

# Role of the Board

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I've just been Elected to the NAWIC Board,  
**Now What?**

# How a Board Governs (Leads)

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## Board of Directors:

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- ❖ Officers (also known as the Executive Officers)
- ❖ Directors (at least 2 for NAWIC Chapters; 8 for National)
- ❖ These women are elected FROM the membership BY the membership
- ❖ The Board of Directors meets on a regular basis to conduct the business of the Association, which is directed by the Bylaws
- ❖ The Duties of the Board are stated in the Bylaws

# How a Board Governs (Leads)

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- ❖ In some Associations, the Executive Committee has the power of decision. The Bylaws state this authority.
- ❖ Some Associations give their Board of Directors power over everything. The Bylaws state this authority.
- ❖ It is important that the Board of Directors have the TRUST of the membership as they make decisions for the whole body.
- ❖ The Board of Directors must TALK with the membership as they make decisions.
- ❖ NAWIC is a membership Association and the members should have a VOICE in the decision making process.
- ❖ The 90 day circulation of Bylaw changes gives the membership a chance to voice their approval or disapproval of a change.

# Three Basic Functions of the Board

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- ❖ To approve outcomes to be accomplished
- ❖ To ensure the resources that are necessary for achievement are available and used efficiently (staff, money, time)
- ❖ To make sure the desired outcomes are being achieved

The National Board of Directors should spend its time on Leadership Oversight and Cultural Oversight; NOT on Operational Oversight.



# Legal Responsibilities of the Board

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- ❖ To Be Informed
- ❖ To Be Loyal To the Association
- ❖ To Attend Meetings and Participate
- ❖ To State NAWIC's Positions Correctly
- ❖ To Keep Confidences
- ❖ To Exercise Their Best Judgment

# Legal Responsibilities of the Board

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- ❖ **At the National Level:** A Board member must look after NAWIC at a national level.....not only the finances, but the business of the entire Association.
- ❖ **At the Chapter Level:** A Board member must look after their Chapter.....not only the finances, but the business of the entire chapter.
- ❖ **At All Levels:** Personality and personal agendas must NOT enter the decision-making process. A level head and common sense are necessary when making business decisions.

# Three Duties of The Board

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## **Duty of Care:**

Describes the level of competence that is expected of a board member, and is commonly expressed as the duty of “care that an ordinarily prudent person would exercise in a like position and under similar circumstances.” This means that a board member owes the Association the duty to exercise reasonable care when he or she makes a decision as a steward of that Association.

# Three Duties of The Board

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## **Duty of Loyalty:**

A standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the Association. This means that a board member can never use information obtained as a member for personal gain, but must act in the best interests of the Association. She must leave a board meeting and voice approval for the decisions of the whole.



# Three Duties of The Board

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## **Duty of Obedience:**

This duty requires board members to be faithful to the Association's mission/purpose. They are not permitted to act in a way that is inconsistent with the central goals of the Association. A basis for this rule lies in the member's trust that the Association will manage funds to fulfill the Association's mission/purpose.

# Trust of a Board Member

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- ❖ Trust begets trust
- ❖ Distrust begets distrust
- ❖ First interaction sets stage for the remainder of the relationship
- ❖ Must exhibit cooperation and trust
- ❖ Must continue to earn the trust
- ❖ Be honest at all costs!
- ❖ Look to the best interests of the Association as a whole
- ❖ Board Members need to juggle many different roles during their term in office.

# Facilitative Leadership

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Great leaders influence the beliefs and behavior of others to unleash the creative genius of all parts of an Association on a day to day basis.

They:

- ❖ Engage in facilitating more than telling.....Lead, don't drive
- ❖ Understand that the Association's success is more important than one's personal success
- ❖ Utilize a strategic agenda more than a personal agenda
- ❖ Know they are accountable to all members
- ❖ Leave the Association in a better place than where they found it

# Association Definition:

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A group of people who voluntarily come together to solve common problems, meet common needs and accomplish common goals.



# And, Remember.....

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While serving on any Board of Directors,



Be Sure to Enjoy the Experience!!!