

Board Policy for Compliance with Feeding America Contract (Effective Oct. 1, 2014)

In fulfillment of appropriate governance responsibilities and in order to meet specific contractual requirements of Feeding America, the Board of Trustees of West Ohio Food Bank will take the following actions:

- 1) Annually the Board of Trustees will:
 - a. Review the organization's performance against its annual goals;
 - b. Once available, review the organization's performance against at least twelve (12) self-selected Feeding America peer Members using a Feeding America Network-approved common performance dashboard;
 - c. Sign and comply with the organization's formally approved conflict of interest policy and disclosure statement;
 - d. Conduct a formal and documented review of the CEO's performance;
 - e. Approve an annual budget for the organization's current fiscal year that outlines projected expenses for major program activities, fund raising and administration;
 - f. Receive and review the organization's IRS Form 990, current financial audit and management letter (if applicable);
 - g. Conduct at least three (3) evenly spaced meetings of the full governing body, with a majority in attendance, with face-to-face participation;
 - h. Create an annual report that is made available to all upon request, and fulfills the requirements of any applicable BBB Wise Giving Alliance standards;

- 2) At least once every two years, the Board of Trustees will:
 - a. Create a written assessment the organization's performance and effectiveness of the actions required to achieve the organization's mission;
 - b. Create or update a written document that contains future actions required to achieve the organizations mission. The document, typically the organization's strategic plan, will be available to and reviewed by all members of the Board;
 - c. Conduct a written assessment of the organization's efforts to promote and achieve diversity, across all applicable aspects, in regards to the composition of the board, the staff and in regards to alignment with the community it serves.

- 3) At least once every three years, the Board of Trustees will complete a periodic review of the bylaws and other governing documents.

- 4) On an as needed basis, the Board of Trustees will:
 - a. Ensure that the process for determining the compensation level of the CEO includes current independent comparative data;
 - b. Review arrangements with outside fundraising firms and ensure that those arrangements are made in writing

 - c. Adopt or maintain a documented CEO succession plan;
 - d. Promptly provide notice to Feeding America of any issue of a material or significant nature that could adversely affect product integrity, donor relations, and/ or the reputation of the Member or the Network;
 - e. Promptly respond to and act on complaints brought to its attention by the BBB Wise Giving Alliance and/or BBBs about fund raising practices, privacy policy violations and/or other issues;

Evidence of the actions taken above will be in recorded in the meeting minutes for the Board of Trustees. Documents created primarily by the organization's staff (e.g. annual report) will be reviewed by the Board of Trustees with documentation of this review recorded in the meeting minutes for the Board of Trustees.

Board Signature

Date