

Help Us Solve
The Cruel Mystery
LUPUSTM
FOUNDATION OF AMERICA
GREATER OHIO CHAPTER

Dear Board Applicant,

Enclosed is an application to join the Lupus Foundation of America, Greater Ohio Chapter's Board of Directors. I am happy you are considering making application to our board.

Bringing in new board members with varied experiences and fresh ideas is vital to our continued growth and development as the nation's leading nonprofit voluntary health organization dedicated to finding the causes of and cure for lupus and providing support and services to all people affected by lupus.

I have included a director's application along with a board member position description and responsibilities. Please look them over and feel free to call me at our office (440) 717-0183, Toll free 1-(888) NO-LUPUS if you have any questions.

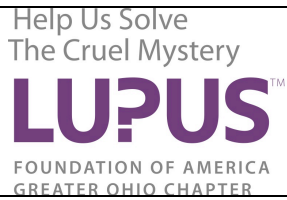
Thank you again for considering becoming a part of our board and a supporter of the Lupus Foundation of America's, Greater Ohio Chapter.

Sincerely,



Suzanne Tierney
President/CEO

Lupus Foundation of America, Greater Ohio Chapter, Inc.



*Lupus Foundation of America,
Greater Ohio Chapter, Inc.*
Director Application

Directors and Volunteers are the heart of the LFA, and we could not provide the important services and support to the community - families, caregivers, professionals - without people like you. We appreciate your interest in our organization and we are grateful for your support of our mission.

To submit this application, write or type your answers & mail or fax to the LFA, Greater Ohio Chapter, Inc.

Title: _____ First Name: _____ Last Name: _____

E-mail Address: _____

Home Address: _____

City: _____ State: _____ Zip Code: _____

Home Phone: () _____ Work Phone: () _____

Cell Phone: () _____ Fax Number: () _____

Emergency Contact Person: _____

Emergency Contact Number: () _____ Relationship: _____

What is your current occupation? _____

Employer's Name: _____

Address: _____

Telephone: _____

Please provide a summary of your background and career:

Background:

Have you had any experiences you have in working with someone with lupus or in other non-profit organizations?

Are you able to assist as a volunteer at some of the fund raising events?

Board meetings are held every other month on the 1st Tuesday. Are you able to attend a majority of the meetings?

What do you like to do in your leisure time?

What previous or current volunteer experiences have you had?

What is your educational background?

What languages (if any other than English) do you speak?

Are there any specific committees where your background may be help or you may have an interest in participating?
(Those include Budget / Finance, Advocacy, Fund Raising, Membership, Nominating and Public Relations / Marketing)

Is there any other information that we should be aware of or you would like to express for your Board consideration?

Thank you for being interested in joining the Board of the LFA, Greater Ohio Chapter, Inc.

REFERENCES

Please do not list family member.

NAME	ADDRESS/CITY/STATE	PHONE
1)
2)
3)

ESSAY QUESTIONS

Please use a separate sheet of paper if you need additional space.

Why do you want to become a LFA director?

.....
.....
.....

How did you learn about the LFA?

.....
.....
.....

What do you hope to get out of this volunteer experience?

.....
.....
.....

ESSAY QUESTIONS

Briefly explain your philosophy of working with people of a diverse background, race, and socio-economic status.

.....

.....

.....

.....

List your current and previous volunteer work or director experience.

.....

.....

.....

What experience or knowledge do you have that will assist you in your director or volunteer experience?

.....

.....

.....

.....

Describe any strong interests, knowledge areas, hobbies, or special skills that you could offer as a volunteer.

.....

.....

.....

.....

.....

BACKGROUND CHECK

Any applicant convicted of or having charges pending for a felony or misdemeanor involving a sex offense, child abuse or neglect, or related acts that would pose risks to individuals or to the LFA's credibility is not eligible to be a LFA director.

I, , hereby affirm that all of the answers provided on my director application are true. I hereby authorize the LFA and any law enforcement agency they authorize, to investigate my background to determine my fitness as a director.

I understand that the information requested in this application will be used only for the purpose of determining my suitability as a LFA director. I understand that I will be expected to serve a minimum of one year for the LFA Chapter. If unforeseen circumstances prevent me from fulfilling this obligation, I will submit my written resignation to the Board with as much advance notice as possible. I will discuss confidential matters only with authorized persons.

I also understand that if for any reason it becomes apparent that my activities are contrary to the policies, goals, and/or philosophy of the LFA Chapter and their ability to provide quality services to individuals with lupus, my services as a director will be terminated.

I submit the statements on this application are true, complete, and correct to the best of my knowledge. I understand that falsification on this application can disqualify me from consideration or can result in dismissal at a later time.

SIGNATURE

DATE

<p>Help Us Solve The Cruel Mystery</p> <p>LUPUS[™]</p> <p>FOUNDATION OF AMERICA GREATER OHIO CHAPTER</p>	<p><i>Lupus Foundation of America, Greater Ohio Chapter, Inc.</i></p> <p>BOARD MEMBER POSITION DESCRIPTION</p>
--	---

THE BOARD AND FINANCIAL MANAGEMENT

Nonprofit board members have specific responsibilities as stewards of their Chapters. Board members are responsible for ensuring that the Chapter is managed in a fiscally sound way and that the Chapter has adequate resources to operate its programs and fulfill its mission. Board members must do so by monitoring the Chapter's financial activity on a regular basis. Chapter Nonprofit board members are responsible for:

- Reviewing and approving the Chapter's financial statements (usually a statement of functional expenses and balance sheet) on a regular basis.
- Reviewing and approving the Chapter's Federal Form 990 and an annual audit, if one is conducted.
- Making sure taxes and accompanying forms are paid and filed with the appropriate state and federal agencies.
- Updating the Chapter's mandatory insurance policies.
- Reviewing and approving contracts and large financial transactions or payables.
- Reviewing and approving the salary of the President and CEO and salary ranges for staff positions.
- Developing and overseeing internal financial controls and investment policies.
- Investigating warnings or reports of officer or employee theft or mismanagement, including reporting the misconduct to the proper authorities.

BOARD MEMBERS POSITION DESCRIPTIONS

Position Title: Member, Board of Directors

Function:

- Provide governance to the Chapter, represent it to the community, and accept the ultimate legal authority for it.

Duties: Planning

- Approve the Chapter's philosophy and review management's performance in achieving it.
- Annually assess the environment and approve the Chapter's strategy in relation to it.
- Annually review and approve the Chapter's plans for funding its strategy.

- Review and approve the Chapter's five year financial goals.
- Annually review and approve the Chapter's budget.
- Approve major policies.

Organizations

- Elect, monitor, appraise, advise, support, reward, and when necessary, change top management.
- Be assured that management succession is properly being provided.
- Be assured that the status of organizational strength and manpower planning is equal to the requirements of the long range goals.
- Approve appropriate compensation and benefit policies and practices.
- Propose a slate of directors to members and fill vacancies as needed.
- Annually approve the Performance Review of the President and CEO and establish his/her compensation based on recommendations of the Personnel Committee and Chairman of the Board.
- Determine eligibility for and appoint Board Committees in response to recommendations of the Nominating Committee.
- Annually review the performance of the Board and take steps to improve its performance.

Operations

- Review the results achieved by management as compared with the Chapter's philosophy, annual and long range goals, and the performance of similar Chapters.
- Be certain that the financial structure of the Chapter is adequate for its current needs and its long-range strategy.
- Provide candid and constructive criticism, advice, and comments.
- Approve major actions of the Chapter, such as capital expenditures and major program and service changes.

Audit

- Be assured that the Board and its Committees are adequately and currently informed - through reports and other methods - of the condition of the Chapter and its operations.
- Be assured that published reports properly reflect the operating results and financial condition of the Chapter.
- Ascertain that management has established appropriate policies to define and identify conflicts of interest throughout the Chapter, and is diligently administering and enforcing those policies.
- Appoint independent auditors subject to approval by members.
- Review compliance with relevant material laws affecting the Chapter.

Source: Kenneth N. Dayton's *Governance is Governance*, published by Independent Sector (1828 L Street NW, Washington DC, 20036, 202/223-8100).

<p>Help Us Solve The Cruel Mystery</p> <p>LUPUS[™]</p> <p>FOUNDATION OF AMERICA GREATER OHIO CHAPTER</p>	<p><i>Lupus Foundation of America, Greater Ohio Chapter, Inc.</i></p> <p>BOARD MEMBER DUTIES</p>
--	---

Chapter Board of Directors must discharge their duties in good faith, in a manner the director reasonably believes to be in the best interests of the Chapter, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

TO EXERCISE THE PROPER DUTY OF CARE:

1. Active Participation. A director must actively participate in the management of the Chapter including attending meetings of the Board, evaluating reports, reading minutes, reviewing the performance and compensation of the President and CEO and so on. Persons who do not have the time to participate as required should not agree to be on the Board.

2. Committees. Directors may establish committees having the authority of the Board and may rely on information, opinions or reports of these committees. Committees operate subject to the direction and control of the Board. As a result, directors are still responsible for the committees and should periodically scrutinize their work.

3. Board Actions. A director who is present at a meeting when an action is approved by the entire Board is presumed to have agreed to the action unless the director objects to the meeting because it was not lawfully called or convened and doesn't participate in the meeting, or unless the director votes against the action or the director is prohibited from voting on the action because of a conflict of interest.

4. Minutes of Meetings. Written minutes should be taken at every board meeting. The minutes should accurately reflect Board discussions as well as actions taken at meetings.

5. Books and Records. A director should have general knowledge of the books and records of the Chapter as well as its general operation. The Chapter's articles, bylaws, accounting records, voting agreements and minutes must be made available to members and directors who wish to inspect them for a proper purpose.

6. Accurate Record Keeping. A director should not only be familiar with the content of the books and records, but should also assure that the Chapter's records and accounts are accurate. This may mean the director must take steps to require regular audits by an independent certified public accountant. At the very least, the director should be aware of what the financial records disclose and take appropriate action to make sure there are proper internal controls.

7. Trust Property. A director has the duty to protect, preserve, invest and manage the Chapter's property and to do so consistent with donor restrictions and legal requirements. Instituting proper internal controls will aid in the protection of assets.

8. Resources. A director must assist the Chapter in obtaining adequate resources to enable it to further its charitable mission.

9. Investigations. A director has a duty to investigate warnings or reports of officer or employee theft or mismanagement. In some situations a director may have to report misconduct to the appropriate authorities, such as the police or the Attorney General. Where appropriate, a director should consult an attorney or other professional for assistance.

Traditionally, directors have an absolute duty of complete, undivided loyalty to the Chapter. This means that directors should avoid using their position or the Chapter's assets in a way which would result in pecuniary or monetary gain for them or for any member of their family. A director should put the good of the Chapter first and avoid engaging in transactions with the Chapter from which the director will benefit.

TO EXERCISE THE DUTY OF LOYALTY:

1. Conflicts of Interest. Under certain circumstances, a contract or transaction between a Chapter and its director or an organization in which the director has a material financial interest is acceptable. However, if the transaction is challenged, the director will have the burden of establishing that the contract or transaction was fair and reasonable, that there was full disclosure of the conflict and that the contract or transaction was approved by members or other directors in good faith.

2. Written Policy. Boards should establish a written policy on avoiding conflicts of interest.

3. Loans. A nonprofit corporation may not lend money to a director or the director's family members unless the loan or guarantee may reasonably be expected, in the judgment of the entire Board, to benefit the corporation.

4. Corporate Opportunity. Directors of business organizations are under a fiduciary obligation not to divert a corporate business opportunity for their personal gain. A director of a Chapter is also subject to this duty. This duty means that a director may not engage in or benefit from a business opportunity that is available to and suitable for the Chapter unless the Chapter's conflict of interest procedures are followed.

6. Internal Revenue Code. Other prohibitions relating to the duty of loyalty are specified in the rules of the Internal Revenue Code regarding self-dealing. These rules apply to private foundations.

Directors have a duty to follow the Chapter's governing documents (articles of incorporation and bylaws), to carry out the Chapter's mission and to assure that funds are used for lawful purposes. Also, directors must comply with state and federal laws that relate to the Chapter and the way in which it conducts its business.

TO EXERCISE THE DUTY OF OBEDIENCE:

1. State and Federal Statutes. Directors should be familiar with state and federal statutes and laws relating to nonprofit corporations, charitable solicitations, sales and use taxes, FICA and income tax withholding, and unemployment and workers' compensation obligations. They should also be familiar with the requirements of the Internal Revenue Service. Directors should see to it that their Chapter's status with state and federal agencies is protected.

2. Filing Requirements. Directors must comply with deadlines for tax and financial reporting, for registering with the Attorney General and/or Secretary of State, for making social security payments, for income tax withholding, and so on.

3. Governing Documents. Directors should be familiar with their Chapter's governing documents and should follow the provisions of those documents. Directors should be sure proper notice is given for meetings, that regular meetings are held, that directors are properly appointed and that the Chapter's mission is being accomplished.

4. Outside Help. Where appropriate, directors should obtain opinions of legal counsel or accountants.