



Roles and Responsibilities for PRSA Board of Directors

(Approved January 31, 2020)

Terms of Office

PRSA Board of Director members shall be elected by the PRSA Leadership Assembly at its annual meeting and shall hold office for their full term and until their successors take office. The terms shall be staggered so that the tenures of six directors expire each year.

Directors shall not serve more than two terms consecutively, but may again be eligible for election after one year off the Board.

Qualifications for PRSA Board of Director Positions

- APR accreditation is required for District directors; At-large directors are not required to have their APR.
- Directors should either have experience at the Chapter, District, Section, Assembly and/or national Committee level or have served as a public relations professional for 20-or-more years with increasing levels of responsibility.
- While all directors do not succeed to officer, they should have the qualifications to assume such roles, including a working knowledge of "Robert Rules of Order," governance, finance and strategic planning.
- Directors shall be recognized leaders in the profession and/or their community with previous experience serving on a board of directors.

Roles and Responsibilities of PRSA Board Members

All Board members have a number of roles and responsibilities, which are listed below. In order to discharge their duties, Board members must become familiar with PRSA's mission and vision, strategic plan, organizational structure, policies and procedures and budget. Roles and responsibilities include:

1. Being the public face of PRSA.

In coordination with staff, and as set forth in PRSA Policy and Procedures, Board members may be asked to represent PRSA through:

- Calls and visits to PRSA Chapters and Districts.
- Contact with the media.

2. Providing resources and knowledge to guide PRSA.

- Prepare for, attend and participate in meetings/calls, typically one call per month, and four in-person meetings per year. The majority of expenses for attendance at Board meetings are covered by PRSA.
- Play an active role in PRSA's knowledge-based culture that rests upon facts, information and awareness of best practices.
- Ensure that the organization has adequate financial resources. "Unfunded mandates" are no less problematic for professional organizations than they are for state and municipal governments.

- Serve as Board liaison, which is an independent arbiter of a Committee's work. The role of the Board liaison is to follow the work of the Committee to ensure they are working in compliance with PRSA policies and procedures, to serve as a communication channel and to function as an independent arbiter in case of problems. Some roles (such as UAB liaison, PRSSA liaison, or appointee to the Board of the PRSA Foundation) entail additional commitments.
 - Serve as a leader or member of a Task Force or working group.
 - Help keep PRSA informed by monitoring and conveying what is happening in the profession — the trends, developments and industry priorities that may impact PRSA.
- 3. Provide for succession.**
- Encourage talented, capable members to apply for office and serve in leadership roles.
- 4. Present to the Leadership Assembly nominations for the offices of Chair-elect, Treasurer and Secretary.**
- 5. Provide fiscal and strategic oversight.**
- Provide strategic and high-level operational oversight. Board members don't manage programs or implement policies; they ask good, probing questions of those who do.
 - Serve the organization as a whole. Although Board members may reach their positions through Chapter, District or Section opportunities, the PRSA Board of Directors serves the organization as a whole, rather than any special group or location.
 - Review financial results and statements. Ask questions. Look for trends and offer possible strategic and long-term solutions to be investigated.
 - Approve (or reject) plans and budgets.
- 6. Evaluate performance.**
- Evaluate the organization's performance, and the performance of key elements, such as the Chief Executive Officer and the Board itself.

Skill Set for All PRSA Board Members

Serving on the PRSA Board of Directors is a rewarding and important responsibility. Board members hold various types of experience, and each is expected to contribute his or her unique talents and experience to the Board. In this way, the Board maintains a diverse and comprehensive skill set on the Board.

All candidates should be outstanding in their ethical conduct, their participation in and commitment to PRSA, and their professional achievements and recognition.

Desirable characteristics of each candidate include:

- Leadership experience with other related organizations.
- In-depth knowledge of the profession.
- Experience in providing strategic direction, management, collaboration, team building and fiscal planning.
- Ability to differentiate between association and professional issues.
- Good social and presentation skills.
- An ability to facilitate productive conflict resolution and consensus building.
- An understanding of board, member and staff interrelationships.
- Meeting management and facilitation skills.

- Self-confidence with internal and external audiences.
- An understanding of the difference between governance issues and responsibilities and operational issues and responsibilities.