration as well as gifts or favors that are not insubstantial.

*A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board or Executive Committee decides that a conflict of interest exists, in accordance with this policy.

Independent Director – Defined, as stated in the instructions for the IRS 990 form, as a director who:

- Is not, and has not been for a period of at least three years, an employee of SourcePoint or any entity in which SourcePoint has a financial interest;
- Does not directly or indirectly have a significant business relationship with SourcePoint which might affect independence in decision-making;
- Is not employed as an executive of another corporation where the executive director, their direct reports, or the human resources leadership of SourcePoint serve on that corporation's compensation committee; and
- Does not have a family member who is the executive director, their direct reports, or the human resource leadership SourcePoint or who holds a position that has a significant financial relationship with SourcePoint.

Conflict of Interest – A situation when an individual or organization is involved in multiple interests, one of which could possibly corrupt the motivation.

IV. PROCEDURES OF POLICY

Duty to Disclose – In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board or Executive Committee.

Recusal of Self – Any director may recuse themselves at any time from involvement in any decision or discussion in which the director believes they have or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists.

Determining Whether a Conflict of Interest Exists – After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the director shall leave the Board or Executive Committee meeting while the determination of conflict of interest is discussed and voted upon. The remaining Board or Executive Committee members shall decide if a conflict of interest exists.

Procedures for Addressing the Conflict of Interest

- An interested person may make a presentation at the Board or Executive Committee meeting, but after the presentation, they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- The President of the Board or Executive Committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- After exercising due diligence, the Board or Executive Committee shall determine whether SourcePoint can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- If a more advantageous transaction or arrangement is not reasonably possible under

circumstances not producing a conflict of interest, the Board or Executive Committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in SourcePoint's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter the transaction or arrangement.

➤ Violations of the Conflicts of Interest Policy –

- If the Board or Executive Committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure or disclose.
- If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or Executive Committee determines that member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

V. RECORDS OF PROCEEDINGS

The minutes of the Board and all committees with board delegated powers shall contain:

- The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or Executive Committee's decision as to whether a conflict of interest in fact existed.
- The names of the persons who were present for discussions and votes relating to the transactions or arrangement, the content of the discussion, including any alternatives to the proposal transaction or arrangement, and a record of any votes taken in connection with the proceedings.

VI. COMPENSATION

A voting member of the Board who receives compensation, directly or indirectly, from SourcePoint for services is precluded from voting on matters pertaining to that member's compensation.

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from SourcePoint for services is precluded from voting on matters pertaining to that member's compensation.

No voting members of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from SourcePoint, either individually or collectively, is prohibited from providing information to any committee.

VII. ANNUAL CONFLICT OF INTEREST STATEMENTS

Each director, principal officer or member of a committee with Board delegated powers shall annually sign a statement which affirms such person;

- Has received a copy of the conflict of interest policy,
- Has read and understands the policy,
- Has agreed to comply with the policy, and
- Understands SourcePoint is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Each voting member of the Board shall annually sign a statement which declares whether such person is an independent director.

If at any time during the year, the information in the annual statement changes materially, the director shall disclose such changes and revise the annual disclosure form.

The Executive Committee shall regularly and consistently monitor and enforce compliance with this policy by reviewing annual statements and taking such other actions as are necessary for effective oversight.

The Executive Assistant will maintain original, signed statements, providing copies to the Director of Operations and Accounting Manager once the reviewed by the Executive Committee.

VIII. PERIODIC REVIEWS

To ensure SourcePoint operated in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic review shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information (if reasonably available), and the result of arm's length bargaining.
- Whether partnerships, joint ventures, and arrangements with management organizations, if any, conform to SourcePoint's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement or impermissible private benefit or in an excess benefit transaction.

VIII. USE OF OUTSIDE EXPERTS

When conducting the periodic reviews, SourcePoint may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

Each board member is asked to review the Conflict of Interest Policy and to sign a Conflict of Interest form on an annual basis.

*This policy is based on the IRS model Conflict of Interest Policy. See the Appendices for the form.