Position Description of the Board of Directors

Functions

As representatives of the membership of the association, the Board of Directors is the primary force working to realize the Association's opportunities for service and the fulfillment of its obligations to the membership, to the association as a single entity, and to the library and information services profession.

Responsibilities

1. *Planning*

- Approves the association's mission, vision, and values and reviews association management's performance in achieving it. Association management is defined as the President, the Board of Directors, and the Executive Officer.
- Annually assesses the ever-changing environment in which the association functions and approves the association's strategy in relation to it.
- Annually reviews and approves the association's plans for funding its strategy.
- Reviews and approves the association's programs, plans, and directions.

2. ***Organization***

- Regularly discusses with the Executive Officer matters that are of concern to him/her or to the Board of Directors.
- Is assured that management continuity is properly provided.
- Is assured that the status of organizational strength and staffing is equal to the requirements of the SLA Strategic Plan.
- Approves appropriate compensation and benefit policies and practices.
- Determines the eligibility of candidates for the nomination of officers and directors as submitted by the Nominating Committee and receives the report of the Nominating Committee for the nomination of officers and directors.
- Annually reviews the performance of the Board of Directors and takes steps (including recommendations for its composition, organization, and responsibilities) to improve its performance.

3. ***Operations***

- Reviews the results achieved by management as compared with the association's mission, the association's program plans, and the SLA Strategic Plan as well as in comparison with those of similar organizations.

- Ascertains that the financial structure of the association is adequate for its current needs and the implementation of the SLA Strategic Plan by approving the association's annual budget.
- Provides candid and constructive criticism, advice and comments to the President, other members of the Board of Directors, and the Executive Officer.
- Approves major actions of the association, such as capital expenditures on all projects over authorized limits or major changes in programs and services.

4. *Audit*

- Is assured that the Board of Directors and its committees are adequately and currently informed through reports and other methods of the financial condition of the association.
- Is assured that published reports properly reflect operating results and the financial condition of the association.
- Ascertains that management has established appropriate policies to define and identify conflicts of interest throughout the association, and is diligently overseeing the enforcement of those policies.
- Approves independent auditors.
- Reviews compliance with relevant material laws affecting the association.

Duties of Care, Loyalty and Obedience

Board members have a fiduciary duty to the association, including duties of care, loyalty, and obedience. In the event the duties of care, loyalty or obedience is breached, the individual breaching the duty is potentially liable to the association for any damages caused to the association as a result. This duty is a duty to the association as a whole.

1. Duty of Care: is a broad duty, requiring officers and directors to exercise ordinary and reasonable care in the performance of their duties, exhibiting honesty and good faith. Officers and directors must act in a manner which they believe to be in the best interests of the association, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.
2. Duty of Loyalty: is a duty of faithfulness to the association. Officers and directors must give undivided allegiance to the association when making decisions affecting the association. Officers and directors cannot put personal interests above the interests of the association.
3. Duty of Obedience: requires officers and directors to act in accordance with the association’s articles of incorporation, bylaws and other governing documents, as well as all applicable laws and regulations.

Here are the additional responsibilities for specific positions: President, President-Elect, Secretary, Treasurer, Chair, Chapter Cabinet, Chair-Elect, Chapter Cabinet, Past Chair, Chapter Cabinet, Chair, Division Cabinet, Chair-Elect, Division Cabinet, Past Chair, Division Cabinet

Position Description of *President*

Functions

- As Chair of the Board of Directors and Chief elected officer, accepts responsibility for the success or failure of the enterprise. Assumes responsibility for the association's consistent achievement of its mission and financial objectives.
- Gives direction to the formulation and leadership to the achievement of the association's philosophy, mission, and strategy, and to its objectives and goals. Assures that the association is making consistent and timely progress toward the fulfillment of the SLA Strategic Plan.
- As Chair of the Board of Directors, assures that the Board of Directors fulfills its responsibilities for the governance of the Special Libraries Association.
- As a partner with the members of the Board of Directors, optimizes the relationship between the Board and the management of the association.
- As a partner with the Executive Officer, helps him/her to achieve the mission of the association.

Responsibilities

- Chairs the meetings of the Board of Directors. Sees that the Board functions effectively, interacts with management optimally, and fulfills all of its duties.
- As described in the Bylaws of the Association, appoints members and designates the chair of all Standing Committees, Advisory Councils, and Task Forces as needed. Recommends committee chairs with an eye to future succession.
- Works with the Board of Directors and the Executive Officer in recruiting members of the Board and other talent for whatever volunteer assignments are needed. Gets the best thinking and involvement of each Board member, stimulating each one to give his/her best.
- Reflects any serious concerns the Executive Officer has in regard to the role of the Board of Directors or individual Board members. Reflects to the Executive Officer the concerns of the Board of Directors and other constituencies.
- Presents to the Board of Directors an evaluation of the pace, direction, and organizational strength of the association.
- Annually focuses the attention of the Board of Directors on matters of organizational governance which relate to its own structure, role, and relationship to the management of the association. The President must be assured that the Board of Directors is satisfied that it has fulfilled its responsibilities.
- Acts as an additional set of eyes and ears for the association.
- In coordination with the Executive Officer, serves as an alternate spokesperson for the association. Serves as spokesperson for the association in concert with the Executive Officer.
- Fulfills such other assignments as the President, the Board of Directors and the Executive Officer agree are appropriate and desirable for the President to perform.
- Recommends a director of the Board to serve as secretary. The Board shall elect a director to serve as secretary.
- Responsible for conducting the annual evaluation of the Executive Officer. The President is responsible for the annual evaluation of the Executive Officer. She/he takes the lead along with the president-elect, past president, treasurer and secretary in carrying out the annual evaluation of the Executive Officer. She/He may choose to seek input from the Board of Directors on the performance review of the association management company.

Position Description of President-Elect

The President-elect is the second-ranking elected officer in the Special Libraries Association and assumes the highest elected position at the conclusion of his or her term.

He or she supports the President in fulfilling the goals and objectives of the Board of Directors by providing continuity to established programs and formulating future programs for his or her own presidency.

Responsibilities

- Assumes the responsibilities of the President in his or her absence.
- Attends Board of Directors, Executive Committee, and Business meetings of the association.
- Accepts responsibilities delegated by the President, such as representing the President at allied organization meetings, and any other duties as appropriate to the presidency.
- Shares with the President visits to SLA Chapters during his or her term as President-Elect, up to six chapter visits, except in the case of a Chapter anniversary celebration.
- Serves as a member of the Awards & Honors Committee.
- Serves as Liaison to the forthcoming Conference Program Committee, which takes place during his or her tenure as President of SLA.
- Responsible for participating in the annual evaluation of the association management company.

Position Description of Past President

Responsibilities

- Serves on Awards & Honors Committee as a member; will be chair of committee the following year.
- May be asked to conduct orientation for new Board members at January meeting.
- Supports goals and activities of the President. Provides advice, guidance, and assistance to President -- but only if asked! Similarly, is available to other Board members, committee chairs, and other association leadership and membership to provide information and suggestions as needed.
- Plays a leadership role on the Board by encouraging cooperation and teamwork. Ideally, should serve as a consensus-builder. Uses experience as previous chair of the Board to help to move Board deliberations along constructive, productive lines.
- As a member of the Board of Directors, utilizes and shares experience gained as President-Elect and President from chapter visits, other contacts with the membership and the chapter and division leadership, contacts with committees, dealings with association staff, and dealings with other organizations as SLA's elected leader.
- Responsible for participating in the annual evaluation of the association management company.

Position Description: Director

Responsibilities

The role of each Director is to serve a three-year term by leading, advising and supporting the activities of the Special Libraries Association. Each Director participates by:

- Attending all board meetings prepared to further the success of the association and to support the association's mission, vision, values and goals.
- Monitoring and mentoring standing committees and advisory councils as assigned and on an as needed basis providing advice, encouragement and a voice for the committees to the Board.
- Responsible for nominating the Nominating Committee members during their third year.
- Accepting special assignments from the President.
- Remaining current with the activities of the association by following its communications, issues and interests.
- Informing the Board and staying proactive in helping position the association support its members.
- Acting as a role model, change agent and professional exemplar.

Position Description of Secretary to the Board of Directors

Responsibilities

- Each year the Board elects one director, recommended by the President, to serve as secretary to the Board.
- Prepares Board conference call and in-person meeting agendas in consultation with the President and Executive Officer.
- Takes minutes at all Board meetings. Submits written draft of minutes, within five days of meeting, for approval by Board of Directors.
- Posts agendas and minutes to the Board wiki.
- Responsible for participating in the annual evaluation of the association management company.

Position Description: Treasurer

Serves a three-year term.

Functions

The Treasurer shall perform the usual duties of the office and those assigned by the Board and, at the Annual Business Meeting, shall report to the members on the financial status of the association.

Responsibilities

*A*side from attending all Board meetings, other duties of the Treasurer are:

- Acts as the Board's "money conscience."
- Helps prepare the association's annual budget.
- Monitors expenditures and income, usually through monthly financial statements.
- Monitors the association's long-term investments.
- Stays abreast of association activities and is prepared to offer practical suggestions and advice.
- Consult with headquarters' staff on programs and services (new and old) which impact on the budget; including monthly telephone conversations with the Chief Financial Officer.
- Chairs Finance Committee.

- Presents Treasurer's report to the membership at the Annual Business Meeting during annual conference.
- Responsible for participating in the annual evaluation of the association management company.

Relationships
Maintains regular contact with the Chief Financial Officer.

Position Description: Division Cabinet Chair-Elect

Functions
The Division Cabinet Chair-Elect serves on the SLA Board of Directors and works closely with the Division Cabinet Chair and the Division Cabinet Past-Chair to provide a focus for Division concerns. The Division Cabinet Chair-Elect is elected by the membership for a three-year term, serving the first year as Division Cabinet Chair-Elect, the second year as Division Cabinet Chair and the third year as Division Cabinet Past-Chair.

Responsibilities

- To serve as a full member of the SLA Board of Directors and to lead, advise, and support the activities of the Special Libraries Association.
- To attend all Board meetings prepared to further the success of the association and to support the association's mission, vision, values and goals.
- To serve as secretary at the Division Cabinet meetings and disseminate the minutes to Division leadership.
- To second motions brought to the Board of Directors by the Division Cabinet Chair.
- To organize Leadership Orientation and Leadership Summit activities, in conjunction with the Chapter Cabinet Chair-Elect (and other volunteers), for the annual conference and Leadership Summit Meeting.
- To post information and establish dialogue on Leadership discussion list and other SLA communication channels as needed.
- In conjunction with Leadership staff, to answer questions, address concerns and generally advise Division officers through phone calls, e-mail, fax, and personal contacts at meetings. To work closely with Leadership staff to monitor and assist Division membership throughout the year. To be available to Division leadership.
- To assist the Division Cabinet Chair as needed with leadership training and support throughout the year, including proactive support for unit reporting.
- To represent Division concerns to the Board of Directors and the association staff.
- To work closely with the Division Cabinet Chair in order to be prepared to assume that office.
- To serve on, monitor and mentor committees as assigned. On an as needed basis provide advice, encouragement and a voice for the committees to the Board.
- To read all Division bulletins and annual reports.
- To attend Division open houses at annual conference.
- To organize all board liaisons for the Division Annual Business Meetings.

- To personally liaise with at least two Division annual meetings and report back to the Division Chair.
- To report Division programming and other activities to the Board.

Position Description: Division Cabinet Chair
Responsibilities

- To serve as a full member of the SLA Board of Directors and to lead, advise, and support the activities of the Special Libraries Association.
- To attend all Board meetings prepared to further the success of the association and to support the association's mission statement and goals.
- To serve as Chair of the Division Cabinet meetings.
- To serve as Chair of all Joint Cabinet Meetings (if held) from June through December.
- To serve as Secretary of all Joint Cabinet meetings (if held) from January through May.
- To bring the meetings and actions of the Division Cabinet to the Board Directors meetings.
- To assist the Chapter and Division Chairs-Elect (and other volunteers) with the Leadership Orientation and Leadership Summit activities at the Leadership Summit and annual conference meetings.
- To work closely with the Chapter Cabinet Chair, other Cabinet officers and Leadership staff to coordinate leadership training and support throughout the year, including proactive support for unit reporting.
- To post information and establish dialogue on the Leadership discussion list and other SLA communication channels as needed.
- In conjunction with Leadership staff, to answer questions, address concerns and generally advise Division officers through phone calls, e-mail, fax, and personal contacts at meetings. To be available to Division leadership.
- To read all Division bulletins and annual reports.
- To represent Division concerns to the Board of Directors and the association staff.
- To work closely with the Division Cabinet Chair-Elect in order to prepare him or her to assume the office.
- To serve on, monitor and mentor committees as assigned. On an as needed basis, provide advice, encouragement, and a voice for the committees to the Board.
- To attend Division open houses at annual conference.
- To personally liaise with at least two Division annual meetings, gather the reports of other Board proctors, and report back to the Board.
- To remain current with the activities of the association by following its communications, issues and interests.
- To act as a role model, change agent and professional exemplar.

Position Description: Division Cabinet Past-Chair
Functions
The role of each past-chair is to mentor and assist the Division Cabinet Chair and Chair-Elect and to lead, advise and support the activities of the Special Libraries Association.

Responsibilities

- To attend all board meetings, prepared to further the success of the association and to support the association's mission, vision, values and goals.
- To monitor and mentor standing committees as assigned and on an as needed basis providing both advice, encouragement, and a voice for the committees to the Board.
- To accept special assignments designated by the President.
- To remain current with the activities of the association by following its publications, issues and interests.
- To inform the Board and stay proactive in helping position the association to support its members.
- To act as a role model, change agent and professional exemplar.
- To attend all Division and Joint Cabinet meetings.
- To assist the Chapter and Division Chairs-Elect and Chairs (and other volunteers) with Leadership Orientation and Leadership Summit activities held at the Leadership Summit and Annual Conference meetings.
- To post information and establish dialogue on the Leadership discussion list and other SLA communication channels as needed.
- In conjunction with leadership staff, to answer questions, address concerns and generally advise Division officers through phone calls, email, fax, and personal contacts at meetings. To be available to the Division leadership.
- To assist the Division Cabinet Chair as needed with leadership training and support throughout the year, including proactive support for unit reporting.
- To represent Division concerns to the Board of Directors and the association staff.
- To read all Division bulletins and annual reports.
- To attend Division open houses at annual conference.
- To nominate the Nominating Committee members during the year when there are no third-year directors.
- To personally liaise with at least two Division Annual Business Meetings and report back to the Division Cabinet Chair.

Position Description: Chapter Cabinet Chair-Elect

Functions

The Chapter Cabinet Chair-elect serves on the Special Libraries Association Board of Directors and works closely with the Chapter Cabinet Chair and the Chapter Cabinet Past-Chair to provide a focus for Chapter concerns. The Chapter Cabinet Chair-elect is elected by the membership for a three-year term, serving the first year as Chapter Cabinet Chair-Elect, the second year as Chapter Cabinet Chair and the third year as Chapter Cabinet Past-Chair.

Responsibilities

- To serve as a full member of the SLA Board of Directors and to lead, advise, and support the activities of the Special Libraries Association.

- To attend all Board meetings, prepared to further the success of the association and to support the association's mission, vision, values, and goals.
- To serve a Secretary at the Chapter Cabinet meetings and disseminate the minutes to Chapter leadership.
- To second motions brought to the Board of Directors by the Chapter Cabinet Chair.
- To organize Leadership Orientation and Leadership Summit activities, in conjunction with the Division Cabinet Chair-Elect and volunteers, for the annual conference and January Meeting.
- To post information and establish dialogue on Leadership discussion list and other SLA communication channels as needed.
- In conjunction with Leadership staff, to answer questions, address concerns, and generally advise Chapter officers, mostly through telephone calls, e-mail, fax, or Chapter visits when possible. To be available to the Chapter leadership. To work closely with Leadership staff to monitor and assist Chapter leaders throughout the year.
- To assist the Chapter Cabinet Chair as needed with leadership training and support throughout the year, including proactive support for unit reporting.
- To represent Chapter concerns to the Board of Directors and the association headquarters staff.
- To work closely with the Chapter Cabinet Chair in order to be prepared to assume that office.
- To serve on, monitor, and mentor Standing Committees as assigned and on an as-needed basis provide advice, encouragement and a voice for the committees to the Board.
- To attend Chapter functions at Annual Conference.
- To assist in reporting Chapter activities to the Board of Directors.
- To remain current with the activities of the association by following its publications, issues and interests.
- To inform the Board and stay proactive in helping position the association to support its members.
- To act as a role model, change agent and professional exemplar.

Position Description: Chapter Cabinet Chair

Functions
Chapter Cabinet Chair serves on the SLA Board of Directors and serves as the focus for Chapter concerns and to lead, advise, and support the activities of the Special Libraries Association.

Responsibilities

- To serve as a full member on the SLA Board of Directors, to serve as the focus for Chapter concerns and to lead, advise, and support the activities of the Special Libraries Association.

- To attend all Board meetings, prepared to further the success of the association and to support the association's mission, vision, values and goals.
- To serve as Chair of the Chapter Cabinet meetings.
- To serve as Chair of all Joint Cabinet meetings (if held). from January through May.
- To serve as secretary of all Joint Cabinet meetings (if held) from June through December.
- To summarize Chapter activities and bring the actions of the Chapter Cabinet to the Board of Directors meetings.
- To assist the Chapter and Division Chairs-Elect (and other volunteers) with Leadership Orientation and Leadership Summit activities held at the Leadership Summit and Annual Conference meetings.
- To post information and establish dialogue on the Leadership discussion list and other SLA communication channels as needed.
- In conjunction with Leadership staff, to answer questions, address concerns, and generally advise Chapter officers, mostly through telephone calls, e-mail, or fax. To be available to the Chapter~~s~~ leadership.
- To work closely with the Division Cabinet Chair, other Cabinet officers and Leadership staff to coordinate leadership training and support throughout the year, including proactive support for unit reporting.
- To represent Chapter concerns to the Board.
- To work closely with the Chapter Cabinet Chair-Elect.
- To serve on, monitor and mentor standing committees as assigned and on an as needed basis providing advice, encouragement and a voice for the committees to the Board.
- To read all Chapter newsletters and annual reports.
- To attend as many Chapter functions as possible during Annual Conference.
- To remain current with the activities of the association by following its publications, issues and interests.
- To inform the Board and stay proactive in helping position the association to support its members.
- To act as a role model, change agent and professional exemplar.

Position Description: Chapter Cabinet Past-Chair

Functions
The role of each past-chair is to mentor and assist the Chapter Cabinet Chair and Chair-Elect and to lead, advise, and support the activities of the Special Libraries Association.

Responsibilities

- To attend all board meetings, prepared to further the success of the association and to support the association's mission, vision, values and goals.
- To monitor and mentor standing committees as assigned and on an as needed basis provide advice, encouragement and a voice for the committees to the Board.

- To accept special assignments designated by the President.
- To remain current with the activities of the association by following its publications, issues and interests.
- To inform the Board and stay proactive in helping position the association to support its members.
- To act as a role model, change agent and professional exemplar.
- To attend all Chapter and Joint Cabinet meetings.
- To assist the Chapter and Division Chairs-Elect and Chairs (and other volunteers) with Leadership Orientation and Leadership Summit activities held at the Leadership Summit and annual conference meetings.
- To post information and establish dialogue on the Leadership discussion list and other SLA communication channels as needed.
- In conjunction with Leadership staff, to answer questions, address concerns and generally advise Chapter officers through phone calls, email, fax, and personal contacts at meetings. To be available to the Chapter leadership.
- To assist the Chapter Cabinet Chair as needed with leadership training and support throughout the year, including proactive support for unit reporting.
- To represent Chapter concerns to the Board of Directors and the association staff.
- To read all Chapter Newsletters and annual reports.
- To attend as many Chapter functions as possible during Annual Conference
- To nominate the Nominating Committee members during the year when there are no third-year directors.