



# **Board of Directors Job Descriptions**

**Adopted: December 15, 2017**

**Last reviewed & approved: December 21, 2017**

## Key Board Functions

**Strategic planning:** continual process to keep the association mission focused and developing strategies to achieve that mission. This includes regular identification and discussion of opportunities and threats, ways to leverage strengths and minimize or eliminate weaknesses.

**Board development:** continual process to engage board members and enhance their skills, knowledge and performance so that the board operates at peak performance. This includes board training and other forms of leadership education, board and board member assessment, talent scouting and recruiting, planning for board transition and monitoring board member engagement and satisfaction.

**Association governance:** continual process to assure that the association operates effectively and in compliance with its own bylaws and policies as well as applicable laws and regulations.

Effective boards do not get stuck in the weeds. They are visionary and set direction. At the same time, they are ultimately responsible for making sure all details are covered.

# BOARD OF DIRECTORS, Responsibilities of every member

## General Responsibilities

The Board of Directors sets the direction of the association through regular strategic planning and assessment, setting policy, and acquiring and developing resources (people, money, and more).

The Board is responsible for ensuring that the association has the resources it needs to achieve its goals. As leaders of the association, board members are expected to advocate for and participate in association programs including membership, advertising, sponsorship, and events.

Board members support the association in developing new leaders and thus provide continuity in association governance.

## Specific Duties

All board members shall:

- *Attend all Board meetings*
- *Contribute to board service according to their specific role (see attached descriptions)*

## Board-Staff Relations

As leaders of the organization, board members can coordinate with the Executive Director and other board members as needed to fulfill their roles.

## Development Responsibilities

Each board member is expected to support the association in acquiring the resources it needs. The following are ways that board members can contribute:

- As part of their personal Board Member Development Plan, make a personal annual commitment to specific contributions of funds or services
- Understand and help the Executive Director develop the association's revenue sources and strategies for increasing revenue
- Help the Executive Director in thanking members, advertisers, exhibitors, sponsors and volunteers, directly and through email and written correspondence
- Serve as a personal advocate for the association and its mission -- talk it up
- Help identify prospective members, advertisers, sponsors, exhibitors, etc. and open the door with introductions to the Executive Director
- Help cultivate new members and partnerships by hosting small association events, including workshops and social get-togethers
- Ensure that the association budget provides for adequate staffing, technology and other support needed
- Attend important association events and invite colleagues and customers. Bring prospective new members to events.
- When appropriate, ask for contributions

### Member Relations

Board members work to recruit and retain members. All members of the Board of Directors assist in talent scouting for potential board members, committee chairs, and committee members, recruiting new board members, and ensuring that member perspectives are considered in decision-making.

### Community Relations

Each board member supports the President and Executive Director in establishing and maintaining working relationships with academic, industry and nonprofit organizations as well as government and media. This may involve participating in community events.

### Board Development

By custom, the association expects board members to assume expanded leadership responsibilities over time as they become more familiar with the organization. This may include taking on officer duties.

### Delegation

In consultation with the other board members, Directors may delegate specific duties as described herein to other board members or the Executive Director as appropriate.

# PRESIDENT

## General Responsibilities

The President keeps the organization focused on its mission and strategic plan and leads the Board of Directors in advocating for, sustaining, and advancing the association. The President ensures that the Board of Directors and its members:

- Are aware of and fulfill their responsibilities
- Comply with applicable laws and bylaws
- Conduct board business effectively and efficiently
- Are accountable for their performance

The President does not directly carry out all the responsibilities. The President delegates responsibilities to board members, committees, staff and others, including experts such as accountants and lawyers retained for the specific purpose. The President works closely with the Executive Director to see that responsibilities are assigned and accomplished.

The President is an officer of the corporation as well as member of the Executive Committee and Board of Directors.

## Specific Duties

In addition to the duties outlined for all board members, and in accordance with FANN's Bylaws Article VI, Section 2, the President shall:

- *Preside at all meetings of the Board of Directors, Executive Committee and general membership*  
The President ensures that an agenda is planned for all meetings of the Board of Directors, Executive Committee and FANN general membership, including the Annual Meeting. This may involve meeting with committee chairs and Executive Director to draft agendas and reporting schedules.

The President also chairs meetings, or delegates meeting management to the President-elect or Executive Director, according to accepted rules of order, including Roberts Rules of Order, for the purposes of encouraging all members to participate in discussion and arriving at decisions in an orderly, timely and democratic manner.

- *Make all committee appointments, other than Executive Committee.*
- *Chair the Executive Committee*

Additionally, the President shall:

- *Ensure that Executive Committee and Board meetings follow association policy (e.g., Conflict of Interest determinations)*
- *Facilitate the ongoing process of strategic planning for the association*  
In cooperation with the Executive Director and the Board of Directors (as needed), this includes an annual review of the current strategic plan, developing annual and long-term goals and strategies, reviewing and adjusting the plan as needed, and regular reporting on the plan's status to the Board of Directors.

### Board-Staff Relations

The President is the primary liaison between the Board of Directors and the Executive Director. In this capacity, the President:

- Meets regularly with the President-elect and Executive Director
- Works closely with the Executive Director to plan meeting agendas, public statements and review critical correspondence
- Ensures that Executive Director performance is evaluated, as part of a team headed up by the Vice-President
- Participates in contracting or hiring of Executive Director, as part of a team headed up by the Vice-President

### Member Relations

The President leads the Board of Directors in member recruitment and ensuring that member needs and interests are understood and considered in all decision making. This may involve working with the Executive Director, other board members and committee chairs.

### Community Relations

The President ensures that FANN maintains positive and productive relationships with:

- FANN members
- Native Plant Horticulture Foundation
- Florida native plant partner organizations including Florida Native Plant Society (FNPS), Florida Wildflower Foundation, Florida Wildflower Seed and Plant Growers Association (Seed Co-op) and the Institute for Regional Conservation (IRC)
- Industry associations and nonprofits
- Media
- State and municipal government representatives
- General public

This may involve reviewing and participating in FANN communications including website, social media and email, meeting with the Executive Director and participating in community events.

### Signing Officer

The President may be assigned signature authority by the Board of Directors for checks (in the Treasurer's absence), official correspondence, contracts or other documents. Normally the Executive Director will sign official correspondence and contracts for the association, and confer with the President when review is desirable.

### Board Development

The President works with the Past-President to support board development and board transition, and helps to incorporate the association's strategic plan into board development activities.

# **PRESIDENT-ELECT**

## General Responsibilities

The President-elect is an officer of the corporation and member of the Executive Committee as well as the Board of Directors. As the next president in succession, the President-elect works closely with the President, assuming specific duties as delegated, and has full authority to act as President in the absence of the President.

## Specific Duties

In addition to the duties outlined for all board members, the President-elect:

- *Attends all Executive Committee meetings and supports the President as requested for these meetings*
- *Facilitates the development of appropriate committees and committee members for the association*
  - Working with strategic planning goals and board development efforts, identify and recruit directors or association members to lead standing and ad-hoc committees on an annual basis.
  - Work with committee chairs & Executive Director to develop and monitor committee work.
  - Coordinate with Past-President on nominating committee & Mike Kenton Award committee efforts.

## Board-Staff Relations

The President-elect works closely with the Executive Committee and Executive Director as the leaders of the association. In this capacity, the President-elect:

- Ensures that Executive Director performance is evaluated, as part of a team headed up by the Vice-President
- Participates in contracting or hiring of Executive Director, as part of a team headed up by the Vice-President

## Signing Officer

The President-elect may be delegated signing authority.

## Board Development

The President-elect assists in developing the leadership skills of Directors (at large) by identifying and encouraging Directors to lead association committees.

# PAST PRESIDENT

## General Responsibilities

The Past President is a member of the Executive Committee as well as the Board of Directors. The Past President serves in an advisory capacity, providing continuity in decision making and assisting the association in transitioning new leadership.

## Specific Duties

In addition to the duties outlined for all board members, the Past President:

- *Attends all Executive Committee meetings and supports the President as requested for these meetings*
- *By custom, serves as the Chair of the Nominating Committee*
- *By custom, serves as the Chair of the Mike Kenton Awards Committee*
- *Serves as primary liaison for board development, training, and evaluation*

Ensures that an annual orientation and training (including board member handbook, job descriptions, engagement plans, and assessments) occurs with all returning and new board members. It is expected that a team, including the Executive Director, President, and other applicable association members (Past Presidents, other association founders) will be recruited to assist with this annual effort. This effort may include:

- Encouraging all board members to recruit and mentor their replacements
- Coordinating annual orientation for all new and returning board members
- Conducting annual engagement plans with each board member
- Conducting annual board and board member self-assessment processes
- Working with the Board of Directors and Executive Director to identify additional training needs and opportunities

## Board-Staff Relations

Works with the President and Executive Director on board transition, identifying, orienting and recruiting new board members.

## Signing Officer

The Past President is not a signing officer.

## Board Development

The Past President serves as the primary liaison for board development and works closely with the President to identify board training and transition needs based on the current strategic plan.

# VICE PRESIDENT

## General Responsibilities

The Vice President is an officer of the corporation and member of the Executive Committee as well as the Board of Directors.

## Specific Duties

In addition to the duties outlined for all board members, the Vice-President:

- *Attends all Executive Committee meetings*
- *Takes the lead on association oversight and operational duties*  
This may include the ongoing adoption, monitoring and review of policies and procedures as needed to guide association operations, including but not limited to bylaws and any externally applicable laws and regulations.
- *Works with President and President-elect to assess the Executive Director on an annual basis and approve contract. Communicates with the Board of Directors for their input, makes final recommendations, and obtains board approval.*

## Signing Officer

The Vice President is generally not a signing officer, but may be delegated such authority as needed by the President or President-elect.

## Board-Staff Relations

Works with board and Executive Director to review and update operations, policies and procedures.

# SECRETARY

## General Responsibilities

The Secretary is an officer of the corporation and member of the Executive Committee as well as the Board of Directors. The association is required by law and by custom to maintain records for the purposes of:

- Accurate recollection of decisions
- Determination of eligibility to vote
- Continuity of policies and practices
- Accountability of officers and directors

The Secretary is responsible for ensuring that accurate and sufficient documentation exists to meet legal requirements, and to enable authorized persons to determine when, how, and by whom the board's business was conducted. To fulfill these responsibilities, the Secretary ensures that meeting minutes are recorded, are accurate and available, proposes policies and practices related to records maintenance, submits reports to the board as requested, and ensures that membership records are maintained.

## Specific Duties

In addition to the duties outlined for all board members, the Secretary:

- *Attends all Executive Committee meetings*
- *Ensures timely, accurate minutes are kept for every Executive Committee and Board meeting (The Secretary may prepare or delegate the preparation of minutes.)*
- *By custom, ensures draft minutes are submitted as soon as possible after the meeting*

## Signing Officer

The Secretary is not a signing officer.

## Board-Staff Relations

Works with Executive Director to ensure records are accessible, distributed and maintained as needed.

# TREASURER

## General Responsibilities

The Treasurer is an officer of the corporation and member of the Executive Committee as well as the Board of Directors. The Treasurer oversees the association's financial operations. The association is required by law and by custom to maintain financial records for the purposes of:

- Accurate understanding of financial status and obligations
- Filing and payment of tax obligations
- Legal accountability of officers and directors, including supporting an audit should it become required by law or other circumstance

The Treasurer is responsible for ensuring that authorized persons can determine:

- When, how, why, to whom and by whom payments were made
- When, how, why and from whom revenues were received

The Treasurer ensures that financial transactions are recorded, accurate and available, proposes policies and practices related to financial recordkeeping and other financial management, and submits regular financial reports to the Board of Directors.

## Specific Duties

In addition to the duties outlined for all board members, the Treasurer:

- *Attends all Executive Committee meetings*
- *Ensures that current financial reports are provided for review at all Board of Directors meetings*
- *Regularly inspects financial recordkeeping for accuracy, completeness and orderliness for inspection by others*
- *Ensures that all tax documents are prepared by qualified individuals and filed and paid in a timely manner\**
- *Works with Executive Director to help Board of Directors establish, review and approve a budget and to track financial performance*
- *Makes or approves payments as needed*

\* FANN submits annual federal nonprofit tax returns 990 and 990T, no state tax return, and monthly sales tax reports and payments.

## Signing Officer

The Treasurer can write checks, make deposits, withdrawals and transfers, and has direct access to bank accounts.

## Board Development

By custom, the association expects no Treasurer to remain in this position for more than 3 years. Therefore, the Treasurer should recruit and train board member(s) to assume these duties. An Assistant Treasurer may also be recruited from the Board of Directors at the discretion of the Treasurer.

## Board-Staff Relations

Works closely with Executive Director to review and improve financial management and reporting procedures.

### Delegation

In consultation with the Board of Directors, the Treasurer may delegate specific duties and signing authority to an Assistant Treasurer and/or the Executive Director.

# DIRECTOR (at large)

## General Responsibilities

Directors undertake special projects, including leadership of FANN committees and other specific volunteer positions in the association.

## Specific Duties

In addition to the duties outlined for all board members, Directors:

- *Assume committee leadership of at least one association committee and/or volunteer for special projects, in concert with priorities in current strategic plan*

As the association is primarily a volunteer organization, the Directors are expected to take on a leadership role within the organization. Many special projects within the organization are achieved through committee activities, and therefore, Directors are asked to chair and lead at least one committee and its activities during their tenure. Directors are expected to recruit other association members to assist in committee efforts; it is not expected for Directors to complete the burden of work on their own.

## Board-Staff Relations

As a committee chair or volunteer leader, works with Executive Director to promote committee/team work, recruit and engage other volunteers and develop and monitor project budgets.

## Signing Officer

The Director (at large) is not a signing officer.