**{{Full\_Charter\_Heading}}**

**THE BOARD OF DIRECTORS 1210**

# Qualifications, Terms, and Duties of Board Officers

The Board officers include the Chair, vice chair, treasurer, and clerk as set forth in the Articles and Bylaws. These officers are elected at the annual organizational meeting. Each officer has the authority and shall perform the duties set forth in the Bylaws or, to the extent consistent with the Bylaws, the duties and authority prescribed in a resolution of the Board or by direction of an officer with authority by the Board to prescribe the duties and the authority of other officers.

Chair

The Board elects a Chair from its members for a one year term or such other terms as set forth in the Articles or Bylaws. Unless otherwise set forth in the Bylaws, the duties of the Chair are:

1. Preside at all meetings and conduct meetings in the manner prescribed by the Board’s policies;
2. Make all Board committee appointments;
3. Sign all papers and documents as required by law and as authorized by the action of the Board; and
4. Close Board meetings as prescribed by Idaho law.

The Chair is permitted to participate in all Board meetings in a manner equal to all other Board members, including the right to participate in debate and to vote. The Chair may make a motion, but they must first hand over responsibility for chairing the meeting to the vice chair or, if the vice chair is not present, to another Board Member. The Chair may second motions and is not required to hand over responsibility for chairing the meeting before doing so.

Vice Chair

The vice chair shall preside at all Board meetings in the absence of the Chair, and shall perform all of the duties of the Chair in case of the Chair’s absence or disability or as described above.

Legal References: I.C. § 30-30-621 Idaho Nonprofit Corporation Act - Directors and Officers - Required Officers

I.C. § 30-30-622 Idaho Nonprofit Corporation Act - Directors and Officers - Duties and Authority of Officers

I.C. § 30-30-625 Idaho Nonprofit Corporation Act - Directors and Officers - Officers’ Authority to Execute Documents

Policy History:

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