



# Associate Board Member Duties & Responsibilities

Reports to: Membership

Last Reviewed Date: August 24, 2022

## PURPOSE

The purpose of the Associate Board Member Program is to attract, train, educate and evaluate potential directors who may have the necessary talents to serve on the Board of Directors, as well as to supplement the knowledge and experience of the Board of Directors ("Board"). The Board selects up to four (4) Associate Board Members based on their knowledge and expertise in areas vital to the Credit Union. The Associate Board Member position is non-voting. Through general participation, they may support the Board with their duties and responsibilities. Associate Board Members serve a one-year term, and the position does not necessarily lead to a future position on the Board. The Associate Board Members serve at the will of the Board and can be removed at any time.

## QUALIFICATIONS

- Be a member of OCCU.
- Be committed to fulfill the time requirements necessary.
- Comprehend the financial concepts and procedures critical to the Credit Union operation.
- Function effectively as part of a team.
- Possess a personal commitment to promoting the credit union movement.
- Use sound judgment and provide input based on concern for the members rather than personal opinion or interests.
- Support the credit union philosophy and credit union movement when representing OCCU.
- Agree to the terms of OCCU's Code of Ethics Policy.
- Be eligible to vote in OCCU elections and at membership meetings.
- Not be employed by the Credit Union or any subsidiary during the past two (2) years.

## DUTIES\*

- **Duty of due care.** This responsibility generally requires that an Associate Board Member must discharge the duties with the care an ordinary prudent person in a like position would exercise under similar circumstances. ORS 65.357
- **Duty of loyalty.** Associate Board Members have a duty to give their undivided loyalty to the organization. Decisions regarding the organization's funds and activities must promote the organization's public purpose rather than private interest.
- **Duty of obedience.** Associate Board Members have a duty to follow the organization's governing documents (Articles of Incorporation and Bylaws) to carry out the organization's mission and to ensure that funds are used for lawful purposes.

\* From the Secretary of State's [A Guide to Nonprofit Board Service in Oregon](#).

## SPECIFIC RESPONSIBILITIES

- Provide input to assure the affairs of the Credit Union are conducted in a safe and sound manner.
- Participate in discussions about matters that come before the Board.
- Attend monthly Board meetings, other than executive sessions, and attend additional meetings as requested.
- During their first term, Associate Board Members will attend at least one (1) meeting of each standing Board committee.
- During subsequent terms, attend any appointed Board committee meetings.
- Review reports from Management.
- Participate in appropriate Board training and education, as specified in *Policy 2.1 Education and Travel for Officials*, and become knowledgeable of OCCU bylaws and policies.
- Act with the highest moral and ethical standards in compliance with OCCU bylaws and policies at all times.
- Read and understand monthly Board packets and materials.
- Maintain confidentiality of Credit Union business affairs and information relating to Credit Union members. Do not disclose confidential Credit Union information.
- Keep current with laws and regulations that impact Credit Union operations.
- Serve as a Credit Union ambassador.