

**TENNESSEE RECYCLING COALITION
CALL FOR BOARD NOMINATIONS**

The Tennessee Recycling Coalition (TRC) is seeking nominations of individuals interested in serving on its Board of Directors. We are seeking candidates who are committed to providing time and resources toward governing our Coalition. You may nominate yourself or another.

Questions and nomination forms should be directed to Wendy Davis at tnrecycles@comcast.net.

Information you should know:

- * A nominee must be a TRC member in good standing prior to assuming office or must be the officially designated representative of an organization or business which is a member in good standing.
- * Nominees are encouraged to attend the TRC Annual Member Meeting in Murfreesboro, September 19th, 2006. It will be a valuable opportunity for candidates to introduce themselves to members.
- * Each nominee's completed nomination form will be posted for voter review at the TRC booth during the Annual Conference.
- According to the TRC Bylaws, the Board shall meet at least three (3) times per year (typically meeting four to five times per year). If any Board Member misses three (3) consecutive meetings, the Member may be removed at the discretion of the Board.

**JOB DESCRIPTION
FOR
BOARD MEMBERS
OF THE
TENNESSEE RECYCLING COALITION**

RESPONSIBILITIES OF THE BOARD OF DIRECTORS

The TRC Board of Directors acts in trusteeship for all members of the nonprofit corporation.¹ It establishes and follows principles for governing the organization. It ensures that any staff hired for the organization fulfill standards of performances that it establishes. In executing these responsibilities, the Board of Directors commits itself to ensuring that:

- a vision for accomplishing the organization's mission is established and maintained;
- the organization's mission will remain appropriate to and consistent with its nonprofit status;
- the organization will fulfill its mission efficiently;
- the organization will become and remain financially sustainable.

¹The Tennessee Recycling Coalition is a not-for-profit 501(c)(3) corporation registered in the State of Tennessee.

The TRC Board of Directors is responsible for its own development, its own discipline and its own performance.

RESPONSIBILITIES AND DUTIES OF INDIVIDUAL BOARD MEMBERS

In carrying out their functions for the corporation, each Board member has two primary obligations--to perform a *Duty of Care* and to perform a *Duty of Loyalty*.

Under the *Duty of Care*, each board member is expected to:

be informed -- Members are expected to: attend all meetings of the Board of Directors; read information regarding the corporation and its activities prior to meetings; understand the mission, bylaws, policies, financial condition and programs of the TRC; and, when necessary, make reasonable requests for additional information from staff, officers of the corporation, committees, or other Board members.

exercise independent judgement -- As a Director, the Board member's duties are to the entire organization, even if that individual represents a particular group or interest.

Under the *Duty of Loyalty*, each Board member is required to:

Exercise his or her powers in the interest of the corporation, not in their own interest or the interest of another entity or person. By assuming office, the Board member acknowledges that, with regard to any corporate activity, the best interests of the corporation must prevail over the member's individual interests or the particular interests of the constituency he or she represents.

The *Duty of Loyalty* relates primarily to:

conflicts of interest -- Where an individual Board member has interests that are in conflict with those of the corporation, the member must disclose the conflict before the Board of Directors takes action on the matter.

corporate opportunity -- Before a Board member engages in a transaction which he or she knows may be of interest to the TRC, the member should disclose the transaction to the Board in sufficient detail and adequate time to enable the Board to act or decline to act with regard to such transaction.

confidentiality -- Each Board member is expected to treat as confidential all matters involving the corporation until there has been general public disclosure or unless the information is a matter of public record or common knowledge.

When representing the TRC in public, each board member must be cognizant of his or her role as a symbol of and spokesperson for the organization. In such circumstances, a Board member is expected to behave in a manner that does not in any way imperil the public image and standing of the TRC. In such circumstances, a Board member is expected to speak for the organization and not his or her own interests. This includes representing only those views and positions which have been agreed upon by the Board of Directors.

In addition to their legal obligations, each Board member of the TRC has the following responsibilities:

- to make a substantial commitment of time to the work of the Board;
- to participate in fundraising for the TRC;
- to cover one's own expenses related to attending Board meetings and participating in the work of the Board²;
- to serve actively on at least one committee, working group, task force, or special assignment of the Board of Directors in every year of the member's term of office;
- to actively participate in the development, training and mentoring of new and future Board members; and
- to accept and embrace differences and opinions among colleagues on the Board, and support processes for productive discussion of issues and ideas.

Minimum Qualifications

Board members must be TRC members in good standing.

Board members must be committed to the advancement of recycling and the TRC mission.

**TENNESSEE RECYCLING COALITION
2006-2007 BOARD OF DIRECTORS
NOMINATION FORM**

Candidate's Name: _____

Occupation/Job Title _____ Company/Organization

Address: _____

Work Phone: _____ Fax: _____

Home Phone: _____ E-mail: _____

Sector information:

- | | |
|--|--|
| <input type="checkbox"/> Government/planning | <input type="checkbox"/> Nonprofit collector/processor |
| <input type="checkbox"/> Government/operations | <input type="checkbox"/> Consultant |
| <input type="checkbox"/> Private collector/processor | <input type="checkbox"/> Trade association |
| <input type="checkbox"/> End user | <input type="checkbox"/> Other: |
| <input type="checkbox"/> Nonprofit advocacy | |

How long have you been involved in the solid waste profession? _____

²For scheduled Board meetings, Board members are typically expected to cover their own travel expenses (or seek company reimbursement). Extenuating circumstances may allow for certain expenses to be reimbursed by the TRC, upon Board approval.

Pick only one.

I am interested in a 2 year term. _____ I am interested in a 3 year term. _____

Candidate Ballot Statement

In the space below, please submit a position statement. The following questions may be used as guidelines for your position.. *Please type your response and limit it to 200 words or less.* The Tennessee Recycling Coalition is not responsible for grammatical or spelling corrections. Statements may be reproduced by copy machine or re-typed and written exactly as submitted.

- Why do you want to be a TRC Board member?
- What direction would you like to see TRC move?
- The TRC membership is diverse, but we share a common goal of increasing and enhancing recycling opportunities. Aside from the perspective of your employer, do you have other perspectives you might bring to the TRC Board?
- What do you hope to accomplish while on the Board?
- What should TRC offer its members?