

# Legal Obligations of Boards and Maintaining Ethical Integrity



*Enriching Life. Strengthening Community.*

Date: Tuesday, April 11, 2017

Time: 11:00 a.m.—2:00 p.m.  
Lunch included.

Place: Crawfordsville  
Country Club  
3272 W Country Club Rd  
Crawfordsville, IN 47933

Cost: \$15 in advance  
\$25 at the door

Details and Registration form:  
[www.pcfoundation.org](http://www.pcfoundation.org)



Presenter: **Phil Purcell**



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**Legal Obligations of Boards and Maintaining Ethical Integrity:** This interactive seminar will explain the three basic legal duties of a nonprofit board of directors and how a board may fulfill these duties. First, the legal duty of care requires a board to exercise prudent care in its decision-making. We will review the most important elements of prudent action. Second, the legal duty of loyalty demands that board members put the interests of the organization above their personal interests. We will discuss how this legal duty is fulfilled by implementing a conflict of interest policy and procedure as well as a statement of ethics for the organization. A sample statement of organizational ethics will be reviewed in detail. Finally, we will examine the legal duty of obedience. For this duty, we will examine the role of bylaws, articles and compliance with the law of federal tax exemption.

**Phil Purcell** currently serves as Vice-President for Planned Giving and Endowment Stewardship at the Ball State University Foundation where he assisted with the successful completion of a \$200 million campaign, of which \$65 million in planned gifts was raised. Formerly, he served as Director of Gift Planning for the Central Indiana Community Foundation (Indianapolis, IN), Director of Development for St. Vincent Hospital Foundation and Director of Planned Giving and Development Counsel for Rose-Hulman Institute of Technology.

Phil is an attorney and member of the American and Indiana State Bar Associations. He is Senior of Counsel to Fleming Stage, a law firm in Indianapolis, IN. Phil received his B.A. degree from Wabash College in 1981 (magna cum laude) and his J.D. and M.P.A. degrees (with honors) from Indiana University in 1985.

Phil has consulted on behalf of over 300 different charitable organizations (e.g., education, religious, healthcare, arts/culture, environment, social service, community and private foundations). His consulting has focused on state and federal legal issues (e.g., bylaws, tax exemption applications), philanthropy (e.g., fundraising, planned giving) and nonprofit governance (e.g., strategic planning, duties of boards of directors). He is a Certified Fundraising Executive (CFRE).