

# The State Central Board: What It Is and How You Fit In

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California Writers Club (CWC) is a 501 (c) 3 educational nonprofit and is incorporated as such with the State of California. Among other things, this status allows us to operate without paying income tax to the IRS, and to mail our publications under the nonprofit bulk mail rate. You may have already discovered the advantages of operating as a nonprofit at the branch level, perhaps by obtaining a favorable rate on renting a facility, or receiving grant money.

But with the privileges of being an educational nonprofit come a certain amount of legal and financial responsibility that you should consider carefully before accepting the appointment of Central Board representative for your branch.

The state Central Board is, in essence and reality, the corporate board of directors of CWC, and as a Central Board representative, you will be one of the directors of the corporation. We appreciate your interest in serving on the board! Factors to consider in deciding whether this will be a good fit for you:

**Basic Duties:** You are the liaison between the branch and the state organization and should keep communications open between the two. This is something to be worked out at the branch level, whether it means serving on your branch's board or executive committee, making regular reports to your branch president, writing a column about state issues and activities for your branch newsletter or web site, etc. You should keep a file of documents (minutes, budgets and reports) during your tenure on the board, and turn them over to the incoming representative when your term of service is over. You should be prepared to make the transition as smooth as possible by giving the incoming representative adequate background information and training.

**Time:** You will be expected to attend two all-day face-to-face board meetings per year. Typically these are held on the last Sunday in January and July. Your travel expenses will be reimbursed out of the corporate budget. See "What to Expect at Your First Central Board Meeting" for details. Between meetings, you will need to keep up with email discussions and reading of board documents (minutes, budgets, etc.). This normally shouldn't take up more than a few minutes daily, or an hour or less weekly.

**Personal:** This should go without saying, but just in case: The Central Board representative needs to be capable of conducting him or herself in a professional manner, respectful of other's opinions, and maintaining the confidentiality of the corporation's legal and personnel issues.

**Technical:** Since much of the corporate business between meetings is handled electronically, you need to consider your comfort level in dealing with technology. You will need to have a computer with Internet access, and the willingness and ability to keep current on email business. The corporate documents are kept in Word, Excel and PDF files, and you will be expected to have the skill to open and read these documents, to print them out if necessary, and, depending on the specific task, the ability to prepare simple files in these formats. You will also be expected to participate in an electronic bulletin

board known as the Forum. Your current Central Board representative and/or the state Forum administrator can show you how to access and use the Forum.

**Financial/Legal:** Service on the Central Board shouldn't involve any financial commitment on your part, other than the occasional printing of small documents on your home computer. As to the legal ramifications, you will be covered by CWC's officers' and directors' insurance policy should any individual start a legal action against the corporation. However, this is not to say that a litigant could not attempt to go after the personal assets of the board members. This has never happened in the century-plus history of CWC, but it is something to consider.

**Conflict-of-Interest:** If you are employed by a company, or serving on the board of directors, of another entity that is in direct competition with CWC, or in direct opposition to CWC's mission to educate writers, then it is best that you decline to serve on the CWC board.

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