

# **TSAE Board of Director's Roles & Responsibilities**

Members of the TSAE Board of Directors can play a powerful role in:

## **I. Determining desired outcome for organizational success.**

- ◆ Preserve the integrity of the association.
- ◆ Fashion the association's strategic framework: its values, vision for the future, mission, and broad goals.
- ◆ Engage in a strategic plan annually.
- ◆ Set policy and establish organizational goals.
- ◆ Maintain sound fiscal policy, practices, and controls.
- ◆ Establish financial goals.
- ◆ Determine and monitors the association's programs and services.
- ◆ Build and nurture effective working partnerships with the Chief Staff Executive (CSE) and other TSAE staff.

## **II. Making/approving policy.**

- ◆ Adopt positions on critical issues, i.e. legislative initiatives affecting TSAE, associations, and association executives.
- ◆ Assess strategic implications of critical issues.
- ◆ Review and amend bylaws, as necessary.
- ◆ Approve changes to roles of board and executive committee.
- ◆ Delegate responsibility for policy implementation.
- ◆ Fulfill all of the IRS and state not-for-profit reporting requirements.
- ◆ Approve legal counsel and auditors.

## **III. Ensuring appropriate resources to support strategic plan.**

- ◆ Approve and monitor annual operating budget and annual audit.
- ◆ Receive information on TSAE finances and review.

#### **IV. Determining and supporting the role of Chief Staff Executive (CSE).**

- ◆ Define the Board's relationship with the CSE.
- ◆ Foster partnership between board and CSE.
- ◆ Approve a position description for the CSE.
- ◆ Evaluate the CSE performance in writing at least annually. (Delegated to the Executive Committee).
- ◆ Directly responsible for engagement and termination of CSE.

#### **V. Adopting an appropriate governance model.**

- ◆ Define roles for the board, its individual directors and the executive committee.
- ◆ Measure its ability to function effectively through board appraisal and director self-evaluation.
- ◆ Make commitment to continuous improvement.

## **TSAE Board of Directors Individual Responsibilities and Expectations**

Members of the Board of Directors of the Texas Society of Association Executives should commit themselves to:

- ◆ Knowing TSAE's mission, purposes, goals, policies, programs, services, and needs.
- ◆ Suggesting potential Board nominees who will serve with distinction and make significant contributions to the work of the Board, the Society, and the profession.
- ◆ Following trends in the profession and other trends in business, public affairs, technology, society, economic, and international affairs that might affect the profession.
- ◆ Serving in leadership positions and undertaking special assignments willingly and enthusiastically when asked.
- ◆ Bringing a sense of humor to the Board's deliberations.
- ◆ Being a goodwill ambassador for TSAE and "Associations Advance Texas" to the public, media, elected officials, business leaders, service organizations, and opinion leaders.
- ◆ Actively participating in membership recruitment and retention.
- ◆ Financially supporting the TSAE Foundation.
- ◆ Supporting TSAE's government relations activities through participation in programs such as TSAEPAC, ASAE's Association Alliance, and contacting state and federal legislators on association issues.
- ◆ Supporting TSAE by attending TSAE educational programs, including the Southwest Regional Conference, Symposium, and other seminars.
- ◆ Preparing for and participating in Board and committee meetings and suggesting appropriate agenda items on policy related matters.
- ◆ Asking questions, expressing opinions consistent with their conscience and convictions, while supporting the majority decisions on issues decided by the Board.
- ◆ Speaking for the Board or the Society only when authorized to do so.
- ◆ Maintaining confidentiality of issues discussed in executive decision.
- ◆ Counseling the Chief Staff Executive as appropriate to offer support on key issues and when difficult relationships with groups or individuals may arise.

- ◆ Avoid asking special favors of the TSAE staff.
- ◆ Serving the association as a whole, rather than any special interest group or constituency.
- ◆ Avoiding even the appearance of a conflict of interest that might embarrass the board or the association.
- ◆ Disclosing any possible conflicts in a timely fashion.
- ◆ Never accepting any offers or favors from anyone who does business with the organization (unless properly disclosed).