



**PHOENIX  
COUNSELING CENTER**

Where Help, Hope and Compassion Come Together.

## PHOENIX COUNSELING CENTER POLICY AND PROCEDURE

<p><b>Title:</b> Board Job Description</p> <p><b>Responsible Department:</b> Board of Directors</p> <p><b>Last Revision:</b> 08/2003, 04/2006, 09/2008</p> <p><b>Board Reviews:</b> 09/23/15, 01/09/16, 11/14/17, 09/26/18, 04/17/2019,12/2019, 02/19/2020, 01/20/2021</p>	<p><b>Policy Number:</b> I-A-001-D</p> <p><b>Effective Date:</b> 08/2003</p> <p>DocuSigned by:  <b>Board Chair Heidi Chenail</b> Date: 1/24/2021  <small>189E9B90F43D42C...</small></p> <p>DocuSigned by:  <b>CEO Kevin Oliver</b> Date: 1/24/2021  <small>04F5132EFBF04FC...</small></p>
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### POLICY:

- A. The purpose of the Board of Directors, on behalf of the moral ownership, is to see that Phoenix Counseling Center (PCC) 1) fulfills its social compact with the community and 2) in doing so, serves as a wise steward of its resources while preventing unacceptable actions and situations.
- B. The Board Members will abide by state/federal requirements regarding the oversight of PCC.

### PROCEDURE:

#### A. Governing Board

1. The job of the Board is to represent the moral ownership in determining and demanding appropriate organizational performance. Accordingly:
  - a. The Board is responsible for maintaining the connection between the PCC and its "moral owners."
  - b. The Board will produce written governing policies in the following areas:
    - i. *Mission-based outcomes*, which describe what good (results), for whom (recipients) and at what cost
    - ii. *Organizational health*, which defines expectations of, and limits the framework for, executive actions and decision-making.
    - iii. *Board Governance process*, which specifies how the Board will ensure excellence in governance and monitor its own performance.
    - iv. *Board-CEO linkage*, which describes the relationship between the Board and the CEO and describes the CEO role, authority and accountability.
  - c. The Board will hold the CEO and CBO accountable through monitoring of his or her performance against board established policies and will take corrective action as needed.
2. In governing, the Board members will fulfill their legal responsibilities of:
  - a. The *Duty of Obedience* that requires board members to be faithful to the mission of PCC in its policies and actions.
  - b. The *Duty of Care* that requires that in fulfillment of his/her duties, a Board member owes PCC the care that an ordinarily prudent person would exercise in a like position and under similar circumstances.
  - c. The *Duty of Loyalty* that requires Board members to always put the best interest of PCC first when making decisions affecting the organization.