

List of Duties, Qualifications and Commitments of the CHIA Board of Directors and AHIMA Delegate Position *For CHIA Leadership Nomination purposes*

BOARD OF DIRECTORS

CHIA Board of Directors Composition

The members of the CHIA Board of Directors are the President, President-elect, Past President Director and four-at-large Directors. The CEO/Executive Director is a non-voting resource to the Board of Directors.

Ten Basic Responsibilities of Nonprofit Boards

1. **Determine mission and purpose.** It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
2. **Select the chief executive.** Boards must reach consensus on the chief executive's responsibilities and undertake a careful search to find the most qualified individual for the position.
3. **Support and evaluate the chief executive.** The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the organization.
4. **Ensure effective planning.** Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.
5. **Monitor and strengthen programs and services.** The board's responsibility is to determine which programs are consistent with the organization's mission and monitor their effectiveness.
6. **Ensure adequate financial resources.** One of the board's foremost responsibilities is to secure adequate resources for the organization to fulfill its mission.
7. **Protect assets and provide proper financial oversight.** The board must assist in developing the annual budget and ensuring that proper financial controls are in place.
8. **Build a competent board.** All boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate their own performance.
9. **Ensure legal and ethical integrity.** The board is ultimately responsible for adherence to legal standards and ethical norms.
10. **Enhance the organization's public standing.** The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community.

Responsibilities of Board Members – Three Legal Duties

Duty of Care

- Board members are required to act with the care that a reasonably prudent person would under similar circumstances.
- Understanding of the issues and good faith exercise of their authority is required.

- Exhibit honesty and act in a manner believed to be in the best interests of the association, doing so with such care – including reasonable inquiry.
- “Business judgment” rule – protects directors from personal liability for actions made in poor judgment as long as there is a reasonable indication that the action was undertaken with due care and in good faith

Duty of Loyalty

- Duty of faithfulness to the association
- The best interests of the organization and its constituency (the members as a whole) must guide all decision making – cannot put personal interests above the interests of the association
- Avoiding conflicts of interest – necessity to disclose and recuse themselves from both voting and discussion on the topic

Duty of Obedience

- “Public trust” element
- Performance of duties within the scope of all applicable statutes, laws, and with fidelity to the chartering documents that led to the granting of the non-profit status.
 - Bylaws are “rules of the game” and board members must understand and play by these rules. Need to understand the limits of the authority granted by the organization.
- Directors cannot remain willfully ignorant of the association’s affairs
- Directors must avoid intentional wrongdoing

Individual Board Member Responsibilities

- Attend all board and committee meetings and functions, such as special events.
- Be informed about the organization's mission, services, policies, and programs.
- Review agenda and supporting materials prior to board and committee meetings.
- Serve on committees or task forces and offer to take on special assignments.
- Suggest possible nominees to the board who can make significant contributions to the work of the board and the association
- Keep up-to-date on developments in the health information management profession.
- Follow conflict of interest and confidentiality policies.
- Assist the board in carrying out its fiduciary responsibilities, such as reviewing the organization's annual financial statements.

Personal Characteristics to Consider

- Ability to: listen, analyze, think clearly and creatively, work well with people individually and in a group.
- Willing to: prepare for and attend board and committee meetings, ask questions, take responsibility and follow through on a given assignment, contribute personal and financial resources in a generous way according to circumstances, open doors in the community, evaluate one’s self.
- Develop certain skills if you do not already possess them, such as to: cultivate and solicit funds, cultivate and recruit board members and other volunteers, read and understand financial statements, learn more about the substantive program area of the organization.
- Possess: honesty, sensitivity to and tolerance of differing views, a friendly, responsive, and patient approach, community-building skills, personal integrity, a developed sense of values, concern for your nonprofit's development, a sense of humor.

General Duties and Responsibilities

- The Board of Directors shall carry on the business of CHIA between meetings of the House of Delegates (HOD) and shall report on all actions through the President at the House of Delegates and through *CHIA Journal* and the CHIA Website.
- The Board of Directors shall be responsible for carrying out the association's duties as delineated in the CHIA Bylaws.
- The Board of Directors shall initiate change, direct policies and procedures of CHIA in accordance with the strategic direction of the association and CHIA policies and procedures.
- The Board of Directors shall ensure adequate financial resources, which includes approving and monitoring budgeted income and expenses, and oversight of CHIA's investments in accordance with CHIA's investment policies.
- The Board of Directors shall establish, oversee, and act on the recommendations of all Committees, Task Forces and External Liaisons, except as otherwise provided in the Bylaws.
- The Board of Directors shall monitor and strengthen educational programs and association member benefits.
- The Board of Directors shall ensure legal and ethical integrity by adhering to CHIA's conflict of interest policies.

Benefits of CHIA Board Service

- Opportunity to positively affect the growth and direction of one's professional peers.
- Opportunity to influence policy at the early stages of development for the Association.
- Opportunity to network with other professional associations in addition to members of CHIA.
- All expenses while performing CHIA business are reimbursable within the travel / expense policy guidelines
- Registration fee at State Convention is waived.
- Registration fees for all CHIA-sponsored seminars and educational programs are waived.

Essential Websites for CHIA Board Members

- www.CaliforniaHIA.org
CHIA's website where each CLA has a webpage on this site
Board member's profiles are posted here
- www.ahima.org
AHIMA Information
- www.engage.ahima.org (Engage Communities)
California Engage Communities (CHIA Policies/Procedures and other important information will be posted here)
State Leaders and HOD Engage Community

Conflict of Interest Avoidance

Please see CHIA's Policy titled, "Conflict and Duality of Interest". CHIA Board members must read this policy, complete the questionnaire and sign the acknowledgement form upon taking CHIA office.

PRESIDENT DUTIES

I. Purpose

- A. The President leads the Board of Directors, which governs the association, sets strategy, budget, and maintains fiduciary oversight. The President services as an ex officio member of all of CHIA's volunteer groups.

II. General Duties

- A. Preside at all meetings of the Board of Directors and at all meetings of members; shall, with the approval of the Board of Directors, appoint members and Chair of the Standing Committees except as otherwise provided in the CHIA Bylaws; shall be a member of the Board of Directors; shall be an ex officio member of all Committees except the Nominating Committee, and shall perform such other duties as the Board of Directors may from time to time determine.
- B. Review duties and responsibilities of CHIA Officers and Committee Chairs immediately upon assuming office. Shall see that these Officers and Chairs perform their duties. Shall monitor the performance of these responsibilities and discuss issues/problem areas with the Board of Directors as necessary.
- C. Through personal contact and through the Board Liaisons, keep Officers, Committee Chairs, and Component Local Association Presidents, informed of all CHIA activities, particularly those pertinent to their appointments.
- D. Promptly answer communications from the AHIMA Executive Office, Component State Association Officers, CHIA members, as well as other organizations, and Committee Chairs. Shall keep the Board of Directors of the American Health Information Management Association, through the Executive Office, informed of any issues that affect the Component State Association and the profession.
- E. Submit to the President-elect of AHIMA, no later than February 1, the names of qualified persons within CHIA who can be recommended for appointment to the AHIMA as officers or on AHIMA committees. Consult the AHIMA Bylaws relative to the qualifications for such appointments.
- F. During the State Convention shall present to the Committee Chairs relevant sections from the *CHIA Policy and Procedure Manual* pertaining activities and responsibilities for the current year.
- G. Review the duties of the office with each Chair at the time of the State Convention or prior, after concurrence of appointment by the Board of Directors. At the beginning of his/her term, the President will notify Chairs of the name of the Board Liaisons and Committee deliverables for the year.
- H. Responsible for evaluating the Performance Evaluation for the CEO/Executive Director, along with input from the President Elect, Past President, Board of Directors, and others as appropriate.
- I. The President is encouraged to accept invitations to visit Component Local Associations (CLAs) during his/her term of office (expenses to be reimbursed in accordance with CHIA's reimbursement policy)
- J. The President shall recommend the Chair and four members to the CHIA Awards Committee by the March Board meeting each year.
- K. All correspondence relative to CHIA and parties outside CHIA will be referred to the President for response of his/her designee. The President shall send a copy of ALL correspondence to

the CEO/Executive Director, President-elect and, if appropriate, to the Board Liaison and Committees.

- L. The President shall write and submit the annual report of the Board of Directors to the House of Delegates at its State Convention.
- M. The President shall inform all members on the ballot of the results of the election prior to the State Convention.
- N. The President assists the CEO/Executive Director in preparing the BOARD MEETING AGENDAS at least two weeks prior to the meeting to allow the CEO/Executive Director time to distribute agenda and meeting handouts.
- O. The President will be notified by the CEO/Executive Director of any seminars appearing to have low registration numbers and with CEO/Executive Director will decide whether to "hold" or "cancel" the seminar.
- P. Summarize the actions or decisions made at the Board of Directors meeting prior to the State Convention for the House of Delegates package. This should be included with the Committee and Component Local Association (CLA) reports.
- Q. The President shall make timely plans for approval of the following arrangements for the State Convention: Credential staff, House of Delegates agenda and Parliamentarian (when utilized). Also, prepare the agenda for CHIA's Celebration event.
- R. The President (or designee) shall prepare and submit a President's Message and/or Board of Directors report, as possible to meet the closest publication deadline.
- S. The President shall serve as the Chief Delegate to the AHIMA convention.

PRESIDENT-ELECT DUTIES

I. Purpose

- A. The President-Elect's position is primarily one of learning and observing the management function of the Board of Directors in preparation for assuming the Presidency, active involvement in the strategic planning process, evaluating the structure, content and effectiveness of CHIA committees, and support of the President in AHIMA and CHIA leadership activities.

II. General Duties

- A. The President-elect shall become familiar with the duties and functions of the President, shall serve as a member of the Board of Directors, and shall automatically succeed to the office of President after serving one year as President-elect. The President-elect shall perform the duties pertaining to the office of President during his/her absence, disability or inability to act which shall be determined by the majority of the Board of Directors.
- B. Serve as an automatic Delegate to AHIMA.
- C. Participate in the activity and decision-making process of the Board of Directors.
- D. Become acquainted with the scope of responsibility of the Corporation/CHIA and the Board of Directors, House of Delegates and other mechanisms of CHIA activities as documented in *CHIA Policy and Procedure Manual*, Articles of Incorporation and CHIA Bylaws.
- E. Accept delegated responsibility as a Board of Directors member as a result of the decision making by the President with the Board of Directors.
- F. Attend AHIMA Leadership Conference and other AHIMA events upon approval by CHIA Board of Directors.
- G. Develop, confirm, and obtain a preliminary list for approval of all appointments of Committee Chairs/Appointees and members. Nominating Committee Chair to be appointed only (Component Local Associations shall notify CEO/Executive Office of their Nominating

Committee representative). Present this list to the January Board of Directors Meeting. This list must be finalized for presentation to the March Board of Directors meeting.

- H. Communicate with the CEO/Executive Director regarding special arrangements needed during the State Convention related to Presidents' Party.
- I. The President-elect shall utilize CHIA letterhead for all Association communications.
- J. The President-elect participates in strategic planning with the CHIA Board of Directors.
- K. The President-elect shall research and prepare House of Delegates Issues Forum portion of the House of Delegates based on feedback from CLA Leadership, CHIA Board, and upcoming House of Delegates issues. Present the potential topics at the January Board meeting, with draft presented at the March Board meeting.
- L. The President-elect, in conjunction with the CEO/Executive Director, shall research and submit a response to the AHIMA CSA Award Programs. Potential topics will be discussed at the January board meeting with a final draft presented at the March board meeting.
- M. Contribute to the House of Delegates script, prepared by the President, in preparation for the House of Delegates meeting.
- N. Prepare a summary of the House of Delegates meeting. (June 26, 03 BOD)
- O. Contribute to the *CHIA Journal* and CHIA Bulletin which includes topics such as: House of Delegates summary, Leadership Forum, Board member profiles, AHIMA's Hill Day, and other items as requested.

PAST PRESIDENT DIRECTOR DUTIES

I. Purpose

- A. The Past President assumes office immediately following their term as President and remains on the Board of Directors for a third year. The Past President serves as a resource to the President and Board of Directors and assists in the review and revision of the CHIA Policy and Procedure Manual annually.

II. General Responsibilities

- A. Reviews, revises and develops policies and procedures as needed.
- B. Perform Board Liaison responsibilities as assigned.
- C. With the President, prepares annual performance evaluation of CEO/Executive Director.
- D. With the assistance of the CEO/Executive Director, reviews the *CHIA Policy and Procedure Manual* and makes recommendations for revisions to the *CHIA Policy and Procedure Manual* annually.
- E. Coordinates purchase of gift from Board of Directors to outgoing President to be submitted during State Convention. Board of Directors gift shall be presented prior to Celebration event.
- F. Attend Budget (Finance) meeting scheduled in late February or early March.
- G. The President-Elect and Past President Director will review the CHIA committees' structure including the number of members, and charges, then make a recommendation to the CHIA Board for any revisions. This review must be completed in time for the recommendations to be presented at the November Board meeting.

DIRECTOR DUTIES

I. Purpose

- A. The Directors serve as voting members of the Board of Directors as well as voting members of CHIA's House of Delegates. CHIA's Directors serve as Board Liaisons to CHIA's

Committees, Task Forces, Component Local Associations, Affiliated Organizations and External Liaisons assigned by the President and approved by the Board of Directors. CHIA's Directors serve a two-year term of office.

II. General Duties

- A. Assist the President in all areas as assigned.
- B. Assume the duties of the President in the absence or inability of the President-elect and the President to carry out his/her responsibilities as provided in the Bylaws.
- C. May be appointed to assume the position of President-elect for the current year and the office of the President for the ensuing year in the event of the death, incapacity or resignation of the President-elect prior to assuming the office of President if outside of time frame designated in the CHIA Bylaws.
- D. Act as Board Liaison between the Board of Directors, Committees/Task Forces, Component Local Associations, Affiliated Organizations and External Liaisons assigned by the President as approved by the Board of Directors.
- E. Maintain frequent contacts with each Committee assigned and report progress or any special needs to the Board of Directors at each Board of Directors meeting.
- F. As necessary, prepares BOARD LIAISON REPORT(s) for submission to the CEO/Executive Director for inclusion in the Board of Directors agenda packet. The Board liaison report is generally the report of the committee/CLA, but can also include the CHIA Board member's addendum to those reports, as appropriate.
- G. Be responsible for coordinating follow-up of recommendations and Board of Directors actions.
- H. Assist in the formulation of ideas for the Open Forum and/or Issue Groups for CHIA House of Delegates and submit to CHIA President-elect.
- I. As Board Liaison to CLA's, encourage nominations for CHIA Membership Recognition Awards.

III. Outline General Responsibilities

- A. Attend all Board of Directors meetings.
- B. Attend CLA Leadership Forum.
- C. Attend or arrange to have covered meetings of assigned Component Local Associations, Affiliated Organizations and give a Board of Directors status report.
- D. Aid in revising, updating CHIA Strategic Plan each year.

AHIMA DELEGATES

The California Health Information Association (CHIA) acknowledges and supports broader communications and increased CHIA member participation in the issues, concerns and goals of the American Health Information Management Association which is best described by the following goals:

I. Purpose

- A. The CHIA Delegate to AHIMA serves as a communication and membership link between AHIMA, CSA and the membership. Delegates contribute or recommend action on issues affecting the HIM profession, facilitate the voice of the member, votes on important matters pertaining to the HOD, and seek feedback and informs the CHIA membership on AHIMA and HOD activities.

II. General Duties

- A. Promote the consciousness of individual members and Component Local Association (CLA) regarding the organization, process and content of association activity.
- B. Develop a more informed and truly representative state delegation to the AHIMA's House of Delegates.
- C. Provide a structure that ensures comprehensive input, stimulates participation and encourages communications from Component Local Association (CLA) and individual members regarding AHIMA's issues, concerns and goals.
- D. Increase sensitivity of the AHIMA Board, Staff, Council and Committee members to the concerns of the individual members and the CHIA.

Through this statement, the CHIA Board of Directors affirms its delegation of authority and support of its Advocacy Program to the duly elected state Delegates to the AHIMA and CHIA Board Liaisons to Component Local Associations.

AHIMA delegates shall be reimbursed for expenses based upon guidelines approved by the CHIA Board of Directors.

Important Dates and Activities

July through October	Provide updates to the CHIA membership (via CLA meetings) on issues for the Fall AHIMA House of Delegates
Fall	Attend the AHIMA House of Delegates face-to-face meeting
Year Round	Participate in AHIMA House of Delegates Webinars, Task Forces, and events; or attends the face-to-face meetings only if approved by the CHIA Board.
Frequently	Log on to the AHIMA State Leader and HOD Engage Community and participate in delegate discussions and chats.

JOB DESCRIPTION OF DELEGATES TO AHIMA

Delegate Qualifications *(at a minimum)*

- Active member of CHIA and AHIMA
- Knowledgeable and experienced HIM professional
- Demonstrates leadership and promotes advocacy
- Accessible by phone or e-mail
- Available and engaged

Delegate Desired Attributes

- Understanding of AHIMA, the profession, and the industry
- Possesses critical and strategic thinking skills, forward thinking
- Communicates with and engages members/Assertive Communication Skills
- Presents a professional image and has high ethical standards

Role of the Delegate

The role of delegate is to govern the HIM profession. This is done by performing the following activities:

- Advocates for the profession, the members, and the Association
- As outlined in the AHIMA Bylaws, CHIA Delegates to AHIMA will:
 - Approve the standards governing the profession

- Elect the members of the AHIMA Nominating Committee, except the Chair and appointed members
- Elect the Speaker-elect
- Participates in meetings:
 - HOD Meeting
 - CSA and/or local meetings and Board meetings
- In serving as delegate, may represent CHIA on the following team:
 - Envisioning Collaborative - The Envisioning Collaborative serves as a “think tank” composed of delegates, subject matter experts, and industry leaders bringing forward a robust exchange of perspectives, innovation, and ideas that inform strategy and enable solutions and sound decisions advancing the profession.
 - House Leadership - The House Leadership serves as a steering committee consisting of one (1) delegate from each CSA. They ensure effective HOD operations through alignment with strategy. House Leadership fosters the overall delegate experience and provides oversight of task force progression.
- Communicates and provides feedback on issues to the CHIA Board of Directors and membership
- Vets professional practice content
- Conducts environmental scanning
- Serves as a communication and membership link between AHIMA, CSA and the membership
- Contributes or recommends action on issues affecting the HIM profession
- Facilitates the voice of the member
- Votes on important matters pertaining to the HOD
- Seeks feedback and informs the CHIA membership on AHIMA and HOD activities
- Provides input on gaps in AHIMA programs and services and areas of HIM research and innovation
- Serve two-year terms; half the delegation being elected each year to ensure continuity
- Serve as a resource to the Component Local Associations on issues impacting the HIM profession.

ALTERNATE DELEGATES

Alternate delegates are serve in the event a regular delegate is unable to fulfill their duty as a delegate. Alternate delegates are selected based on those nominees who received the most votes after the AHIMA delegate positions have been selected.