

**BOARD MEMBER POSITION DESCRIPTION**

Northspan Group, Inc. is a private non-profit 501(c)(4) fee-based consulting group established in 1985.

**Vision:** Engage & Elevate

**Mission:** To be expert navigators, transforming ideas into accomplishments.

**Core Values:**

- **Inclusive:** We facilitate intentional engagement of stakeholders and seek common solutions to challenges.
- **Trustworthy:** We earn the loyalty by operating ethically, reliably, confidentially, and with integrity.
- **Stewards:** We carefully manage the resources entrusted to us and focus on long-term well-being.
- **Adaptable:** We offer a broad range of expertise which enables us to seize new opportunities and tailor our offerings.
- **Diligent:** We deliver excellent service and clear results.

**Work/Live Area:**

The Board of Directors is comprised of 9 to 13 adults who work or live in:

- The seven counties (Aitkin, Carlton, Cook, Itasca, Koochiching, Lake and Saint Louis) of northeast Minnesota,
- The six sovereign American Indian nations (Bois Forte, Fond du Lac, Grand Portage, Leech Lake, Mille Lacs, and Red Lake) of northeast Minnesota,
- The three counties (Douglas, Bayfield and Ashland) of northwest Wisconsin, and
- The five counties (Chisago, Isanti, Kanabec, Mille Lacs, and Pine) in East Central Minnesota

**Responsibilities:**

- **Fiduciary** - Approve annual budget, investment strategy, large grants/contracts, and audits. Make sure funding and programs are in alignment with mission. Review financial statements and monitor fiscal controls.
- **Strategic** - Approve and monitor mission and strategic plan. Refresh from time to time. Hire, support, and assess performance of the President & CEO. Establish policies and goals to ensure accountability to the law and our values. Identify, recruit, and elect Board Members.
- **Generative** - Bring personal and professional expertise to support the mission. Engage in deeper inquiry, exploring root causes, values, options, and new ideas for the organization.

**Expectations:**

- Support vision, mission, and core values.
- Understand organization and policies and abide by them.
- Participate in board meetings and at least one committee during the two, three-year terms.
- Attend events and site visits when available/interested.
- Serve as an ambassador both in communicating out and gathering feedback on our work.

**Time Commitment:**

- Board Members may serve up to two consecutive three-year terms.
- The Board of Directors meets four times a year, generally in January, April, July, and October.
- Additionally, each Board Member generally serves on one of the committees (Executive, Human Resources, Finance, Marketing, & Governance) during one of their terms. The Executive Committee meets monthly. All other committees meet as necessary.
- Outside of committee and board meetings, Board Members are encouraged to participate on program Advisory Committees and attend events if available/interested. This may include potential program celebrations, partner events, or informational forums.

**The Executive Committee is charged with assisting the Board and President & CEO by:**

1. With the full board and staff, developing, communicating, and monitoring the organization's strategic plan,
2. Acting on issues and opportunities, as delegated according to the By-Laws, between regular meetings of the Board of Directors,
3. Reviewing monthly financial performance, and
4. Ensuring Board logistics are managed including developing the schedule, agendas & action items for all Board meetings. It strives to create robust board meetings that cut through the complexity of the environment in which the organization is operating to assist organizational leadership in anticipating and navigating change.

The committee meets monthly or as needed.

**The Human Resources Committee is charged with assisting the Board and President & CEO with:**

1. Maintaining the Career Pathway Framework,
2. Maintaining human resources policies,
3. Recruiting and hiring the President & CEO to lead and manage the organization,
4. Supervising and evaluating the performance of the President & CEO annually through the performance & professional development review process, and
5. Maintaining the emergency succession plan for the President & CEO.

The committee meets quarterly or as needed.

**The Governance Committee is charged with assisting the Board and President & CEO with:**

1. Planning for board succession and conducting new Board Member recruitment, application, nomination & onboarding processes,
2. Evaluating and recommending the Board leadership slate and committee members at the Annual Meeting,
3. Monitoring and reviewing bylaws and maintaining compliance,
4. Evaluating and recommending governance, structural & or organizational changes, and
5. Monitoring and making recommendations for change regarding other general policies.

The committee meets quarterly or as needed.

**The Finance Committee is charged with assisting the Board and President & CEO with:**

1. Understanding the business model and financial aspects of the organization,
2. Ensuring the organization has adequate infrastructure to create accurate and timely financials,
3. Making sure the board can understand the nonprofit's financial reports,
4. Ensuring financial reporting requirements are compliant with state regulations, including 990 filings, audits, and registration with the Secretary of State and Attorney General, and
5. Reviewing strategies to fund the mission that are realistic and that support the organization's business model.

The committee meets quarterly or as needed.

**The Marketing Committee is charged with assisting the Board and President & CEO with:**

- Cultivating relationships that are beneficial to the organization's strategies,
- Participating in fund development efforts of the organization,
- Listening to community members' needs related to the mission, and
- Sharing the impact of the organization on the community and how the community has supported it.

The committee meets quarterly or as needed.