

## **JOB DESCRIPTIONS OFFICERS AND DIRECTORS**

Any member in a position of leadership in the organization, holding a position on the Board of Directors, or serving on the committees, or in chapter leadership, who feels he or she is unable to support the policies of the association, should tender a resignation as a volunteer leader. A member of the Board of Directors who misses more than two consecutive meetings of the board without adequate excuse should have automatically resigned.

Responsibilities:

### **Office of President**

- Call and chair meetings of the Board of Directors (generally 4 to 6 meetings year)
- Represent the organization as a delegate to the national Annual Meeting
- Lead delegation in legislative meetings
- Prepare a quarterly President's Message due 40 days before the first of the month of publication
- Visit local chapter upon invitation/request
- Call and chair meetings of the Executive Committee
- Represent the organization, as necessary, at official functions with private and public organizations
- Testify before state or federal agencies or legislative committees
- Serve as member of the Executive Committee
- Fill vacancies in committees and offices with the approval of the Board
- Serve as an ex-officio member of each committee

### **Office of President-Elect**

- Attend Legislative meetings
- Represent the Association at coalition and key meetings (5-7 meetings/year)
- Serve as member of the Executive Committee
- Attend regular and special meetings of the Board of Directors (approximately 6 per year)

- Represent the Association with local associations as assigned
- Participate in leadership training
- Assume the office of President for the remainder of the un-expired term of office in the event of the resignation, death or removal of the President or due to the failure or inability of the President to perform the duties of his office.

#### **Office of Vice President**

- Serve as member of the Executive Committee
- Attend regular and special meetings of the Board of Directors (approximately 6 per year)
- Represent the Association with local associations as assigned
- Manage special requests and projects as delegated by the President

#### **Office of Secretary/Treasurer**

- Serve as recording secretary for executive sessions of the Board
- Serve as member of the Executive Committee
- Attend regular and special meetings of the Board of Directors (approximately 6 per year)
- Represent the Association with local associations as assigned
- Review the accounts of the Association on a timely basis, review the status of the financial integrity of the retirement plan and current status of the revocable trust and report to the Board of Directors
- Prepare an annual budget proposal at least 60 days prior to the fiscal year
- Serve as an ex-officio, non-voting member of the Audit Committee

#### **Directors (three year term)**

- Attend regular and special meetings of the Board of Directors (approximately 6 per year)
- Represent the Association with local associations as assigned

#### **Code of Conduct at Meetings**

This is a checklist for the use of association leadership, staff and members in the conduct of association-sponsored meetings. It is not an exhaustive list, and it does not address antitrust issues relating to activities other than association meetings.

**DON'T, IN FACT OR APPEARANCE...**

- A) Don't – discuss or exchange information regarding:
  - i) Individual company prices, price changes, price differentials, markups, discounts, allowances, credit terms, etc.
  - ii) Individual company figures on costs, inventories, sales, etc.
  - iii) Industry pricing policies, price levels, price changes, differentials, etc.
  - iv) Matters relating to actual or potential individual suppliers that might have the effect of excluding them from any market or of influencing the business conduct of firms toward such suppliers or customers.
  - v) Bids on contracts for particular products and/or services.
  
- B) Don't – discuss or exchange information regarding the above matters during social gatherings incidental to Association-sponsored meetings.

**DO...**

- 1. Do – have an association staff representative in attendance at all association-sponsored meetings unless an exception to the rule has been authorized by an appropriate association officer.
  
- 2. Do – have agendas for and record the minutes of all Association-sponsored meetings, which accurately reflect the matters, which transpire.
  
- 3. Do – limit meeting discussions to agenda topics unless the appropriate association officer has approved additional topics.
  
- 4. Do – provide agendas and minutes for all committee meetings to general counsel in advance of their distribution.
  
- 5. Do – fully describe the purposes and authority of all task groups, task forces, ad hoc or other standing committee subgroups and their terms of reference in the minutes of the appropriate parent committee.
  
- 6. Do – consult with general counsel on all antitrust questions relating to Association-sponsored meetings, whether or not your own counsel is also consulted.
  
- 7. Do – protest against any discussions or meeting activities that appear to violate this checklist; disassociate yourself from any such discussions or activities and leave any meeting in which they continue.