

CGJA Director Responsibilities

Per the CGJA Bylaws, Article 6, Directors

Section 4. Duties

It shall be the duty of the directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, or pursuant to these bylaws and the board's adopted policies
- (b) Assume fiduciary responsibility for the corporation as required by law
- (c) Prescribe the duties and fix the compensation (if any) of all officers, agents, and employees of the corporation, except as otherwise provided in these bylaws
- (d) Supervise all officers, agents, and employees of the corporation to assure that their duties are performed properly
- (e) Meet at such times and places as required by these bylaws or the policy manual
- (f) Register their address, including any email address, with the secretary of the corporation
- (g) Approve the proposed annual ballot that includes a slate of qualified candidates for director
- (h) Elect officers of the corporation

Per the CGJA Policy Manual, §3.000, CGJA Directors and Officers

Section 3.10 Director Responsibilities

The following are in addition to those outlined in Article 6 of the CGJA Bylaws:

- A. Directors shall attend all board meetings except when excused by the president. Directors shall participate in teleconference or face-to-face board meetings at their own expense. Directors may be removed from the board if they fail to participate in two consecutive board meetings or a total of four meetings in any twelve-month period, except when excused by the president for good cause.
- B. Directors shall read and review all agenda packet items in preparation for each board meeting.
- C. Directors shall attend the CGJA Annual Conference and Annual Meeting unless excused by the president, and shall attend at their own expense.
- D. Each director shall be active on at least one of CGJA's committees.
- E. Directors shall monitor and, when necessary, promptly respond to email and voicemail communications regarding the business of the board and their committee(s).
- F. Directors shall avoid personal agendas and put personal differences aside in order to properly and fully satisfy their responsibility to serve the best interests of the association. Directors must become familiar with and be faithful to the association's missions and goals. Directors shall comply with the adopted Code of Conduct contained in the Directors' Handbook.
- G. Directors shall assume fiduciary responsibility for the association as required by law.