



## 2.3.4: Board Performance

Purpose: This policy provides performance expectations for officers and members of the Board

Applies to: Officers and Directors

Policy:

Responsibilities and Performance Requirements for MRS Board of Director Members

### I. PURPOSE

This document defines the participation and performance responsibilities of members of the MRS Board of Directors. In brief, a member of the Board should actively participate within full Board activities, principally the three in-person Board meetings.

While it is recognized that Board service is entirely voluntary and that personal and professional commitments can arise unexpectedly, the purpose of these guidelines is to set nominal expectations for Member of the Board involvement in MRS Board activities. It is also understood that the time available for MRS volunteer activities will vary widely for the individuals elected to the Board. Further, MRS appreciates all time and effort devoted to the Society by those people elected to the Board. These guidelines provide a basis for negotiation and communication of individual Member of the Board involvement.

### II. BACKGROUND

MRS has a responsibility to select the best candidates for service on the Board of Directors. In accepting membership to the Board, an individual commits to providing his/her expertise and time to the Society. Active participation of all Board members is needed so that a broad range of perspectives and knowledge are incorporated in the development of strategies and programs that support the mission and membership of MRS.

### III. RESPONSIBILITIES OF EACH MEMBER OF THE BOARD

MRS Director responsibilities are outlined below.

- Understand the vision of the Society and the role of the Board.
- Attend Board meetings, including fall, spring, summer, and extraordinary.
- Participate regularly in other Board actions, including email discussions, phone conferences, and votes.
- When participation in any of the above is not possible, the courtesy of prior notification to the person responsible for the activity is requested together with input on the issues scheduled for Board discussion.

- Prepare for all discussions of the Board by reviewing background documentation, seeking further clarification, or providing input, as appropriate.
- Actively participate in the discussion and decision-making process. Regularly contribute skills, knowledge and ideas in a professional manner to further Board outcomes.
- If hindered by circumstances that could prevent participation for extended periods, contact the MRS President.

In addition to the above, each Member of the Board may serve on one of MRS's Governing Committees. The activities associated with these committees are:

- Understand the role of the assigned governing committee.
- Attend the governing committee meetings (held during the Fall, Spring, summer, and extraordinary meetings).
- Participation in phone conferences (usually monthly) and email discussions held by the governing committee. When unable to participate, the courtesy of prior notification to the committee chair or HQ liaison is requested. In addition, providing input on the issues to be discussed is valued and needed to insure that all viewpoints are incorporated into decisions.
- Prepare for all discussions by reviewing background documentation, seeking further clarification, or providing input, as appropriate.
- Actively participate in the discussion and decision-making process. Regularly contribute skills, knowledge and ideas in a professional manner to further committee outcomes.
- Request an extension if assigned activities cannot be completed by the agreed upon deadline.

**Minimum Expectations:**

Ordinarily a Member of the Board will attend at least two full Board Meetings each year and participate in over 50% of phone conferences and other governing committee activities, to include voting conducted outside of our traditional Spring, Summer, and Fall Board meetings, and preparation for Board meetings, regardless of your attendance plans, using the online portal. Participation below this level will result in an inquiry by the Governance Committee. Following notification by the Secretary, continued failure to participate may result in dismissal by a two-thirds (2/3) vote of the Board.

Deliverables: N/A; Review every three years or as needed

Who: Secretary

When: At least 8 weeks before the Board meeting at which amendments should be considered.

To: Gov Com

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Policy created by: OpsCom Party responsible for this policy: Secretary, GovCom