



Board of Directors' Expectations

As a Member of Girls Inc. of Greater Indianapolis' (GIGI) Board of Directors, I am fully committed and dedicated to the mission of inspiring girls to be STRONG, SMART, and BOLD.

Through gifts of time, wisdom, and assets, I will support Girls Inc. Indy in ways that are personally meaningful as described below.

The gift of time:

- Regularly attend and actively participate in at least 4 of 6 scheduled Board meetings in the calendar year and the Board retreat. It is expected that Board meetings will be in person, when possible, but that a virtual meeting link will be provided if a Board member is unable to attend in person. The agenda and materials will be sent in advance of the meetings and the Directors will be well informed and prepared to conduct the business of the Board. Participation also includes attendance at trainings or other special Directors events. Board members will be evaluated each year based on attendance and a decision on inactive members will be determined by the Board as outlined in the bylaws.
- Serve as an active member on at least one Board committee. This includes attending and participating in at least 4 of 6 committee meetings in person or virtually as needed.
- Attend, participate, and encourage others to support GIGI special events and programs.
- Actively serve as a GIGI ambassador, helping promote the mission of the organization.
- Serve at least one three-year term unless otherwise voted by the Board.

The gift of wisdom:

- Abide by all bylaws and policies.
- Be informed and knowledgeable of GIGI's mission, vision, goals, operations, and programs. Understand the responsibilities of staff and volunteers.
- Help the Board fulfill its fiduciary responsibilities by exercising prudence in the control and transfer of funds, and by reviewing and understanding GIGI's financial statements.
- Contribute personal and professional skills, knowledge, and experience when and where appropriate, and use those resources to help broaden GIGI's base of participants, schools, donors, and volunteers.
- Recommend candidates for Board and/or committee positions to the Governance Committee.
- Provide encouragement and support to the GIGI staff as appropriate.
- Timely disclosure of any potential conflicts.

The gift of assets:

- Financially support GIGI by making a personally meaningful financial contribution each fiscal year.
- Actively engage in fundraising for the mission of the organization. This may include identifying donor prospects, selling tickets or sponsorships to special events, writing thank you notes, etc.
- Use personal and professional resources to help build the base of corporate and individual donors, which may include making connections and/or introductions.



Board of Directors' Expectations

I will exemplify the highest personal and professional moral and ethical standards in my conduct.

Conduct with Respect to Fellow Board Directors

- Each Board Member should allow ample opportunity for every other Directors to speak on any matter being considered by the Board of Directors and listen carefully to the opinions and factual observations of the other Directors.
- Ensure the values of GIGI are evident in the words you use as a Director. Practice civility and respect in discussions and debates. The dignity, style, values, and opinions of each Director shall be respected.
- Honor the role of the Chair in maintaining order. It is the Chair's responsibility to keep the Directors' comments on track during meetings. Directors should honor efforts by the Chair to focus discussion on current agenda items.
- Avoid personal comments that could offend other Directors.
- Bring ideas for solutions when voicing problems or concerns.
- Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, but without being disagreeable. Once the Board of Directors acts, Directors should commit to supporting said action and not create barriers to the implementation of said action.
- Except when in the best interest of GIGI, no Director should reveal differences of position among Directors on matters considered and acted upon by the Board of Directors except to other Directors or the CEO. This standard applies to informal as well as formal communications.

Conduct with Respect to GIGI Management

- The primary responsibility of the Board of Directors is formulating and evaluating policy. Staff members are responsible for day-to-day operational matters.
- Treat all staff as professionals with clear, honest communication that respects the abilities, experience, and dignity of each individual. Poor behavior towards staff will not be tolerated.
- Never publicly criticize an individual employee - Directors should never express concerns about an employee's performance in public. Comments about staff performance should be made directly to the Board Chair or the CEO, if appropriate.
- Do not get involved in administrative functions unless specifically requested by the Board Chair or CEO.

Conduct with the Public

- When responding to community requests and concerns, Directors should be courteous, positively responding to individuals and routing their questions through appropriate channels and to responsible management personnel. When handling complaints, said complaints should be referred directly to the CEO.
- Make no promises on behalf of GIGI without specific permission from the CEO or executive committee. Directors may be asked to explain a Board action or give their opinion about an



Board of Directors' Expectations

issue. Providing a brief overview and referring to GIGI staff for further information is appropriate. It is inappropriate to promise Board action overtly or implicitly.

- Make no personal comments about other Directors. It is unacceptable to make derogatory comments about other Board Members, their opinions, and actions.
- Board members should not accept gifts, compensation, or other benefits from any party who might benefit from such connection to GIGI unless such action is disclosed and authorized by the Board. Act on behalf of GIGI only with the approval of the Board and executive leadership.
- Keep all information concerning constituents, not already communicated as a part of the organization's normal course of business, in the strictest confidence and share only within the organization to the extent necessary to perform the task at hand.

Conduct with Other Organizations

- Be clear about the distinction between representing GIGI versus personal interests. If a Director appears before another agency or organization to give a statement on an issue, the Director must make clear if their statement reflects a personal opinion or is the official stance of GIGI. If the Director is representing GIGI, the Director must support and advocate the official GIGI position on an issue, not a personal viewpoint. If the Director is representing another organization whose position differs from GIGI, the Director should withdraw from voting on the issue if it significantly impacts or is detrimental to GIGI's interest. Directors should be clear about which organizations they represent and inform the Chair of their involvement.
- Correspondence also should be equally clear about representation.

Violations of the Board Code of Conduct may result in the Board recommending the removal of a Director under Section 3.6 of the Second Amended and Restated Bylaws of Girls Incorporated of Greater Indianapolis.

Signature: _____ Date: _____