STATEMENT OF TRUSTEE RESPONSIBILITIES

Sterling College benefits from the commitment of time, thought, and resources of its alumni, parents, and friends. A small number of these people are invited to become trustees of the College, and in doing so accept exceptional stewardship responsibilities. Trusteeship requires more than interest or willingness; to contribute to the strength and vitality of the College requires trustees to exhibit deep commitment and actual performance.

The rewards an active trustee can expect are twofold. First is the outcome of involvement: pride that comes from knowing that a community of learning that is dedicated to serving the future of humanity through environmental stewardship is successful in fulfilling its mission. Second is the process of involvement: the opportunity to work constructively with a group of committed individuals who seek to ensure the continuing success of Sterling and its mission.

Because of the importance of this role it is essential that those honored with the role of “Trustee” understand the responsibilities they are accepting. By accepting the responsibilities set forth in this statement, trustees confirm that their work will enhance and strengthen the ability of Sterling College to fulfill its mission, not only now but for future generations of students. Known as “fiduciary responsibility” - a term often incorrectly understood to mean “financial” - a trustee is legally and morally obligated to exercise the kind of oversight which assures that the mission of the College as an educational institution continues over the long term. This responsibility involves four essential obligations, which include:

1. **Strategic Oversight.** Collectively, as a board, Trustees provide oversight of, and counsel to, the President on the mission of the College and on broad strategies, policies, and plans while also deferring to the President and the administration of the College the management of ongoing business.

   The President leads the strategic direction and priorities of the institution; trustees ensure that the strategic plan serves, supports, and reflects the mission of the institution. Trustees should have current and comprehensive knowledge of the strategic plan, annual goals, and priorities that support the plan.

2. **Governance.** Ensure that the board and its committees effectively serve the needs of the institution, the work of the President, and that the Board and its committees work in a constructive and productive manner.

   Trustees appoint the President to lead the institution and carry out all executive responsibilities. Trustees support the President by their availability for both confidential consultations and public acts of encouragement. Trustees should understand how the discussions and decisions of the Board further the strategic priorities of the College, and how committees are aligned with and support that purpose. They must also assure that a process is in place through which the President is rewarded and compensated fairly and competitively based on objective, criteria-based performance assessments, as well as a consideration of the College’s financial condition.

3. **Financial Oversight.** Ensure sound management of the institution through review and approval of budget assumptions and patterns of resource allocation.

   Financial reviews must first be carried out in the context of the institution’s mission, assuring that decisions regarding revenues and allocations of expenditures are consistent with the strategic plan and, second, that they contribute to the long-term financial stability and strategic viability of the College.
4. **Education.** Ensure the quality and character of the educational program, curricular and co-curricular, fulfill the mission of the College, demonstrate quality, and provide value to students and to the society in which they will live.

Trustees are expected to provide insight and counsel on the character, quality, outcomes, and mission-serving attributes of the total educational experience while simultaneously being careful to defer to the President and the College’s educational leadership on the specifics of program process and design.

5. **Philanthropy.** Understand the resource requirements of Sterling College and provide philanthropic support through personal contributions that include annual giving, and special fund-raising initiatives.

a. Each trustee is expected to make a cash (or cash equivalent) gift to the Sterling Fund commensurate with the individual’s financial capacities. In addition, the participation of each trustee in a meaningful way in institutional fund-raising efforts (e.g., capital campaigns) to demonstrate a commitment to the College is encouraged (which also serves as an incentive to other potential donors).

6. **Support.** Provide support to the College by (a) assisting with the identification and cultivation of potential contributors or supporters of the College, and (b) providing assistance to the college as appropriate given their own area of expertise, knowledge, or influence.

a. Working collaboratively with the President and/or his/her staff as requested to:
   - Identify new donor prospects;
   - Cultivate “friends” of the College by attending events;
   - Advocate about the College with prospective donors or supporters;
   - Host events, if appropriate, to connect the College to prospective donors;
   - Assist with solicitation of prospective donors;
   - Contribute in-kind services or items as appropriate.

b. Provide recommendations and assistance to the president or designated college officials about opportunities of potential significance to the College (e.g., potentially interested organizations or foundations, writers, opinion leaders) and counsel or advice about areas of particular expertise or knowledge (e.g., best practices, regulatory or legal issues).

7. **Participation.** Attend and participate in most meetings of the board and assigned committees.

Trustees should attend a minimum of three-quarters of the scheduled meetings of the Board and each assigned committee. Trustees are expected to review and be knowledgeable of board and committee materials distributed before meetings so that discussions and actions are based upon informed consideration of the issues. Before or during meetings trustees are also expected to interact with the President and/or designated staff, and/or to initiate inquiries to the President, in order to understand the context of issues before the Board. Trustees should also attend other Sterling College events (commencement, speakers, etc.) whenever feasible because it furthers and understanding of the College and assists with the visibility of the Board.

8. **Confidentiality.** Maintain the confidentiality of the content of all meetings of the board and all other sensitive information received as a result of the exercise of trustee responsibilities.

Committee meetings, meetings of the full board, including executive sessions, and informal conversations with administrators or other representatives of the College may involve sensitive matters. It is the responsibility of individual trustees to guard this information as confidential and to defer questions about such matters to the chair of the board and the President. When potentially sensitive
information is received from others associated with the campus this information should be provided privately to the President and/or chair of the board as judged appropriate by the trustee.

9. Conduct. Recognize that trustees do not act as individuals but as collective members of a board of trustees; their obligations include (a) avoiding acting as a “back door” of influence or communication for members of the college community and (b) the appearance of, or actual, conflict of interest without full disclosure of real or potential conflicts.

a. Trustees should avoid making judgments on the basis of information received from individuals or groups with any real or perceived grievance and refer substantive information relating to an issue to the chair of the board or President. When issues of concern are raised by members of the campus community, conversation should be minimized and the individuals involved directed to speak directly with the President or appropriate College official. While individual trustees may not agree with all Board actions, trustees must support, publicly if appropriate and necessary, board actions. Individual trustees may not represent the board or the institution in public venues unless asked to do so by the board chair or President.

b. Trustees must be concerned with any situation that could cause even the appearance of a conflict of interest as defined by the current policy statement adopted by the board. It is understood to be best practice for Board decisions to not involve individuals or organizations that could potentially benefit a Board member. Where that is not in the interests of the College, a trustee with a real or possibly perceived conflict of interest must fully disclose this potential conflict and have it recorded in the minutes, and then to absent himself or herself from decision making on this topic. (This policy is not intended to preclude any trustee from carrying out official duties as an elected official or employee of a federal, state or local government agency.)