

## BOARD OF DIRECTORS ROLE: STRATEGIC OVERSIGHT AND GOVERNANCE

“The Board will govern in a way that emphasizes future vision, initiative, and strategic leadership, provides clear distinctions of Board and management roles, and deliberates in many voices but governs as one.” (From the Bylaws section C2). Board Member duties and responsibilities include the following:

The nonprofit **Board of Directors** governs the organization and ensures it fulfills its mission in a fiscally responsible, ethical, and legally compliant manner. Key responsibilities include:

- Establishing the organization’s mission, vision, and strategic direction in collaboration with the CEO and leadership team.
- Hiring, evaluating, and supporting the CEO.
- Approving budgets, financial reports, and significant policies.
- Ensuring legal and ethical integrity.
- Fundraising and advocating on behalf of the organization.
- Monitoring performance and ensuring accountability.

The board acts as a collective decision-making body and serves as the organization's fiduciary, safeguarding its assets and long-term sustainability.

## CEO AND LEADERSHIP TEAM: DAY-TO-DAY MANAGEMENT AND EXECUTION

The **CEO (or Executive Director)** and **leadership team** manage operations and implement the board’s strategic direction. Key responsibilities include:

- Operational planning and program execution
- Hiring, leading, and supervising staff
- Managing finances and internal controls
- Building relationships with stakeholders and partners
- Reporting regularly to the board on progress and challenges
- The CEO serves as the primary liaison between the board and staff and ensures that board-approved strategies are translated into effective action.

In sum, NACD’s (National Association of Corporate Directors, the most trusted association for board directors for more than 45 years) founding president, John Nash, coined the term **“nose in, fingers out”** (NIFO) to capture this important distinction between the role of the board and staff.