



## ***BOARD OF DIRECTORS LETTER OF AGREEMENT***

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CODA Midwest is committed to working in compliance with all applicable laws and regulations.

The Board of Directors can, and will, delegate functions, but the responsibility for what does or does not happen rests with the Board of Directors.

Directors are expected to attend all board and committee meetings. When unable to attend a meeting, directors are expected to ask to be excused. Excessive unexcused absences constitutes disqualification from the board.

Directors are expected to read materials distributed in advance.

Directors are expected to address and interact with each other in a respectful manner, which applies especially to disagreements.

Routine business will be transacted by consent. Meetings are conducted according to *Robert's Rules of Order*, as adapted for use in a smaller assembly.

Agendas are prepared jointly by the designated chair-person and Secretary and distributed in advance.

Directors serve gratis. Expenses related to meeting attendance or assignments may be reimbursed if budgeted.

The CODA Midwest Board of Directors is committed to doing its business in an atmosphere of trust and openness. Where confidentiality is required, directors pledge to uphold it conscientiously.

Directors are expected to recuse themselves from participating with items in which they have a conflict of interest.

CODA Midwest operates from a principle of board wholeness. Committees may be used for special assignments and/or to prepare issues for action by the Board of Directors. Committees only have the authority given to them by the board. Committees shall prepare and promptly distribute a record of their meetings.

The Board of Directors will perform a self-assessment annually. Program evaluation will be a part of annual planning.

The CODA Midwest Board of Directors is committed to doing its work, as much as is practical, from a policy perspective. It will create a board policy manual where all board policies will be filed and kept readily available for consultation. The responsibility of updating the manual annually is assigned to the Secretary working with the Organizational Development Committee.

Major issues needing board action shall be presented in recommendation or proposal form. This applies to both committee and board proposed issues.

It is understood that service on the CODA Midwest Board is by election or invitation. Retiring directors agree to relinquish their office, accounts and passwords with goodwill to their successors. Succession period of up to three months is encouraged to enable a smooth transition and continuity of roles, responsibilities, projects and directorship.

*While serving on the CODA Midwest Board of Directors I understand, agree, and commit to all the above items as stated.*

Signature: \_\_\_\_\_ Date: \_\_\_\_\_