



Board Member Application Packet

Vision Statement

Aspiring for every child to have the opportunity to grow up in a safe environment.

Mission Statement

To provide trained community volunteers for court appointment to advocate on behalf of dependent, abused, and neglected children in our communities.

CASA of Graves County & Southwest KY, Inc.

Board of Directors

Section 1: General Powers: The business and affairs of the Corporation shall be managed by a volunteer Board of Directors, who is empowered to utilize all available resources to accomplish such purpose. The Board of Directors shall make such rules and regulations, necessary to attain the goals and purposes of the Corporation.

Section 2: Composition: The Board of Directors shall strive to meet the composition requirements imposed by KRS Chapter 620, and no director shall receive any compensation for serving on the Board, except that such directors may be reimbursed for reasonable out-of-pocket expenses.

Section 3: Term of Office: election of current directors to another term shall occur as the first item of business at the annual meeting of the Corporation preceding their term of expiration. A director shall have a term of 3 years renewable up to 3 consecutive terms. Directors shall be elected by a majority vote of the current directors.

Section 4: Vacancies: Vacancies created by death, resignation or otherwise, shall be filled upon recommendation of the Board of Directors with approval of a majority of Board Members present at the time of nomination.

Section 5: Ethical Conduct:

- A. Directors, officers, employees or agents of the Corporation shall adhere to established standards of ethical conduct.
- B. Directors, officers, employees or agents of the Corporation shall refrain from positions of conflict of interest or the appearance of conflict of interest and shall not use the Corporation relationship for personal or professional gain.
- C. Directors, officers, employees or agents of the Corporation shall not have any direct or indirect financial interest in the assets, business transactions, or professional services of the Corporation.
- D. Directors, officers, employees or agents who individually or as part of a business or professional firm is involved in business transactions or current professional services of the Corporation shall disclose this relationship and not participate in any vote taken in respect to such transactions or services.

Section 6: Removal:

Any member of the Corporation or director may be removed for cause by a majority vote, at a regular or special meeting of the Board, provided that written notice of the intent to call for such a vote naming the member of the Corporation or director is sent to that person and to the Board at least fourteen (14) calendar days prior to that meeting. Three (3) consecutive absences from regular meetings, without contacting one of the Board Officers or Program Director with a valid excuse, shall be grounds for removal, provided that written notice of the removal is sent to that person and to the Board at least fourteen (14) calendar days prior to the next regular meeting.

- A. Any director, officer, employee or agent having been found convicted of or having charges

pending, for a felony or misdemeanor involving a sex offense, child abuse or neglect, or related acts that would pose a risk to children or to the Corporation's credibility, shall be immediately removed from the Board and not reconsidered as a member.

- B. Any director, officer, employee or agent of the Corporation found to have Allegations pending from felony or misdemeanor charges unrelated to or not posing a threat or risk to children and would not negatively impact the credibility of the Corporation shall be suspended from participation in the Corporation and its activities until the outcome of the pending allegations have been cleared to the satisfaction of the members of the Corporation.

Section 7: Enumerated Powers: In managing the affairs of the Corporation, the Board shall specifically have but not be limited to, the power to:

1. Adopt standing rules.
2. Employ individuals.
3. Procure and maintain bonds for persons having custody of funds.
4. Authorize disbursements of funds exceeding one thousand (\$1000) dollars.
5. Receive, hold and disperse gifts, bequests and other funds for the stated purpose of the Corporation.
6. Seek funding for the programs of the corporation.
7. Be involved in any lawful activity relating to the purposes of the Corporation.

Meetings of the Directors

Section 1: Regular and Annual Meetings: The Board of Directors shall hold Regular Board meetings, holding a meeting at least once quarterly, and shall hold an annual election meeting of the Corporation membership. The location for all regular and annual meetings should be within the Commonwealth of Kentucky. Notice of the day, time and place of a regular meeting shall be communicated to all Board members at least seven (7) calendar days in advance of such meeting. Notice of any change in the day, time and place of an annual meeting shall be at least thirty (30) calendar days in advance of such meeting. Notice of any change in the day, time or place of holding an annual meeting shall be communicated not less than ten (10) calendar days prior to such a meeting.

Section 2: Special Meetings: Special meetings of the Board of Directors shall be called with at least three (3) calendar days telephone notice by the Secretary or Program Director or designee at the request of the Chair or at the written request of any five (5) Board Members. Such notice by the Secretary, Program Director or designee shall include a statement of the purpose of the meeting as well as the date, time and location of the special meeting. The business transacted at all special meetings shall be confined to the subjects stated in the notice and to matters germane thereto, unless three-quarters of the directors of the Corporation are present at such meeting and consent to the transaction of other business.

Section 3: Quorum: The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless the act of a greater number is required by KRS 273.161 to 273.390, the articles of incorporation or the bylaws. Irrespective of whether or not the corporation has members, a director may not vote by proxy.

Section 4: Notice: For purposes of this Article, notice shall be defined as including in person, by mail or other method of delivery, or by telephone, voice mail, or other electronic means, including but not limited to electronic mail. Whenever any notice is required to be given to any director of a corporation under the provisions of KRS 273.161 to 273.390, or under the provisions of the articles of incorporation or bylaws of the corporation, a waiver thereof in writing signed by the person(s) entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

Section 5: Unanimous Written Consent:

1. Unless the articles of incorporation or bylaws provide otherwise, action required or permitted by KRS 273.161 to 273.390 to be taken at a board of directors meeting may be taken without a meeting if the action is taken by all members of the board. The action shall be evidenced by one (1) or more written consents describing the action taken, signed by each director, and included in the minutes or filed with the corporate records reflecting the action taken.
2. Action taken under this section shall be effective when the last director signs the consent, unless the consent specifies a different effective date.
3. A consent signed under this section shall have the effect of a meeting vote and may be described as such in any document.
4. The word "sign" or "signature" includes any manual, facsimile, or conformed or electronic signature.

CASA of Graves County & Southwest KY, Inc. Board Member Agreement

As a board member of the CASA of Graves County & Southwest KY, Inc., I understand that I have a legal and moral responsibility to ensure that the organization does the best work possible in pursuit of its goals. I am committed to the purpose and mission of the organization, and I will act responsibly and prudently as its steward.

I understand that my duties and responsibilities as a board member include the following:

- 1.** I am fiscally responsible, with other board members, for this organization. I will know what our budget is and take an active part in reviewing, approving and monitoring the budget and income generating activities, including fundraising, to meet it.
- 2.** I am legally responsible, along with other board members, for this organization. I am responsible to know and oversee the implementation of policies and programs.
- 3.** I accept the bylaws of CASA of Graves County & Southwest KY, Inc. and understand that I am morally responsible for the health and well-being of this organization.
- 4.** I will give, what is for me, a meaningful contribution of time, resources and/or donation. I understand that as a board member, it is important that CASA of Graves County & Southwest KY, Inc. be one of my philanthropic priorities.
- 5.** I will actively engage in fundraising activities for this organization in whatever ways are best suited for me.
- 6.** I will actively promote CASA of Graves County & Southwest KY, Inc. and encourage and support its staff members.
- 7.** I will attend board meetings, respond to email messages, and be available for phone consultation. I will also attend events as a representative of the organization.
- 8.** I will interpret the organization's work and values to the community, represent the organization, and act as a spokesperson when asked.
- 9.** I will act in the best interests of the organization, and excuse myself from discussions and votes where I have a conflict of interest.
- 10.** I will stay informed about what's going on in the organization. I will ask questions and request information. I will participate in and take responsibility for making decisions on issues, policies and other board matters.
- 11.** If I cannot fulfill these commitments to the organization, I will request up to a 3 month leave of absence or resign my position.

In turn, CASA of Graves County & Southwest KY, Inc. will be responsible to me in several ways:

1. I will be given at each board meeting, without request, financial reports and minutes from the previous meeting and an agenda for the upcoming meeting.
2. I will receive ample notice of all board meetings, committee meetings and special events.
3. My time, talents and expertise will be appreciated and used appropriately by CASA of Graves County & Southwest KY, Inc. staff and board members.
4. Opportunities will be offered to me to discuss with the executive director and the board president the organization's programs, goals, activities, and status; additionally, I can request such opportunities.
5. The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working, and by offering me opportunities for professional development as a board member.
6. Board members and staff will respond in a straightforward fashion to questions I have that I feel are necessary to carry out my fiscal, legal and moral responsibilities to this organization. Board members and staff will work in good faith with me towards achievement of our goals.
7. If the organization does not fulfill its commitments to me, I can call on the board president and executive director to discuss these responsibilities.

Signed:

Member, Board of Directors

Chair, Board of Directors

Executive Director, CASA of Graves County & Southwest KY, Inc.

Date



Board Member Application

Name: _____

Home Address: _____

Mobile Number: _____

Email Address: _____

Employer: _____

Position: _____

Office Telephone Number: _____ Fax Number: _____

Date of Birth: _____

What is your educational background?

What is your past work history?

What is your experience working or volunteering with children?

Have you worked on non-profit boards before? _____ If yes, when and where?

What expertise or training do you possess that would help this board function more effectively?

If appointed, what do you hope to accomplish during your board service?

Board References

Three non-relative references are required: Please list name, address, telephone number and email address for each person listed. Also note your relationships with the individual (i.e. employer, friend, co-worker). Complete addresses are REQUIRED. Thank you.

1) _____

2) _____

3) _____

CASA of Graves County & Southwest KY, Inc. provides equal opportunity to all applicants based on qualifications and abilities without regard to race, color, sex, sexual orientation, gender identity, pregnancy, childbirth, or related medical condition, age, religion, national origin, protected veteran or service member status, citizenship status, disability, genetic information, or any other class protected by federal, state, or local law.

Please complete & return and return to:

CASA of Graves County & Southwest KY, Inc.
PO Box 5200
Mayfield, KY 42066

CASA of Graves County & Southwest KY, Inc. reserves the right to make any checks deemed appropriate as to explore the suitability of applicants for the Board of Directors. An application to the CASA of Graves County & Southwest KY, Inc. Board of Directors does not automatically assure the applicant a seat on the board.

Signature of Applicant: _____ Date: _____

Nominated by: