

Board of Directors Duties and Expectations Policy of Mission Ridge Ski Education Foundation (“MRSEF”)

Adopted by the Board of Directors on the ninth day of June, 2025.

I. Overview

The purpose of this Board of Directors Duties and Expectations Policy (the “policy”) is to make clear to Board members their required standards of conduct when acting on behalf of or representing MRSEF. This policy, as it pertains to the enumerated duties herein, aligns with state and federal laws governing nonprofit, charitable organizations.

II. Duties

1. When discharging the duties of a director, you shall act:
 - a. **In good faith** (honestly and without malice in their decision-making while adhering to the MRSEF Articles and Bylaws);
 - b. **With reasonable care** (the care an ordinarily prudent person in a like position would exercise under similar circumstances); and
 - c. **Prioritizing MRSEF’s best interests** (in a manner the director reasonably believes to be in the best interests of MRESF).
2. **Disclosure of Information.** In discharging board or committee duties you shall disclose, or cause to be disclosed, to the other board or committee members material information not already known by them but known by you. Material information is information that relates to or otherwise affects board members’ decision-making or oversight functions. While MRSEF directors and officers are required to annually review and disclose any conflicts of interest by signing the Conflict of Interest and Compensation Policy, your duty to disclose is continuous and ongoing.
 - a. **Exception.** Disclosure is not required to the extent that you reasonably believe that doing so would violate a duty imposed by law, a legally enforceable obligation of confidentiality, or a professional ethics rule.
3. **Reliance.** In discharging the duties of a director, you may rely on information, opinions, reports, or statements, including financial statements or other financial data, if prepared or presented by:
 - a. One or more officers, employees, or volunteers of MRSEF whom you reasonably believe to be reliable and competent in the functions performed or the matters presented;
 - b. Legal counsel, public accountants, or other persons retained by MRESF as to matters involving skills or expertise you reasonably believe are matters:
 - i. Within the particular person's professional or expert competence; or
 - ii. As to which the particular person merits confidence; or
 - c. A committee of the board of which you are not a member, designated in accordance with provisions of the articles or bylaws, as to matters within its designated authority, if you reasonably believe the committee merits confidence.

III. Expectations

1. **Personal Contribution.** Having been elected to represent and help guide MRSEF, you are expected to make a personal contribution to MRSEF. You should:
 - a. contribute to the organization's strategic planning process and provide guidance on future direction;
 - b. maintain MRSEF's mission, vision, and values; and
 - c. ensure MRSEF has effective organizational planning and programs.
2. **Fundraising.** MRSEF relies heavily on fundraising. You should actively participate in fundraising efforts, including soliciting donations, attending events, and introducing your networks to the organization.
3. **Meeting Participation.** You are expected to attend all board meetings, fully prepared to participate by reviewing meeting materials in advance, actively engage in discussions, ask questions, and contribute meaningfully to the decision-making process.
4. **Support Executive Director.** As a board member, you share the responsibility of selecting, supporting, and evaluating the performance of the executive director. You should ensure the executive director:
 - a. Receives constructive feedback;
 - b. Is introduced to other community leaders and organizations and invited to important social functions; and
 - c. Is assisted when members overstep prerogatives or misunderstand their roles.
5. **Other Important Responsibilities.**
 - a. Building a Qualified Board: actively participate in recruiting and orienting new board members and strive to build a diverse and effective board that reflects MRSEF's mission and values.
 - b. Advocacy: promote MRSEF and its mission within your community and networks.
 - c. Skills Development: be committed to developing your skills in nonprofit governance and fundraising.
 - d. Passion for the Mission: have a passion for MRSEF's mission and be committed to advancing its goals.

I, a member of the MRSEF Board of Directors, have read and understood the above duties and expectations and affirm I will act in accordance with the same.

Name: _____ Signature: _____

Date: _____