



## **ECHO – East County Historical Organization**

### **Board Position Title – Member at Large**

Regular Term – One year  
Reports to – Board President/Chair

#### **Mission**

ECHO's mission is to preserve and stimulate an interest in the history of the Fairview, Rockwood and Wilkes areas of East Multnomah County, Oregon. Our goal is to ensure that future generations of these three areas do not lose touch with their past.

For more information, please our website at [www.echohistory.org](http://www.echohistory.org).

#### **Position**

The Board is legally, fiduciarily, and ethically responsible for all activities of the organization.

Board members have a legal Duty of Care, which requires them to act with the care an ordinarily prudent person in a like position would [act] under similar circumstances. In simplest terms, this means a board member must act in a reasonable and informed manner when making decisions for the organization or overseeing its management.

Likewise, board members also have a legal Duty of Loyalty, requiring them to exercise their authority in good faith and in a manner the director reasonably believes to be in the best interests of the corporation. Essentially this means a director has a duty to ensure that the nonprofit follows the law and, specifically, that a director cannot use her/his position for personal gain, including benefitting a family member or borrowing money.

As a key component of their Duty of Loyalty, board members must disclose any potential conflicts of interest between them (including their family members) and the nonprofit they serve. When taking an action that raises actual or perceived conflict-of-interest concerns, a board should document decision-making procedures and rationale to provide transparency.



To that end, the Board will support the work of ECHO and provide mission-based leadership and strategic governance. While day-to-day operations are led by ECHO's Executive Director (ED), the Board-ED relationship is a partnership, and the appropriate involvement of the Board is both critical and expected.

Specific Board Member responsibilities include:

### **Leadership, Governance and Oversight**

- Attending board meetings and appropriate committee meetings (Executive, External Affairs, Internal Affairs, Governance, and Ad Hoc - [source](#)); reviewing agenda and supporting materials prior to board and committee meetings
- Be an ECHO Member, and assist in recruiting membership
- Serving as a trusted advisor to the ED as they develop and implement ECHO's strategic plan
- Approving ECHO's annual budget, audit reports, and material business decisions; being informed of, and meeting all, legal and fiduciary responsibilities
- Reviewing outcomes and metrics created by ECHO for evaluating its impact, and regularly measuring its performance and effectiveness using those metrics
- Contributing to an annual performance evaluation of the ED
- Assisting the ED and board chair in identifying and recruiting other Board Members
- Partnering with the ED and other board members to ensure that board resolutions are carried out
- Representing ECHO to stakeholders; acting as an ambassador for the organization
- Ensuring ECHO's commitment to a diverse board and staff that reflects the communities ECHO serves

#### Responsibilities:

- Understand and promote the organization's mission
- Be familiar with the organization's programs, policies, and operations
- Actively serve on at least two committees and offer to take on special assignments
- Make an annual contribution to the organization commensurate with ability



- Participate in fund raising activities and special events
- Keep current on museum/nonprofit issues and developments in program areas
- Strictly adhere to conflict of interest policies
- Strictly adhere to confidentiality policies

## **Fundraising**

ECHO Board Members will consider the organization to be a philanthropic priority and make annual gifts that reflect that priority. This will elevate ECHO's ability to solicit contributions from foundations, organizations, and individuals. ECHO expects to have 100 percent of Board Members make an annual contribution that is commensurate with their capacity.

Financial and Resource Development Expectations:

- Sell tickets to fundraising events
- Recruit sponsors, as needed
- Identify and cultivate potential donors

## **Board Terms/Participation**

ECHO's Board Members will serve an initial interim term and be eligible for re-appointment for the regular term of one year. Board meetings will be held at least quarterly and committee meetings will be held in coordination with full board meetings.

Time Commitment: (approximate)

- Attend and actively participate in at least 75% of board meetings (10 monthly board meetings, approximately 2 hours in length, time/day TBD)
- Attend and actively participate in committee meetings and related work (1-3 hours per month, as determined by the committee)
- Attend and actively participate in the annual planning retreat (1 weekend day)
- Attend and actively participate in the annual meeting (approx. 3-4 hours)
- Attend special events, such as fundraisers and ceremonies (2 fundraisers per year requested)
- Attend new board member orientation (approx. 3-4 hours)



- Meet with potential donors/funders to make a case for funding the organization, answer questions, etc. (approx. 4 hours annually)

## Qualifications

This is an extraordinary opportunity for an individual who is passionate about ECHO's mission and who has a track record of leadership. Selected Board Members will have achieved leadership stature in business, government, philanthropy, or the nonprofit sector. Their accomplishments will allow them to attract other well-qualified, high-performing Board Members.

Ideal candidates will have the following qualifications:

- Professional experience with leadership accomplishments in business, government, philanthropy, or the nonprofit sector
- A commitment to and understanding of ECHO's stakeholders, preferably based on experience
- Savvy diplomatic skills, change friendly, and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals
- Personal qualities of integrity, credibility, and a passion for preserving history for ECHO's stakeholders

Service on ECHO's Board of Directors is without remuneration, except for administrative support, travel, and accommodation costs in relation to Board Members' duties.

*Note: This document uses the word "ensure" to convey the intent that accountability for the specified responsibilities lies with the Member at Large, but it is not necessarily the Member who carries out the activity. Indeed, we expect that many of these responsibilities will be delegated to board committees, staff, or others including experts retained for a specific purpose. The word "ensure" is not intended to imply any additional source of legal duties beyond those that are required by law.*