

DIRECTOR JOB DESCRIPTION

OVERVIEW

The Board of Directors is the governing authority of the National Association of Enrolled Agents (NAEA). Directors are elected by the NAEA membership and serve a two-year term. Directors bear fiduciary and legal responsibility to promote the best interests of NAEA. Directors must practice knowledge-based governance principles and develop strategic policies for the association. Each director must place NAEA's needs above their individual interests or desires and communicate member concerns. Directors must attend and participate in all board meetings and must prepare by reviewing meeting materials in advance. Directors must know and understand NAEA's core values, strategic plans, bylaws, and policies and procedures.

NAEA will retain Directors and Officers liability insurance to protect directors against legal recourse resulting from the discharge of their board responsibilities.

RESPONSIBILITIES:

- Every member of the Board of Directors is legally bound to fulfill their responsibilities consistent with the Standard of Care while performing duties on behalf of NAEA. This Standard requires that Directors act in good faith and in the best interests of NAEA as well as make reasonable inquiry when indicated.
- Directors, along with officers and other members of the NAEA Board, are responsible financially for NAEA and must monitor and ensure proper use of assets and approve annual budgets.
- Directors develop and establish NAEA policies. NAEA staff implements those policies.
- The Board speaks with a unified voice. Directors must support all final Board decisions even if an individual director opposed the decision during debate.
- Directors develop NAEA strategic plans and monitor the implementation of those plans on a periodic basis.
- Directors approve requests for Legal Defense Fund disbursements that exceed \$20,000 per affiliate per fiscal year, as detailed in the Policy and Procedure Manual.
- At the discretion of the President, a Director may be selected to act as liaison between the Board and committees, task forces or affiliates.
- Directors represent NAEA in every way during their term, including board meetings and functions, as well as at their state and local affiliate levels. Directors must maintain the appropriate professional decorum and attire in all dealings with NAEA members, state and local affiliate's leadership, staff, and vendors.
- Directors understand that the NAEA President and the Executive Vice President (EVP) are the official spokespersons for NAEA. All requests for NAEA appearances must be directed to them. At the discretion of the President, other members may be asked to represent NAEA.
- All questions that arise about NAEA operations or staffing must be directed solely to the President, who will take the appropriate action.
- The Board employs the EVP. Directors, collaborating with the President-Elect and the Executive Committee, set appropriate performance goals for the EVP and evaluate the EVP's performance on an annual basis.