



## MISSION HILLS BUSINESS IMPROVEMENT DISTRICT BOARD OF DIRECTOR'S AGREEMENT

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I, \_\_\_\_\_ understand that as a Director of the Mission Hills Business Improvement District (MHBID), I have a legal and ethical responsibility to ensure that the MHBID does the best work possible in pursuit of its goals. I believe in the purpose of the MHBID and will at all times act responsibly, respectfully and prudently as an involved steward. As a member of the MHBID Board of Directors, I promise to represent the interests of the members of the MHBID by encouraging and collaborating with Board and Staff to implement projects, and engage in a positive manner with fellow Board Members. I understand that if I do not fulfill these commitments, the Board President and/or MHBID Executive Director should discuss my responsibilities with me.

My term began \_\_\_\_\_ and my term ends \_\_\_\_\_.

Further, I understand that Board members are expected to exercise the duties and responsibilities of their positions in good faith with integrity, collegiality, and care to include:

- Interpret the MHBID work and values to the community, represent the MHBID, and act as an advocate for the MHBID's purpose and work.
- Attend all MHBID meetings and be prepared to engage in meaningful, respectful dialogue and decision-making.
- Make attendance of all Committee and Board meetings a high priority; more than three unexcused absences may signify the need for removal of a Director by the Board pursuant to MHBID Bylaws.
- Deliver to the Executive Director and President, as much advance notice as possible when a meeting absence must occur.
- Disclose any potential conflict of interest and recuse myself from discussions and votes when they exist.
- Cooperate with and respect the opinions of fellow MHBID board members, leave personal prejudices out of any board or committee discussion, and support the actions of the Board even if I did not personally support the action.
- The interest of the MHBID above other organizational interest when working on an MHBID projects.
- Represent the MHBID in a positive and supportive manner at all times, including public and private discussions and on social media.
- When speaking or engaging in any public dialogue, and not in an official capacity, as directed by the Board, clearly communicate that I am presenting personal views and opinions, and not those of the MHBID.



- Engage in respectful and courteous discussions at MHBID committee and board meetings and refrain from any disparaging comments.
- Observe established lines of communication by directing requests for information or assistance to the Executive Director.
- At times when personal, private, or confidential information may be provided or shared, keep the integrity and privacy of this information intact. Confidential and/or proprietary information shall at no time be shared or disclosed to another party. Personal, private, or confidential information will be made available as needed, and not necessarily made privy to each board member.
- Work in good faith and in partnership with MHBID Executive Director and board members in reaching established goals.
- Discuss opportunities with Board President and Executive Director related to any MHBID programs, goals, or activities.

In turn, the MHBID will be responsible to the Board in the following ways:

- The MHBID Executive Director will supply without request, agenda, and relevant materials for Committee and Board meetings sufficiently in advance to review before any meeting.
- The Board President and Executive Director will provide opportunities to discuss the MHBID programs, goals, activities, and their status.
- The MHBID Executive Director will assist me in preparing to represent the MHBID and to make any presentations to the neighborhood and community organizations.
- The MHBID Board and Executive Director will help me perform my duties by keeping me informed about issues in the industry and field in which we are working.
- The MHBID Board and Executive Director will respond in a straightforward fashion to questions.
- The MHBID Board and Executive Director will work in good faith with me toward achieving our goals.
- The MHBID Executive Director will be responsible for compliance with and fulfillment of the obligations of the agreement with the City, management and implementation of all projects.

I may contact the Executive Director and/or the Board President if the MHBID does not fulfill these commitments to me.

By signing below, I acknowledge receipt and review of this Director Agreement as well as review of the Amended and Restated Bylaws of the Mission Hills Business Improvement District, amended October 17, 2012, and available on the MHBID website under Compliance Documents.

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**MHBID Board Director** **Title** **Date**

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**MHBID Executive Director** **Date**