



Exhibit B

RESPONSIBILITIES AS A MEMBER OF THE NBRPA BOARD OF DIRECTORS

1. Duty of loyalty requires a director to act solely in the best interests of the Non-profit rather than in his or her own interests, or those of his or her associates. One important aspect of the duty of loyalty is to retain the confidentiality of information that is explicitly deemed confidential by the Nonprofit, as well as information that appears to be confidential from its nature or matter. The duty of Loyalty also encompasses a director's obligation to avoid conflicts of interest.
2. Duty of obedience requires a Board member not to engage in acts that the Non-profit, under its charter and applicable law, cannot perform because such acts are prohibited or beyond the scope of the Non-profit's powers.
3. Duty of care generally describes the level of attention required of a director in all matters related to the Non-profit. The duty of care is perhaps more accurately described as a "duty to be informed." A director has the responsibility to be informed about an issue before making a business decision relating to the issue. A director will fulfill the duty of care if, prior to making a decision, he considers all material information reasonably available to him. To fulfill the duty of care, the directors of a Non-profit should follow deliberate procedures and consult with appropriate committees, officers, or employees of the Non-profit or other outside experts in making corporate decisions. Duty of care extends to the oversight of financial management obligations.
4. Willingness to work cooperatively as a team member for the best interest of the Non-profit.
5. Be an active participant in all meetings and/or calls
6. Participate in setting policy
7. Participate in developing long and short term goals for the organization
8. Should a search be conducted, participate in selecting an Executive Director/CEO that will best meet the organization's goals and objectives
9. Advise and counsel the Executive Director/CEO to help meet organizational goals
10. Provide fiduciary oversight and ensure proper controls are in place to protect the Non-profit's assets.
11. Help generate incremental revenue opportunities for the organization, including, sponsorships, membership enhancement and other financial opportunities.
12. Represent the organization in the community
13. Maintain close relationship with members to understand their current needs
14. Recruit new members