



Board of Directors Roles & Responsibilities

Position Description -- Cyversity Board of Directors

Position Title: Director, Cyversity Board of Directors

Reports to: Members of the Association

Purpose of Position:

Volunteer members of the Board represent the Cyversity membership. Collectively they are legally responsible for the corporation, including financial and program accountability. They define and implement the mission, vision and values of Cyversity, based on their understanding of the assets, needs and goals of the industry and the Cyversity members.

“The board governs... the staff manages.”

- Governance - The board of directors is responsible for the direction of the organization. The board develops policy and sets course. The Mission Statement should frame all discussions -- avoid micro-management. If board members want to get involved in management and tactics, they can join a task-force, project, or committee. Four board functions are:
 - o Governance
 - o Policy and position development
 - o Strategic - vision and future focus
 - o Fiduciary
- Management - Staff, consultants, and our association management firm are responsible for administration of the organization. Staff partners with the board to advance goals and strategies, while taking care of the daily administrative needs.

Responsibilities:

1. Determine and advance the organization’s mission and purpose. Set the future vision of the organization, based on the mission and values established, and develop the work plan and measurements to assure the vision is met.
2. Select and oversee the Executive Director.
3. Support the Executive Director and assess performance of the organization (budget, goals, etc.).
4. Conduct organizational and strategic planning.
5. Ensure adequate resources for the organization (funding, time, volunteers, staff, etc.)
6. Financial oversight. Assure the finances of the corporation are handled prudently and legally; approve and monitor the annual operating budget; approve allocations and grants; ensure compliance with tax and corporate law; establish and monitor financial policies and practices.
7. Determine, monitor, and enhance programs, products, and services. Develop programs consistent with the mission and evaluate their effectiveness in meeting stated goals.
8. Promote the organization. Contribute to Cyversity by being a current Cyversity member and with time and talent.
9. Ensure legal and ethical integrity and maintain accountability.

Qualifications:

Willingness and ability to:

- Attend scheduled quarterly board meetings
- Support and participate in the Cyversity Member Meeting
- Prepare in advance for board and committee discussions and decision-making
- Participate in annual strategic planning meeting
- Listen to, learn about, and communicate with the industry

Attendance:

Board members are expected to attend all meetings of the Board of Directors. In order to do its job, the Board must act as a group, so attendance at meetings is critical to ensure that all voices are heard. If a member misses more than one (1) meeting, the Board can act – upon majority vote - to remove the member from the Board.

Rules of Order (Parliamentary Procedure):

- Agenda - Ensures that important business is covered and discussions are on topic.
- Motions - Proposals for formal action beginning with, "I move we..."
- Second - Required for the motion to be put to vote, "I second the motion we..."
- Amendments - May be made to a Motion to improve and/or clarify the original motion.
- Tabling - Lays the motion aside.
- Calling the Question - Refers to ending the discussion and voting on a motion.
- Voting - Official action after discuss to adopt, amend, kill, or table the Motion. "All in favor, signify by saying 'Aye'. Those not in favor signify by saying 'No'. Anyone abstaining from the vote?"
- Minutes - Protect the organization by publicly recording the time and location of the meeting, participants, and the outcome of any motions. They are not a place to record conversations, assignments, reports, etc.
- Quorum - Number of directors required to conduct official business.

Term:

Three years with an option to run for re-election.