

BOARD OF DIRECTORS

JOB DESCRIPTION

Page 1 of 2

The Board of Directors of the National Certification Board for Diabetes Educators governs with an emphasis on outward vision, strategic leadership and collective decisions.

The Board endeavors at all times to

- deliberate in many voices, but govern in one.
- cultivate a sense of group responsibility. The Board is responsible for excellence in governing and using the expertise of individual directors to enhance the ability of the Board as a body.
- direct, control and inspire the organization through careful establishment of broad written policies reflecting the Board's values and perspectives.
- enforce upon itself whatever discipline is needed to govern with excellence, including attendance, preparation for Board meetings, policymaking principles, and respect of roles. Continued Board development will include orientation of new directors in the Board's governance process and periodic discussion of process improvement. The Board will allow no officer, individual or committee of the Board to hinder or be an excuse for not fulfilling its commitments.
- monitor and discuss the Board's process and performance on a regular basis.

Persons seeking election to the Board should consider the expectations for Board director commitments, activities and behavior which include responsibility for:

- ensuring that the mission of NCBDE is carried out.
- maintaining fiduciary responsibility, i.e., understanding the budget, investment policies, and the organization's financial history.
- contributing their time and expertise for NCBDE activities.
- respecting other directors – attending and preparing for meetings, completing assignments by agreed upon deadlines.
- maintaining professional and ethical standards by keeping Board matters confidential, recognizing conflicts of interest,
- respecting and supporting staff -- maintaining appropriate lines of communication, and understanding and maintaining separate roles.
- enhancing the public image of NCBDE.
- recruiting other volunteer leaders.

Specific expectations for Board of Directors' commitments, activities and behavior include the following:

1. Time Commitment

- Attend ALL regular Board meetings (schedules determined annually) and special Board meetings (called as needed), and designated committee/task force meetings.
- Directors are expected to study agendas and background materials for meetings and to participate actively in the meetings. (Other assignments may occur throughout the year that will require additional time.)

2. Tenure

- Director terms are for a period of 3* years and are staggered such that specific positions by discipline are filled each year.
- The Board Chair serves an additional year as Immediate Past Chair after the 3* year tenure.
**Proposed bylaw amendments may increase the 3 year term to 4 years beginning with the 2009 election.*

BOARD OF DIRECTORS

JOB DESCRIPTION

Page 2 of 2

3. Representation
 - Directors are expected to represent the best interests of the Board and their constituents rather than a narrow personal perspective or special interest.
 - Directors accept accountability for Board decisions.
 - Directors are expected to know, support, and follow the mission, purpose, goals and policies of NCBDE.
 - Meeting participation should demonstrate respect for diversity of opinion, full disclosure of related information, and adherence to rules of decision making as determined by the Bylaws.
4. Committee/Task Force/Organization Representation
 - Directors are required to serve on committees and/or task forces.
 - Directors may be called upon to represent the organization for special projects, planning or communication purposes.
5. Strategic Planning
 - Directors participate in determination of strategic objectives.
 - Directors revise strategic objectives as necessary.
 - Directors approve new services, expansion, cutbacks and partnering.
 - Directors determine priorities.
 - Directors determine organization goals and define the vision for the future.
 - Directors articulate the vision and mission and translate them into action through the strategic plan.
6. Fiduciary Responsibilities
 - Directors are expected to develop, review, and refine as necessary those financial policies that guide fiscal planning, protect fiscal condition, and monitor fiscal management.
 - Directors should have competence in judging annual budgeting processes and be ready to accept accountability for successful financial performance of NCBDE.
7. Personnel
 - Board of Directors hires the Chief Executive Officer.

(Adopted February 1999, Revised May 2009)