

Policy:	Expectations and Benefits of Serving on the Board of Directors
Policy Number:	I.1
Original Adoption:	July 19, 2000 (I.1 Annual Meeting Perks); October 15, 1998 (I.4 Board Performance)
Revision History:	February 26, 2020 (I.1 Expectations and Benefits of Serving on the Board of Directors) March 18, 2011 (I.1 Annual Meeting Perks) September, 2009 (I.1 Annual Meeting Perks)

I. Purpose

NACCHO is striving to become a high performance organization at both the staff and board levels. In accepting election to the Board of NACCHO and/or appointment to one of the working committees or national liaison positions, Board members are expected to meet the following guidelines for performance.

II. Policy

Expectations of Board Members

Governance Responsibilities

The NACCHO Board of Directors has three primary legal duties known as the “duty of care,” “duty of loyalty,” and “duty of obedience.”

- *Duty of Care*: Ensuring prudent use of all assets, including facility, people, and good will
- *Duty of Loyalty*: Ensure that NACCHO's activities and transactions are, first and foremost, advancing its mission; recognize and disclose conflicts of interest; make decisions that are in the best interest of NACCHO and not in the best interest of the individual board member (or any other individual or for-profit entity)
- *Duty of Obedience*: Ensure that NACCHO obeys applicable laws and regulations; follows its own bylaws; and that NACCHO adheres to its stated corporate purposes/mission

Specifically, Board members are expected to:

- Set Organizational Direction
 - Engage in strategic thinking and planning
 - Set the organization's mission and vision for the future
 - Establish organizational values
 - Approve operational and annual plans
- Ensure Necessary Resources
 - Hire capable executive leadership
 - Ensure adequate financial resources
 - Promote positive public image
 - Ensure the presence of a capable and responsible board
- Provide Oversight

- Minimize exposure to risk
- Measure progress on strategic plan
- Monitor programs and services
- Provide legal and moral oversight
- Evaluate Chief Executive Officer
- Self-evaluate Board performance

Mission, Values, and Membership

Board members are expected to:

- Promote NACCHO's mission to NACCHO members and local health department staff members
- Adhere to NACCHO's values of leadership, excellence, health equity, participation, respect, science, integrity, and innovation
- Engage new members and prospective members by encouraging participation in NACCHO's programmatic work, federal advocacy efforts, conferences, and other revenue generating activities
- Partner with State Associations of County and City Health Officials (SACCHOs) to ensure that voices from these organizations and their constituents are represented on the NACCHO Board of Directors
- Work with NACCHO staff to strengthen NACCHO through partnerships with organizations doing work that aligns with NACCHO's mission, vision, and values
- Perform outreach to members and act as communication liaison between board and other members

Representation on behalf of NACCHO

Board members are often nominated to represent NACCHO on federal or other national advisory bodies, as well as to speak on behalf of NACCHO at meetings of other organizations, including SACCHO meetings. In so doing, Board members are expected to:

- Coordinate with NACCHO staff on messaging and strategic priorities
- Restrict the expression of NACCHO positions within parameters defined by existing NACCHO policy
- Obtain approval of the President, Executive Committee, or full Board prior to representing the organization in areas not covered by approved policy
- Refrain from representing personal views on behalf of the organization

Role of the Regional Representatives to the Board

Regional representatives are elected from the ten HHS regions to ensure Board representation from across the nation. As such, regional representatives are expected to periodically engage with SACCHOs in their respective regions to provide updates on NACCHO-related activities as well as bring feedback to the Board regarding regional perspectives on issues of interest to members and NACCHO. On occasion, regional representatives may be asked to participate in SACCHO meetings and to assist with targeted outreach on advocacy. NACCHO staff will provide assistance by linking regional representatives to their respective regional SACCHO contacts.

Other responsibilities of the regional representatives may include:

- Targeting outreach to members whose dues may have lapsed
- Targeting outreach to new potential members in one's region
- Connecting NACCHO Consulting staff to potential consulting opportunities in the region
- Assisting with marketing of conferences and signature programs in the region
- Serving as a committee chair

Role of the At-Large Representatives to the Board

At-Large representatives are elected to represent the interests of all NACCHO members. At-Large representatives bring the voice of health departments from across the country to NACCHO's policies, conferences, membership engagement strategies, and governance.

Responsibilities of At-Large representatives may include:

- Serving as a chair of a NACCHO committee
- Serving on a task force, ad-hoc, or special committee
- Connecting NACCHO with potential consulting opportunities
- Performing outreach to general membership
- Serving as a communication liaison between the Board of Directors and NACCHO members
- Assisting with marketing of conferences and signature programs
- Developing new business plans to increase funding for NACCHO or local health departments

Meetings and Assignments

All Board members are expected to:

- Participate in two (2) in person meetings per year (July at NACCHO Annual and February during Leadership Week) and two to three (2-3) Board of Directors conference calls
- Be an active participant in Board committees and liaison relationships (approximately 2-3 hours per month)
- Complete all agreed upon work assignments and reports in a timely fashion
- Attend all meetings of the Board, including conference calls
- Prepare for meetings by reading all of the Board packet in advance
- Participate actively in discussions during Board meetings
- Be an active listener during discussions at Board meetings
- Give due respect to all members of the Board
- Respect the processes associated with doing the business of the Board

Staff Relationships

Board members are expected to:

- Recognize the power dynamic of Board members when interacting with staff
- Treat staff with respect
- Refer any concerns about staff performance or conduct to the Chief Executive Officer directly
- Respect the limitations of time available of staff to support Board member activities
- Address concerns or complaints raised by staff or members about NACCHO operations by referring to the Chief Executive Officer for investigation and resolution
- Along with NACCHO staff, be aware of NACCHO's employment policies (e.g. whistleblower, harassment, etc.) when concerns or complaints cannot be addressed by the Chief Executive

Officer

Benefits of Serving on NACCHO's Board of Directors

- **Influence the Strategic Direction of Your Professional Home:** In doing so, Board members can have a positive impact on local health departments and public health practice.
- **Be the Voice of the Local Experience:** Board members ensure that NACCHO's programs, policies, and advocacy are field-informed and reflective of the experience on the ground.
- **Serve as a Representative of NACCHO:** Board members are often asked to speak on behalf of NACCHO at meetings and with the media.
- **Set Public Health Policy:** Board members review and approve all NACCHO's policy statements that make recommendations to policy makers at all levels of government, as well as local health department leaders.
- **Influence National Policy:** Board members meet with their Congressional representatives, federal agency officials, and may represent NACCHO on federal or other national advisory bodies.
- **Increase Knowledge of Issues of the Day:** Board members are briefed on and strategize around pressing legislative, regulatory, and public health practice impacting local health departments.
- **Be a Mentor/Mentee:** All newly elected Board members are paired with a seasoned member of the Board to ensure that they understand their roles, how the Board does business, and the structure of NACCHO.
- **Increase Non-profit Finance Knowledge:** Board members, in fulfilling their fiduciary responsibilities, will learn about non-profit budgeting and oversight.
- **Grow Your Network:** Opportunity to work closely with other passionate and talented LHOs from across the country on issues of importance to NACCHO as an organization and local public health.
- **Build Your Skill Set:** Hone the skills you currently possess and learn new skills through a formal orientation program led by NACCHO Executive Staff and officers of the Board.
- **Travel Reimbursement:** The CEO and Executive Committee will regularly review and determine travel reimbursement benefits for Board members for attendance at national meetings, Leadership Week, the NACCHO Annual Conference, or other events where Board members may be representing NACCHO.

Compensation

Per the NACCHO By-Laws, Article 4 Board of Directors 4.10 Compensation, Directors do not receive compensation for Board service. NACCHO understands the time and commitment that each Board member provides and reasonable expenses may be reimbursable subject to available budget (please reference the **Board of Directors Benefits Matrix**¹ below). All benefits are subject to available budget in any given year and may change based on funding.

¹ Please review the governance policies for your county, city or state regarding travel to ensure that your use of these benefits are in compliance with the policies set forth by your employer.

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Board of Directors Benefits Matrix							
Benefits	Role of Director						
	President	President-Elect	Vice-President	Immediate Past President	Outgoing Past President	Executive Committee	Member
Winter Leadership Conference							
Airfare	✓	✓	✓	✓	✓	✓	✓
Hotel	✓	✓	✓	✓	✓	✓	✓
Per Diem	✓	✓	✓	✓	✓	✓	✓
Ground Transportation	✓	✓	✓	✓	✓	✓	✓
NACCHO Annual Board Meeting							
Airfare	✓						
Hotel upgrade or amenity†	✓	✓	✓	✓	✓	✓	✓
Conference Registration	✓						
Per Diem	✓						
Ground Transportation	✓						
Up to three (3) national or SACCHO meetings/conferences with a defined speaking role, either as moderator, panelist or keynote. <i>Note: Letter of invitation required.*</i>							
Airfare	✓	✓	✓	✓	✓	✓	✓
Hotel	✓	✓	✓	✓	✓	✓	✓
Conference Registration	✓	✓	✓	✓	✓	✓	✓
Per Diem	✓	✓	✓	✓	✓	✓	✓
Ground Transportation	✓	✓	✓	✓	✓	✓	✓

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Benefits	President	President-Elect	Vice-President	Immediate Past President	Outgoing Past President	Executive Committee Member	Board Member
Board Development: ASAE Board/Staff CEO Symposium. <i>Note: joint training for Board President, President-Elect, CEO</i>							
Airfare	✓	✓					
Hotel	✓	✓					
Conference Registration	✓	✓					
Per Diem	✓	✓					
Ground Transp	✓	✓					
Recognition of service at NACCHO Annual. <i>Note: Varying levels of awards and recognition are presented.</i>	✓	✓	✓	✓	✓	✓	✓
NACCHO Business Cards (upon request)	✓						

* Director is responsible for cost, however, hotel upgrade will be provided at regular room rate, where available. If upgrade not contracted/available, amenity may be provided.

* If President or their designee is unavailable, other officers or Board members

- ✓ benefit
- ✓ tentative benefit

I. Authority

The NACCHO Expectations and Benefits of Serving on the Board of Directors, per the By-Laws, shall be exercised by or under the authority of NACCHO's Board of Directors, and the activities and affairs related to this policy shall be managed by or under the direction, and subject to the oversight, of its Board of Directors.

II. Board Approved Effective Date

NACCHO Board of Directors, George Roberts, President February 26, 2020

Authorized Name, Title

Date

III. Supersession (Replacement)/Cancellation

This document reflects the combined former 1.1 Annual Meeting Perks and 1.4 Board



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Performance Policies and fully replaces those former policies.

IV. Maintenance

The NACCHO Governance Committee has been charged with conducting a three-year cyclical review of all Board policies. Necessary edits and revisions will subsequently be forwarded to the Board of Directors for review, discussion, and approval.



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Policy: **Officer Roles and Responsibilities**

Policy Number: **II.2**

Original Adoption: **Original Policy II.2 (President Responsibilities), Policy II.3 (President-Elect Responsibilities) and II.4 (Vice-President Responsibilities) have now been replaced with a single Policy II.2 (Officer Roles and Responsibilities)**

Revision History: **February 26, 2020**
November 2017

I. Purpose

This policy clarifies the roles and responsibilities pertaining to NACCHO Officers including the President, President-Elect, Vice President, Immediate Past President, and Chief Executive Officer. This policy supplements NACCHO By-Laws, Article 8 – Officers. Language in the NACCHO By-Laws supercedes any language in this policy unless the By-Laws are silent on an issue.

Policy

Note: the following describes the typical duties of NACCHO’s Officers. However, because of NACCHO’s role as a professional membership organization and the need for NACCHO to respond to current events and the environmental needs of its members as they ensure the conditions that promote health and equity, combat disease, and improve the quality and length of all lives, the specific responsibilities and time commitment of each officer position can vary from year-to-year.

NACCHO PRESIDENT

Title: President, NACCHO Board of Directors

Purpose: Assure Board of Directors fulfills its responsibilities for the governance of the organization. Partner with CEO to help achieve the mission of the organization. Optimize the relationship between the board and staff.

Term: One-year, non-renewable beginning July 1. Succeeds to Immediate Past President after term expires.

Eligibility: President-Elect succeeds to the office of President.

Meetings: Four NACCHO Board Meetings (2 in person, 2 virtual)
Four ASTHO/NACCHO Joint Council Meetings (1 in person, 3 virtual)
Chairs the Executive Committee (typically monthly virtual meetings)
Serves as Ex-Officio on all Board Committees (including Audit, By-Laws, Governance, and Finance)
Chairs monthly virtual meetings with all Officers
Biweekly virtual meetings with CEO/President Elect
Weekly virtual meeting with CEO
Representation at NACCHO 360 and Preparedness Conference (role varies)

Attends up to three national/regional meetings as invited

Responsible to: Board of Directors

Specific Responsibilities of President:

- Review and become familiar with NACCHO Bylaws
- Review and become familiar with NACCHO Board Policies and Procedures
- Chair meetings of the Board and general membership including developing/approving agenda
- Chair meetings of the Executive Committee including developing/approving agenda
- Ensure that the board functions effectively, interacts with staff optimally and fulfills its duties
- Recommend committee chairpersons and composition of Board committees annually
- Serve as ex officio member of board committees
- Reflect to the board any concerns staff have in regard to the role of the board or individual members
- Reflect to the CEO the concerns of the board and other constituencies
- Help guide and mediate board actions with respect to organizational priorities and governance
- Assure that Board functions effectively, overseeing Board assessment and evaluation process
- Support Board development in partnership with the Governance Committee
- Supervise CEO and conduct performance evaluation; on behalf of the Executive Committee, negotiate the Chief Executive Officer's contract, seek the approval of the contract's terms by the Executive Committee, and keep contemporaneous documentation of the meetings, deliberations, and decisions regarding compensation
- Monitor financial reports of the organization
- Evaluate annually the performance of the organization and the board in achieving its strategic goals
- Develop potential agenda items with the CEO and ASTHO President for Joint Council meetings
- Prepare President's report for each Board meeting in advance of the meeting
- Phone members of the Board periodically to touch base
- Prepare quarterly NACCHO Exchange articles (production schedule TBD each year)
- Request that the Board authorize the formation of additional Workgroups or Committees for the purpose of advising and assisting NACCHO in the fulfillment of its mission as needed
- Represent NACCHO at meetings of other organizations periodically throughout the year
- Speak on behalf of NACCHO and local health departments (schedule and opportunity dependent)
- Review documents periodically (issue and time frame dependent)

NACCHO PRESIDENT-ELECT

Title: President-Elect, NACCHO Board of Directors

Purpose: Support the President to assure Board of Directors fulfills its responsibilities for the governance of the organization; perform duties of President in his or her absence. Work with President to support the CEO in achieving the mission of the organization.

Term: One year, non-renewable beginning July 1. Succeeds to the President.

Eligibility: Vice President succeeds to the office of President-Elect.

Meetings: Four NACCHO Board Meetings (2 in person, 2 virtual)
Four ASTHO/NACCHO Joint Council Meetings (1 in person, 3 virtual)
Twelve Executive Committee Meetings (monthly virtual meetings)
Chairs the Finance Committee (typically monthly virtual meetings)
Member of the Annual Conference Planning Committee (typically monthly virtual)

meetings)
Biweekly virtual meetings with CEO/President Elect
Annual Committee Appointment Process (2-3 virtual meetings)
Representation at NACCHO 360 and Preparedness Conference (role varies-as needed)
Attends national/regional meetings as required in lieu of President as needed

Responsible to: Board President

Specific Responsibilities of President-Elect:

- Review and become familiar with NACCHO Bylaws
- Review and become familiar with NACCHO Board Policies and Procedures
- Chair meetings of the Finance Committee
- Chair meetings of Board of Directors and general membership in absence of the President
- Assist the President in carrying out her/his assigned responsibilities
- Participate in meetings of Executive Committee, Finance Committee and other board committees as assigned
- Monitor financial reports of the organization
- Leads the yearly appointment process for workgroup chairs and committee members, working with the Vice-President and NACCHO staff
- Represent NACCHO at meetings of other organizations periodically throughout the year
- Speak on behalf of NACCHO and local health departments (schedule and opportunity dependent)
- Review documents periodically (issue and time frame dependent)

VICE-PRESIDENT

Title: Vice President, NACCHO Board of Directors

Purpose: Support the President and President-Elect to assure Board of Directors fulfills its responsibilities for the governance of the organization; perform duties of President and/or the President-Elect in his or her absence. Work with President and the President-Elect to support the CEO in achieving the mission of the organization.

Term: One year, non-renewable beginning July 1. Succeeds to the President-Elect. Should the office of President-Elect become vacant for a reason other than the President-Elect succeeding to the office of President, the Vice President shall assume the office of President-Elect for the remainder of the unexpired term in addition to his/her regular term as Vice President.

Eligibility: A candidate for election to the Vice President office of the Association must have current or prior NACCHO Board experience.

Meetings: Four NACCHO Board Meetings (2 in person, 2 virtual)
Four ASTHO/NACCHO Joint Council Meetings (1 in person, 3 virtual)
Twelve Executive Committee Meetings (monthly virtual meetings)
Chairs the Governance Committee (typically monthly virtual meetings)
Member of the Annual Conference Planning Committee (typically monthly virtual meetings)
Monthly virtual meetings with NACCHO Officers
Representation at NACCHO 360 and Preparedness Conference (role varies-as needed)
Attends national/regional meetings as required in lieu of President or President-Elect as

needed

Responsible to: Board President

Specific Responsibilities of Vice-President:

- Review and become familiar with NACCHO Bylaws
- Review and become familiar with NACCHO Board Policies and Procedures
- Chair meetings of the Governance Committee
- Assist the President and President-Elect in carrying out her/his assigned responsibilities
- Participate in meetings of Executive Committee, Governance Committee and other board committees as assigned
- Works with the President and President-Elect to conduct the yearly appointment process for workgroup chairs and committee members
- Speak on behalf of NACCHO and local health departments (schedule and opportunity dependent)
- Review documents periodically (issue and time frame dependent)

IMMEDIATE PAST PRESIDENT

Title: Immediate Past President, NACCHO Board of Directors

Purpose: Support the President, President-Elect and Vice-President to assure Board of Directors fulfills its responsibilities for the governance of the organization; perform duties of President and/or the President-Elect and/or the Vice President in his or her absence. Work with other Officers to support the CEO in achieving the mission of the organization.

Term: One year, non-renewable beginning July 1.

Eligibility: This position is automatically assumed after serving as President of NACCHO.

Meetings: Four NACCHO Board Meetings (2 in person, 2 virtual)
Four ASTHO/NACCHO Joint Council Meetings (1 in person, 3 virtual)
Twelve Executive Committee Meetings (monthly virtual meetings)
Chairs the Nominations Committee (typically monthly virtual meetings)
Monthly virtual meetings with NACCHO Officers
Member of the Past Presidents Council (typically monthly virtual meetings)
Representation at NACCHO 360 and Preparedness Conference (role varies-as needed)
Attends national/regional meetings as required in lieu of President or President-Elect as needed

Responsible to: Board President

Specific Responsibilities of Immediate Past President:

- Chair meetings of the Nominations Committee
- Assist the other Officers in carrying out their assigned responsibilities
- Participate in meetings of Executive Committee, Nominations Committee and other board committees as assigned
- Speak on behalf of NACCHO and local health departments (schedule and opportunity dependent)
- Review documents periodically (issue and time frame dependent)

CHIEF EXECUTIVE OFFICER

Title: Chief Executive Officer

Purpose: The Executive Director is NACCHO's chief executive. Under the general direction of the Board of Directors, and guided by NACCHO's strategic plan, the Executive Director is responsible for guiding NACCHO's vision and mission and for maintaining a high performing association that effectively supports the work of LHDs. This position is responsible for the overall management and operation of the association, implementation of Board directives and policies, and financial and personnel management.

NACCHO's mission is to serve as a leader, partner, catalyst, and voice of the nation's ~3,000 Local Health Departments (LHDs) to protect and improve the health of all people and all communities; it is the only national association that advocates solely for the issues and federal programs that are priorities for local health departments. NACCHO is a dynamic and forward-thinking 501(c)(3) national membership association that advocates for health, equity, and security for all people. NACCHO provides technical assistance, networking, and membership opportunities for the leadership and staff of local health departments, and NACCHO also advocates on behalf of local health departments and informs Federal legislation and executive branch staff and policymakers about means to effectively address the myriad of health challenges facing communities.

This is a highly responsible position with accountability for NACCHO's overall management. S/he serves at the will of the NACCHO Board of Directors and is responsible for the following specific duties and responsibilities.

Term: Contracted position

Eligibility: [Experience Requirement] Minimum of five years in a senior leadership role with a membership association or in a public health practice.

Reports to: President

Specific Responsibilities of the Chief Executive Officer:

1. National Leadership:
 - In partnership with other stakeholders, play an active and effective role in advocating for federal/national resources and laws that support the needs of local public health and health department practice.
 - Represent NACCHO at meetings, conferences, and in other external settings as may be necessary to promote the Association's vision, mission, and strategic objectives.
 - Play an active role in the community of related national and federal organizations, representing the strategic interests of NACCHO and local public health.
 - Represent the interests and needs of local public health departments and serve as an external spokesperson for the Association.
2. Board Accountability and Support:
 - Provide staff resources in support of the organizational needs of the Board of Directors, Executive Committee, President, committees, and other governance and support units of the membership.
 - Maintain appropriate and timely communication with, including regular submissions of reports and recommendations concerning the affairs of the Association, to the President, Executive Committee

and the Board of Directors.

- Assure that NACCHO’s vision, mission, values, and strategic objectives are regularly reviewed and, as appropriate, revised by the Board.
 - Assure the preparation and submission to the Board of a proposed annual budget with detailed estimates of revenues and expenditures.
3. Organizational Leadership and Management:
- Manage the affairs of NACCHO within the policy guidelines and directives of the NACCHO Board.
 - Assure that the NACCHO’s work is consistent with the strategic map adopted by the Board of Directors.
 - Establish and maintain internal processes needed to attract resources to support the work of the strategic plan.
 - Provide internal leadership for the NACCHO staff, assuring that the Association’s mission, vision, values, and strategic priorities are understood and provide a foundation for all NACCHO activities.
 - Ensure that efforts are made to enhance, develop, implement, and/or enforce policies and procedures that will improve NACCHO’s overall business operations.
 - Promote a work environment that embraces workforce development, creativity, ingenuity, and continuous quality improvement.
 - Identify and secure new resources from governmental agencies and private foundations to support NACCHO’s strategic initiatives.
 - Monitor expenses and revenues after adoption of the budget annually by the Board, and provide the Board with regular financial updates; take immediate actions to correct budget deficiencies and report such action to the Board.
 - Assure adequate organizational policies and systems for recruiting, hiring, and assessing performance of NACCHO staff in a way that is consistent with personnel policies; assure adequate internal systems for appropriate compensation of staff within guidelines established by NACCHO’s Executive Committee.

I. Authority

The NACCHO Officer Roles and Responsibilities policy, per the By-Laws, shall be exercised by or under the authority of NACCHO’s Board of Directors, and the activities and affairs related to this policy shall be managed by or under the direction, and subject to the oversight, of its Board of Directors.

II. Board Approved Effective Date

NACCHO Board of Directors, George Roberts, President

February 26, 2020

Authorized Name, Title

Date

III. Supersession (Replacement)/Cancellation

Original Policy II.2 (President Responsibilities), Policy II.3 (President-Elect Responsibilities) and II.4 (Vice-President Responsibilities) have now been replaced with a single Policy II.2 (Officer Roles and Responsibilities). This policy also includes previously



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omitted roles and responsibilities for the Immediate Past President and CEO officer positions.

IV. Maintenance

The NACCHO Governance Committee has been charged with conducting a three-year cyclical review of all Board policies. Necessary edits and revisions will subsequently be forwarded to the Board of Directors for review, discussion, and approval.