

## **Board of Directors Applicant Requirements**

**The following is a list of credentials established by the Board of Directors for candidates to the Board of Directors.**

1. Not be an employee of NACA or any organization, business entity or individual which competes with NACA training functions, evaluations, publications, training conferences or consulting.
2. Have at least five (5) years' experience in the animal care and control field.
3. Have never been convicted of a felony, moral turpitude or offences related to animals.
4. Not have been previously removed from the Board of Directors in accordance with Article IV, Section 7, Removal. If so, said member is ineligible for reelection to the Board of Directors for a period of 10 years.
5. Agree to and abide by the Duties to the Corporation Agreement.
6. Submit to a criminal and civil background investigation prior to annual elections.
7. At the time of election, and for the term of office, board member applicants must be individuals who promote the animal care and control/animal welfare field, and/or be employed by a government, nonprofit or other agency that provides animal care and control services.
8. Must be a current NACA Individual Member in good standing.

Thank you for your interest in serving on the National Animal Care & Control Association Board of Directors.

## **Things to Consider Before Applying**

Please review the following information to gain better understanding of what will be expected of you should you be elected to serve on the Board of Directors.

Board Members are expected to participate in various activities designed to improve the image of the animal care and control profession throughout the United States. This commitment will involve travel to up to three board meetings per year, one of which is at the annual conference. Additional travel may be needed for committee assignments or other Corporation business, and travel may be required to any part of the United States.

Board Members are required to sign a "Duties of the Corporation Agreement" which addresses conflict of interest, fiduciary duty, duty of care, duty of loyalty, use of the NACA logo and name, use of copyrighted materials, and indemnification and liability.

Board Candidates must be willing to submit to a criminal background check. This step is required to be considered for a Board position. The background check will include a criminal history review, along with personal and professional reference checks.

## **Responsibilities of the Board of Directors**

### **Policy Administration**

- Establishes or continues the legal or corporate existence of the agency.
- Adopts (revises) bylaws, and ensures that the agency operates within them.
- Adopts policies which determine the purposes, governing principles, functions and activities (program), and a course of action of the agency.
- Ultimately responsible for the internal policies which govern the agency.
- Authorizes programs sponsored by the agency.
- Determines the agency's goals and objectives.
- Functions of the agency are conducted in a lawful and ethical manner.
- Board of Directors must be careful not to become involved in the day-to-day operation of the organization - that is a staff responsibility.

### **Finance**

- Adopts a budget for the agency's operation.
- Monitors all receipts and expenditures of funds.
- Manages total assets of the agency (cash, securities, building, furnishings, equipment, and land) in a manner which will bring about the greatest benefit to the agency.
- Authorizes, supervises and approves the annual audit.
- Resource development: Sees that sufficient funds are available for the agency to meet its objectives.
- Requires that financial records are kept according to generally-accepted accounting principles of the American Institute of Certified Public Accountants.
- Provides that adequate bonding is provided for employees who handle funds of the agency.
- Ascertains that all legal financial requirements are carried out, such as filing the necessary forms with IRS payment of payroll taxes, etc.

**Personnel - Staff:**

- The Board of Directors selects, employs and evaluates the Executive Director.
- Adopts personnel policies which govern the administration of personnel.
- Responsible for agency conforming to local, state and federal laws concerning employees: Nondiscrimination, licensing of appropriate personnel, and affirmative action program.
- Determines salary scales and fringe benefits for the agency's employees.
- Recognition of employees for years of service and special accomplishments.
- Obtains appropriate insurance on/for employees:
  - Unemployment.
  - Workmen's Compensation.
  - Social Security.
  - Malpractice.
  - Employee health and life.
  - Long term disability.
  - Retirement plan.
  - Bonding.

**Personnel - Board:**

- Recruitment and selection of members of the Board.
- Orientation, training and development of Board members.
- Provide Directors' and Officers' liability insurance.
- Recognition of service by Board members.

**Public/Community Relations:**

- Become knowledgeable of and interprets the programs of the agency to the community.
- Be alert to community reactions and responses to agency and report them to the Board of Directors or Executive Director.

- Seek social reform and progress in the community as a whole which relates to the programs of the agency.

**Evaluation:**

- Evaluates and reviews the results of the agency's operation and performance against a predetermined set of standards.
- Monitors the activities of the agency:
  - Reviews reports of committees.
  - Reviews reports provided by staff on agency activities.
- Evaluates the Executive Director against a predetermined performance standard.
- Should include an evaluation of the Board's performance.

**Conclusion:**

Board members are personally and legally accountable for the affairs of the organization. "The Board member is legally obligated to exercise judgment that a reasonably prudent individual would exercise in regard to his own business."

**Three types of misconduct:**

1. Mismanagement (implies improper use of funds).
2. Self-dealing.
  - Conflict of interest.
  - Soliciting business from an organization when one serves on its Board.
  - Signing contracts or making purchases without bids or Board approval.
3. Non-management (most common legal problem).
  - Irregular attendance at Board Meetings.
  - Disagreeing with a Board action but not registering a dissenting vote.
  - Not exercising prudent judgment.

**Additional Responsibilities:**

- Assisting agencies and/or individuals that may be referred to them by the Executive Director or his representative.

- Promotion of NACA and its membership in any activities undertaken as a member of the Board of Directors.
- Assist any state in forming an association and assist any state association in training programs or promotion of membership in the state or national associations.
- Communicate with NACA affiliates or any person or agency having relevant information that may be of interest or concern to NACA. These communications should be forwarded to the executive office for review.
- To forward to the *NACA News* any story, event, or activity that may be newsworthy.
- To work as a liaison for NACA with any organization wishing interaction or communication with NACA.

**Things to Know:**

- NACA Board Members are not eligible for individual NACA awards.
- NACA Board Members are not eligible for cash drawings held in conjunction with any NACA sponsored event. Board Members are eligible for any raffle, if personal money is used to purchase such tickets.
- NACA Board Members are required to provide certain “personal” information, i.e. date of birth, mother’s maiden name, social security number, etc. As a Board Member, you are legally responsible for the affairs of the organization, and state and federal officials require this information.