



## OTS Board of Directors Roles & Responsibilities

---

### **The Mission:**

The Oligonucleotide Therapeutics Society is a nonprofit, educational organization whose mission is to provide a neutral forum for the dissemination of information and scientific exchange in all aspects of oligonucleotide research and therapeutic development.

### **Board of Directors:**

The Board of Directors (BOD) acts as the principal governing body of the Society. It is responsible for the general management and supervision of the business and affairs of the Society, except with respect to those powers reserved to the members by law, the Articles of Organization, or the By-laws. It is accountable to the membership. Members of the board serve two-year terms.

### **Roles & Responsibilities of the Board as a Whole:**

1. Support OTS' mission and purpose, including goals, means, and primary constituents served.
2. Select the society's management partner and ensure that that partner has the moral and professional support necessary to further the goals of the organization, and then periodically assess that performance.
3. Participate in financial oversight including developing an annual budget and ensuring that proper financial controls are in place.
4. Ensure legal and ethical integrity and maintain accountability. The board is ultimately responsible for ensuring adherence to legal standards and ethical norms.
5. Participate in establishing annual goals and assist with implementing and monitoring the progress of those goals.
6. Recruit and orient new board members, and periodically assess the board's performance.
7. Enhance the organization's public standing, clearly articulating the mission, accomplishments, and goals to the public and garnering support from the community.
8. Determine, monitor effectiveness, and strengthen the organization's programs and services, making sure they are consistent with the mission.

### **Individual Expectations:**

- Be informed about OTS' mission, goals, policies and programs.
- Actively participate in all board meetings, discussions and events.
- Be well prepared for all board and committee meetings by reviewing the agenda and any supporting materials provided to you prior to the meeting.
- Be respectful and open to the potentially conflicting opinions and points-of-view of your fellow trustees.
- Estimated time commitment: 40 hours per year, depending on committee participation.



## OTS Board of Directors Roles & Responsibilities

---

### **Individual Responsibilities:**

- Participate on at least one committee.
- Contribute to the organization's fundraising efforts by providing and cultivating prospects.
- Fulfill your fiduciary responsibilities, including reading, understanding and monitoring financial statements and audit reports provided to you.
- Speak on behalf of the organization to the community.

### **Restrictions:**

- Do not make special requests of the management partner without prior express permission of the President or full board.
- Do not act independently of the board without prior express permission of the full board.
- Publicly support all decisions made by the full board, even if decisions conflict with your opinion and/or vote.

### **What Board Members Can Expect from the Society:**

- Clear and reasonable expectations.
- Consistent, timely communication from management partner.
- Access to any information needed about the organization.
- Training, encouragement, and strategic advice to carry out tasks.
- Respect for the time, views, and talents you offer to the board.