



# JOB DESCRIPTION

**JOB TITLE: TRUSTEE**

**DATE: February 27, 2022**

## JOB SUMMARY

The Trustees of the American Orchid Society are the members of the governing body of the organization and are led by officers elected from within the Trustees or from the AOS membership. Trustees of the American Orchid Society are elected to carry out the responsibilities of the Board of Trustees and may serve up to two consecutive 3 year terms.

## BYLAWS:

### 3.1 – COMPOSITION

The Board shall consist of not fewer than three (3) and not more than twenty-five (25) individuals (Officers and other Trustees), elected from among the Members. The Board shall include the Officers defined in Article 4. Qualifications of Trustees shall be specified and approved by the Board.

All Trustees shall be expected to attend all meetings of the Board and all regular and special Meetings of the Members. If a Trustee plans not to attend a meeting of the Board, he or she shall so inform the President prior to the meeting, stating his or her reason. The Board may remove a Trustee from the Board for failure to attend three (3) out of the past six (6) meetings of the Board, provided that a majority of the Trustees present at a meeting at which a quorum is present must vote in favor of such removal. Trustees may participate in meetings of the Board by telephone, videoconference, or other electronic means as long as all persons participating in the meeting can hear each other at the same time and can participate in all matters before the Board. Participation by such means shall constitute presence in person at a meeting.

### 3.2 - NOMINATIONS AND ELECTIONS OF TRUSTEES AND OFFICERS

The Governance Committee (defined hereafter) shall assist the Board in identifying its competency needs, and, with the Board, develop the criteria to be used by the Nominating Committee for selecting future Trustees and Officers.

The election of Trustees and Officers shall be held at the Annual Meeting of Members. The candidates receiving the largest number of votes for the positions available shall be elected.

### 3.3 - POWER AND DUTIES

The Board shall have ultimate charge and direction of the affairs and business of the Society to fulfill its mission and purposes.

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## **3.4 - TERM OF TRUSTEES**

Trustees shall serve terms of three (3) years. Unless otherwise provided in these Bylaws, Trustees may serve no more than two (2) consecutive elected three (3) year terms, after which they shall not be eligible for reelection for a period of three (3) years unless elected as an officer, which may extend the term to a total of 12 consecutive years on the Board. The twelve (12) years shall include total Board service begun prior to approval of these bylaws.

## **ROLE OF A TRUSTEE**

As a participating member of the Board of Trustees, an individual trustee is expected to

- work cooperatively with fellow trustees and officers to expedite the strategic vision and mission of the AOS,
- contribute to a positive work atmosphere to ensure that the AOS achieves its mission in an ethical, transparent, accountable, and prudent manner. By accepting the position, trustees agree to abide by the obligations outlined in this job description.

## **DUTIES & RESPONSIBILITIES:**

### **Individual Trustees shall:**

#### **1. Specific Performance expectations:**

- Believe in and be an active advocate and ambassador for the values, mission and vision of the AOS Participate in Board activities.
- Act in a way that contributes to the effective operation of the Board, working with other Board members and staff to ensure the Board and its committees function well
- Regularly attend Board and Committee meetings, do the homework before meetings, read backgrounders, discuss issues with other Board members; be familiar with Board information (strategic plan, Trustee's Handbook, policies, procedures, bylaws, etc.) and obligations.
- Participate in discussions; if comments are requested on items in play, analyze and prepare your comments and send in advance, if possible, to the originator
- Set aside personal or individual agendas, always consider what is best for the AOS. Be open to new ideas.
- Once decisions are made by the Board, Trustees have an obligation to publicly support them, even though they may not personally be in favor of them.

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- Understand, respect, and maintain the importance of confidentiality of Executive Sessions of the Board, and speak with one voice when representing the Board. Failure to fully maintain confidentiality is grounds for removal from the Board.
- Respect disagreement without personalizing the debate and avoid paralysis in the face of dissent
- Financially support the organization in a manner commensurate with one's ability, while seeking additional financial support elsewhere. Support the Development Committee when requested, usually twice during the year (request auction solicitations from prospective donors, write donor thank you's, etc.)
- Volunteer on committees and task forces of the Board, contributing in a positive, constructive, and co-operative manner with fellow board members.
- Respond promptly to all communications concerning AOS business.

## **2. Knowledge, Skills and Abilities Required for the Board:**

The Board requires the following skills and knowledge. Trustees should demonstrate some of the following skills and competencies:

- Appreciation for the Society's mission of education, research and conservation of orchids.
- Basic knowledge of orchids and their culture
- Demonstrated prior board experience, preferably with a non-profit organization.
- Development and fund-raising.
- Information Technology.
- Marketing.
- Strategic planning.
- Finance, financial planning, investment strategies.
- Research and conservation related to orchids.
- Education and training programs.
- Library and Archival skills.
- Legal background, regulatory and risk management skills.
- Strong interpersonal and communication skills.

## **3. Personal attributes**

- Be ambassadors to the orchid community. Act as a liaison between AOS members and the Board to further cooperation and free-flowing exchange of knowledge. Be alert for opportunities to explain the AOS vision and mission, as well as plans and programs to AOS members and others interested in orchids.
- Support fellow Board Members, the AOS membership and the AOS staff.

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- Be approachable and responsive to the concerns and suggestions of the general membership.
- Be open to and respectful of new ideas to keep the organization viable and vital.
- Bring special skills, knowledge, talent, contacts, contributions, and expertise.
- Be constantly on the look-out for potential volunteers who could advance the mission and programs of the AOS. Support current AOS volunteers.
- Yearly, declare any possible conflicts of interest, and recuse oneself from situations where there could be a possible conflict of interest.
- Read the AOS code of conduct policy and follow its ethical guidelines.

**Approved 10/28/11 at the Board of Trustees meeting in San Antonio  
Revised and approved by the Board of Trustees October 29, 2016  
Revised and approved by the Board, February 27, 2022**