

PART I, SECTION A. THE NAEA BOARD

1. Composition of the NAEA Board

Policy Statement:

As stated in the Constitution, the Board of Directors, also referred to as the NAEA Board, shall be composed of the President, President-Elect, Past President, Regional Vice Presidents, the Divisional Directors, and the Executive Director (ex officio without vote). Two-thirds of the members of the NAEA Board shall constitute a quorum. The NAEA Board shall be the executive authority of the Association. The President shall serve as Chair of the Board and of the Executive Committee.

[Constitution]

The Board of Directors establishes NAEA policy. There are 13 elected members plus the NAEA Executive Director.

[Constitution; Board Orientation Materials]

Responsible Party

Action

President and Executive Director

Ensure that NAEA Board composition is in place

Board

Implement nominations and elections policies that uphold the NAEA Board structure

Board

Consistently fulfills quorum requirements

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2. Executive/Finance Committee

Policy Statement:

As outlined in the Constitution, the Executive/Finance Committee is made up of the President, President-Elect, Past President, and one Vice President and one Division Director to be elected by the Board of Directors, and the Executive Director. Criteria to be nominated shall include:

- An interest/willingness to serve;
- Prior Board experience/knowledge;
- Experience with budgeting and financial oversight;
- Experience/knowledge in areas relevant to upcoming association work as outlined in the Strategic Plan and through approved Board initiatives.

[Constitution]

Further, the Executive Committee identified the following process for election to the Executive Committee/Finance Committee:

- The Executive Committee will nominate two candidates from among the Division Directors/Vice Presidents that best meet the designated criteria;
- The two candidates will be presented to the Board of Directors for their consideration;
- Board members will vote to elect a representative to the Executive/Finance Committee from among the two candidates presented.

As stated in the Constitution, the Executive Committee of the NAEA Board shall have authority to represent and to act for the NAEA Board in the interval between meetings of that body. The Executive Committee shall also serve as the Finance Committee (see more in the section on the Finance Committee).

[Constitution]

The President shall serve as Chair of the Executive Committee.

The Past President is chair of the Finance Committee and oversees the financial portion of the agenda. (Also see Part I, Section B. Committees, 2. Finance Committee)

Responsible Party

Action

President and Executive Director

Maintain the structure of the Executive Committee

Past President

Serves as Chair of the Finance Committee

Executive/Finance Committee

Executive Committee members convene on a regular basis.

Executive/Finance Committee

Members meet responsibilities as described above

Vice Presidents and Division Directors

Serve on Executive/Finance Committee and meet responsibilities as described above if elected

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3. Roles and Responsibilities of the NAEA Board

Policy Statement:

Role of the Governing Board: Fundamental Decision-Making

The NAEA Board of Directors is responsible for overseeing the mission and purpose of the organization. Its duties include policy development and participation in strategic planning. Members must be willing to commit to attending three requisite meetings of the Board annually and to participating fully in carrying out the responsibilities of the Board as a cohesive governing body of NAEA. The Board also presents NAEA's image to members and external audiences and solicits support in advancing NAEA's mission and achieving its goals.

Role of the Board

- Acts as the fiduciary and guardian of the organizational assets
- Reviews and approves NAEA operating budget
- Assumes stewardship responsibility for NAEA finances and investments
- Sets policies for the overall management and operations of the Association
- Develops a Strategic Plan and establishes organizational goals

Expectations of Members of the Board

- Attend regularly scheduled Board meetings
- Participate fully in all meetings of the Board and related committee work
- Become informed about NAEA Constitution/Bylaws, policies, and programs
- Identify leaders and future leaders who possess attributes and qualifications to participate in governance at varying levels
- Work together as a cohesive leadership team treating one another with respect and consideration
- Act as an informed advocate of NAEA
- Promote the value of membership

Overview of Board Responsibilities:

Fiscal

- Review revenues and expenses on a regular basis to ensure the mission of the organization is being upheld
- Strengthen NAEA's financial base by participating in and contributing to the development efforts
- Participate in strategic planning and the setting of long-term goals

Legal

- Act on behalf of the organization and its interests, putting aside personal concerns, affiliations, or constituencies
- Set policies to ensure that NAEA is organized according to its purpose and administered in a manner that is in compliance with applicable law

Ambassadorship

- Promote NAEA's mission, generating good will for the organization, and encouraging support for the efforts of the staff and volunteers.
- Make introductions to new communities, corporate sponsors, foundations, and helpful Individuals

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3. Roles and Responsibilities of the NAEA Board (continued)

Staff

- Hire the chief executive and review performance annually.
- Support the Executive Director in her/his role as the chief executive charged with carrying out policies and executing plans/activities to achieve organizational goals and advance NAEA's mission

Excerpted from *The Nonprofit Policy Sampler, Second Edition* by Barbara Lawrence and Outi Flynn, a publication of BoardSource, formerly the National Center for Nonprofit Boards.

Specific Meeting Responsibilities of the President:

As the presiding officer, the greatest burden for assuring the orderly and expeditious transaction of an organization's business rests with the President. To be an effective leader, the Chair must:

- Have a sense of fair play
- Exhibit and maintain professional demeanor
- Encourage open and honest dialogue and debate
- Protect each speaker's right to focused attention and protection from interruption
- Adhere to the issue at hand and/or question on the floor and no other

Specific Meeting Responsibilities of Board Members:

- Be familiar with particular roles and responsibilities of the position as defined by the Constitution/Bylaws
- Be knowledgeable of Constitution/Bylaws and organizational policy
- Prepare for meetings by reviewing all materials
- Bring any issues that may impact the organization to the attention of the President and/or Executive Director as the issue arises

Once a subject is presented, before it is open to debate and action, the following must happen:

1. A motion must be made
- 2 The motion must be seconded*
3. The Chair states the motion:

" A motion has been made and seconded..."

Once the motion is on the table, the Chair calls for discussion and/or opens the motion for debate.

After discussion is concluded, the Chair puts the motion to a vote and announces the result of the vote.

**The following motions do not have to be seconded: committee recommendations, nominations, point of information, requests, withdrawal of a motion.*

Adapted from *21st Century Robert's Rules of Order*

[Adopted 2009]

Responsible Party

Board Members

Action

Meet responsibilities as described.

President

Meet Presiding Officer responsibilities
as described

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4. Roles and Responsibilities of Officers

Policy Statement:

President

- The President shall serve as Chair of the Board
- The President shall serve as Chair of the Executive Committee
- The President is the official spokesperson for NAEA
- The President works closely with the Executive Director

President-Elect

- The President-Elect coordinates the Awards Program.
- The President-Elect chairs the Professional Materials Committee

Past President

- The Past President chairs the Finance Committee
- The Past President chairs the Executive Director Annual Performance Review

[Constitution, Bylaws, Board Orientation Materials]

Responsible Party

Action

Officers

Meet responsibilities as described above

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5. Roles and Responsibilities of Vice Presidents

Policy Statement:

Regional Vice Presidents

Represent art educators from each of the four geographic regions. The four regional Vice Presidents act as the Coordinating Board for Delegates Assembly.

It shall be the duty of the Regional Vice Presidents to serve on the Board of Directors, and to act as the Coordinating Board of the Delegates Assembly. The Vice Presidents shall name one of their number to preside over the meeting of the Board of Directors when the President, the President-Elect, and the Past President are unable.

[Bylaws]

The four regional Vice Presidents are:

- Vice President Eastern Region
[includes: Connecticut, Delaware, District of Columbia, Labrador, Maine, Maryland, Massachusetts, New Brunswick, New Hampshire, New Jersey, New York, Newfoundland, Nova Scotia, Ontario, Overseas Art Education Association, Pennsylvania, Prince Edward Island, Quebec, Rhode Island, Vermont, and West Virginia]
- Vice President Western Region
[includes: Arkansas, Illinois, Indiana, Iowa, Kansas, Manitoba, Michigan, Minnesota, Missouri, Nebraska, New Mexico, North Dakota, Northwest Territory, Ohio, Oklahoma, Saskatchewan, South Dakota, Texas, and Wisconsin]
- Vice President Southeastern Region
[includes: Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, Virginia, and the Virgin Islands]
- Vice President Pacific Region
[includes: Alaska, Alberta, American Samoa, Arizona, British Columbia, California, Colorado, Guam, Hawaii, Idaho, Montana, Nevada, Oregon, Utah, Washington, Wyoming, and Yukon Territory]

The Regional Vice Presidents:

- Preside over the region
- Outreach to all Division members in the region
- Plan and preside over Delegates Assembly
- Organize and chair NAEA Regional Leadership Conferences

[Constitution, Bylaws, Board Orientation Materials]

Responsible Party

Action

Vice Presidents

Meet responsibilities as described above

PART I, SECTION A. THE NAEA BOARD

6. Roles and Responsibilities of Division Directors

Policy Statement:

Division Directors

Represent art educators from each of the six job-alike groups. The six Division Directors are:

- Elementary Division Director
- Middle Level Division Director
- Secondary Division Director
- Higher Education Division Director
- Supervision/Administration Division Director
- Museum Division Director

It shall be the duty of the Division Directors to serve on the Board of Directors, to develop the program for the Division including conferences and other professional activities; to appoint Regional Division Directors with consultation of the Regional Vice President; and to work with the Regional Division Directors in developing a professional program for their Divisions.
[Bylaws]

The Division Directors:

- Serve job-alike members
- Work with elects on activities
- Coordinate nominations and awards
- Review and assist in selection of Convention proposals
- Recruit and Appoint Regional Division Directors
Regional Division Directors work with their national counterparts to address the issues and needs of their constituents and recommend programs.

[Constitution, Bylaws, Board Orientation Materials]

Responsible Party

Action

Division Directors

Meet responsibilities as described above