

[Hopkins Youth Hockey Association](#), a 501c3 non-profit corporation  
Basic Board Guidelines

Governed by the Minnesota NonProfit Corporate Act  
<https://www.revisor.mn.gov/statutes/?id=317A>

Governed by our corporate bylaws & meetings run based on Roberts Rules of Order  
<http://www.hopkinshockey.com/page/show/101382-board>

The Minnesota Attorney General has this to say about NonProfit Board Governance: **Board of Directors.** The “business and affairs” of a nonprofit organization - whether big or small - must be governed by a board of directors. Directors are responsible for the management of the business and affairs of the corporation, and strong board oversight is critical to the proper operation of the organization. Directors must supervise and govern the charity’s efforts in carrying out its mission. This does not mean that directors are required to manage the day-to-day activities of a corporation. Rather, they can appoint officers and employ individuals to carry out the daily tasks of running the organization. Directors must be active, informed, and engaged because they are considered fiduciaries of the organization, a term used for individuals who are in a position involving trust. Specifically, directors owe a fiduciary duty to the nonprofit to act in good faith, and in the best interests of the organization, among other things. Minnesota courts have long held that the law imposes the highest standard of integrity on the bearers of these duties.

Main fiduciary duties owed to the board are care, loyalty, and obedience.

**Duty of care:** Board members are expected to actively participate in organizational planning and decision-making and to make sound and informed judgments.

**Duty of loyalty:** When acting on behalf of the organization, board members must put the interests of the nonprofit before any personal or professional concerns and avoid potential conflicts of interest.

**Duty of obedience:** Board members must ensure that the organization complies with all applicable federal, state, and local laws and regulations, and that it remains committed to its established mission.

HYHA board members must act in good faith and with the organization’s best interests in mind. There is a requirement to stay informed and engaged, but board members may also rely on information, reports, etc. presented by competent officers, experts, or committees.