



Chair of the Board Role Description

The ALPFA Bylaws establish that:

- a. The officers of the corporation are a chairman, a chief executive officer, a vice chairman, a secretary, a chief financial officer/treasurer, and a past chairman.
- b. The chairman shall serve as chair of the board, shall preside at all meetings of members, the board and the Executive Committee, shall assist the Executive Committee in supervising the chief executive officer, and shall have such other powers and perform such other duties as the board may assign from time to time.
- c. The Chair shall appoint and have the power to remove, subject to the approval of the Executive Committee, all committees of the corporation that do not exercise the authority of the board, other than the Nominations and Governance Committee.
- d. In the absence of the chief executive officer, the chairman shall perform all duties of the chief executive officer.
- e. The term is for two years: January 1, 2021-December 31, 2022. Reelection is allowed as established in the Bylaws;
- f. The Chair serves as do members of the Board, without remuneration;

In addition, the Chair of the Board act as a liaison between the Board and the CEO to help ensure the Board's directives and resolutions are carried out, and exercise and perform such other powers and duties as may be from time to time prescribed by the Board. Other responsibilities include:

- Leading the Board and Executive Committee to carry out its governance functions
- Partnering with the CEO to lead the development and refinement of impact metrics
- Leading the Board to ensure strong financial performance for the organization and setting budgetary and P&L priorities
- Assessing the performance of the Board and its committees
- Assuring ongoing recruitment, development, and contributions of Board members
- Partnering with the CEO to help ensure the Board's directives, policies, and resolutions are carried out
- Working with the CEO in cultivating and soliciting major foundation grants and individual gifts
- Exercising the power to sign, in coordination with the organization's CEO, on behalf of ALPFA, all contracts authorized either generally or specifically by the Board
- Coordinating an annual performance review of the CEO
- Maintaining strong relationships with the Local Chapters and Corporate Partners
- Setting priorities and creating agendas for meetings of the Board and Executive Committee
- Presiding over meetings of the Board and Executive Committee
- Serving as an ambassador of the organization and advocating its mission to internal and external stakeholders.



Vice Chair of the Board Role Description

The ALPFA Bylaws establish that:

- a. The officers of the corporation are a chairman, a chief executive officer, a vice chairman, a secretary, a chief financial officer/treasurer, and a past chairman.
- b. In the absence of the chairman, the vice chairman shall perform all the duties of the chairman, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the chairman,
- c. The vice chairman shall not be required to perform the duties, or be entitled to exercise the powers, of the chief executive officer as a result of the absence of the chief executive officer and the chairman.
- d. The term is for two years: January 1, 2021-December 31, 2022. Reelection is allowed as established in the Bylaws;
- e. The Vice Chair serves, as do members of the Board, without remuneration;

The Vice Chair will support the Chair in his or her effort to build, lead and manage an effective Board. Help the Chair set and communicate goals and expectations for the Board and its governance and leadership efforts; cultivate engagement among individual Board members and work with the Governance Committee to foster sustained Board development as an ongoing priority. In the absence of, or by request of the Chair, the Vice Chair:

- Setting the agenda for Board and Executive Committee meetings in constructive partnership with the CEO
- Calling to order and presiding over meetings of the full Board and/or the Executive Committee
- Leading the design of official Board policy and positions for the Board
- Leading design of Board-approved policies to help ensure sound and compliant governance and management of the organization.
- Helping lead the strategic planning process for ALPFA, working in partnership with his or her Board colleagues and the organization's CEO, focusing on setting strategic goals, objectives and metrics
- Supporting the Chair in all external relationship management, coordinating specially called Board meetings, reviewing Executive Committee-approved material and coordinating all Board generated special committees or taskforces
- Assisting in dispute resolution, coordinating with ALPFA legal advisors as needed, and identifying organizational risk in coordination with Risk Committee Chair
- Assisting all Committee Chairs in the review of their committee functions.

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Director of the Board Role Description

The ALPFA Bylaws establish that:

- a. There will be a minimum of 15 and a maximum of 21 Directors on the ALPFA Board;
- b. Directors must be ALPFA general members in good standing and at least 18 years of age;
- c. The term is for two years: January 1, 2021-December 31, 2022. Reelection is allowed as established in the Bylaws;
- d. The activities and affairs of ALPFA are conducted and all corporate powers exercised under the ultimate direction of the Board of Directors, subject to the limitations of the ALPFA Bylaws, its articles of incorporation and of the California Nonprofit Corporation Law;
- e. Directors serve as members of the Board, without remuneration;
- f. Pursuant to the California Corporation Code, a director, shall perform duties of a director, including duties as a member of any committee of the board upon which the director may serve, in good faith, in a manner such director believes to be in the best interests of ALPFA and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

In addition, the following are roles of Directors:

- g. Assist in the development and implementation of ALPFA's strategic goals including long-term objectives and plans to achieve organizational success and growth:
 - Participating in the management of the CEO (per by-laws), the approval of the organization's financial plan, and the development and implementation of strategies as identified in ALPFA's business plan
 - Identifying potential sponsors and fundraising sources
 - Identifying development needs and programmatic opportunities in line with ALPFA's mission, in partnership with other ALPFA Directors and Chapter Presidents
 - Serving as a spokesperson to communicate national initiatives to members, corporate sponsors and others on an as-needed basis
 - Conducting/participating on Board of Directors (BOD) & National Committee calls
 - Attending and supporting local regional initiatives/events
 - Participating in quarterly board meetings and the Annual Convention
 - Executing any other duties as assigned by the Board, Executive Committee, or National Chair.

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