

Friends of Grace Community Center

Board of Directors Committees

The Executive Committee consists of the president, vice-president, secretary, financial officer, chairs of other committee's, the Director of Grace Community Center, and executive staff of Grace Community Center. The Executive Committee reviews committee reports, hears staff reports, and sets the agenda for the board meetings. The board president serves as the chairperson of the Executive Committee.

The Fiscal Committee is comprised of at least three members of the board. It is chaired by the financial officer and is responsible in maintaining fiscal integrity. The Fiscal Committee reports its actions, at least annually, to the full board and is responsible for the presentation to the board of the annual budget and annual fiscal reports. The Fiscal Committee is responsible for requesting cost estimates for the purpose of purchasing items needed by staff at Grace Community Center. Only the Board President and financial officer can sign checks needed for purchasing items or paying invoices designated for the needs of Grace Community Center.

The Marketing/Public Relations Committee is responsible for soliciting potential donations from public and private entities. The committee is to provide support to Grace Community Center Staff during times of fund-raising. The Marketing/Public Relations Committee should act as a support to Grace Community Center Staff in identifying potential donors while maintaining a data base of potential donors.

The Board Development Committee is comprised of at least three board members. The duties of the committee are to collect, categorize, screen and recommend candidates to the board for membership on the board. The committee is also responsible for the planning and implementation of orientation for new board members and regular training programs for all board members.

The Executive Committee shall be responsible for the duties of the Board Development Committee should a Board Development Committee not exist.

Friends of Grace Community Center Board of Directors Fact Sheet

Volunteer for Friends of Grace Community Center Board of Directors. The Board Is looking for highly motivated, community-spirited people to join its board of directors and serve on board committees.

Support Grace Community Center and staff with support in serving The Mental Health Community. We are looking for people who will share our commitment to ensure that people with mental health disabilities in Santa Clara County to receive the services they need to maintain the highest possible quality of life and achieve their highest potential.

The Board of Directors Oversees How the Friends of Grace Operates. The board of directors are responsible for overseeing budget, board development, marketing, and policy responsibilities.

The Board Is Looking for People from Different Backgrounds with Many Different Skills. The Board is looking for people who:

- ▶ Demonstrate an interest in, or knowledge of, mental health disabilities,
- ▶ Have mental health, management, public relations or financial skills,
- ▶ Represent the various categories of mental health,
- ▶ Reflect the geographic and ethnic characteristics of the area, or
- ▶ Are members, parents, or guardians of members.

Board Members Go to at Least Two Meetings a Month for Two Years. Time commitments for board members include at least two meetings a month and at least one monthly committee meeting. Board members serve two years terms for a maximum consecutive time of six years. We also encourage participation on board committees by people who cannot commit to the additional time full board membership requires.

Anyone with a Conflict of Interest Is Prohibited from Board Membership.

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Friends of Grace Community Center

Rights of Volunteer Board Members

1. To be fully informed about the responsibilities, time commitment and organizational operations before accepting the position of board member.
2. To receive governance and board operations and orientation.
3. To receive information in a manner that is understandable (e.g. larger font, email).
4. To be kept fully informed about current events through accurate financial reports, management reports, and regular and thorough briefings by staff regarding the operation of Grace Community Center.
5. To expect that volunteer time will not be wasted by lack of planning, coordination, and cooperation within the organization or the board.
6. To be assigned jobs that are worthwhile and challenging.
7. To be able to decline an assignment that feels inappropriate.
8. To be trusted with confidential information that will help the board member carry out assignments and responsibilities.
9. To know whether board work is effective and what results have been obtained.
10. To be recognized at appropriate times for work and involvement as a board member.

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Friends of Grace Community Center Board Development Committee

BOARD RECRUITING STRATEGIES

I. OBJECTIVES

- A. To ensure greater representation from the demographics of our consumer community, pro-actively recruit board candidates with the following ethnic origin: Latino, African American, Asian and East Indian.
- B. To bring expertise to the board from non-mental health, recruit non-consumer and/or non-parents who can give an outside perspective while providing specific professional expertise in such areas as: mental health, accounting, education, business management, marketing, and human resources.
- C. Strive to recruit additional board members from surrounding communities.

II. STRATEGIES

- A. Market horizontally to get better exposure for professionals and other counties via public service announcements over radio to generate interest in larger population; press releases for the notice section of local newspapers, as well as foreign language newspapers
- B. Gain invitations for appropriate board members to share our experiences at consumer groups, parent groups and or public meetings.
- C. Weed out any candidates who may not have the time available or dedication to the task.
- D. Ask each board member to identify at least one person they know and contact that person to gauge interest.

- E. Make applying for board membership easier by adding the application to the website; providing help for a member applicant who cannot write; allowing applications to be submitted by e-mail.
- F. Target professional organizations and collaborate with leadership of the organization to publicize our recruiting efforts.
- G. Solicit notices in the newsletters of professional organizations.
- H. Identify board members that share professional expertise, and ask them to contact other professionals in their specific arena to gauge interest.
- I. Advertise, if these produce no results.
- J. Ensure once we get individuals interest, that we make it easy and appealing to apply and participate by revising the fact sheet to make it more friendly and appealing, yet still be informative; ensuring that all interested parties receive personal contacts from a board member to get a subjective feeling about the quality of the candidate, including their motivation, qualifications, etc, and to provide a personal face to Grace Community Center for the candidate by being friendly, dedicated, and clear in describing the roles of board members.

Friends of Grace Community Center

Board of Directors Job Description

TERM: Two years up to a maximum of six years (or three terms)

MEETINGS AND ATTENDANCE:

Board Meeting: Once a month, each approximately 1.5 hours (12 meetings per year).

One Committee: Once a month, each approximately one hour (12 meetings per year).

ACCOUNTABLE:

To the President of the Board of Directors

RESIGNATION/LEAVE OF ABSENCE:

In writing to the President of the Board of Directors.

RESPONSIBILITIES:

1. Ensure board actions improve the quality of life for the people served at Grace Community Center while providing support to staff at Grace Community Center.
2. Follow, review and participate in revising the bylaws of the Friends of Grace.
3. Write, review and approve policies for administering board activities which are in agreement with the Friends of Grace Vision Statement.
4. Participate in keeping the community informed on the services offered and needs of Grace Community Center.
5. Elect and may review other members of the board of directors.
6. Ensure the financial affairs of Friends of Grace accounting policies.

SPECIFIC DUTIES AS A MEMBER OF THE BOARD:

1. Attend and actively participate in all board meetings once a month. Attend regularly and be on time, review board material (minutes, action items, etc.) before the board meeting.
2. Contribute knowledge and express points of view based upon experience and information.
3. Consider other points of view, making suggestions, and help the board make group decisions.
4. Attend and actively participate in at least one monthly committee meeting.
5. Set aside personal agenda in order to maintain and/or enhance the development of the organization.
6. Assume board leadership responsibilities as requested and as possible.
7. Represent the Board of Directors at community events, organizations, and with private individuals.
8. Be informed of the Friends of Grace policies.
9. Be informed about the needs of the community and the people served by Grace Community Center.
10. Become a board mentor for new members as needed.

FRIENDS OF GRACE COMMUNITY CENTER (FGCC) BY-LAWS

**A PRIVATE, NON-PROFIT CORPORATION
SUPPORTING GRACE COMMUNITY CENTER**

July 2005

ARTICLE I

Purposes

- (a) FRIENDS OF GRACE COMMUNITY CENTER (FGCC) has a mission to promote and develop a wider public interest in social recreational and related leisure service programs for persons with mental illness and developmental disabilities, as provided by Grace Community Center with the City of San Jose's Parks, Recreation and Neighborhood Services, to contribute to their support; to further recreation, education and participation. The general purposes and powers are to encourage appreciation of the social rehabilitative nature of the programs, as essential to assisting individuals to develop and maintain optimum physical, psychological and social levels of functioning in order to enhance community integration and to avoid, where possible, regression and hospitalization of the participants; and to give assistance and support to recreational activities of an educational nature that emphasize daily living skills and the use of community resources;
- (b) The organization may also engage generally in such other activities, related or unrelated to those described in clause (a) of this Article I, of a social, charitable or educational nature as its directors may from time to time authorize or approve, provided that any such activities are permitted to tax-exempt organizations under the authority of a published ruling of the Internal Revenue Service of the United States Treasury Department or a ruling of said Service specifically granted to this corporation;
- (c) The corporation may have and exercise all of the powers conferred upon nonprofit corporations by the laws of the State of California now in effect or as hereafter amended.

ARTICLE II

Offices

Section 1.

Principal Office. The principal office for the transaction of the business of this corporation shall be such place in the City of San Jose, and County of Santa Clara, State of California, as may be fixed by the Board of Directors.

ARTICLE III

Members

Section 1.

This corporation shall have two classes of membership:

1. "Sponsoring Member": A Sponsor is one who has provided financial support to the corporation in any calendar year.
2. "Active Member": One who has demonstrated an interest in working with the corporation to provide advocacy services and assistance with fund raising.

Section 2.

Voting. Each active board member shall be entitled to one (1) vote and may vote by proxy.

ARTICLE IV

Board of Directors

Section 1.

The Board of Directors are Board Members who volunteer their time. The Board of Directors monitors how the FGCC operates and are responsible for oversight of the budget of FGCC, board development, marketing, and policy responsibilities.

Section 2.

The Board should seek to recruit highly motivated, community-spirited people who are willing to volunteer their time. The Board of Directors are looking for people who will share the commitment to ensure that persons with mental illness and developmentally disabilities in Santa Clara County receive the services they need to achieve and maintain the highest possible quality of life.

Section 3.

The Board is looking for people from different backgrounds with many different skills. The Board is looking for people who:

- * Demonstrate an interest in, or knowledge of, mental health disabilities,
- * Have mental health, management, public relations or financial skills,
- * Represent the various categories of mental health,
- * Reflect the geographic and ethnic characteristics of the area, or
- * Are members, parents, or guardians of members.
- * Have a Public Policy background

Section 4.

Board Members should be able to support Grace Community Center and staff in serving the mental health community.

Section 5.

Board Members are required to attend up to two meetings a month for two (2) years. Time commitments for Board Members may include at least two meetings a month and at least one monthly committee meeting. Board Members serve two year terms for a maximum consecutive time of six years. The FGCC also encourage participation on Board committees by people who cannot commit to the additional time full Board membership requires.

Section 6.

Anyone with a Conflict of Interest is prohibited from Board membership. Board members and / or staff of Grace Community Center are prohibited from receiving funds from the FGCC financial account for personal gain. Board members serving are not allowed to act as vendors for a service where funds would be taken from the FGCC account. Grace Community Center staff and members serving as advocates are prohibited from profiting from a service that would require financial compensation from FGCC. Anyone serving on the Board of Directors or acting as a representative of Grace Community Center are forbidden from receiving funds for services rendered. No family member of a sitting Board Member could be hired as a vendor for service.

ARTICLE V

Board of Directors

Section 1.

Powers. Subject to the limitations imposed by the law, or by the Articles of Incorporation, or by these By-laws, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be controlled by, the Board of Directors and reviewed by each individual Board Member. Without prejudice to such general powers, but subject to the above limitations, it is hereby expressly declared that the Board Directors shall have the following powers:

1. To appoint and remove all of the officers, any agents of the corporation, as prescribed by their powers and duties.
2. To make such rules and regulations in respect to the corporation as it deems best.
3. To change the principal office of the corporation from one location to another in the County of Santa Clara.
4. To adopt a corporate seal, and to alter the form of such seal from time to time as it deems best.
5. To appoint an executive committee and to delegate to the executive committee any of the powers and authority of the Board in the management of the business and affairs of the corporation, except the power to adopt, amend or repeal By-laws. The Board of Directors shall have the power to prescribe the manner in which proceedings of the executive committee be conducted. The executive committee shall be composed of two (2) or more Directors of the Board.
6. To appoint such other committees as are deemed by the Board to be most suitable, necessary or convenient to accomplish, and to aid in accomplishing, the purposes of this corporation, and to prescribe the powers and duties of and the length of terms of the members of such committees. The Board of Directors shall have the power to prescribe the manner in which proceedings of such committees shall be conducted. Membership of committees, other than the Executive Committee, shall not be limited to Directors or Members of the Board.
7. To solicit funds and to engage in fund-raising activities.
8. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation.

Section 2.

Number, Election and Terms of Office. The authorized number of Directors shall be not less than three (3) nor more than eleven (11) Directors; provided, however, that the number of authorized Directors may be changed from time to time by amendment of these By-laws or by adoption of a new By-law or new By-laws. Directors shall be elected at the annual meeting of the members held provided that, if any such annual meeting is not held, or if the Directors are not elected thereat, the Directors may be elected at any special meeting of the members held for that purpose. The term of office of all Directors elected at such annual meeting or special meeting shall commence with the adjournment of such meeting and shall terminate with the adjournment of the annual meeting or special meeting at which their successors are elected.

Section 3.

Vacancies. Vacancies on the Board of Directors may be filled by a majority vote of the remaining Directors, though less than a quorum, or by a sole remaining Director, and each Director so elected shall hold office for the un-expired term of this predecessor and until the adjournment of the annual or special meeting of the members at which his successor is elected. A vacancy or vacancies on the Board of Directors shall be deemed to exist in case of the death, resignation, or removal of any director, or if the authorized number of Directors be increased, or if the members fail, at any annual meeting or special meeting held for the purpose of electing a Director or Directors, to elect the full authorized number of Directors to be voted for at the meeting.

ARTICLE VI

Meetings

Section 1.

Meetings. Meetings of members shall in all respects be regulated in the same manner as meetings of the Directors.

Section 2.

Annual Organization Meeting. Immediately following each annual organization meeting of the members, the Board of Directors shall hold a regular meeting of organization, election of officers, and the transaction of other business. Notice of such annual organization meeting is hereby dispensed with; provided, however, that notice of such annual organization meeting shall be given to any person not already a member of the board of Directors whose name has been placed in nomination for membership on the Board of Directors and whose nomination is to be voted on at the annual meeting of the members of the corporation immediately preceding such annual organization meeting of the Board of Directors. The notice required by this section shall in all respects comply with the notice required by Article IV, section 7, of these By-laws for notice to members of the Board of Directors in case of a special meeting of said Board.

Section 3.

Annual Meeting. There shall be an annual organization meeting of the members of this Board to elect a Board of Directors and to transact such other business as, in accordance with the decision of the Board of Directors, is duly presented to such meeting. Unless otherwise determined by the Board of Directors, the annual meeting of members shall be held on the third Tuesday of each year at 5:30 p.m. of said day at the principal office of the corporation; provided, however, that should said day fall upon a legal holiday, then any such meeting of the members shall be held at the same time and place on the Wednesday succeeding such legal holiday. Notice of the annual meeting, if held at the time and place designated above, is hereby dispensed with; provided that, if a different time or a different place or different time and place for the annual meeting be designated by the Board of Directors, due notice of such meeting shall be given to all members of the corporation.

Section 4.

Other Regular Meetings. Other regular meetings of the Board of Directors shall be held without call at such times as shall from time to time be determined by the Board of Directors.

Section 5.

Special Meetings. Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President or, if absent or is unable or refuses to act, by the Vice President or by any two (2) Directors. Written notice of the time and place of special meetings shall be delivered personally to the Directors or sent to each Director by letter or electronic mail addressed to him at his address as it is shown upon the records of the corporation, or, if it is not so shown upon such records or is not readily ascertainable, at the place in which the meetings of the Directors are regularly held. In case such notice is mailed it shall be deposited in the United States mail or transmitted electronically by computer in the place in which the principal office of the corporation is located at least five (5) days prior to the time of the holding of the meeting. In case such notice is delivered as above provided, it shall be so delivered at least twenty-four (24) hours prior to the time of the holding of the meeting. Such air or electronic mailing, as above provided shall be due, legal and personal notice to such Directors.

Section 6.

Notice of Adjournment. Notice of adjournment of any Directors' meeting, either regular or special, need not be given to absent Directors, if the time and place for reconvening are fixed at the meeting adjourned.

Section 7.

Entry of Notice. Whenever any Director has been absent from any special meeting of the Board of Directors, an entry in the minutes to the effect that notice has been duly given shall be conclusive and incontrovertible evidence that due notice of such special meeting was given to such Director, as required by law and the By-laws of the corporation.

Section 8.

Waiver of Notice. The transactions of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present, and if, either before or after the meeting, each of the Directors not present signs a written waiver of notice or consent to holding such meeting or an approval of the minutes thereof. All such waivers, consents or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 9.

Quorum. At all meetings of the Board of Directors, a majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn as hereinafter provided. Every act or decision done or made by the majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors unless a greater number be required by law or by these By-laws.

Section 10.

Adjournment. A quorum of the Directors may adjourn any board meeting to meet again at a stated day and hour; provided, however, that in the absence of a quorum, any Director present at any board meeting, either regular or special, may adjourn the meeting from time to time until the time fixed for the next regular meeting of the Board.

ARTICLE VII

Officers

Section 1.

Positions. The officers of the corporation shall be a President, Vice President, Secretary, Treasurer and, at the discretion of the Board of Directors, one or more additional members or officers. The corporation may also have, at the discretion of the Board of Directors, such other officers as may be appointed in accordance with the provisions of section 3 of this Article. Officers need not be Directors. One (1) person may hold two (2) or more offices, except those of President and Treasurer.

Section 2.

Elected Officers. The officers of the corporation except such officers as may be appointed in accordance with the provisions of section 3 or section 5 of this Article, shall be elected annually by the Board of Directors, and each shall hold his office until he shall resign or shall be removed or otherwise disqualified to serve, or until his successor shall be elected and qualified.

Section 3.

Appointed Officers. The Board of Directors may appoint such other officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided in the By-laws or as the Board of Directors may from time to time determine.

Section 4.

Removal. Any officer may be removed, either with or without cause, by a majority of the Directors at the time in office, at any regular or special meeting of the Board, or except in case of removal of the President, Vice President, Secretary and Treasurer, or any of them, by any officer upon whom such power of removal may be conferred by the Board of Directors.

Section 5.

Resignation. Any officer may resign at any time by giving written notice in the Board of Directors, or to the President, or to the Secretary of the corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later date of the receipt of such notice or at any later time, specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6.

Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or any cause, shall be filled in the manner prescribed in the By-laws for regular appointment to such office, or, if the office be one which the By-laws designates as elective, by election. Where the office to be filled is elective, the person elected shall hold office for the un-expired term of his predecessor and until the regular election and qualification of his successor.

Section 7.

President. Subject to the supervisory powers of the Board of Directors, the President shall be the Chief Executive Officer of the corporation and shall have authority to direct and control the business and officers of the corporation. The President has authority to enter into any contract or

execute any instrument in the name of or on behalf of the corporation. The President has authority to enter into any contract or execute any instrument in the name of or on behalf of the corporation. The President shall preside at all meetings of the members and at all meetings of the Board of Directors. The President shall have the general powers and duties of management usually vested in the office of President of a corporation and shall have such powers and duties as may be prescribed by the Board of Directors or these By-laws.

Section 8.

Vice President. In the absence of the President, the Vice Presidents shall perform all the duties of the President and, when so acting, shall have all the powers of, and be subjected to all restrictions upon the President. The vice president shall have such other powers and perform such other duties as from time to time may be prescribed by the By-laws.

Section 9.

Secretary. The Secretary shall keep, or cause to be kept, at the principal office or such other place as the Board of Directors may order, a book of minutes of all meetings of the Directors and members, specifying the time and place of holding and whether regular or special, the notice given thereof, the names of those present in person or by proxy at such meetings, and the proceedings thereof.

The Secretary shall keep a membership book containing the name and address of each member, and in any case where membership has been terminated such fact shall be recorded in the book, together with the date on which the membership ceased.

The Secretary shall give, or cause to be given, notice of all meetings required by the By-laws or by law to be given, and he shall keep the seal of the corporation in safe custody, affixing it to documents as the business of the corporation may require, and he shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the By-laws.

Section 10.

Treasurer. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts, disbursements, gain and losses. The books of account shall at all times be open to inspection by any member.

Section 11.

Executive Committee. The Executive Committee shall consist of the President of the corporation, the Vice President, the Treasurer, the Secretary, two (2) members of the current Board of Directors, and past Presidents of the corporation. This committee shall have full power to manage and control the entire business of the corporation when the Board of Directors is not in session.

The Executive Committee reviews committee reports, hears staff reports, and sets the agenda for the board meetings. The Board President serves as the Chairperson of the Executive Committee. The Executive Committee shall be responsible for the duties of the Board.

Any and all contracts, proposals and requests for reimbursement, must be submitted to the Executive Board for approval. No sitting Board Member can negotiate or go into contact with a potential vendor without the approval of the Executive Committee. All proposed contracts must be submitted to the Executive Board for final review and approval.

The Executive Director of Grace Community Center has the authority to purchase items and or go into contract with a potential vendor(s) on matters identified as "urgent". The Executive Director must obtain approval from the Board President via phone, in person, or in writing for the services or items needed. Should the Board President not be available the Executive Director can obtain approval from the Vice-President. Should the Vice-President not be available the Executive Director can obtain approval from the Treasurer. Should the Treasurer not be available the Executive Director should get approval from two sitting Board Members.

Once approval has been obtained, the Executive Director has the authority to purchase, go into contract, and or obtain a cost estimate for services needed at Grace Community Center. The Executive Director shall be reimbursed by the Board of Directors for purchases made in all urgent matters. All reimbursements require proof of purchase in the form of a receipt(s), and or invoices on services rendered.

The Executive Director of Grace Community Center has the discretion of justifying all urgent matters.

Section 12.

Committee on Nominations. The Committee on Nominations shall consist of the Vice President, the Secretary, and one (1) member of the Board of Directors. It shall be the duty of this Committee to recommend candidates for the Board of Directors to the voting membership. The Committee shall elect its own Chairman.

Committees.

The Fiscal Committee is comprised of at least three members of the board. It is chaired by the financial officer and is responsible in maintaining fiscal integrity. The Fiscal Committee reports its actions, at least annually, to the full Board and is responsible for the presentation to the Board of the annual budget and annual fiscal reports. The Fiscal Committee is responsible for requesting cost estimates for the purpose of purchasing items needed by staff at Grace Community Center. Only the Board President or financial officer can sign checks needed for purchasing items or paying invoices designated for the needs of Grace Community Center.

The Public Relations Committee is responsible for marketing and soliciting potential donations from public and private entities and providing educational outreach. The committee is to provide support to Grace Community Center Staff during times of fund-raising. Public Relations Committee should act as a support to Grace Community Center Staff in identifying potential donors while maintaining a data base of potential donors. The Meeting Committee shall be co-chaired by the Vice-President of Community Relations.

The Board Development Committee is comprised of at least three Board members. The duties of the committee are to collect, categorize, screen and recommend candidates to the Board for membership on the Board. The committee is also responsible for the planning and implementation of orientation for new Board members and regular training programs for all Board members.

ARTICLE VIII

Miscellaneous

Section 1.

Dissolution. In the event that the corporation is unable to perform its stated purposes, the Board of Directors shall take the necessary legal and administrative steps for disillusionment, all assets of the corporation at that time shall be given as a gift to Grace Community Center for the specific purpose of supporting social recreational activities for adults with mental disabilities.

Section 2.

Annual Reports. Insofar as permitted by law, the rendition of annual reports by the Board of Directors is hereby dispensed with.

ARTICLE IX

Amendments

Section 1.

Adoption, Amendment, or Repeal of By-laws. Subject to the provisions of Section 9400 of the Corporations Code of the State of California, By-laws may be adopted, amended, or repealed (1) at any meeting of the Board of Directors provided that due notice has been given to all Directors of the change or changes proposed in the Bylaws or (2) by the written assent of all Directors. The notice required by this section shall in all respects comply with that notice required by Article VI, Section 5, of these By-laws for notice to members of the Board of Directors in case of a special meeting of said Board.

WE, THEN UNDERSIGNED, have this date resolved to adopt the foregoing as the By-laws of said corporation.

BOARD MEMBER JOB DESCRIPTION

TERM: Two years up to a maximum of six years (or three terms)

MEETINGS AND ATTENDANCE:

Board Meeting are once a month, approximately 1.5 hours. Sub-Committees will meet at least once a month, each approximately one hour (12 meetings per year). (12 meetings per yr).

ACCOUNTABILITY:

To the President of the Board of Directors.

RESIGNATION/LEAVE OF ABSENCE:

In writing to the President of the Board of Directors.

SPECIFIC DUTIES AS A MEMBER OF THE BOARD:

1. Attend and actively participate in all Board meetings once a month. Attend regularly and be on time, review Board material (minutes, action items, etc.) before the Board meeting.
2. Contribute knowledge and express points of view based upon experience and information.
3. Consider other points of view, making suggestions, and help the Board make group decisions.
4. Attend and actively participate in at least one monthly committee meeting.
5. Set aside personal agenda in order to maintain and/or enhance the development of the organization.
6. Assume Board leadership responsibilities as requested and as possible.
7. Represent the Board of Directors at community events, organizations, and with private individuals.
8. Be informed of the FGCC policies.
9. Be informed about the needs of the community and the people served by Grace Community Center.
10. Become a Board mentor for new members as needed.

RIGHTS OF VOLUNTEER BOARD MEMBERS:

1. To be fully informed about the responsibilities, time commitment and organizational operations before accepting the position of Board member.
2. To receive governance and Board operations and orientation.
3. To receive information in a manner that is understandable (e.g. larger font, email).
4. To be kept fully informed about current events through accurate financial reports, management reports, and regular and thorough briefings by staff regarding the operation of the corporation.
5. To expect that volunteer time will be used wisely planning, coordination, and cooperation within the organization or the board.
6. To be assigned jobs that are worthwhile and challenging.
7. To be able to decline an assignment that feels inappropriate.
8. To be trusted with confidential information that will help the Board member carry out assignments and responsibilities.
9. To know whether Board work is effective and what results have been obtained.
10. To be free from harassment and / or intimidation by other Board members.

RESPONSIBILITIES:

1. Ensure Board actions improve the quality of life for the people served at Grace Community Center while providing support to staff at Grace Community Center.
2. Follow, review and participate in revising the By-laws of FGCC.
3. Write, review and approve policies for administering board activities which are in agreement with the FGCC Vision Statement.
4. Participate in keeping the community informed on the services offered by Grace Community Center.
5. Elect and review other members of the Board of Directors.
6. Monitor the financial affairs of FGCC accounting policies.
7. Determine the Board's mission and purpose of FGCC.
8. Support the Executive Director of Grace Community Center and staff.
9. Ensure effective organizational planning.
10. Ensure adequate fund raising resources.
11. Manage resources raised effectively.
12. Enhance the organization's public image.
13. Assess Board performance.
14. Hold Board Members accountable.

OTHER DUTIES:

1. Provide continuity for the organization by setting up a corporation or legal existence, and to represent the organization's point of view through interpretation of its services.
2. Assist the organization by broad policies and objectives, formulated and agreed upon by the Board President to assign priorities and ensure the organization's capacity to function adequately.