

# Board Member Roles and Responsibilities

## The Board and Board Members

The role of the board is to:

- Establish the mission, goals and policies of the organization, what we should accomplish and how we should conduct ourselves in the process.
- Develop a long-range plan for the organization; define our strategy and a time frame for achievement of our goals.
- Ensure the long term financial stability and strength of the organization, develop and maintain sources of income to provide for the continuing operation of the organization.
- Ensure the long term organizational stability and strength of the organization, bring into the organization individuals with the necessary abilities to lead and manage the organization in the future.
- Maintain the integrity, independence and ideals of the organization; do not allow individuals or organizations to compromise these principles.
- Hire and develop an executive director to manage the operations of the organization.
- Exercise management oversight of the executive director and the operations, approve annual budgets, review operating and financial results, audit for compliance with internal policies and external requirements, review performance against goals.

The responsibilities of a board member are to:

- Be committed to the mission, goals and policies of the organization.
- Perform the functions and work of the board to the best of one's ability.
- Contribute financially to the organization to the best of one's ability and seek financial support from others outside of the organization.
- Recommend others who could serve on the board or be of particular value to the organization in other capacities.
- Avoid any conflicts of interest and situations that would compromise the principles of the organization or lead to the perception of compromise.
- Be knowledgeable about the organization, the services it provides and the renal community in which it operates.

## The Officers

The officers have specific roles and responsibilities in addition to those they have as members of the board of directors.

### President

The president is the executive officer of the organization and in this capacity shall:

- Preside over board meetings.
- Serve as chairman of the executive committee.
- Serve as an ex-officio member of all other committees except the nominating committee.
- Recommend what committees should be formed and who should chair them.
- Be a primary spokesperson for the organization.
- Lead the board in the performance of its responsibilities.
- Be the officer to whom the executive director reports and who coordinates the performance evaluation of the executive director.
- Perform such duties as directed by the by laws and the board.

### Vice President(s)

The vice president is the operations officer of the organization and in this capacity shall:

- Perform those functions delegated to the vice president by the president.
- Perform the duties of the president when the president is unable to perform them.
- Serve as the chair of at least one committee that is operational in scope.

### Secretary

The secretary is the officer responsible for the records and correspondence of the organization and in this capacity shall:

- Perform those functions delegated to the secretary by the president.
- Safeguard all the records of the organization.
- Record and retain the minutes of all board and executive committee meetings and collect and retain the minutes of all other committees meetings.
- Give notice of meetings and distribute minutes and other documents as needed.
- Serve as chair of one committee.

### Treasurer

The treasurer is the financial officer of the organization and in this capacity shall:

- Perform those functions delegated to the treasurer by the president.
- Safeguard the assets of the organization.
- Maintain control over the receipt and disbursement of the organization's funds.
- Serve as chair of the Finance committee.
- Oversee the preparation of the annual budget.

### Executive Director

The executive director is not an elected officer, but an employee of the organization. The executive director is the chief staff executive and in this capacity shall:

- Establish a staff structure and hire and train personnel to fill it.
- Perform those functions delegated by the president and the board.
- Implement the plans and policies developed by the board.
- Operate the national office.
- Provide assistance and support for the committees.

## Board Committees and Committee Members

The board of directors will form committees to perform specific functions, such as financial oversight, or perform certain work, such as plan the annual convention. Committees may have non-board members as members except where specifically prohibited. The purpose or role of each committee is described under the heading of that committee. The responsibility of committee members in all cases shall be to:

- Be committed to the purpose of the committee.
- Become knowledgeable about the work of the committee.
- Do the work of the committee.

### Executive Committee

The role of the executive committee is to perform the functions and duties of the board in the period between meetings of the full board, with the exception of those functions and duties reserved exclusively to the full board. The executive committee is comprised of the officers, the immediate past president and three other board members (who are selected by the board).

### Budget and Administration Committee

The role of the Budget and Administration committee is to perform the properly delegated functions and duties of the board related to ensuring the long-term financial stability and strength of the organization. The chair of the committee is the treasurer. The committee composition should include individuals with some background in business or finance and may include non-board members. The committee's scope may be expanded by the board to include oversight of the administrative operations of the organization.

### Nominating Committee

The role of the nominating committee is to recommend to the board for its consideration a list of qualified individuals who could become members of the board or any of its committees or contribute substantially to the organization in other capacities. The members of the nominating committee should not be candidates for election to the board and should understand well the organization and its needs. Although elections may occur only annually, the committee will be involved in a continuous process of seeking, identifying and reviewing prospective candidates.

### Governance Committee

The role of the governance committee is to recommend to the board for its consideration a multi-year plan for the organization that defines its mission, goals, needs, policies, etc., within a defined view of the future. This committee is also responsible for establishing leadership development process; protecting the Board integrity and establishing compliance with internal governance policies.

### Revenue Generation Committee

The role of the fund development committee is to develop sources of income that will yield sufficient income to enable the organization to be financially stable and strong on an ongoing basis and achieve its goals.

### Policy Committee

The role of the policy committee is to develop and implement programs that will successfully educate and inform the renal community about the needs of patients and their families and about how well these needs are being satisfied. Programs should also be developed and implemented to encourage the community to establish, utilize and report, on a large scale, quantifiable outcome measures of patient health and quality of life.

### Medical Advisory Board

The MAB is comprised of renal community professionals (nephrologists, dietitians, etc.) who provide advice and counsel to the organization in technical areas as well as support the organization.

### Membership Committee

This committee is responsible for analyzing the function of AAKP chapters, increasing membership.

### Program Committee

This committee is responsible for patient educational materials and programs.

### Marketing Committee

This committee is responsible for developing methods and processes for surveying designed populations. It is also responsible for creating awareness of AAKP both in the renal communities and general public.

Other committees, such as: a convention committee, a bylaws committee and an awards committee, are formed for specific activities. Subcommittees can also be formed within a committee to address specific activities or roles.