

# Board of Directors

## Hypatia Software Organization

<http://hypatia.software/board-directors>  
[contact@hypatia.software](mailto:contact@hypatia.software)

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Hypatia Software Organization is a (soon-to-be) 501(c)(3) nonprofit, guided by the vision of its board of directors. The Board of Directors, as a whole, are responsible for setting goals and devising execution strategies.

### Goals of the board

The purpose of the board:

- Ensure organization has adequate resources to fulfill its mission
- Counsel and oversight for the President/CEO
- Evaluate its own effectiveness as a governing body, as representatives of the community in upholding the public interest (mission) served by the organization

### Requirements for each board member

- Personally committed to the mission of the organization, willing to volunteer sufficient time and resources to help achieve the mission of the organization, and understand and fulfill their fiduciary responsibilities.
- Using the correct required forms for any action, e.g., expenditure, emergency requisition
- May not occupy more than one board/officer position in this organization at the same time
- Annual review of organization effectiveness

- Regularly participate in monthly board meetings and important general meetings.
- Volunteer for and willingly accept assignments and complete them thoroughly and in a timely manner.
- Lead and participate in fundraising for the organization
- Collaboration with other board members

## **President/CEO**

*Lillian Lemmer*

The President/CEO is the key management leader; leads, but works with the board to fulfill organization's mission.

### **Responsibilities:**

- Oversee the administration, programs, and strategic plan of the organization.
- Report directly to the board
- Effectively communicates with the board; providing, in a timely and accurate manner, all information necessary for the board to function and make informed decisions
- Develops resources sufficient to ensure financial health of the organization
- Works with the Treasurer to ensure the fiscal integrity of HSO, including submission to the board a proposed annual budget and monthly financial statements, which accurately reflect the condition of the organization
- Works with the Treasurer to draft budgets, ensure maximum resource utilization
- Works with board and staff to ensure the mission is fulfilled through the organization's programs
- Implementing the organization's programs which carry out the organization's mission
- Strategic planning to ensure the organization can successfully fulfill its mission in the future

- Enhancing the organization's image by being active and visible within the community and by working closely with other professional, civic, and private organizations.
- Primary spokesperson to the organization's constituents, the media, and the general public.
- Establish and maintain relationships with various organizations throughout the state, utilizing those relationships to strategically ensure fulfillment of the organization's Mission.
- Oversee marketing and other communications efforts.
- Organization operations
- Oversees and implements appropriate resources to ensure operations are appropriate
- Effective administration of operations
- Hiring and retention of competent, qualified staff
- Signs all notes, agreements, and other instruments made and entered into and on behalf of the organization.
- Establishing employment and administrative policies and procedures for all functions and for the day-to-day operation of the nonprofit.

## Chairman of the Board

*Sara Murray*

Effectively second-in-command, vice-president.

### Responsibilities:

- Provide leadership to the board of directors
- The Chair is accountable to the Board and acts as a direct liaison between the Board and the management of the Organization, through the President/CEO.
- Is a partner with the President/CEO in achieving the organization's mission.
- Provides leadership to the Board of Directors, who sets policy and to whom the President/CEO is accountable.
- Chairs meetings of the Board after developing the agenda with the President/CEO

- Reviews with the President/CEO any issues of concern to the Board.
- Formally evaluates the performance of the President/CEO and informally evaluates the effectiveness of the Board members.
- Evaluates annually the performance of the organization in achieving its mission. Discusses issues confronting the organization with the President/CEO. Monitors financial planning and financial reports.
- Acting as spokesperson when necessary
- Serves as the Chief Volunteer of the organization
- Encourages Board's role in strategic planning
- Helps guide and mediate board actions with respect to organizational priorities and governance concerns.
- Plays a leading role in fundraising activities

## **Business Director**

*Allison Clift*

Operates the software engineering firm (business). Works in conjunction with the Treasurer and President/CEO to achieve the organization's mission through the organization's engineering firm.

- Merchandising
- Oversee profit
- Ensure organization has adequate resources to fulfill its mission

## **Marketing Director**

Develops strategies to maximize outreach to volunteers, members, turnouts to events. Works with a staff event coordinator. Works directly with the President/CEO to raise awareness and inclusion of all tasks appointed.

## **Treasurer**

*Sina Mashek*

The Treasurer, subject to the order of the Board of Directors, shall have the care and custody of the money, funds, valuable papers, and documents of the Organization and shall have and exercise, under the supervision of the Board of Directors, all the powers and duties commonly incident to such office.

### **Responsibilities:**

- Deposit all funds of the Organization in such bank or banks as the Board of Directors shall designate.
- May endorse for deposit or collection all checks and notes payable to the Organization or to its order, may accept drafts on behalf of the Organization.
- Keep accurate books of account of the Organization's transactions which shall be the property of the Organization, and shall be subject at all times to the inspection and control of the Board of Directors.
- Drafts budgets for board approval with the President/CEO
- Ensures development and board review of financial policies and procedures, e.g., expenditure form
- Collects from major revenue sources, e.g., shop, donations
- Assures all incoming and outgoing transactions go through organization's Paypal
- Routinely check expenditures and emergency cash requests (daily desirable)

## **Secretary**

*Brian Callahan*

- Maintains records of the board and ensures effective management of organization's records
- Manages minutes of board meetings

- Ensures minutes are distributed to members shortly after each meeting
- Is sufficiently familiar with legal documents (articles, by-laws, IRS letters, etc.) to note applicability during meetings
- All the non-profit legal compliance stuff

Additional responsibilities:

- Checks membership applications daily, and accepts or denies applicants

## **Mentorship Director**

We'll fill this in later.