

Responsibilities and Qualities of a Good Board Member



Members must make an important and critical decision when they select which candidates they will vote for in the NFDA Board of Directors elections. Their choices will help determine the future direction of their national association.

At NFDA, the At-large Representatives to the Board of Directors are elected during Voting Forum at the Leadership Conference. State Association Representatives cast votes on behalf of their state association for the At-large Representatives*.

In the NFDA officer elections (President-elect, Treasurer and Secretary), if a seat is contested, an electronic election is held for a 14-day period, typically in August. All eligible NFDA members can vote in the officer elections*.

As you evaluate the candidates who are running in the NFDA elections and prepare to make an educated and informed choice, consider the following information about the duties of a board of directors and the characteristics that make for good board members.

A Board of Directors' Primary Duties

The board of directors of a nonprofit organization has three primary legal duties: "duty of care," "duty of loyalty," and "duty of obedience."

1. **Duty of Care:** Take care of the nonprofit by ensuring prudent use of all assets, including facility, people, and goodwill.
2. **Duty of Loyalty:** Ensure that the nonprofit's activities and transactions are, first and foremost, advancing its mission. Recognize and disclose conflicts of interest. Make decisions that are in the best interest of the nonprofit corporation and *not in the best interest of the individual board member* (or any other individual or for-profit entity).

3. **Duty of Obedience:** Ensure that the nonprofit obeys applicable laws and regulations; follows its own bylaws; and that the nonprofit adheres to its stated corporate purposes/mission.

Beyond fulfilling the legal duties and serve as a fiduciary of the organization's assets, board members can be important resources for NFDA members in multiple ways including providing guidance; contributing to the organization's culture, strategic focus, effectiveness, and financial sustainability; and serving as ambassadors and advocates.

Board Member Qualities

Here are the important qualities you should consider when evaluating whether an individual would be an effective member of the NFDA Board of Directors. Are they:

1. Dedicated and committed?

Being a board member requires a high level of dedication and commitment to responsibilities that extends beyond attending board meetings regularly. Effective board members bring a lot to the table and maintain an unwavering interest to achieve the goals of the organization.

2. Able to lead and influence others?

An excellent member of the board has the ability to lead and influence others to pursue the goals of the organization. He or she has the spirit and drive to set direction to fulfill the association's business goals.

3. Straightforward and impartial?

An effective board member brings candor to board meetings. He or she can engage other board members in discussions and debates without being arrogant or disrespectful. He or she is objective and impartial and can effectively drive a point across without making things personal. A good member of the board will not hesitate to ask the hard questions for the members of the association the board serves.

4. Knowledgeable and an insatiable learner?

A member of the board should be knowledgeable about the association and its culture, operations, mission, and vision, the roles, and responsibilities of the board as well as the principles of good governance. Aside from that, he or she has an insatiable desire to learn and seek personal and professional development.

5. Able to maintain discretion and confidentiality?

Trustworthiness is an essential trait of a board member. Board discussions and meetings are confidential, and each member should always be discreet. He or she should always support the decision of the board when speaking about the organization.

Meet the Candidates

It is important to also get to know the candidates. Please review their profiles here:

NFDA At-Large Representative Candidate Profiles: <https://nfda.org/about-nfda/board-of-directors/elections/at-large-representative-candidates>

NFDA Officer Candidate Profiles

President-elect: <https://nfda.org/about-nfda/board-of-directors/president-elect>

Treasurer: <https://nfda.org/about-nfda/board-of-directors/elections/treasurer>

Secretary: <https://nfda.org/about-nfda/board-of-directors/elections/secretary>

Thank you for becoming an informed voting member.

Sources:

- <https://greatboards.org/>
- <https://boardable.com/blog/nonprofit-board-members/>
- National Council of Nonprofits

*references from the [NFDA Bylaws](#)