

Creative Commons

BOARD OF DIRECTORS: RESPONSIBILITIES AND EXPECTATIONS

Creative Commons is a U.S. based non-profit corporation incorporated in the state of Massachusetts and subject to restrictions imposed by the Internal Revenue Code and other laws. The CC mission is to develop, support, and steward legal and technical infrastructure that maximizes digital creativity, sharing, and innovation.

EXPECTATIONS OF THE BOARD AS A WHOLE

As the highest leadership body, the Board is expected to satisfy its fiduciary and other legal duties for overseeing the corporation, which include the following:

- Determine the mission and purposes of CC
- Select and evaluate the performance of the CEO, and create and maintain an effective succession plan
- Formulate key corporate policies and strategic goals, including proposing, approving, and regularly reviewing policies and guidelines governing CC's operations
- Approve major changes to the organization, and approve and monitor CC's programs and services
- Ensure strong fiduciary oversight and financial management, including compliance with all applicable laws and regulations and oversight of fundamental matters that affect CC's health, including: evaluating risks, reviewing of the strategic plan, conducting regular assessments of the integrity of internal controls, and reviewing audits, major transactions, contracts and expenditures
- Fundraise and develop resources for a robust and strong organization
- Protect CC's assets by approving the annual budget, evaluating operations, and planning for its future capital needs
- Address potential conflicts of interest
- Enhance and protect CC's public image
- Assess its own performance as the leading governing body of CC

EXPECTATIONS OF INDIVIDUAL BOARD MEMBERS

As a member of CC's Board of Directors, each individual member is expected to engage in and embrace the following:

- Understand CC's mission, policies, programs and needs
- Always act in good faith, with the care an ordinary person in a like position would exercise under similar circumstances (duty of care)
- Refrain from using your position for personal gain, and always act in CC's best interest -- this includes being transparent and vigilant about disclosing potential conflicts with roles you may have in other organizations or your own relationships (duty of loyalty)
- Ensure CC carries out its stated mission and acts in a way consistent with its goals (duty of obedience)
- Faithfully read and understand CC's financial statements and audit reports
- Serve as active advocates and ambassadors for the organization and fully engage in identifying and securing the financial resources and partnership necessary for CC to advance its mission
- Leverage connections, networks, and resources to develop collective action to fully achieve CC's mission
- Give a personally meaningful financial donation
- Identify personal connections that can benefit CC's fundraising and reputational standing, and can positively influence CC's standing and its efforts in the global ecosystem
- Prepare for, attend, and conscientiously participate in board meetings
- Participate fully in one or more committees or on a council

BOARD MEMBERS ARE ALSO EXPECTED TO:

- Follow CC's bylaws, policies and board resolutions
- Sign an annual conflict of interest disclosure and update it throughout the year if necessary
- Disclose potential conflicts before meetings and any possible conflicts during meetings
- Maintain confidentiality about all internal matters of Creative Commons

**Questions? Contact Molly Shaffer Van Houweling (Chair)
or Diane Peters (General Counsel and Board Secretary)**