

Wakota Federal Credit Union

Position Description

Position: Board of Directors

Reports to: Membership

Term: Elected to 3 year staggered terms by the membership.

Compensation: Volunteer basis-membership on the Board of Directors is voluntary and not subject to compensation. However, directors may be reimbursed for expenses incurred.

Qualifications: Must be a member of the credit union in good standing. Must be able to read and interpret basic financial statements. Areas of background expertise that would enhance board membership are in the fields of: accounting, education, finance, human resources, law, management, marketing, and planning. A board member must be able to read and analyze financial statements prior to becoming an elected official.

Position responsibility: Establish and implement written policies and procedures that:

1. Are clear
2. Are consistent with credit union objectives
3. Are in compliance with all statutes, rules, regulations, and bylaws of the credit union
4. Benefit the membership
5. Are sound and ethical business practices

Position liability: The board of directors is ultimately responsible to the membership and the regulatory agencies that oversee the operation of the credit union. The credit union carries directors and officers liability insurance to protect volunteer board members. Directors and officers liability coverage is not a substitute for competent and prudent management.

Position description: The board has the responsibility for the general direction and control of the affairs of the credit union.

1. "**General Direction**" relates to policy decisions involving setting policy within the guidelines and regulations pertaining to credit unions, the credit union bylaws, and charter.
2. "**Control**" involves ensuring that established policies and directions are carried out.

Credit union directors have a fiduciary duty that includes two components:

1. The "**Duty of Care**", in which directors must act in good faith and exercise their duties in a reasonable and prudent manner.
2. The "**Duty of Loyalty**", whereby directors must put the interests of the credit union above their own-that is, avoid conflicts of interest.

This is accomplished with other board members and management to provide effective and efficient direction of the credit union to benefit members.

Primary board responsibilities:

1. The ultimate responsibility for the credit union rests with the board of directors.
2. The board serves the credit union membership and no one else-not the president, not the auditors, and not the regulators.

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3. The board provides direction and control of the credit union.
4. To review and approve the written policies of the credit union in the areas of:
 - A) Share savings-types, rates, and terms.
 - B) Loans-maximum loan amounts, interest rates, terms, and acceptable collateral.
 - C) Collections.
 - D) Investments and borrowing.
 - E) Disaster recovery planning.
 - F) Personnel.
5. Hire and retain a competent manager who is responsible for:
 - A) Administering the day to day operations of the credit union.
 - B) Hiring, firing, promoting, training, and discipline for all personnel.
 - C) Administering the budget.
 - D) Developing programs to achieve the goals set by the board of directors.
6. Declare dividends.
7. Approve and review operations and budget to ensure the safety and soundness of the credit union.
8. Attend all scheduled board and committee meetings.
9. Maintain confidentiality of all members.

Secondary Board Responsibilities:

1. Appoint Supervisory Committee.
2. Appoint membership officer.
3. Elect officers of the board.
4. Provide necessary service facilities.
5. Act on all membership applications.
6. Designate depositories for funds.
7. Determine surety bond needs annually.
8. Authorize necessary insurance.
9. Act on personal loans to directors in excess of \$20,000