



## **NTA BOARD OF DIRECTORS OVERVIEW**

NTA Board candidates shall be selected from a broad range of membership, including geographic locations, membership types, occupational specialties and diversity of business/product. Interested candidates should review the NTA Election Policies and Procedures and complete the Board of Directors Application. Following are specific characteristics, we seek in NTA Board Directors.

### **Characteristics Required of Board Directors**

- **Commitment**

Serving as an NTA leader requires a demonstrated commitment to NTA, its mission and goals and strong support for the members' growth and development.

- **Time to Serve**

Participating fully in association and Board activities requires extra time for preparation, travel and attendance at meetings.

- **Understanding of Team Work**

Many people contribute their efforts toward the realization of an association's goals and objectives—no one does it alone. Well-developed interpersonal and communication skills are essential to effective teamwork and fostering group cohesion.

- **Leadership**

By virtue of their position, Board directors serve as a reflection of the organization's values, integrity and leadership. Leaders must be able to see difficulties and obstacles as challenges and opportunities. Additionally, current leaders serve as mentors and teachers to future leaders. Enthusiasm—a zest for serving the association—is an important ingredient that leaders must be able to pass along to their successors.

- **Communication Skills**

Board directors must effectively communicate decisions of the Board and the strategic direction for the association.

- **Ability to Subordinate Special Interests**

Leaders often emerge because of their special expertise or effective representation of a specific constituency. Leadership, however, may require subordinating those interests for the greater good of the association.

- **Ability to Think Strategically**

Intuitive and interpretive skills enable leaders to understand the people and environment around them, assess and evaluate the data they receive, recognize the relationships that exist within their world and integrate all these elements into a coherent whole.

## **The Policy Governance Model**

In 2012, the NTA Board of Directors adopted Policy Governance, and in 2014, it was fully approved as the governing model for NTA. Policy Governance, an integrated board leadership paradigm created by Dr. John Carver, is a groundbreaking model of governance designed to empower Boards of Directors to fulfill their obligation of accountability for the organizations they govern. The model enables the Board to focus on the larger issues, to delegate with clarity, to control management's job without meddling, to rigorously evaluate the accomplishment of the organization; to truly lead its organization.

In contrast to the approaches typically used by boards, Policy Governance separates issues of organizational purpose (ENDS) from all other organizational issues (MEANS), placing primary importance on those Ends. Policy Governance boards demand accomplishment of purpose, and only limit the staff's available means to those which do not violate the board's pre-stated standards of prudence and ethics.

The Board's own Means are defined in accordance with the roles of the Board, its members, the chair and other officers, and any committees the Board may need to help it accomplish its job. This includes the necessity to "speak with one voice." Dissent is expressed during the discussion preceding a vote. Once taken, the Board's decisions may subsequently be changed, but are never to be undermined. The Board's expectations for itself also set out self-imposed rules regarding the delegation of authority to the staff and the method by which Board-stated criteria will be used for evaluation. Policy Governance Boards delegate with care. There is no confusion about who is responsible to the Board or for what Board expectations they are responsible. Double delegation (for example, to a board committee as well as to the President) is eliminated.

Evaluation, with such carefully stated expectations, is nothing more than seeking an answer to the question, "Have our expectations been met?" The Board, having clarified its expectations, can assess performance in that light.

Policy Governance is a radical and effective change in the way boards conceive of and do their job. It allows greater accountability. Board leadership isn't just rhetoric. It's a reality.

Following are the roles and responsibilities for the Board, individual board members, officers and the President adopted by the NTA Board of Directors in relation to Policy Governance.

## **Board & Board Member Recommended Duties**

### **Board Role and Responsibilities**

**Role:** To serve as the informed and responsible voice and agent of the members, the owners of NTA

1. Makes decision with a long term perspective in the interests of members, speaking and acting as one body once these decisions are made

2. Establishes, periodically reviews, and keeps updated NTA's written policies (Ends, President Limitations, Governance Process, Board-Management Delegation)
3. Ensures the President has the resources and responsibility for operational means to accomplish the defined organizational ends without interfering with, obscuring, or duplicating the role of the President
4. Assures the performance of the President in relation to stated Ends and President Limitations policies
5. Make the final determination on hiring/terminating the President
6. Assures its own performance in relation to stated Governance Process and Board-Management Delegation policies

### **Board Member Role and Responsibilities**

**Role:** To significantly contribute to Board performance in the interest of the membership, the owners

1. Understand and support the purpose of NTA and its desired outcomes as defined in Ends policies
2. Keep informed about trends affecting NTA and embrace innovation that will assure NTA's role as the industry leader
3. Provide guidance on organizational leadership, strategy and outcomes
4. Represent and act on behalf of NTA members collectively, rather than specific constituencies, while being responsive to the diverse cultures and geographies within NTA
5. Act as ambassadors for NTA, promoting NTA and recruiting members
6. Attend, be prepared for, and actively participate in Board training, meetings and email discussions; always support the majority decision
  - a. If an absence is necessary, provide advance notice to the NTA President.
7. Follow all NTA policies, including adherence to the NTA Code of Ethics/Conflict of Interest Policy and dedication to transparency
8. Sign the Annual Statement each year that you serve on the board.
9. Provide financial and fiduciary oversight which includes approval of the annual budget, audit reports and material business decisions.
10. Assist in recruiting high quality individuals to serve on the board of directors.
11. Contact new members of NTA to welcome them and assist in their assimilation process
12. NTA Board members are also strongly encouraged to:
  - a. Support the association by promoting and participating in NTA affiliated events such as Travel Exchange, Contact and Destination Capitol Hill.
  - b. Participate regularly on at least one board committee, Tourism Cares event, or other volunteer activity to support NTA.
  - c. Support of the association's advocacy agenda and TourPAC and/or the NTA Government Issues Fund.

*These revised board and board member recommended duties and roles and responsibilities were approved by the NTA Board at its Aug. 2015 meeting.*