

LeadingAge Massachusetts Board of Trustees

Responsibilities

General Responsibilities

The Board of Trustees serves as the governing body of the association and has the corporate authority to act as the legal representative and the body for conducting association business. It represents the membership and exercises leadership in establishing association goals and objectives. It is responsible for monitoring and evaluating organizational performance and effectiveness. Board responsibilities include:

- Setting direction for the Association including:
 - Determining, supporting and upholding the organization's mission, vision and values
 - Adopting a strategic plan with ongoing monitoring of that plan and revising it every 3 – 5 years
 - Establishing program priorities for the fiscal year based on the strategic plan
- Establishing and reviewing all policies and procedures necessary to conduct association business;
- Reviewing and approving an annual budget that adequately reflects the organization's program priorities;
- Providing Oversight including
 - Through the appointment of an Audit and Finance committee, approval of an annual financial review and an audit every three years prepared by an independent auditor. Assume final responsibility for association's financial affairs and position.
 - Adhering to the Association's Conflict of Interest and disclosure policy
- Participating in an annual board self assessment process;
- Participating in an annual review of the President/Chief Executive Officer;

Specific Expectations of Board Members

- Attend all meetings of the Board of Trustees
- Prepare for all Board meetings by reading materials distributed in advance of meeting
- Participate actively and engage in strategic and generative thinking in Board and committee meetings, ad hoc task forces and Board decision-making
- Read and understand the financial statements and otherwise assist the Board in fulfilling its fiduciary responsibility
- Maintain confidentiality of board discussion/proceedings
- Read and understand Alignment Agreement with LeadingAge national and support national initiatives
- Attend and encourage staff/colleague participation in major Association events including the Annual Conference and Annual Meeting and other significant conferences and networking events
- Active participation in at least one Committee/Task Force or representation of the Association on a work group/ coalition etc.
- Promote the Association and your organization's membership with the Association with relevant stakeholders including members of your organization's board, staff and members of the public
- Promote membership in LeadingAge Massachusetts
- Recognition that you are elected by the membership to represent the interests of all members, not your individual organization
- Assist Committee on Trustees in identifying candidates for the Board of Trustees.
- Assist in mentoring/supporting newly elected Trustees.

- Participate in Association grassroots advocacy initiatives including attending meetings with legislators or hearings as necessary

Eligibility

In accordance with LeadingAge Massachusetts' Bylaws, employees and members of the governing board of a LeadingAge Massachusetts provider member organization, are eligible for election as members of the Board of Trustees. In addition, the Board may elect up to 3 Strategic Trustees who are individuals nominated by the Committee on Trustees who would not otherwise be eligible to serve on the Board, but who in the judgment of the Committee on Trustees bring diverse ideas and perspectives not otherwise available to the Board of Trustees. Strategic Trustees are not eligible to serve as officers.

Election

Trustees shall be elected by the membership upon the recommendation of the Committee on Trustees and Board of Trustees. The election shall take place at the annual business meeting or at a meeting of the members.

Terms

The term of office for Trustees is three years. Trustees may not be elected for more than two consecutive, three year terms, unless they are serving in an Officer position. Trustees may resign their position at any time by filing a written resignation with the Clerk. Terms begin immediately following election of the Trustee.

Meetings

The LeadingAge Massachusetts Board of Trustees meets five times a year plus the Annual Meeting. Board meetings are generally two hours long. Most meetings will be held in person with one or two held virtually. One of the meetings will be an all day retreat which is held in-person.

Attendance at Meetings

In accordance with the Association's Bylaws, Trustees are expected to attend all meetings of the Board of Trustees. Any Trustee who is absent from three consecutive meetings for other than compelling reasons shall be deemed to have tendered his or her resignation, which the Board of Trustees in its discretion may accept or reject.

Conflicts of Interest

In accordance with LeadingAge Massachusetts' Bylaws, Trustees are required to disclose all real or apparent conflicts or dualities of interest which may exist in connection with the Association's activities. Trustees complete an annual disclosure statement and must also disclose any other conflicts at the time that they are discovered.

Directors and Officers Insurance

LeadingAge Massachusetts holds a Directors and Officers (D&O) insurance policy against liability of Board members.

Dev. 9.14.05

Rev. 5.19.08

Rev. 5.13.10

Rev. 5.13.11

Rev. 5.30.12

Rev. 5.23.14

Rev. 5.23.19

Rev. 5.26.21

Rev. 6.2.22

Rev. 6.1.23

Rev. 5.21.24