

Pennsylvania Downtown Center
2012-2013 Board Member Agreement

I, _____ understand that as a member of the Board of Directors of the *Pennsylvania Downtown Center*, I have a legal and ethical responsibility to ensure that the organization does the best work possible in pursuit of its mission and goals. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as one its stewards.

As part of my responsibilities as a board member:

1. I will interpret and convey the organization's work and value to the community, represent the organization, and act as a spokesperson for the organization when the situation so requires.
2. I will attend at least seventy-five percent (75%) of the organization's board meetings and events and 75% committee meetings of which I am a member.
3. Each year I will maintain an individual membership (\$25.00) in the organization, which may be in addition to any membership maintained by an organization with which I am affiliated.
4. Each year I will make a personal financial contribution, in addition to my membership.
5. I will actively participate on at least one board committee and on one or more fundraising activities.
6. I will act in the best interests of the organization, and recues myself from discussions and votes where I have a conflict of interest, in accordance with PDC's current conflict of interest policy.
7. 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 board matters.
8. I will work in good faith with staff and other board members as partners toward the achievement of our goals.
9. I will support the decisions of the board to the best of my ability and as my conscious allows. In situations where I cannot publically support the decisions of the board if so required, I will agree to resign my seat.
10. If I do not fulfill these commitments to the organization, I will expect the board president to call me and discuss my responsibilities with me.

In turn, the organization will be responsible to me in several ways:

1. I will be sent, without request, no less than quarterly, financial reports and an update of organizational activities that allow me to meet the "prudent person" standards of the law.
2. 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.
3. 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.
4. Board members and staff will respond in a straightforward fashion to questions 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 the attainment of our goals.

5. If the organization does not fulfill its commitments to me, I can call on the board president and the executive director to discuss the organization's responsibilities to me.

PDC Board Member

PDC Board Chair:

Signed: _____

Signed: _____

Printed Name: _____

Printed Name: _____

Date: _____

Date: _____

Source: Member area NTMSC