



# Brightwater

HEALTH

## BOARD OF DIRECTORS MEMBERSHIP APPLICATION

Thank you for your interest in serving on our Board of Directors. As a Community Mental Health Center, we rely on a volunteer Board that represents the communities we serve and contains in its membership a variety of skills that make for an efficient, effective, and mission driven Board.

Attached is a Board Member job description. You can also learn more about Brightwater Health by visiting our website: [brightwaterhealth.org](http://brightwaterhealth.org)

Please complete the following information and return via email to [karla.terry@brightwaterhealth](mailto:karla.terry@brightwaterhealth) or return by postal service to:

Karla Terry, Senior Executive Administrative Assistant  
Brightwater Health  
1401 E. 1<sup>st</sup> St.  
Duluth, MN 55805

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

Address: \_\_\_\_\_

Home Phone # \_\_\_\_\_ Work Phone # \_\_\_\_\_ Cell Phone # \_\_\_\_\_

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

Current Employer: \_\_\_\_\_

Current Job Position: \_\_\_\_\_



**Attachment:**

<b>Brightwater Health Board of Directors Recruitment Grid</b>	
<b>DEMOGRAPHIC:</b>	
Carlton County	
Cook County	
Douglas County	
Lake County	
St. Louis County	
<b>CONSTITUENCY:</b>	
Business	
Law	
Lived Experience	
Health Care	
Higher Education	
K-12 Education	
Community	
Sales/Marketing	
Non-Profit	
Real Estate	
Other:	
<b>SKILLS/EXPERIENCE:</b>	
Fundraising (Nonprofits)	
Public Relations	
Strategic Planning	
Finance	
Personnel	
Legal	
Program Expertise	
Economically Disadvantaged	
LGBTQIA2S+	
Leadership/Management	

Updated 12/03/2025



## **BOARD OF DIRECTORS MEMBER POSITION DESCRIPTION**

The basic function of a nonprofit Board Member is to provide governance for the organization, represent it to the community, and accept the ultimate legal authority for it. Members are responsible for the following duties:

### **PLANNING:**

- Participate in planning activities to establish a clear mission and goals for the organization.
- Assess the environment, formulate a strategic plan in relation to it, and monitor implementation of the plan.
- Evaluate the success of the organization's services toward achieving the mission.
- Approve major policies, including a succession management plan for the Chief Executive Officer.
- Approve major actions of the organization, such as capital expenditures and major program and service changes.

### **FINANCE AND ASSET PROTECTION:**

- Ensure financial accountability of the organization, including the performance of an annual independent audit.
- Oversee the ongoing process of budget development, approval, and review.
- Support the fundraising efforts of the organization.
- Oversee the organization's properties and investments.

### **HUMAN RESOURCES:**

- Hire, support, and when necessary, discipline and/or terminate the Chief Executive Officer.
- Annually set goals for and evaluate the performance of the Chief Executive Officer.
- Recommend and approve base Chief Executive Officer compensation, bonuses, and benefit packages.

**COMPLIANCE:**

- Ensure that the Board and its committees are adequately and currently informed - through reports and other methods - of the condition of the organization and its operations.
- Ensure that published reports properly reflect the operating results and financial condition of the organization.
- Ascertain that management has established appropriate policies to define and identify conflicts of interest throughout the organization and is diligently administering and enforcing those policies.
- Review compliance with contractual and legal requirements affecting the organization.
- Review major legal issues impacting the agency.

**COMMUNITY RELATIONS:**

- Act as an ambassador for the organization in the community and vice-versa with a view to the larger interests of both.
- Assist in support and advocacy roles for the Chief Executive Officer.

**PERFORMANCE EXPECTATIONS:**

- Demonstrate a strong belief and commitment to the organization's mission.
- Devote the necessary time to prepare for and participate in board and committee meetings.
- Accept at least one committee assignment.
- Be informed about the organization's mission, policies, and programs.
- Keep up to date on developments in the organization's field.
- Exhibit high ethical standards and integrity in all Board actions.
- Take responsibility and accountability for all decisions made by the Board.
- Demonstrate willingness to work as a team with other board members and the Chief Executive Officer.
- Ask questions and participate candidly in Board discussions.
- Develop skills and learn aspects of the job which are new to you.
- Understand that the Board is responsible for governance, administration is responsible for management.
- Recognize proper channels of reporting and address concerns to the Chief Executive Officer and/or the Board President.

**ATTENDANCE EXPECTATIONS:**

- Attend Board of Directors meetings regularly.
- Attend committee meetings regularly.
- Communicate clearly with committee chair or Board President if you will be missing a meeting.

Updated: 12/2025



## Brightwater Health Board Committee Descriptions

**Compliance Committee:** The committee is co-chaired by a Board member and the agency's Health Information Systems (HIS) Manager and meets quarterly. The committee ensures that the agency is following privacy rules and is appropriately handling any client complaints, staff legal issues, payer concerns, and client outcomes. The committee will specifically:

- Review and monitor the agency's compliance plan.
- Monitor compliance with state and federal regulations.
- Review quality assurance measures (customer satisfaction and outcome measures).
- Review program evaluations.
- Evaluate ethics assessments.

**Executive Committee:** The committee is made up of the officers of the Board (President, Vice President, Secretary, Treasurer, and Immediate Past President). This committee meets monthly to prepare for and establish the agenda for the monthly Board meeting and to discuss some issues in a less formal setting. The committee will specifically:

- Act as a liaison between the CEO and the Board and advise the CEO between Board meetings.
- Provide oversight for the development and implementation of the strategic plan.
- Act on behalf of the Board between regular Board meetings, when necessary. Report any actions taken on behalf of the Board since the prior Board meeting to the Board at the next full Board meeting.

**Facilities Committee:** This committee monitors the condition of facilities, assesses future facility needs, and makes recommendations to the Board on facility matters. The committee meets quarterly. The committee will specifically:

- Assess proposed property acquisitions, leases, and other arrangements for the use of space and make recommendations to the Board.
- Assess project construction plans and budgets for the buildout or refurbishment of physical spaces and make recommendations to the Board.
- Approve and monitor preventative maintenance programs.
- Oversee the effectiveness of policies and procedures for routine maintenance and long-term capital improvements.
- Assess the operational condition of physical facilities, determine capital improvements needed, set priorities, evaluate costs, and develop a timeline for implementation.
- Develop and recommend to the Board policies and procedures for oversight of the facilities.
- Assess future facility needs in light of the strategic plan and align activities with the strategic plan.
- Recommend all planning objectives and budget requirements to the Board and report progress toward those objectives to the Board.

**Finance/Audit Committee:** This committee is chaired by the Treasurer. Its purpose is to develop a more in-depth understanding of the agency's finances and to make recommendations to the Board on business decisions, major purchases, budget approvals, and audit reviews. The CEO and Chief Financial Officer will attend. The committee will meet monthly. The committee will specifically:

- Assist and advise in the budget development process.
- Monitor the agency's budget throughout the year.
- Ensure that any and all necessary financial information is reported to the Board.
- Provide audit oversight.

**Governance:** This committee is responsible for Board recruitment, orientation, training, assessment, slate of officers, and governing documents. This committee meets monthly. The committee will specifically:

- Recruit new members, interview applicants, and bring recommendations to the Board for approval.
- Provide orientation activities for new Board members; maintain the Board Member Manual.
- Arrange for ongoing training activities for all Board members, usually brief sessions at Board meetings.
- Create and distribute an annual self-assessment survey to the Board. Review the results and make a report on outcomes to the Board.
- Provide a regular review of governing documents for the Board, including Bylaws, Conflict of Interest, Executive Signing Resolution, Treatment Policy, recruitment materials, and Diversity Policy.
- Develop a slate of officers to be voted on by the Board at the annual March meeting.
- Track attendance and term renewals. Term renewals will be voted on the by the Board at the annual March meeting.

**Personnel Committee:** The primary function of the committee is to review the CEO's job performance. The committee is scheduled to meet monthly but will meet on an as-needed basis. The committee will specifically:

- Conduct an annual performance evaluation of the CEO's job performance and provide a summary of the results to the Board.
- Advise and make recommendations to the Board regarding the CEO's compensation.
- Advise and recommend any necessary personnel policy changes to the Board when necessary or applicable.

Updated: 08/2025