**Position Descriptions of the NACDD Board of Directors**

**Responsibilities**

***Meeting Attendance***

Members of the Board of Directors of the National Association of Councils on Developmental Disabilities are expected to attend the teleconference meetings of the Board (The Association pays for these calls) and annual face-to-face meetings (held in conjunction with the summer annual conference.).

***Roles***

It is expected that each Director will serve as a member of one of NACDD’s standing Committees (Finance, Public Policy, Audit and Member Services). By virtue of the By-laws, the Treasurer of the Association serves as the Chair of the Finance Committee and the Vice President services as the Chair of the Audit Committee. The Immediate Past President of the Association has a seat on the Board for a 2 year term, immediately following the individual’s last elected term of office.

Members of the Board of Directors should be familiar with NACDD’s Bylaws and parliamentary procedures. It is preferred that Directors understand governance practices and laws and regulations associated with non-profit trade associations. It is helpful for Board members to have problem solving skills.

Members of the Board of Directors assume office on the first day of the fiscal year (October 1) immediately after their election.

The Directors of the Board are encouraged to participate in Strategic Planning meetings.

All Board Members will be required to sign a Conflict of Interest statement annually.

**Descriptions of Officers of the Board of Directors**

***President***

Serves as the official representative of the Corporation; convenes and presides over Board meetings and Annual, General and Special Meetings of the Assembly; oversees development of Membership meeting agendas, executes legal documents on behalf of the Corporation, and convenes the meeting of the newly elected Board of Directors following the Annual Meeting for the purpose of transition and election of officers.

As the presiding officer of Board of Director meetings, Annual and General Membership meetings, the President will:

* Establish, with the Secretary and CEO, the agenda for the meetings.
* Be familiar with any unfinished business and any new business that must appear on the agenda.
* Keep order, be fair and impartial and protect the rights of all Members.
* Ensure that there is complete discussion of all items.
* Work to achieve consensus.
* Uphold the Bylaws of the organization.

**Vice President:**

* Serves in the absence of the President and carries out such other tasks as may be assigned by the Board of Directors from time to time.
* Consult with and advise Staff regarding coordination of activities requested by the work teams.
* Serves as the Chair of the Audit Committee.

**Secretary**:

* Oversees the transmittal of required notices to Member Councils for Board of Directors and Assembly meetings, and minutes of Board and Assembly meetings.
* Receives and certifies proxies.
* Certifies quorum at meetings of he Assembly.
* Prepares required reports related to incorporation and other related reports required by statute or the Bylaws of the Corporation.
* Handle official correspondence.
* Take minutes of the Association’s Annual and General Membership meetings.
* Prepare other related reports required by statute or the Bylaws of the Association.
* Send required notices to the membership or the Board of Directors.
* Supervise voting procedures.

 The Secretary should have a thorough knowledge of parliamentary procedures.

**Treasurer**:

* Serve as Chair of the Finance Committee.
* Consult with staff and the Board to establish depositories for funds.
* Report the financial status of the Corporation at each Membership meeting and at such other times as requested by the Board of Directors.
* Work closely with the chief executive officer to oversee disbursement of funds of the Corporation consistent with the approved budget.
* Sign official contracts for the Association.
* Work with the Finance Committee to establish or revise financial policies for the Association.
* Work with the Chief Finance Officer and Finance Committee to establish dues structure and annual budget.

The Treasurer should have a thorough knowledge of accounting practices related to non-profit organizations.

Other requirements and functions of Board Members:

* Familiarity with NACDD’s strategic plan.
* Review and approve annual budget.
* Familiarity with all key decisions and issues facing the organization.
* Responsive to needs of Member Councils as a leader of the organization
* Familiarity with annual operational plan.
* Assist in evaluation of operation plan.
* Conduct annual evaluation of the Chief Executive Officer.
* Familiarity with national issues which impact the lives of people with developmental disabilities.
* Work with Members to fulfill NACDD’s vision

Reference: Webster’s New World, Roberts Rules of Order, Second Edition, 2001, Robert McDonnell Production, Wiley Publishing, Inc.

EXPERIENCE WITH GOVERNANCE PREFERRED BUT NOT REQUIRED