

Sylmar Hang Gliding Association Board of Directors Information

Purpose of the Board: To advise, govern, oversee policy and direction, and assist with the leadership and general promotion of Sylmar Hang Gliding Association so as to support the organization's mission and needs.

Major responsibilities of the Board:*

- Preserve the flying site for Hang Gliding use
- Encourage the enjoyment of flight at Sylmar Flight Park
- Help promote and improve safety
- Financial management, including adoption and oversight of the annual budget
- Organizational leadership and advisement
- Organization of the board of directors, officers, and committees
- Formulation and oversight of policies and procedures
- Oversight of program planning and evaluation
- Promotion of the organization
- Fundraising and outreach

*Members of the Board share these responsibilities while acting in the interest of Sylmar Hang Gliding Association. Each member is expected to make recommendations based on his or her experience and vantage point in the community.

Legal responsibilities:

SHGA is a California corporation. The job description of every director of a corporation contains some duties that are prescribed by law. The director's first duty is called the "fiduciary duty" to the corporation. A "fiduciary" is a person in a position of trust, like a child's guardian or an attorney handling your case or your assets.

The corporate director's fiduciary duty is to act as a trustee of the shareholders' assets. SHGA is a non-profit corporation. The assets of SHGA are (1) the LZ and its improvements and (2) SHGA's bank accounts. SHGA members pay dues not for shares of stock, but for the privilege of using the Club's property. The primary value of membership in SHGA is the use of the LZ. Therefore, the primary duties of an SHGA director are to preserve the use of the LZ for flying, and to keep informed of any threat to that use, and to eliminate or mitigate those threats.

A corporate director's fiduciary duty includes the duty of "due diligence." This is a duty to exercise the care that a reasonably prudent businessman would use in the management of his own affairs, and it includes a duty to inform oneself of all the relevant facts. However, a director is allowed wide latitude in exercising his "business judgment." A director who acts in his selfish interests at the expense of the corporation, or who makes a decision that no reasonable businessman would make, may be liable to the corporation for any damages legally caused by that breach.

Finally, a corporate director is ordinarily not liable for the debts of the corporation. Thus, a director of SHGA is not personally liable for SHGA's real estate taxes, its water bill, or damages if a person is injured on SHGA property or sues SHGA for a contract debt, like rent of the mailbox.

Length of term: One year, which may be renewed.

Meetings and time commitment:

- The Board of Directors meets monthly on the second Thursday of the month, 7:00 p.m., at a location to be determined by the President. Meetings typically last three to four hours.

Expectations of all Board members:

- Attend and participate in meetings on a regular basis, and special events as able.
- Participate on a standing committee of the Board, and serve on ad-hoc committees as necessary.
- Be alert to community concerns that can be addressed by SHGA's mission, objectives, and programs.
- Help communicate and promote Sylmar Hang Gliding Association's mission and programs to the community.
- Become familiar with Sylmar Hang Gliding Association's finances, budget, and financial/resource needs.
- Understand the policies and procedures of SHGA.

Specific Responsibilities of Board Members**President**

- Set up and chair meetings of the Board of Directors.
- Prepare an agenda for each meeting.
- Delegate tasks to other Board members and other Club members.
- Make necessary decisions when Board is not in session.
- Act as contact to community groups and governmental agencies as needed.
- Encourage and facilitate the participation of the membership on committees.
- Assist other BOD members in getting what they need to do their jobs.
- Keep current with developments at USHGA and guide in the formulation of constructive activities.
- E-mail pertinent information to the Secretary for dissemination to membership.
- Keep the meeting on schedule.
- Attend committee meetings on a "need to" basis.

Vice President

- Responsible to the President for operation of the committees assigned.
- Chair monthly meetings and/or Board meetings in the absence of the President.
- Empty the post office box at least weekly and distribute the contents to the appropriate parties.
- Act as parliamentarian.

Secretary

- Coordinate record keeping transition from past to current Board.
- Send roster of newly elected officers and directors to the USHGA within 30 days of the end of the December meeting.
- Record minutes of all Board meetings.
- Attend all Board meetings. If unable to attend for any reason, ensure that arrangements are made for someone else to perform the Secretary's duties.
- Maintain all records.
- Promptly send the minutes from the previous Board meeting to all Board members.

Treasurer

- Responsible for the receipt, recording and depositing of all funds.
- Responsible for the disbursement of all funds as appropriate.
- Approve requests for fund disbursement. Any disbursement must also be accompanied by a receipt.
- Maintain a computerized database that shows funds received and funds disbursed. Organize this database so that funds received and distributed fall into categories for report sorting.
- Pay all bills in a timely manner so as to not incur late charges.
- In January of each year, prepare a budget for calendar year.
- In December of each year, prepare an end-of-calendar year financial report.
- Publish the annual financial report in the January newsletter.
- Respond to any requests for tax information and file appropriate tax returns.
- File any 1099s for services rendered as appropriate.
- When the BOD authorizes site improvements and other items not in the yearly budget, validate that the funds are available and earmark them as such.
- Keep a separate computer database for storage box income and the status of the savings/CD account.

- Move money from regular checking to savings as appropriate to keep the regular checking at an approximate balance of \$8,000.00. This number seems to work for all situations and does not require liquidation of the CD, thereby avoiding any early payout penalties.
- At BOD meetings, whenever funding is approved for a project and the money is not in the yearly-approved budget, remind the board that the funding will have to come from reserves.
- Maintain a spreadsheet of all funds received for each deposit and individually identify for what purpose the funds were received, i.e. dues, initiation, visiting pilot, other.

Safety Director

- Accept accident reports, distribute copies to the Board and forward them to the USHGA.
- Encourage safe flying practices at the Sylmar Flight Park and elsewhere.
- Make accident reports whenever possible, and solicit them from witnesses/participants otherwise.
- Monitor safety at our flying site and make suggestions to the Board.
- Write safety-related articles for the membership.
- Other safety-related tasks as required.

Activities Director

- Plan member events throughout the year.
- Responsible for budgets of events.
- Act as liaison with community.
- Manage participation of SHGA in community events.
- Submit information to be disseminated to membership to Secretary.

Past President (automatically appointed to a one-year term)

- Serve a 1-year term as an advisor to the President.
- Act as continuity between past and present Board of Directors.
- Liaison to appointed committees.

Director-At-Large

Additional Directors-At-Large may be appointed by the Board of Directors. Limits on this are specified in the by-laws.

- Provide support by professional experience.
- Attend all Board Meetings.
- Serve on committees as requested by the president.