



# NCRA DIRECTOR JOB DESCRIPTION

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## OVERVIEW

The Board of Directors is the governing authority of the National Court Reporters Association (NCRA). Directors are elected by the membership and serve a three-year term. Directors bear fiduciary and legal responsibility to promote the best interests of the association. Directors must practice knowledge-based governance principles and develop strategic policies for the association. Each director must prioritize NCRA's needs over personal interests or preferences and effectively convey member concerns. Directors are required to attend and actively participate in all board meetings and must review meeting materials in advance to ensure they are adequately prepared. Directors must possess a strong working knowledge and clear understanding of NCRA's core values, strategic plans, bylaws, and policies and procedures. NCRA will retain Directors and Officers liability insurance to protect directors against legal recourse resulting from the discharge of their board responsibilities.

**RESPONSIBILITIES** (The word Director(s) as used below (unless specified otherwise) refers to both directors and officers on the Board.)

- Each Director is legally bound to fulfill his/her responsibilities consistent with the Standard of Care while performing duties on behalf of NCRA. This Standard requires that Directors act in good faith and in the best interests of NCRA as well as make reasonable inquiry when indicated.
- Directors have a fiduciary responsibility to NCRA and must monitor and ensure proper use of assets and approve annual budgets.
- Directors develop and establish NCRA policies. 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 NCRA strategic plans and monitor the implementation of those plans on a periodic basis.
- At the discretion of the President, a Director may be selected to act as liaison between the Board and committees, councils, task forces or affiliates.
- Directors represent NCRA at all times during their term, including at board meetings and functions, as well as at state and local affiliate events. Directors must maintain the appropriate professional decorum and attire when representing NCRA.
- Directors understand that the President and the Executive Director are the official spokespersons for NCRA, and all requests for NCRA appearances must be directed to them. At the discretion of the President, other members may be asked to represent NCRA.
- Directors will be prudent in response to questions that arise about NCRA operations or staffing. Directors will refer questions directly to the Executive Director.
- The Board employs one staff individual, the Executive Director.
- On an annual basis, each Director will complete the following forms:
  - Ownership of Materials and Information
  - Board Standards of Ethical Conduct
  - Confidentiality Agreement
  - Conflict of Interest Policy and Disclosure Statement
  - Obligations of Association Officers, Directors and Committee Members under the Antitrust Laws