



All a-Board!

The Purpose, People, and Process of CAA Boards

7. Purpose: Duty of Care

Discussion Guide

Length: 6:08”

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Video Summary

This video investigates the fiduciary duty of care that CAA board members owe to the organization they serve. It identifies the source of the obligation for public and private CAAs and provides examples of how board members can fulfill that obligation. It also highlights the importance of written minutes and discusses how board committees can help the board meet its duty of care in an efficient, effective way.

Learning Objectives

After watching this video, participants will be able to:

- Define the fiduciary duty of care
- Describe how the duty of care protects board members from personal liability
- List some of the ways a board member may fulfill their duty of care
- Understand how board committees can help a board fulfill its duty of care

Using the Video Effectively

Suggestions for how to use this video include:

- Ask board members to watch the video on their own, and at a board meeting, facilitate a discussion of individual members’ reflections or responses to the questions below.
- Show the video during a board meeting and facilitate a discussion of the questions below.
- Show the video as part of a larger board orientation or training process and facilitate a discussion of the questions below.

Suggested Discussion Questions

1. How do you personally fulfill your duty of care as a board member?
2. Consider a recent decision the board made regarding an important issue. How did the board engage in the deliberative process prior to reaching that decision (gathering the facts, assessing the facts, and weighing various courses of action)?
3. How do the board’s meeting minutes and resolutions demonstrate that the board is fulfilling its duty of care?
4. Does your board effectively use committees to meet its duty of care? How can it improve in this area?