

GOVERNANCE MODEL (Potter League Bylaws -2009)

Board of Directors

Article IV. Section 4.1. Powers

- Select+remove all of the officers, directors, agents of the Corporation
- Initiate + approve plans, policies, programs for the welfare of the League
- Have custody + management of the land, buildings, equipment, securities and all other properties of the Corporation
- Adopt the annual budget of the Corporation
- Borrow money, raise + disburse funds, invest + reinvest funds of the Corporation
- Sell, buy +exchange properties + securities of the Corporation
- Make contracts
- Select, hire + remove the Executive Director
- Appoint, or delegate the power to appoint, other employees of the Corporation
- Approve salary + wage scales
- Perform all other duties and have such powers as may be necessary to carry out the purpose of the Corporation

RESPONSIBILITIES	TIME AND ATTENTION GRAPH
Strategic Decisions	BOARD'S DECISIONS <div style="text-align: right;">E.D.'s Counsel</div>
Partnership Decisions	SHARED DECISIONS: BOARD & EXECUTIVE DIRECTOR
Operational Decisions	<div style="text-align: left;">BD.'s Counsel</div> <div style="text-align: right;">E.D.'s DECISION</div>

Above Diagonal Line – Allocation of Board's Time

Below Diagonal Line – Allocation of Executive Director's Time

Executive Director

Article VIII. Section 8.1

- Chief administrative officer of the Corporation
- Shall provide administrative + professional leadership to the Board of Directors and the staff in the development of programs and the delivery of services designed to achieve the purposes and goals of the Corporation
- Direct all programs
- Manage all administrative support services to assure economical, efficient and effective professional services
- May delegate and assign selected tasks, functions and responsibilities to members of the staff and when doing so, establish appropriate administrative controls

Article VIII. Section 8.2: Organizational Relationship

- Employed by the Board of the Directors of the Corporation and is not directly responsible to any individual member of the Board of Directors
- Ex-officio member of the Board and of all committees of the Board but shall not have power to vote
- Shall attend, or her designee when approved by President, all Board and committee meetings except those involving personnel matters relating to the Executive Director
- Staff, both professional and non-professional, shall report to, and be evaluated by, the Executive Director, or to a person designated by her
- All personnel actions, including compensation, selection and retention of staff personnel are the responsibility of the Executive Director
- May be discharged with or without cause by a vote of two-thirds of the membership of the Board. Shall receive reasonable notice of pending discharge notice and, upon request, given an opportunity to be heard by the Board
- Shall be authorized and empowered to execute all legal documents on behalf of the Corporation as directed by the Board of Directors

Article VIII. Section 8.3: Responsibilities

In coordination with the appropriate committee, is responsible for the following:

- Management
- Personnel administration
- Planning and organizing organizational policy, goals, programs
- Community relations
- Statistical and record-keeping systems
- Maintenance+up-keep of all facilities, equipment owned and/or leased by Corp.
- Board may from time to time provide a detailed job description for the Executive Executive Director which amplifies and includes, but is not limited to, the above responsibilities