**Board Member Job Description**

The Colorado Soccer Foundation (CSF) is a 501(c)(3) nonprofit youth-sports organization whose mission is to make the game of soccer accessible to all kids who want to play. Through our flagship operation, Soccer City Aurora, we are creating more opportunity in the sport with innovative programs such as low-cost field rentals to qualifying teams, a nominal-fee after-school league targeted for kids who attend schools with high rates of free and reduced-price lunch, and daily access to our fields for drop-in pick-up play.

**CSF Mission Statement:**

We make the game of soccer accessible to all kids who want to play.

**CSF Vision Statement:**

A thriving soccer culture in Colorado communities.

**CSF Guiding Values:**

1. *Pick Up Play, Every Day*: Soccer in its purest form, played simply for the joy of the moment, often gets overlooked when the game is paired with the pursuit of specific outcomes. While we recognize that structured athletics is a powerful tool for youth development, we also emphasize pick-up soccer to allow kids the freedom to just have fun. We are committed to providing space for pick-up games seven days a week.
2. *Expand the Field of Opportunity:* Youth sports are becoming less accessible as the costs of registration fees and travel continue to increase. We encourage kids of all ages and abilities, and from all backgrounds and communities, to access our facilities and join our programs. We are committed to affordable, neighborhood-based soccer programs that deliver a high-quality experience and allow kids to take the game as far as they want.

**Board Member Expectations:**

* Commit to a minimum of three years serving CSF.
* Attend quarterly board meetings (first Monday of March, June, September and December, 6-8pm) as well as any special meetings as necessary.
* Serve on committees and in officer positions.
* Make an annual financial contribution to CSF (we expect 100 percent participation from board members; the individual amounts are at the discretion of each member and will be kept confidential unless otherwise requested).
* Faithfully oversee CSF's operations, policies and financial health in accordance with the Mission, Vision and Guiding Values.
* Periodically update CSF's strategic plans.
* Participate in CSF fundraising initiatives.
* Directly supervise and evaluate CSF's executive director and select his or her replacement as necessary.
* Ensure that CSF operations, messaging and governance do not endorse or promote any viewpoint of a political, religious, or ideological nature that is not directly relevant to and in furtherance of the Mission, Vision and Guiding Values.
* Disclose to the board any and all potential conflicts of interest that could impact one's fiduciary obligation to CSF or create an impression of such.

**How to apply:**

**If you would like to be considered for a Board position at the Colorado Soccer Foundation, please complete the questionnaire below and submit the answers, including your CV/resume and letter of intent, to the following addresses:**

Jeff Chapman (Board Chair)

jeff@swallowcharitable.org

Andy Stine (Board Recruitment Committee)

andystine75@gmail.com

Curtis Gardner (Executive Director)

curtis@coloradosoccerfoundation.org

**Questionnaire:**

**Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Phone Number: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Email Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

1. **Are you willing to undergo a background check?**
2. **Do you have any conflicts of interest to disclose? (A conflict of interest does not necessarily disqualify you from becoming a Board Member)**
3. **Please submit a CV/resume with a letter of intent. The letter of intent gives you a chance to provide additional details about yourself as a candidate. At minimum, the letter of intent should address the following two questions:**
	1. **As a Board Member, how can you support our mission and vision? Specifically, what expertise, qualifications, professional background, and personal interests do you bring to our organization?**
	2. **What role do you see a youth-sports organization like the Colorado Soccer Foundation playing in the larger society?**

**Thank you for your interest in being a part of our work! We will follow up with you once we review.**

**Attached for your reference only on the following pages:**

***CSF By-Laws: Sections regarding Board Members***

**(TAKEN FROM CSF BY-LAWS)**

**ARTICLE V. BOARD OF DIRECTORS**

Section 1. General Powers

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall have control of and be responsible for the management of the affairs and property of the Corporation.

Section 2. Number, Tenure, Requirements, and Qualifications

The number of Directors shall be fixed from time-to-time by the Directors but shall consist of no less than five (5) nor more than nine (9) including the following officers: the Chair, the Vice Chair, the Secretary, and the Treasurer. One person may simultaneously hold more than one office as an interim solution. Directors will be recruited based on their expertise, with the aim of having a diverse set of skills and experiences to best serve the mission of the Corporation and provide oversight, leadership, and fiducial responsibility. The members of the Board of Directors shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected and qualified. All members of the Board of Directors must be approved by a majority vote of the members present and voting. No vote on new members of the Board of Directors shall be held unless a quorum of the Board of Directors is present as provided in Section 6 of this Article. Board of Directors are expected and required to maintain a Duty of Care, a Duty of Loyalty, and a Duty of Obedience to the mission of the organization. Each member of the Board of Directors shall hold office for up to a three-year term, commencing on the day that the Director is elected by the Board. Directors may serve two three-year terms, and if the terms are consecutive the member would not be eligible for further service on the Board of Directors until at least three years have elapsed. Their terms shall be staggered so that at the expiration of a term at the Annual Meeting, no more than one-third (1/3) of all members of the Board of Directors shall expire at once. Each member of the Board of Directors shall attend at least four (4) meetings of the Board per year, either in person or in-phone.

Section 3. Initial Board Set-Up of the Founding Directors

The terms of the Founding Directors will be adjusted in order to avoid having no more than one-third (1/3) of all Directors expire at once. Founding Directors will be limited to a six-year total commitment. The term limits of each Director will be determined during the first 6 months of operations and confirmed in a written communication to all Founding Directors. A minimum of three Founding Directors are required to begin operations, after which an additional two Directors will be recruited in order to meet the minimum five Directors.

Section 4. Regular and Annual Meetings

The Board will hold a minimum of six meetings per year. One of the six meetings is an annual meeting held at a time and day in the month of December of each calendar year and at a location designated by the Board of Directors. The Board of Directors may provide by resolution the time and place for the holding of regular meetings of the Board. Notice of all meetings shall be sent to all members of the Board of Directors no less than fourteen (14) days, prior to the meeting date. If a majority of the Board decides that a meeting is not necessary, the Board may choose to absolve any of the meetings other than the annual meeting held in December.

Section 5. Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the Chair or any two members of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix a reasonable location as the place for holding any special meeting of the Board called by them. This meeting may also be called at the request of at least two-thirds (2/3) majority of full-time staff including at least one member of senior leadership, which may or may not include the Executive Director. A special meeting called by staff must include a written request to the Chair clearly stating the purpose of the meeting and a list of staff members who support the meeting request.

Section 6. Notice

Notice of any special meeting of the Board of Directors shall be given at least two (2) days in advance of the meeting by telephone, or electronic methods or by written notice. In cases where the notice is not given in time, any Director may waive notice of any meeting by attending the meeting, unless the Director attends the meeting for the express purpose of objecting to the transactions of the meeting because the meeting is not lawfully called or convened.

Section 7. Quorum

The presence either in person or over the phone of a full majority of current members of the Board of Directors shall be necessary at any meeting to constitute a quorum to transact business. Furthermore, the Chair or Vice-Chair must be present in person or over the phone for a quorum to be satisfied. The act of a full majority of the total number of members of the Board of Directors at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these by-laws. The Executive Director is required to attend and contribute at all Board Meetings in ex-officio capacity. The following examples demonstrate when quorum is satisfied or not.

*Example 1: Quorum met*

*Current number of Directors serving on the Board: Five Directors*

*Total number of Directors present at the meeting: Three Directors (Chair, Treasurer, and non-officer Director). All Directors phone-in to a conference call.*

*Example 2: Quorum met*

*Current number of Directors serving on the Board: Nine Directors*

*Total number of Directors present at the meeting: Six Directors (Vice-Chair, Secretary, Treasurer, and three non-officer Directors). Vice-Chair and Secretary meet in-person, Treasurer and non-officer Directors phone-in.*

*Example 3: Quorum not satisfied – Not enough Directors present (Full majority required).*

*Current number of Directors serving on the Board: Eight Directors Total number of Directors present at the meeting: Four Directors (Chair, Vice-Chair, Secretary, and Treasurer). All Directors meet in-person.*

*Example 4: Quorum not satisfied – No Chair or Vice-Chair.*

*Current number of Directors serving on the Board: Nine Directors Total number of Directors present at the meeting: Seven Directors (Secretary, Treasurer, and non-officer Directors). All Directors meet in-person. No Chair or Vice-Chair.*

Section 8. Forfeiture

Any member of the Board of Directors who fails to fulfill any of his or her requirements as set forth in Section 2 of this Article shall automatically forfeit his or her seat on the Board. The Secretary shall notify the Director in writing that his or her seat has been declared vacant, and the Board of Directors may forthwith immediately proceed to fill the vacancy. Members of the Board of Directors who are removed for failure to meet any or all of the requirements of Section 2 of this Article are not entitled to vote at the annual meeting and are not entitled to the procedure outlined in Section 14 of this Article in these by-laws.

Section 9. Vacancies

Whenever any vacancy occurs in the Board of Directors it shall be filled without undue delay by a majority vote of the remaining members of the Board of Directors at a regular meeting. Vacancies may be created and filled according to specific methods approved by the Board of Directors. The annual meeting is not required in order to fill Director vacancies.

Section 10. Compensation

Members of the Board of Directors shall not receive any compensation for their services as Directors. Officers and Directors may be reimbursed for actual and reasonable expenses incurred on behalf of the Corporation.

Section 11. Informal Action by Directors

Any action required by law to be taken at a meeting of the Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by two-thirds (2/3) of all of the Directors following notice of the intended action to all members of the Board of Directors, unless the act of a greater number is required by law or by these by-laws.

Section 12. Confidentiality

Directors shall use discretion and good business judgment in discussing the affairs of the Corporation with third parties. Directors may discuss upcoming fundraisers and the purposes and functions of the Corporation, including but not limited to accounts on deposit in financial institutions. In some cases, Directors may be asked to sign Non-Disclosure Agreements to protect confidentiality.

Section 13. Advisory Council

An Advisory Council may be created whose members shall be elected by the members of the Board of Directors, but who shall have no duties, voting privileges, nor obligations for attendance at regular meetings of the Board. Advisory Council members may attend said meetings at the invitation of a member of the Board of Directors. Members of the Advisory Council shall possess the desire to serve the community and support the work of the Corporation by providing expertise and professional knowledge. Members of the Advisory Council shall comply with the confidentiality policy set forth herein.

Section 14. Removal

Any member of the Board of Directors or members of the Advisory Council may be removed with or without cause, at any time, by vote of three-quarters (3/4) of the members of the Board of Directors if in their judgment the best interest of the Corporation would be served thereby. During the first year of service for a Director, the Director may be removed with a two-thirds vote (2/3) of the members of the Board of Directors, with or without cause, if in their judgement the best interest of the Corporation would be served thereby. Each member of the Board of Directors must receive written notice of the proposed removal at least ten (10) days in advance of the proposed action. An officer who has been removed as a member of the Board of Directors shall automatically be removed from office. Members of the Board of Directors who are removed for failure to meet the minimum requirements in Section 2 of this Article in these by-laws automatically forfeit their positions on the Board pursuant to Section 7 of this Article, and are not entitled to the removal procedure outlined in Section 14 of this Article. In addition, a Director who misses three consecutive meetings is automatically disqualified from serving on the Board, effective immediately upon the conclusion of the third consecutive meeting.