



# MATERIALS RESEARCH SOCIETY

*Advancing materials. Improving the quality of life.*

## 2.1.4 Job Descriptions: MRS Leadership

Purpose: This policy details the job description of the various leadership positions.

Applies to: Volunteers, Members, Staff

Job Descriptions for the following positions:

- President
- Vice President/President-Elect
- Immediate Past President
- Secretary
- Treasurer
- Board Member
- Presidential Line

1. The terms of office for all elected and appointed positions shall normally begin on January 1 and end on December 31.
2. A vacancy, incapacity, or any other inability to serve in any Officer position shall be filled by appointment by the Board of Directors, for the remainder of the term or until the next annual election, at the discretion of the Board.

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### **PRESIDENT**

The **President** shall be elected by the members to the position of Vice President/President-Elect, and subsequently serves as the President, and then Immediate Past President.

Role:

- Serves as the chief representative and spokesperson of the Society.
- Is a partner with the Executive Director in achieving the Society's Mission.
- Provides leadership to the Board of Directors, which sets policy and to whom the Executive Director is accountable, and encourages the Board's role in strategic planning.
- Serves as the chair of the Board of Directors, chairs the Executive Committee, which is responsible for ensuring the effective functioning of the Board and Board Committees.
- Chairs meetings of the Board after developing the agenda with the Executive Director.
- Approves Board Meeting and Executive Session minutes
- Helps guide and mediate Board actions with respect to organizational priorities and governance concerns.
- Discusses issues confronting the Society with the Executive Director, either individually or with the Vice President and Immediate Past President, as appropriate.
- As incoming President and/or as President, appoints the chairs of committees, as required, in consultation with other Board members.

- Informs the Executive Committee of early stage, high level proposals or activities that would involve a significant deployment of MRS resources requiring Board approval.
- Specific duties as Chair of the Executive Committee include:
  - Chairs Executive Committee meetings and develops the agenda with the Executive Director.
  - Approves Executive Committee meeting minutes
  - Leads the Executive Committee and the Board in formally evaluating the performance of the Executive Director and informally evaluating the effectiveness of the Board members, and in performing other specific duties as defined in the Executive Committee Charter.
  - Leads annual negotiation of the Executive Director’s performance targets and evaluation of progress in achieving these targets
  - Ensures that the Executive Director position description is updated as necessary to reflect changing MRS needs, priorities, and circumstances
- Performs other tasks, as assigned by the Board.

### **VICE PRESIDENT/PRESIDENT-ELECT**

The **Vice President/President-Elect** shall be elected by the members and subsequently serves as the President, and then Immediate Past President.

#### **Role:**

- The Vice President shall act for the President on any occasion when the latter is unable to carry on normal duties, when requested by the President, or as approved by the Board of Directors. In the event of a vacancy, incapacity, or any other inability to serve of the President as declared by the Board of Directors, the Vice President shall immediately become President and complete the term of the predecessor as well as the presidential term to which the Vice President was elected to serve.
- Serves as a member of the Board, the Executive Committee, and the Nominating Committee.
- Participates, when appropriate, in discussions with the Executive Director on issues confronting the Society.
- Responsible for volunteer appointments:
  - Five Meeting Chairs for the Spring and the Fall Meetings, and two for IMRC Meetings, two years in advance.
  - Operating committee chairs, if needed, and governing committee chairs not designated by the Board Structure Policy, in advance of the presidential year.
- Informs the Executive Committee of early stage, high level proposals or activities that would involve a significant deployment of MRS resources requiring Board approval.
- Performs other tasks, as assigned by the Board.

### **IMMEDIATE PAST PRESIDENT**

The **Immediate Past President** succeeds to this office from the position of President.

#### **Role:**

- Serves as a member of Board, the Executive Committee, and chairs the Nominating Committee.
- Participates, when appropriate, in discussions with the Executive Director on issues confronting the Society.
- Informs the Executive Committee of early stage, high-level proposals or activities that would involve a significant deployment of MRS resources requiring Board approval.
- Specific duties as Chair of the Nominating Committee include:
  - Chairs Nominating Committee meetings and develops agenda with the HQ Liaison
  - Approves Nominating Committee meeting minutes

- Ensures adequate communication to prospective candidates of the roles and responsibilities of the Officer and Board of Director positions.
- Ensures prospective candidates understand the mission, vision, and values of the Society
- Ensures prospective candidates understand the time commitment involved with full participation in Board activities for the three-year term of office
- Ensures that election candidates acknowledge an understanding of Board Performance Criteria, MRS Mission and Values Statement, Bylaws, and current strategic initiatives documentation, along with a letter of invitation summarizing the responsibilities of the Board
- Performs other tasks, as assigned by the Board.

## **SECRETARY**

The **Secretary** shall be elected by the members for a three-year term.

### Role:

- Serves as a member of Board and chairs the Governance Committee
- Responsible for overseeing the maintenance of the records of the Society and for ensuring that accurate and sufficient documentation exists to meet legal requirements, and to enable authorized persons to determine when, how, and by whom the Board's business was conducted.
- Responsible for maintaining the accuracy and consistency of Board policies or governance documents by making minor “housekeeping” corrections to keep them consistent with the most recent Board motions or policies. **In no case shall the current intent of the Board be changed.** GovCom will be asked to approve the changes, and the Board shall be notified of the changes in a timely manner, not to exceed thirty days. (Policy 3.2.4 Maintenance of Governance Documents.)
- Shall be sufficiently familiar with legal documents (Articles of Incorporation, Bylaws, Board policies, etc.) to note applicability during meetings.
- Specific duties shall include but not be limited to:
  - Oversight of the records of the Board, including meeting minutes, the Bylaws, Articles of Incorporation, and any historical documents.
  - Maintains the MRS Volunteers’ Policy Manual
  - Researches MRS records, when requested by the Board.
  - Ensures accurate documentation of each Member of the Board’s attendance at full Board Meetings, Strategic Planning Meetings, and any additional full Board activities.
  - Ensures the MRS Employee Handbook is periodically reviewed.
- Specific duties as Chair of the Governance Committee include:
  - Chairs Governance Committee meetings and develops agenda with the Executive Director
  - Approves Governance Committee and regular Board meeting minutes
  - Signs notes, contracts, and other official agreements, when required, on behalf of MRS and at the direction of the Board.
  - Ensures that all official documents are safely conveyed to the next Secretary or that the incoming Secretary knows where and how to obtain all official documents
  - Prepares and executes a Board self-assessment survey at least every three years, for discussion with the Board
  - Ensures the accuracy and availability of Board Meeting minutes
  - Reports any Board member’s attendance problems to the Governance Committee for action. Such communications should only be with the President and/or the Governance Committee

- Leads investigation of reported concerns or complaints regarding corporate accounting practices, internal controls or auditing in accordance with 3.4.3 Whistleblower Policy and 3.4.4 Board Role in HQ Human Resources Administration
- Other responsibilities as assigned by the Board.

### **TREASURER**

The **Treasurer** shall be appointed by the Board of Directors, for a term as stated in Policy 2.1.2 Board Structure.

Role:

- Serves as a member of Board, Executive Committee, and chairs the Finance and Audit Committee.
- Oversees the financial affairs of the Society and presents financial reports and assessments as instructed by the Board of Directors.
- Ensures appropriate Board review of, and action on, financial policy and oversight matters.
- Oversees the overall financial reporting of MRS including working with the Executive Director and Director of Finance to ensure that appropriate financial reports are made available to the Board on a timely basis.
- Provides oversight of the auditors in their performance of the independent audit. Works with HQ on periodic financial training programs for the Board so that members will be able to provide appropriate financial oversight through improved understanding of various financial reports.
- Specific duties as Chair of the Finance and Audit Committee include:
  - Serves as chair of Finance and Audit Committee meetings after developing meeting agendas with the Director of Finance and Administration
  - Identifies a delegate or back-up to assist or serve in the event he/she cannot perform duties in a timely manner
  - Ensures that a quorum is available during committee meetings, which shall consist of at least half of the members, including the committee chair or acting committee chair.
  - Coordinates the work of the committee and follows up on work assignments within the committee
  - Ensures that the committee focuses on recommending financial policies and goals that support the mission, values, and strategic goals of MRS; overseeing the development of the three-year budget; monitoring the MRS investment portfolio; monitoring the adequacy of reserve funds; and reviewing and determining
- Other responsibilities as assigned by the Board.

### **BOARD MEMBER**

Board Members are elected by the membership or appointed by the Board, usually to a three-year term.

In addition to serving as a member of the Board, each member may also serve on one of the Board's governing committees, as appointed by the President or directed by the Board Policy Manual. Board members not serving on standing committees shall fully participate in Board meetings and be available for ad hoc volunteer assignments.

The Board as a whole is responsible for:

- Determining how the organization carries out its mission through long and short range planning and review;
- Approving an annual budget and providing fiscal oversight;
- Recruiting, orienting and developing Board members;
- Hiring and evaluating the performance of the Executive Director;

- Evaluating its own performance and the overall performance of the organization in achieving its mission;
- Establishing policies for the effective management of the organization.

Specific responsibilities of Board Members include:

- To serve as an Ambassador for the Society
- To understand the mission and vision of the Society and the role of the Board.
- To attend Board meetings, participate regularly in other Board actions, such as email discussions, phone conferences, and votes. (When participation 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 discussion.)
- To prepare for discussions by reviewing background documentation, seeking further clarification, if needed, and providing input, as appropriate.
- To actively participate in the discussion and decision-making process, and to contribute skills, knowledge, and ideas in a professional manner to further Board outcomes.
- To understand the role of the governing committee on which he/she serves, attend committee meetings, and participate in conference calls and email discussions.
- For performance expectations, see *Policy 2.3.4. Board Performance Criteria*.

### **PRESIDENTIAL LINE**

The Presidential Line, consisting of the President, Vice President, and Immediate Past President, came into existence in an effort to help with the retention of knowledge and understanding in transitioning from one president to the next.

It allows the Vice President to learn about the duties and responsibilities of the presidency before becoming President and allows the Past President to consult and advise with the knowledge that she/he has gained over her (his) tenure.

This occurs mainly through regularly scheduled calls with the Executive Director, which afford the opportunity to discuss upcoming or ongoing issues, opportunities, and future Board business.

The Presidential Line is not empowered to take actions on behalf of the Board.

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

Who: Secretary/GovCom

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

To: President

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