

DHRMA, Inc. Corporate Board of Trustees

Board of Trustees Position Summary:

The Board of Trustees shall be responsible for the overall viability of DHRMA, Inc. [the Corporation] and the oversight of the corporate business affairs of the Dallas Human Resource Management Association, Inc. In conjunction with the volunteer leadership and staff, it shall also be responsible for the long-term strategic planning activities of the Corporation, legal operations accountability and for ensuring a continuity of leadership and direction over time.

The Board of Trustees is comprised of three elected members, two appointed non-HR professionals and four Trustees assigned per their position's job description.

Reports to:

DHRMA, Inc.'s constituents (including membership of Dallas HR, HR SOUTHWEST attendees and all other customers of the Corporation)

Responsibilities:

Trustees are responsible for:

- Appointing two non-HR business professionals to serve as Trustees for a 1-year term, by the March Board of Trustees Meeting
- Appointing one of the three elected Trustees to serve as the Chair (The role of the Chair is to conduct and/or facilitate meetings.), by the March Board of Trustees Meeting
- Complying with all known existing legal, regulatory, and financial reporting requirements as well as Corporate By-laws and established guidelines
- Providing continuity of management and leadership to the Corporation
- The overall viability of the Corporation
- The oversight of all property and business affairs of the Corporation
- Ensuring financial solvency of the Corporation
- Approving long-term financial and contractual affairs
- Delegating power to the Executive Director so that the business affairs of the Corporation can be effectively managed
- Delegating power to the Executive Committee to oversee the annual management and business affairs of the Corporation
- Conducting an annual written assessment in partnership with the Executive Committee of the Executive Director's performance

Qualifications

Elected and appointed non-HR Trustees may not serve in any other appointed or elected leadership position of the Corporation during their tenure.

Elected Trustees (3)

- At least one trustee must be a past President of Dallas HR.
- At least one trustee must be a past Conference Director of HR SOUTHWEST.
- The third trustee must qualify as a past President of Dallas HR or Conference Director of HR SOUTHWEST or have served a minimum of one year in a volunteer leadership position for both departments. (Exception: At the discretion of the Nominating Committee, two of more years of prior leadership with another SHRM affiliated Chapter or with SHRM may be considered in lieu of this qualification.)
- Must be member in good standing with Dallas HR and SHRM.

Appointed non-HR Trustees (2)

- Generally acknowledged as a respected business professional within the DFW business community.
- Possess specific skill sets that are deemed appropriate for assisting in the management of a large, not-for-profit Corporation.

Appointed Trustees (4)

Includes:

- Dallas HR President
- HR SOUTHWEST Conference Director
- DHRMA, Inc. Executive Director
- DHRMA, Inc. Corporate Attorney

These Trustees serve on the Board by virtue of their leadership position. See individual job descriptions for qualifications.

Requirements

Must exercise duty of care by:

- Attending quarterly meetings
- Making informed decisions
- Carrying out duties in a reasonable and responsible manner
- Supporting majority decisions of Board of Trustees
- Leading by example

Conflict of Interest:

Trustees must disclose all material facts and relationships and refrain from voting on any matter when there is a potential for conflict of interest. This accountability to the Organization includes:

- Loyalty to any other interest groups, boards or staffs.
- Personal interest or private business of any Trustee.