



# Board of Directors Information Packet

HELP

HOPE

Help for today. Hope for tomorrow.





# Criteria For Board Members

## Mandatory Criteria for All Board Members

Members of the World Help Board of Directors affirm the following:

1. I am “All In.”
2. World Help will be a priority in my personal Charitable Giving.
3. I will leverage my position, my relationships, and my God-given abilities and gifts to promote World Help and raise funds.
4. I will be available to serve on or start a needed committee.
5. I understand that meeting attendance is mandatory. I will attend all meetings in person or by calling in (in person at least one time per year).
6. I understand that Global Impact Summit attendance is mandatory (at least one time per year).
7. I will complete an annual self-evaluation and background check, as well as state my intent to remain on the Board.
8. I will be willing to discuss needed “growth areas” with Governance Committee member(s).
9. I agree with and will adhere to World Help’s Statement of Faith, Bylaws, Mission, and Values.

## Expectations for All Board Members

Board Members understand they are expected to do the following:

1. Go on a World Help trip at least once every two years, at board member’s own expense, bringing a guest when possible.
2. Host/Sponsor a fundraising event.
3. Identify and recommend potential new Board and Advisory Board members.

## Statement of Faith

### We believe . . .

1. The Bible to be the inspired, the only infallible, authoritative Word of God
2. That there is one God, eternally existent in three persons: Father, Son, and the Holy Spirit
3. In the deity of our Lord Jesus Christ, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father, and in His personal return in power and glory
4. That for the salvation of lost and sinful men, repentance of sin and faith in Jesus Christ results in regeneration by the Holy Spirit and that Jesus Christ is the only way of salvation
5. In the present ministry of the Holy Spirit, by whose indwelling the Christian is enabled to live a godly life
6. In the resurrection of both the saved and the lost; they that are saved unto the resurrection of life and they that are lost unto the resurrection of damnation
7. In the spiritual unity of believers in our Lord Jesus Christ

## Mission

World Help is a Christian humanitarian organization that exists to serve the physical and spiritual needs of people in impoverished communities around the world.

## World Help Bylaws

Please review the Bylaws of World Help by visiting [worldhelp.net/bylaws](http://worldhelp.net/bylaws), using the password "bylaws-09".







- a. An ownership or investment interest in any entity in which World Help has a transaction or arrangement,
  - b. A compensation arrangement with World Help or with any entity or individual with which World Help has a transaction or arrangement, or
  - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which World Help is negotiating a transaction or arrangement;
3. Spouses of any of the above;
  4. Any business, trust or estate, at least 35% of which is owned by one or more interested persons; and
  5. Others who may be considered interested persons due to other factors, such as being the founder, a substantial contributor, or a key executive who is not an officer.

## **POLICIES SECTION 1: Conflicts of Interest**

**I. Policy Statement.** Members of the Board have a clear obligation to conduct all affairs of the organization in an upright and honest manner, with integrity, using good judgment and Christlike ethical and moral considerations. This means, at a minimum, performing the duties of a Director in good faith, in a manner such Director believes to be in the best interests of the Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. Recognizing that each Director has a duty of complete loyalty to the Corporation, members of the Board agree to place the welfare of the Corporation above personal gain, interests of family members, or others who may be personally involved in matters affecting the Corporation.

**II. Disclosure.** (A) Members of the Board shall disclose fully the precise nature of their interest or involvement when participating in any transaction for the Corporation in which another party to the transaction includes:

1. Himself or herself,
2. A member of the family (spouse, parent, brothers, sisters, children, and any other immediate relative), or
3. Any organization with which the member of the Board or his family, as defined above, is affiliated.

(B) Members of the Board shall, on an annual basis and at the first knowledge of any covered transaction, disclose all relationship and business affiliations, which may now, or in the future, potentially conflict with the interest of the Corporation, or bring personal gain to them or their family or business. Such disclosure shall be in the form approved by the Board of Directors. If any member of the Board or a member of his or her family acts in one of more of the following capacities, disclosure must be made:

1. is an officer, director, trustee partner, employee, or an agent of any organization with which the Corporation has business dealings.
2. If either the actual or beneficial owner is more than 1% of the voting stock or controlling interest of an organization with which the Corporation has business dealings,
3. Is a consultant for such an organization, or



4. Has any other direct or indirect dealings with an individual or organization from which he or she is materially benefited (e.g. through the receipt directly or indirectly of cash, gifts, or other property.)

(C) All disclosures shall be communicated in writing to the Secretary of the Board. Information disclosed to the Secretary will be held in confidence, except when the organization's best interests are served by bringing the information to the attention of the Board of Directors and/or the Officers of the Corporation.

(D) Members of the Board who have a conflict of interest, as described above, in any matter shall refrain from participating in the consideration or vote of the proposed transaction, if any. However, the Board may request information or interpretation from the person or persons involved.

**III. Approval of Covered Transactions.** The Board may approve covered transactions in one of the following ways:

(A) Establishing the following facts in official minutes of the Board of Directors:

1. The Corporation entered into the transaction for its own benefit.
2. The transaction was fair and reasonable as to the Corporation at the time the Corporation entered into the transaction.
3. Prior to consummating the transaction or any part thereof, the Board authorized or approved the transaction in good faith by a vote of a majority of the Directors then in office without counting the vote of the "interested" Director or Directors, and with knowledge of the material facts concerning the transaction and the Director's interest in the transaction; and
4. Prior to authorizing or approving the transaction, the Board considered, and in good faith, determined, after reasonable investigation under the circumstances that the Corporation could not have obtained a more advantageous arrangement with reasonable effort under the circumstances, or the Corporation in fact could not have obtained a more advantageous arrangement with reasonable effort under the circumstances, OR

(B) Establishing the following facts in official minutes of the Board of Directors:

1. A committee or person authorized by the Board approved the transaction in a manner consistent with the standards set forth in (A) above,
2. It was not reasonably practicable to obtain approval of the Board prior to entering into the transaction; and
3. The Board, after determining in good faith that the conditions (1) and (2) were satisfied, ratified the transaction at its next meeting by a vote of the majority of the Directors then in office without counting the vote of the "interested" Director or Directors, OR,
4. The Attorney General, or the court in an action in which the Attorney General is an indispensable party, has approved the transaction before or after it was consummated.