

Board of Directors

Board Meeting: December 15, 2009

San Francisco, CA

ACTION: Resolution 12-15-09/F: Passed Unanimously by Directors Kawasaki, Moss, Wald & Wiltshire

RESOLUTION: Adopt Policy for Board Member Responsibilities

The Board of Directors agrees to adopt the following to guide Board of Directors responsibilities:

General requirements:

- Attend three meetings a year. The first, held in January (starting in 2011) is the annual meeting and strategic planning meeting for the year and is an in-person meeting. In general, the other two meetings are held via conference call one hour in length: one in June, the other in October.
- Respond to actions needed outside of Board meetings (resolutions and actions to be sent via email or fax.)
- Make an annual contribution to Exloco.

In addition Board members:

- Assist in making the connections needed (funding, resources, contacts).
- Can describe Exloco's mission in words of two syllables and in 30 seconds.
- Recognize what is needed to innovate and incubate systemic change and to that end provides humor, perspective and kindness.

To support the Board in its work, Exloco's staff:

- Provides timely, succinct and useful information to the Board.
- Frames policy decisions with options and recommendations.
- Manages Board meetings and interactions for optimal time use.
- Carries out the work as directed by the Board.

Approved by:

Johanna Wald
Exloco Board Secretary

Date: