



## **Member, Board of Directors Position Background**

### **Position Summary**

Members of the Board of Directors of NHAHA are a primary force in and personally responsible for enabling the organization to achieve its mission and goals, realize its potential and fulfil its obligations to its members. In addition to being committed to the profession, Directors must be participatory, knowledgeable, strong and supportive, and empowering of the administration. Board Members must be willing to devote the required time and be available to attend Board and Committee meetings. They bring diverse resources and talents that benefit the long-term viability of the Board.

Acceptance of a position on the Board is a two-year commitment. The primary role of a Board member is to focus on the development of strategy and policies that govern the profession. The role is separate and distinct from that of the Executive Officer to whom is delegated the administration and implementation of strategy and policy. It should be clearly understood that individual Board Members have no role to play in the day-to-day operation of the NHAHA.

### **Criteria**

There are certain characteristics and traits that are considered extremely valuable for Board Members and these should be taken into account when electing individuals to the NHAHA Board.

An ideal Board Member should exhibit the following characteristics:

- Strong sense of ethics
- Honesty
- High levels of integrity
- Diligence and strong work ethic
- Commitment to transparent processes
- Courage to challenge the status quo
- Commitment to the profession and the NHAHA

NHAA Board Members are not paid for their contribution. However, the demands made on the Board Members are comparable to those imposed on paid directors of corporations. Therefore, individuals elected to the NHAA Board should have a high level of commitment to the organisation and its goals and values. They are also likely to demonstrate

- An ability to be a team player;
- Strong oral and written communication skills;
- Initiative and confidence;
- An ability to establish and develop quality relationships;
- Strong analytical and problem-solving skills;
- An ability to think strategically and critically;
- Basic financial analytical abilities;
- An ability to relate to a wide range of people;
- An ability to gain respect and act as a mentor to management;
- An ability to understand and relate to stakeholders;
- Potential for long term valuable contribution and involvement; and
- An ability to fill an identified skill need on the Board eg. Legal or Accounting.

### **Skills Matrix**

Board Members drive the NHAA's strategic direction by providing broad and varied perspectives. Each Board Member has a unique skill set that has been developed and sharpened by their personal past experiences. The Board benefits immensely from collaboration of its Members.

The range of skills, attributes and experience that the NHAA is seeking for representation on its Board includes:

- Corporate experience
- Risk management
- Financial and accounting
- Report writing (to Government Departments)
- Leadership
- Interpersonal skills
- Educational
- Legal
- Marketing and Public Relations
- Event management
- Governance
- Commercial experience
- Strategy and policy development and implementation
- Human Resources

It is important that there be a balance of skills and inputs on the Board, and that this mix be considered when electing new members. Members will be informed as far as possible regarding the skills required in new members. Further, a team approach is also important with all Board Members working cooperatively.

## **Policy**

- Participate in the development and establishment of policies through which the work of the Board is accomplished.
- Suggest appropriate policy-related agenda items for meetings to ensure issues are addressed in a timely manner.

## **Procedure**

- Display professional conduct during all meetings.
- Demonstrated impartiality in decision making, recusing themselves from decisions which may influence them financially or personally.

## **Planning**

- Monitor progress towards achieving the strategic plan and initiate continuous planning and evaluation activities to improve the programs and services of the Board.
- Be knowledgeable about the environment in which the NHAA functions.
- Contribute to the development and achievement of short and long-term outcomes.
- Help set program priorities, proven fiscal oversight and ensure that adequate resources are available and directed to achieving priorities.

## **Financial Goals**

- Help ensure the NHAA's long-term financial stability and integrity.
- Ensure that periodic audits of the NHAA's finances are conducted.
- Faithfully read and understand the NHAA's financial statements and otherwise assist the Board in fulfilling its fiduciary responsibilities.
- Exercise prudence in the control and management of funds and due diligence in all matters associated with the Association.

## **Integrity**

- Maintain independence and objectivity and serve with a sense of high ethical purpose and personal integrity.
- Serve the organization as a whole rather than any individual interest group or constituency.
- Support in a positive manner all actions taken by the NHAA Board even when in a minority position on such actions.
- Maintain confidentiality on all matters involving the Board until there is public disclosure or unless the information is a matter of public record or common knowledge.
- Disclose any possible conflicts of interest to the Board and abstain from both the discussion and the vote on any matter in which the Member has a personal or business interest and neither accept nor offer favours or gifts from or to anyone who does business with the organization.

## **Self Assessment**

- Participate in the Board's periodic assessment of its own performance and recommend improvements in such areas as composition, organization, tenure, retention and responsibilities

## **Time Commitment**

- Two Board meetings per year face-to-face (three in an International Conference year).
- Variable time investment between Board meetings to answer emails and fulfil obligations, depending on roles within the Board.

## **Summary**

Individual Board Members must place a high priority on participating in all regular meetings of the Board. They must come prepared to contribute to the discussions of issues and business, having read the agenda and all background support material relevant to the meeting.

They should ask timely and substantive questions at Board and committee meetings consistent with one's own conscience and convictions, while supporting the majority decision on issues decided collectively by the Board. They should consider other points of view, make constructive suggestions, and help the Board make decisions that benefit those the organization serves.

They should recognise, respect, value and support difference of personal style, opinion, culture and perspective. Further, they should declare or indicate a conflict of interest or a material relationship that could, or could be perceived to, materially interfere with the exercise of objective, unfettered and independent judgement required of Directors.