



Institute of Hazardous Materials Management [IHMM] Member of the Board of Directors Position Description

Board of Directors Standards

The Board of Directors shall have no fewer than eight (8) members. One (1) Director for each of the accredited IHMM credentials, one (1) non-IHMM certified Public Member Director, and the remaining AtLarge Directors shall hold any accredited IHMM credential. The Officers described in Section 3 herein shall be selected from among the Board of Directors. [IHMM Bylaws, Article V, §1 §§A.]

The Board of Directors has the care, control, and custody of the assets of IHMM. The Board of Directors is responsible for ensuring the organization's long-term financial stability and integrity, as well as serving the role of fiduciary of the organization's assets. The Board of Directors ensures that the organization fulfills its mission. The Board of Directors recognizes that to foster the organization's continued viability and growth, diversification of income sources is essential.

The Board of Directors is a strategic body, that provides guidance gained through consensus about the future direction of the organization.

Just as for any corporation, the Board of Directors has three primary legal duties known as the "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; 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 bylaws; and that the nonprofit adheres to its stated corporate purposes/mission

Mission of the Board

- The Board of Directors commits itself to defending and promoting IHMM professional credentials among the government and the private sector.
- The Board of Directors commits itself to the mastery of the IHMM Bylaws and follows its guidance in its operations > https://ihmm.org/wp-content/uploads/2024/04/IHMM_Bylaws_03_29_2024.pdf

- The Board of Directors commits itself to the preservation and growth of the Institute by serving its duty to perform as custodians with care, custody, and control of the assets and future of the Institute.
- The Board of Directors commits itself to the mastery of the financial structure of IHMM and its role as fiduciary providing guidance in the financial health of the Institute.
- The Board of Directors commits itself and its certificants to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board Members.
- The Board of Directors commits itself to adhere to the Carver Guide of Board Governance, the central document outlining the Board's roles and responsibilities as well as its relationship with the Executive Director and staff of IHMM.
- The Board of Directors commits itself to the IHMM volunteer service agreement and executes that agreement annually > <https://ihmm.org/volunteer-service-agreement/>
- The Board of Directors commits itself to maintaining the highest standards of integrity and ethical behavior.
- The Board of Directors commits itself to maintaining professional credentials that are created, maintained, delivered, and accredited by the highest standards of excellence for the communities of practice represented by those credentials.

Position

The Board will guide, govern, and support the work of IHMM and provide strategic governance and oversight. While day-to-day operations are led by IHMM's Executive Director, the Board-CEO relationship is a partnership, and the appropriate involvement of the Board is both critical and expected and is outlined in the Carver Guide. Specific Board Member responsibilities include:

Leadership, governance, and oversight

- Serving as a trusted advisor to the Executive Director as s/he implements IHMM's strategic plan
- Reviewing outcomes and metrics created by the Board for evaluating its impact, and regularly measuring its performance and effectiveness using those metrics; reviewing agenda and supporting materials prior to board and committee meetings
- Approving IHMM's annual budget, audit reports, and material business decisions; being informed of, and meeting all, legal and fiduciary responsibilities
- Contributing to an annual performance evaluation of the Executive Director
- Assisting the Executive Director and board chair in identifying and recruiting other Board Members through the Nominating Committee process that develops standards for service, solicits candidates, reviews, and then recommends candidates to the Board for election
- Partnering with the Executive Director and other board members to ensure that board resolutions are carried out
- Serving on committees or task forces, where allowed under the Bylaws, and taking on special assignments.
- Representing IHMM to stakeholders; acting as an ambassador for the organization

Board terms/participation

IHMM's Board Members will serve a four-year term to be eligible for re-election for one additional four-year term. The annual schedule of Board meetings is set at the beginning of each year so all know of the schedule in advance. Meetings are hybrid, with mandatory attendance either in person or by teleconference. Board members receive electronic calendar invites of the time, date, and place of meetings by email. Attendance at Board meetings is critical to the operations of IHMM, and Board members may be removed if regular attendance cannot be maintained.

Benefits of Leadership Service

Leadership is viewed as an opportunity to make a difference in our communities of practice. Gain and enhance the experience in building and working with teams. Increase knowledge of IHMM activities and resources. Promote and develop leadership in others. Help to shape the organization's direction and future.

Qualifications

This is an extraordinary opportunity for an individual who is passionate about IHMM's mission and who has a track record of board leadership. Board Members will have achieved leadership stature in business, government, education, philanthropy, or the nonprofit sector. His/her accomplishments will allow him/her to attract other well-qualified, high-performing Board Members.

Ideal candidates will have the following qualifications:

- Extensive professional experience with significant executive leadership accomplishments in business, government, philanthropy, or the nonprofit sector associated with the credentials offered by IHMM.
- A commitment to and understanding of all IHMM's certificants and prospective certificants.
- Savvy diplomatic skills and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals.
- Ability to collaborate with other Board members and staff and create an environment of sharing ideas and making progress on the mission and purposes of the organization.
- Personal qualities of integrity, credibility, and a passion for improving the lives of IHMM's certificants and prospective certificants of IHMM.

Service on IHMM's Board of Directors comes with an annual stipend voted by the Board, with some reimbursement for travel and accommodation costs in relation to Board Members' duties as established by the policy of the Board.