

# SAMPLE

## Board of Directors Job Description and Commitment Form 2015-2016

**Mission:** The Board of Directors will represent the Chamber at networking events, beautification awards, and other functions as deemed necessary. The Board will act as the official \_\_\_\_\_ Chamber of Commerce diplomats at such functions, which enhance the image of the Chamber of Commerce.

**Monthly Meetings:** Monthly Board meetings will be held the \_\_\_\_\_ day \_\_\_\_\_ of the month at \_\_\_\_\_ time \_\_\_\_\_ at \_\_\_\_\_ location \_\_\_\_\_. These meetings form a crucial communication line for all members. If you fail to attend \_\_\_\_\_ number \_\_\_\_\_ consecutive meetings you may be asked to step down as a Board member.

**Annual Retreat:** The Annual Board Retreat typically takes place \_\_\_\_\_ dates \_\_\_\_\_ and may require overnight stays. The Annual Retreat is an essential function that helps achieve cohesiveness among the board and progress for the organization.

### **COLLECTIVE RESPONSIBILITIES OF THE BOARD OF DIRECTORS**

While the ultimate authority of the organization is vested in its members, a Board of Director is elected by the membership and holds legal responsibility for the vision, policies and solvency of the organization. Each director shares this responsibility.

### **ACQUIRE AND READ THE BYLAWS AND CHARTER.**

The board is the policy-making body of the organization. Policy includes any formal statements such as internal and external operational procedures and legislative policy. The Business Plan is a form of policy.

### **ACQUIRE AND READ BUSINESS PLAN, INTERNAL/EXTERNAL/LEGISLATIVE POLICIES.**

The board approves membership investment schedules, raises necessary funds for sound operation, adopts budget, approves unbudgeted expenditures, and assures that necessary fiscal procedures are followed.

### **ACQUIRE AND STUDY COPY OF CURRENT BUDGET, AUDIT/FINANCIAL STATEMENTS.**

The board has responsibility for providing adequate manpower for the organization. This is most often delegated to officers, nominating or selections committees, but remains subject to board approval or confirmation. Be aware and participate when you can.

### **ACQUIRE AND STUDY ORGANIZATIONAL CHART, COMMITTEE ROSTERS, NOMINATING PROCESS DETAILS AND PERSONNEL POLICIES.**

The board serves in a liaison and general communications role between the board and the general membership.

### **ACQUIRE AND REVIEW COPIES OF NEWSLETTERS, E-NEWS AND PUBLICATIONS.**

The board provides support to the officers in carrying out the Chamber's program of work.

### **THE BOARD MUST ABIDE BY A SET OF CODE OF CONDUCT AND ETHICS AS OUTLINED IN THE BOARD MANUAL.**

### **INFORM OFFICERS OF YOUR SPECIFIC RESOURCES, AREAS OF EXPERTISE AND INTERESTS.**

I have read and I understand the obligations under the Code of Conduct and Ethics Policy and pledge to fulfill these expectations as I serve as a board member of the \_\_\_\_\_ Chamber of Commerce for the 2013-2014 year.

Signature \_\_\_\_\_ Date \_\_\_\_\_

**Vice Chair Member Services:**

Oversees Ambassador Committee and President's Club Activities

**Vice Chair Special Events:**

Oversees Annual Meeting, Business to Business Expo, Holiday Party, Golf Tournament, Workshops

**Vice Chair Technology and Communications:**

Oversees Communication Task Force, Website Enhancements and Chamber Visibility.

**Vice Chair Accreditation:**

Oversees US Chamber of Commerce accreditation process which occurs every five years. This includes nine critical areas of performance each led by a managing chair.

# SAMPLE

## EXECUTIVE COMMITTEE OFFICER JOB DESCRIPTIONS

### **Chairman of the Board:**

The Chairman of the Board shall serve as the volunteer executive head of the Chamber and shall preside at all meetings of the membership, Board of Directors, and Executive Committee.

The Chairman of the Board shall, with the advice and counsel of the President, assign Vice- Chairman to the divisional or departmental responsibility, subject to the approval of the Board of Directors.

The Chairman of the Board shall, with the advice and counsel of the Vice-Chairman and President, determine all committees, select all committee chairpersons, and assist in the selection of committee personnel subject to the approval of the Board of Directors.

The Chairman of the Board shall serve as a spokesperson for the Board of Directors.

### **First Vice-Chairman:**

The First Vice-Chairman shall exercise the powers and authority and perform the duties of the Chairman of the Board in the absence or disability of the Chairman of the Board.

The First Vice-Chairman shall be considered the Chairman-Elect and will take over the position of Chairman of the Board on October 1 of the year after election to the position of First Vice- Chairman.

The First Vice-Chairman shall serve at least a three (3) year term: one as First Vice- Chairman, one as Chairman of the Board, and one as Immediate Past Chairman - all shall be with voting privileges.

### **Second Vice-Chairman:**

The duties of the Second Vice-Chairman shall be such as required by law as well as those that may be assigned by the Chairman of the Board and the Board of Directors.

The Second Vice-Chairman will serve as a liaison between those committees assigned him or her.

The Second Vice-Chairman should be considered a candidate for election to the First Vice-Chairman position on October 1.

### **Secretary/Treasurer:**

The Secretary/Treasurer shall see to it that the minutes of the members' and Directors' meetings are kept, and see that all notices are duly given in accordance with provisions of these By-laws, or as required by law; and be custodian of the corporate records of the Chamber. The Secretary/Treasurer shall perform all duties as from time to time may be assigned by the Board of Directors.

The Secretary/Treasurer shall be responsible for the safeguarding of all funds received by the Chamber and for their proper disbursement. Such funds shall be kept on deposit in financial institutions approved by the Board of Directors.

### **Vice Chair Government Affairs:**

Oversees Government Affairs Committee, partnerships with Economic Development groups, etc.

### **Vice Chair Leadership Enhancement:**

Oversees all Leadership Programs and Education Committee

# POSITION DESCRIPTION

**Position Title:** Board of Directors

**Basic Functions:** The Board is responsible for the governance of the chamber/association, including setting the strategic direction, developing policies and positions, ensuring the best interests and care of the organization and acting in accordance with the governing documents and laws.

## **Specific Responsibilities:**

### **Governance**

1. Read the articles of incorporation, the bylaws, mission and vision statements and strategic plan to ensure a working knowledge and to ensure compliance with these documents.
2. Attend all Board and committee meetings and participate actively. Arrive prepared to participate in discussions and make decisions by having reviewed the agenda and any supporting materials prior to the meeting.
3. Vote into office the President, Vice-President, and Treasurer in accordance with the by-laws.
4. Approve the creation of committees and the appointment of committee chairs.
5. Review and adopt positions and policies on issues affecting the business community.
6. Follow parliamentary procedure during meetings.
7. Support the decisions of the Board before staff, the volunteers and the public.
8. Use any special skills or training you may have to further the work of the board and the organization.
9. Accept assignments on committees and/or task forces.
10. Follow all conflict of interest and confidentiality policies of the chamber.
11. Responsibly review and act upon committee recommendations brought to the Board for action.

## **Board of Directors Position Description (continued)**

### **Finances**

1. Provide financial support to the organization.
2. Assist with fundraising efforts.
3. Demonstrate an understanding of the financial reports, IRS form 990 and audits.
4. Establish a policy to determine how performance against the budget will be measured and how budget adjustments will be handled.
5. Ensure the hiring of outside auditors. Hold staff accountable in reporting back on items identified as potential problems.

### **Performance**

1. Annually assess the performance of the Board as a whole and your own performance as a Board member.
2. Identify areas of improvement and provide the needed corrections.
3. Annually assess the performance of the organization as a whole.
4. Annually review the strategic plan and objectives and make adjustments as needed.

### **Staff**

1. Develop the CEO's job description and hire the individual.
2. Ensure there is a succession plan for the CEO.
3. At least annually, conduct a formal review of the performance of the CEO and ensure compensation is commensurate with performance.
3. Review and approve the compensation package and benefits package for staff, ensuring external competitiveness and internal equity.
4. Regularly review employment policies and practices.

## **Board of Directors Position Description (continued)**

### **Leadership**

1. Participate in the recruitment, selection and orientation of new Board members.
2. Serve as a mentor for a new Board member.
3. Identify and cultivate new leaders on the Board.
4. Participate in Board leadership and orientation sessions.
5. Inform others about the organization.

# POSITION DESCRIPTION

**Position Title:** Board President/Chair

**Basic Functions:** This position is responsible for carrying out the duties associated with the chief elected officer in accordance with the organization's by-laws.

## **Specific Responsibilities:**

1. Serves as the Chief Volunteer Officer of the organization.
2. Maintains a productive relationship with and partners with the Chief Executive to achieve the organization's mission, strategic plan and goals.
3. Provides leadership to the Board of Directors, encouraging the Board's role in planning, financial accountability, fundraising, evaluation of the Chief Executive and evaluation of program performance.
4. Calls and chairs Board and Executive Committee meetings, including working with staff to develop agendas and managing the running of the meetings.
5. Helps guide and mediate Board actions with respect to organization priorities and governance concerns.
6. Creates a safe environment for decision making.
7. Appoints committee chairs, ensuring that committees are guided by strong leadership and clear goals. Serves as ex-officio committees.
8. Make financial contributions to the chamber and the PAC.
9. Represents the organization in legislative meetings, with the media and other constituencies as appropriate.
10. Represent the organization, as necessary, at official functions with private and public organizations.
11. Testify before state or federal agencies or legislative committees.
12. Ensures a regular assessment of the full Board, individual board members and the Chief Executive.

# POSITION DESCRIPTION

**Position Title:** Committee Chair

**Basic Functions:** Directs the members and activities of the committee to ensure that it meets its goals and objectives.

**Specific Responsibilities:**

1. Assists in developing the committee objectives.
2. Ensures the realization of the committee's goals.
3. Coaches committee members in realizing the objectives and on their expected individual contributions and responsibilities.
4. Assists the chief elected officer in making committee members appointments.
5. Prepares meeting agendas and distributes relevant information to all members prior to the meeting.
6. Presides over committee meetings to ensure adherence to the major issues and purposes.
7. Assists the chief elected officer in identifying potential leaders among the committee members.
8. Encourages active participation by committee members in the activities of the Association.
9. Prepares committee status reports for the board of directors.



## **POSITION DESCRIPTION**

**Position Title:** Committee Member

**Basic Function:** Works toward the fulfillment of the committee objectives.

**Specific Responsibilities:**

1. Contributes to the realization of the committee's goals.
2. Attends all meetings of the committee.
3. Carries out individual assignments that are made by the committee chair.
4. Reviews all relevant material prior to committee meetings and comes to meetings prepared to make contributions.

## **RESPONSIBILITIES OF GROUP MEMBERS BEFORE EACH MEETING**

1. Reread the minutes of the previous meeting as a check on whether you have completed all task assignments.
2. Review the agenda for the meeting and prepare accordingly.
3. Make necessary arrangements to avoid being called out of the meeting by phone calls or visitors.
4. Plan so you can get to the meeting on time.
5. Be prepared with any materials or data you need to furnish the group to help them deal with your agenda items.

## **RESPONSIBILITIES OF GROUP MEMBERS DURING EACH MEETING**

1. When you have an opinion or feeling, state it honestly and clearly--don't sit on feelings.
2. Stay on the agenda item being dealt with and help others stay on it.
3. When you don't understand what someone is saying, ask for clarification.
4. Participate actively--when you have something to say, say it.
5. Assume responsibility for making process contributions, such as: asking questions, keeping the group on the track, clarifying members' statements, summarizing, listening to others, getting the agenda set quickly, getting things on the "group memory."
6. Protect the rights of others to have their opinions or feelings heard--encourage silent members.
7. Listen attentively to others--clarify what others are saying when appropriate.
8. Try to think creatively about solutions that might resolve conflicts--try them out on the group.
9. Avoid communications that disrupt a group--humor, sarcasm, diversions, asides, jokes, digs.
10. Keep notes on things you agree to do after the meeting.
11. Keep asking yourself, "What, right now, would help this group move ahead and get this problem solved? What can I do to help this group function more effectively? What does the group need? How can I help?"

## **RESPONSIBILITIES OF GROUP MEMBERS AFTER EACH MEETING**

1. Carry out assignments and commitments.
2. Pass on to others decisions or information that they should know about.
3. Keep confidential anything said or done in the meeting except for final decisions.
4. Refrain from complaining about a decision that you agreed to. Don't pass the buck.
5. Refrain from "out-of-meeting appeals" to the leader.
6. Don't appeal to the leader to reverse a decision. Bring it up at the next meeting.