

CAPLAW CAA Board Checklists

CAPLAW Board Composition/Selection Best Practices Checklist

1. Are 1/3 of the Board members elected public officials or their representatives? (Or if not enough elected public officials are available, appointed officials or their representatives.)
2. If not designated in the by-laws, has the Board or a Board committee reviewed which public officials should receive invitations to serve on the Board?
3. Are the low-income sector board members selected by a democratic process that ensures participation by low-income residents of the CAA's service area?
4. Are low-income board members who are selected to represent a particular geographic area required to live in that area?
5. Does board elect (vote to seat) board member candidates after they have been chosen through the appropriate selection process for their sector?
6. Does the board include members with financial expertise?
7. Does the board include members with fundraising capabilities or who have connections with people or organizations that do?
8. Does the Board or a Board committee regularly review what groups or interests should be represented on the board and what skills, expertise, connections etc. it is looking for in Board members?
9. Are there no more than a small number of vacancies on the board at any one time? Are there procedures in place to promptly fill them?
10. Before seating incumbent Board members for new terms, is there a review of Board meeting and committee meeting attendance?
11. Were the Board members and officers properly elected/appointed in accordance with the by-laws?
12. Do the Board members have a specific term of office?
13. If the Board members do not have term limits, has the Board considered whether they are appropriate?
14. Has the Board reviewed its size to determine whether it should be enlarged, reduced, or remain the same?

CAPLAW Board Responsibilities Best Practices Checklist

1. Does Board fully participate in development of CAA programs? How? Does Board participate in needs assessment?
2. Does Board fully participate in planning of CAA programs? How?
3. Does Board fully participate in implementation of CAA programs? How?
4. Does Board fully participate in evaluation of CAA programs? How?
5. Is there a Strategic Plan? Has it been updated in last three years? Is it followed?
6. Has Board reviewed whether CAA activities further charitable purposes as described in Articles of Incorporation? If not, has Board considered either ceasing activities that do not or revising Articles?
7. Has Board reviewed functions of Audit Committee (or other committee performing such functions) to determine if in compliance with current best practices? Does the Committee have at least one member with financial expertise? Are all members of the Committee "independent," i.e. receive no compensation from CAA? Does the Committee select the auditor, review audit process, meet with auditor without staff present, review audit and determine necessary corrective actions? Does committee report to full Board and make recommendations as necessary?
8. Are current, complete, and understandable financial statements regularly presented to Board? Does that include income and expenditures compared to budget, on both an agency-wide and program specific basis? Assets and liabilities? Cash flow position? Do the statements present enough detail to allow Board members to ask appropriate questions and recognize red flags?
9. Has Board authorized those officers or staff members who may sign contracts, checks, etc.?
10. Does Board review and vote on all major transactions, including loans, purchase and sale of significant assets? Does it vote on funding proposals?
11. Has Board considered a whistleblower protection policy?
12. Does Board review Form 990s filed with IRS?
13. Does Board review Personnel Policies?
14. Has Board retained an attorney with appropriate expertise to review Personnel Policies and other policies requiring such expertise?
15. Has Board conducted a Legal Liability Audit or review?

CAPLAW CAA Board Checklists

16. Has Board instituted a risk management plan and ensured that insurance coverage is sufficient and appropriate?
17. Has Board conducted an annual written evaluation of Executive Director/CEO? Reviewed compensation to determine if within comparability range?
18. Has Board ensured that there is a written accounting policy and that appropriate internal financial controls to protect against fraud are in place?
19. Has Board ensured, through legal counsel if necessary, that CAA is complying with requirements for retention of 501(c)(3) tax-exempt status, as well as state requirements for charities, such as fundraising and raffle laws? Is Board aware of what lobbying is conducted and whether it is conducted according to the law? Does Board understand prohibition on CAA political campaign activity?
20. Does Board review all monitoring reports and ensure prompt corrective action is taken?
21. Has Board considered succession plans if Executive Director is nearing retirement age?
22. Has Board reviewed status of all subsidiaries and partnerships with for-profit businesses?
23. Has Board ensured there is a procedure in place for timely filing of annual reports, such as Form 990, annual corporation reports, property tax exemption applications, etc. and timely payment of withholding taxes, wages, unemployment insurance, and other insurance premiums?

CAPLAW Board Procedures Best Practices Checklist

1. Does Board meet at least as often as specified in by-laws and/or state CSBG regulations (if regulations exist and address issue)?
2. Does Board meet on a regular day and date, i.e. third Wednesday of every month?
3. Is sufficient notice of meetings, and type of notice, provided in accordance with by-laws and state law?
4. Was information relevant to the topics to be discussed provided in advance to Board members, i.e. agenda, last meeting's minutes, policies to be voted on, financial statements, monitoring reports?
5. Is attendance monitored and are procedures in place to remove Board members with poor attendance?
6. If meeting attendance is poor, has Board considered why? Are attempts made to increase attendance? Do Board members feel they have a reason for coming? Has Board considered attendance by speaker phone when necessary? (If your CAA is subject to your state's open meetings law, be sure Board members can attend by speaker phone.)
7. Are there job descriptions for Board members and officers? Are they reviewed regularly?
8. Are by-laws reviewed at least once every three years?
9. Is there a written Conflict of Interest Policy? Does it adequately define type of conflicts and describe procedure to be followed? Is a form disclosing conflicts of interest completed and signed annually? Is there a procedure and/or committee to review such transactions and determine if in best interest of CAA? Does the Policy comply with state and federal law, and grant requirements? Is there a record in the minutes of Board action on conflict matters?
10. Is there a policy that addresses the need for confidentiality by Board members?
11. Is there an Executive Committee that is authorized to act for the full Board between meetings and report to the full Board at the next meeting?
12. Is there an Audit Committee, or another committee that is responsible for such functions?
13. Is there a Finance Committee, or another committee that is responsible for such functions?
14. Does the Board regularly review the Committee structure?
15. Are accurate minutes taken, accepted by Board at next meeting, and kept in a safe place in perpetuity? Do they include documents reviewed and/or voted on at the meeting?
16. Do minutes accurately record the votes? Including any abstentions, objections, or dissenting votes?
17. Does Board conduct annual financial, governance, and other training?
18. Are new members given an orientation packet including by-laws, Articles of Incorporation, description of CAA programs, audit, etc.? Is an orientation session held?