

## **NCCI Board of Directors “Norms” Document**

The purpose of this document is to serve as a supplemental resource to both newly elected Board of Directors (BOD) members and members who are transitioning into a Committee Liaison role. This is a living document and will be updated as needed by the Governance Committee. This document will serve to put into writing some normal BOD expectations that may not be governed by a specific policy or procedure.

### **Duties of Board Officers**

The Executive Committee is responsible for working in support of, or occasionally in place of, the full board. The committee is comprised of six permanent members: President, Past President, Vice President, Treasurer, Secretary, and Executive Director. The work of the committee revolves around the following areas:

- Act as liaison to the NCCI Central Office
- Handle urgent issues
- Set the agenda for the full board meeting
- Provide executive leadership and direction to the Board to ensure it meets its responsibilities
- Monitor performance of the Central Office and provide feedback as needed
- Appoint committee and task force chairs (President)
- Provide initial review of new opportunities or initiatives for NCCI
- Manage and oversee the NCCI Sponsorship Program (President-Elect)
- Act as Chief Spokesperson for NCCI (President or designee)
- Ensure annual election of new Board Members and Officers

The role of the Board Officer is also defined by what it cannot do. To avoid delegating essential powers away from the full board, the Board Officers cannot:

- Determine its role in the Association
- Elect or remove board members
- Hire or fire the NCCI Central Office
- Approve or change the budget
- Make major structural decisions (add or eliminate programs, approve mergers, or dissolve the Association)

### **Duties of Board Members**

The following are the general duties and responsibilities of Board members:

- Support the Mission, Goals, and Strategic Plan of NCCI.
- Participate in periodic reviews of the Strategic Plan, Mission, and Goals.

- Attend Board meetings and conference calls and actively participate in discussions and decision making.
- Fulfill all fiduciary duties: duty of care, duty of loyalty, and duty of obedience.
- Review and understand the Financial Statements disseminated to the Board, and act as a responsible steward of the Association’s fiscal and human resources.
- Ensure adequate resources are provided to fulfill NCCI’s mission and goals.
- Serve on or lead at least one committee or task force.
- Avoid conflicts of interest, and the appearance of a conflict of interest.
- Participate in the Annual Conference and other meetings.
- Be knowledgeable about the Association’s history, mission, goals, and bylaws.
- Promote the association with members, potential members, and other organizations.
- Monitor and oversee programs and services.
- Conduct research on emerging issues to inform the work of the Board.
- Conduct policy work.
- Communicate using established channels:
  - The BOD primarily uses NCCI Sharepoint for communication between meetings and housing of relevant documents.
  - It is a best practice for BOD members to adjust their email notification settings in the Board of Directors and committee communities to allow “Real Time” email notifications.
- Committee Participation
  - The Board currently has three standing committees (listed below), but that number can change based on need and BOD direction. Each board member is expected to participate in one of the Board committees or serve as a committee liaison with one of four volunteer committees (covered in the next section). The Board committees typically meet monthly and report out at the BOD monthly meeting. The committees may have subcommittees that determine to meet in addition to the monthly committee meeting.
  - The BOD president-elect, secretary, and treasurer serve as chairs of the Finance, Governance, and Diversity, Equity, Inclusion, and Belonging Committees.
    - Finance Committee (Chair: Treasurer)
      - The Finance Committee is responsible for assisting the board in ensuring the organization is in good fiscal health. The work of the committee revolves around five major areas:
        - Ensure that accurate and complete financial records are maintained.
        - Ensure that accurate, timely, and meaningful financial statements are prepared, analyzed, and

presented to the board with commentary on a quarterly basis.

- Oversee budget preparation and financial planning.
  - Safeguard the organization's assets.
  - Oversee investment strategy.
  - Help the full Board understand the organization's financial affairs.
- Governance Committee (Chair: Secretary)
    - The Governance Committee is responsible for ongoing review and recommendations to enhance the quality and future viability of the Board. It focuses on the following five areas, with specific duties dependent on Board needs at any specific time, as well as evolving practice:
      - Board role and responsibilities
      - Board composition
      - Board knowledge
      - Board effectiveness
      - Policy review
  - Diversity, Equity, Inclusion, and Belonging Committee (Chair: President-Elect)
    - The NCCI Diversity, Equity, Inclusion, and Belonging Committee is responsible for ongoing review and recommendations to enhance the quality and future viability of the board. The committee is comprised of current board members. The work of the committee revolves around four major areas:
      - Oversee the annual development of diversity, equity, inclusion, and belonging strategic priorities and corresponding objectives for inclusion in the Association's balanced scorecard.
      - Monitor the progress of the diversity, equity, inclusion, and belonging objectives and manage the relationship between the Committee and the various stakeholders and standing committees who will carry out the diversity, equity, inclusion, and belonging objectives.
      - Advocate for financial resources needed to accomplish diversity, equity, inclusion, and belonging objectives.
      - Ensure ongoing diversity, equity, inclusion, and belonging training of board members and Association leadership.

## **Duties of Volunteer Committee Liaisons**

NCCI currently has four volunteer committees (listed below), but that number can change based on need and BOD direction. Each committee has a Board liaison. The Board liaison represents the Board at regularly scheduled committee meetings and reports on behalf of the Committee Chair at the BOD monthly meeting. Volunteer committees may have subcommittees that determine to meet in addition to the monthly committee meeting.

### **Volunteer Committees**

- Annual Conference Committee
  - The Annual Conference Committee designs the educational program for the NCCI Conference each year. This includes selecting speakers for concurrent workshops and General Sessions and coordinating Conference logistics.
- Membership & Outreach Committee
  - The Membership & Outreach Committee strives to ensure that the value of the NCCI network is continuously enhanced by improving the richness and diversity of our member institutions. This involves actions to 1) retain current members; and 2) grow our network by adding new members.
- Professional Development Committee
  - The Professional Development Committee supports sharing of information, skills, and knowledge by creating professional development opportunities that provide value and recognition to the NCCI membership, both as individuals and as institutions.
- Volunteer Development Committee
  - The Volunteer Development Committee is responsible for ensuring that NCCI is a model for volunteer involvement for those members willing to give of their time and talents to advance the events and services of NCCI. Members gain insights into training, recruitment, recognition, and evaluation practices, while building relationships with colleagues interested in giving back and developing new skills.

### **Board Officer / Board Member / Committee Member Meeting Attendance & Participation Expectations**

- All associated with NCCI in a Board or Volunteer Committee capacity will always comport themselves ethically and professionally. They will treat others with courtesy and respect.
- Attendance is expected at regularly scheduled meetings.
  - At least one Board meeting per year shall be an in-person meeting held at the Annual Conference. Board members or their institutions are responsible for travel expenses related to attending Board meetings.

- Meeting agenda and materials will be provided in advance of the meeting by responsible party as specified below.
- There is an expectation that all members complete any pre-reading/document review before scheduled call, rather than during, so that discussion can be robust and efficient.
- Members shall be expected to participate in all meetings unless there is a conflict with professional duties. When something comes up that could impact a member's ability to attend, they should notify leadership as specified below. If it is a recurring meeting that interferes with the regularly established call time, the best course of action can be determined.
- If a member demonstrates a pattern of missed meetings without notification or lack of preparation for meetings, leadership, as specified below, will initiate a conversation with the member and report back to the BOD. A pattern could involve two missed commitments with no notification or three missed commitments with notification.
- Table summarizing meeting expectations:

<b>Group Meeting</b>	<b>Meeting Schedule</b>	<b>Meeting Materials Provided by</b>	<b>Notify if Unable to Attend</b>
<b>Board Officers</b>	Monthly	President & Executive Director	President & Executive Director
<b>Board</b>	Monthly	President & Executive Director	President & Executive Director
<b>Committee</b>	Monthly	Committee Chair(s)	Committee Chair(s)