



## **Roles and Responsibilities**

### **ANA Board of Directors**

#### **Director-at-Large**

**[Including Staff Nurse<sup>1</sup> and Recent Graduate<sup>2</sup>]**

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#### **SUMMARY**

An ANA Director provides strong leadership for the Association and sets a sound and accurate course for its future. Participates in setting policy. Develops short-range and long-range objectives against which to evaluate program progress and measure the effectiveness of the Association in accomplishing its purposes. Exercises decisive administrative and leadership ability to set a course of action for the Association. Has specific legal and fiscal responsibilities to the members of the Association. Acts in good faith and for the best interests of the Association.

#### **SPECIFIC ROLES**

##### ***Leadership Responsibilities as a Member of the ANA Board of Directors***

1. Ensures that the Association assesses the needs of its members and of the profession. With the board develops a strategic plan for the future of the Association. Represents and considers the needs of the membership at-large.
2. Acts diligently with reasonable skill and prudence. Exercises the corporate responsibility and fiduciary duties of the Association consistent with applicable provisions of law.

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ANA Bylaws Article IV, Section 5.b. indicates that occupants of the seat designated for a staff nurse shall meet the definition of staff nurse as defined by action of the former House of Delegates:

<sup>1</sup> A staff nurse is defined as one who is nonsupervisory, non-managerial, and includes one or more of the following: (a) is employed by a health care institution or agency; (b) whose primary role is a provider of direct patient care; (c) who is collective bargaining eligible under applicable labor law.

<sup>2</sup> A recent graduate is one who has graduated within 5 years prior to being elected to office.

ANA Bylaws Article VII, Section 5.a.4 indicates that in the event that a person holding a seat designated for a staff nurse or recent graduate no longer meets the definition of staff nurse or recent graduate, the Board position held by that member shall be declared vacant, unless the occupant has less than one year remaining in her/his term of office

3. Supports and represents the actions and decisions of the board.
4. Acts in good judgment by not expressing an individual position on action taken by the board. Discussion and specific actions taken in Closed or Executive Business Session remain confidential unless approved by board.
5. Acts responsibly within the scope of the powers of the Association as defined by its charter and by statute.
6. Keeps informed on current issues, prevailing attitudes, and membership needs.
7. Promotes the implementation of processes aimed to ensure the resiliency of ANA as an organization and to facilitate attainment of long-term strategic priorities by facilitating the allocation of resources; mitigating risk; being innovative, agile, and flexible; and supporting the implementation of robust systems.
8. Reviews and implements the Association's approved plans for funding its goals and programs through approval of the Association's annual budget.
9. Addresses the major issues facing the Association through the sharing of ideas and experiences and assigns the operational resolution to the Chief Executive Officer (CEO).
10. Establishes the membership of the American Nurses Foundation (Foundation) and appoints the Foundation Board of Trustees (Foundation BOT).
11. May be appointed to chair or serve on board committee: (e.g., Committee on Appointments, Committee on Honorary Awards), or other special committees or task forces.
12. Upon request of the ANA President, may serve as an Association representative, communicating with Constituent and State Nurses Association (C/SNA) or Individual Member Division (IMD) headquarters in advance concerning a scheduled appearance.
13. Supports and defends policies, procedures, positions, and programs adopted by the ANA Board of Directors and ANA Membership Assembly.

***Organizational Responsibilities as a Member of the ANA Board of Directors***

1. Confers constituent membership on associations meeting qualifications established in the ANA Bylaws.
2. Develops guidelines for the creation and dissolution of multi-state nurses' associations and United States of America nurses' overseas associations.
3. Grants Organizational Affiliate (OA) status and establishes the fees.

4. Establishes policies and procedures for the transaction of business, coordination of the Association activities, operation and maintenance of a national headquarters, financial and budgetary matters, and nominations and elections.
5. Establishes standing and special committees of the board as deemed necessary for the performance of its duties and defines the purposes and authority of such committees.
6. Makes appointments and fills vacancies as delegated by the ANA Bylaws.
7. Appoints, defines the authority and responsibilities of, and annually reviews the performance of the CEO.
8. Participates in each regularly scheduled face-to-face and conference call meetings of the ANA Board of Directors including joint meetings with other entities; records individual vote on each motion considered in the Closed, Executive Business, and Open Business Session meetings of the ANA Board of Directors; participates in electronic votes of the board between board meetings. Prior to each board meeting, carefully reviews all background materials and reports to be acted upon by the board.
9. Participates in the ANA Membership Assembly meeting and special meetings as a voting representative of the board.
10. Demonstrates other responsibilities of stewardship as outlined in the ANA Bylaws.  
*(For additional details, refer to the ANA Bylaws, Article IV and the Board Operating Policies.)*

#### **TERM OF OFFICE**

Elected by a plurality vote of the ANA Membership Assembly for a two-year term; may not serve more than two consecutive terms in the position of Director or more than eight consecutive years on the ANA Board of Directors.

#### **QUALIFICATIONS**

1. Current joint ANA-C/SNA membership or IMD membership;
2. Demonstrated prior active involvement or participation with ANA; ANA's C/SNAs; or the IMD;
3. Prior experience on a board;
4. Prior leadership or governance experience;
5. Familiarity with the ANA Bylaws and other Association policies;
6. Basic knowledge of parliamentary law and procedures;
7. Not concurrently serve as an officer or director of another organization, if such participation might result in a conflict of interest with ANA; and

8. Not currently employed by an organization if such employment might result in a conflict of interest with ANA.

#### **COMPETENCIES FOR SERVICE ON THE ANA BOARD OF DIRECTORS**

1. *Governance*: Demonstrated understanding of the difference between governance and management.
2. *Organizational Awareness and Commitment*: Demonstrated experience within ANA and with ANA's C/SNAs.
3. *Financial Acumen*: Ability to interpret financial statements and business cases.
4. *Strategic and Critical Thinking*: Demonstrated ability to analyze complex concepts, develop creative solutions, and/or evaluate decisions to enable the organization to achieve long-term objectives.
5. *Change Leadership*: Demonstrated ability to influence others and implement change.
6. *Diversity and Inclusion*: Values diversity and cultural dexterity with a strong commitment to creating an inclusive environment within ANA.

#### **TIME COMMITMENT**

The following is an estimate of time spent in fulfilling the duties of this position:

1. 2-3 days, three to four times a year for ANA Board of Directors meetings and other committee meetings held in conjunction with the board meetings;
2. 3-5 days per year, for the ANA Membership Assembly meeting, and in conjunction, committee meetings and pre- and post-board meetings;
3. 1-2 days per year for ANA strategic planning meetings;
4. 2-4 hours per month on conference calls of the ANA Board of Directors and/or committees;
5. Average of 2-3 hours per week reading materials and board reports from ANA;
6. 6-14 days per year dependent upon service on other committees and boards; and
7. Frequent air travel time.