MAOPS Board Member Resources
"Resources and Links to Make Your Life Easier"

Expectations and Responsibilities

You have been nominated and elected to represent your osteopathic district on the MAOPS Board of Trustees. Your responsibility is to insure that your district's needs are met and that the overall mission and vision of MAOPS are achieved. With that responsibility also comes the opportunity to develop leadership skills, promote the osteopathic profession, and insure a bright future for osteopathic physicians in Missouri.

The following are recommendations from Bob Harris, CAE, a specialist in association management and non-profit boards.

Responsibilities:
1. Determine the organization's mission and vision
2. Select the chief paid executive (Executive Director) (but not the staff)
3. Support the executive director and assess performance periodically
4. Ensure effective organizational planning
5. Ensure adequate resources (funds, time, volunteers, staff, technology, etc.)
6. Ensure effective resource management
7. Determine, monitor, and strengthen the organization's programs and services
8. Promote the organization's image
9. Ensure legal and ethical integrity and maintain accountability
10. Recruit and orient new board members and assess board performance

Board service is more than just an act of good faith. Board service puts you in the position of serving in the best interests of the profession. With this becomes necessary to understand your legal, ethical, and professional obligations. Articles addressing those issues will be posted below:

ASAE-One Board, Two Professions
ASAE-Board Member Legal Responsibilities
ASAE-How to Be a Good Fiduciary Steward
ASAE-Advocacy for the New Board Member

Volunteer Common Sense
1. Respect the Chair
2. Bring a calendar to meetings
3. Wear a watch, arrive on time
4. Read and prepare ahead of time for meetings
5. Bring needed files, paper, pens, technology
6. Adhere to the agenda
7. Listen more than you speak
8. Respect the rules of order
9. Leave personal and political agendas at the door
10. Actions of the Board belong to the board - support them publicly, don't bad-mouth any action or any person

Board Member Expectations and Attestation Form

To help ensure a strong Board, the attached document is required of each Trustee at the beginning of each term of office. It simply outlines the expectations of a quality Board member.

NEW!!! MAOPS District Elected Officials Guidelines and Policies

This guide describes the role of, and expectation for, all MAOPS district elected officials from the district officers to the Trustee and Delegates. What are you supposed to do? When are the meetings? What if you have to miss? How do you keep members informed? All those questions and more are available in this helpful guide. All elected district officials should review the guide prior to seeking or accepting a nomination.

MAOPS Mission and Vision

This is the guiding document for the association. Often forgotten, Board members should know and understand the organization's mission and vision. Decisions
should be made that reflect this knowledge and understanding. Often organizations “drift” from their mission causing inefficiency, unnecessary use of resources, and member discontent. By being intimately aware of the mission and vision, Board members insure that they make decisions that will advance the organization rather than hinder it.

MAOPS Articles of Agreement

When chartered, all benevolent corporations must file articles of agreement with the Secretary of State with amendments being approved by the Circuit Court in which the organization resides. The Articles of Agreement supersede all other governing documents of the association. Any bylaws changes must remain within the guidelines set forth in the organization’s Articles of Agreement. By clicking on the heading above, you can view the organization’s most current Articles of Agreement (1973). Below are links to the history of amendments.

Amendment 1973
Amendment 1986
Original Charter

MAOPS Bylaws

MAOPS is a 501(c) 6 non-profit corporation. This type of tax exempt designation is given to professional societies, trade associations, or business leagues. As such, it operates under specific rules outlined in the bylaws of the association. Every Trustee should have a thorough understanding of the bylaws of the organization. Without such understanding, the Trustee is at risk of suggesting, or voting for, policies that are not allowed per the bylaws. The bylaws are a legal document that can only be changed by vote of the membership. It is extremely important that non-profit Board members know what the bylaws allow and what they do not, and act accordingly.

Wetzel Bylaws

MAOPS administers a second non-profit, the William L. Wetzel Education and Research Foundation, a 501 (c) 3 corporation. This type of tax exempt designation refers to organizations with a religious, charitable, or educational purpose. This type of non-profit exists as an educational organization, and as such has its own specific rules and regulations it must follow. MAOPS Board members currently serve as Board members of the Wetzel Foundation, and as such, must understand the bylaws of the Foundation.

MAOPS Strategic Plan

In 2011 the MAOPS Strategic Planning Committee developed and proposed an aggressive strategic plan to guide the organization into the future. The plan is reviewed by committee and approved by the Board annually. Board members should become familiar with the strategic plan.

MAOPS Annual Report

Annually, MAOPS will prepare and publish an annual report. The report details the activities of the organization for the past Presidential year. Each segment of the Strategic Plan is addressed. The report will be directed at not only leaders, but general membership as well. The report will be available on the MAOPS homepage for the entire year. An archive of past annual reports will be available to leaders via this page.

2011-2012 MAOPS Annual Report
2012-2013 MAOPS Annual Report

MAOPS Current Fiscal Year Budget

Perhaps no other responsibility of a Board member is as important as proper fiscal review of the organization’s budget. Board members should keep a close eye on the revenue and expenses of the association and should feel comfortable questioning the association’s fiscal health. It is essential that the association be on sound financial footing and that it is the Board members’ responsibility to ensure this. The budget report is updated with current projections prior to each Board meeting for Board review and approval. An updated version of this document is available with the most current Board meeting materials which can be found by clicking here. Board members can open password protected files by using “maops1”. More information on a Board member’s fiduciary responsibility can be found in this excellent article from ASAE: How to Be A Good Fiduciary Steward!

MAOPS Fiscal Year Audit

MAOPS fiscal year runs from October 1 through September 30. MAOPS has an audit performed annually by an outside independent firm. The most recent audit can be accessed by clicking above. As with the financials, the audit should be thoroughly reviewed by Board members and questions submitted prior to the Board meeting at which it will be discussed (usually in April/May). Staff will answer all questions to the best of their ability. Those questions that are not adequately answered in the view of the Trustee should be brought up in front of the entire Board.

MAOPS 990

The MAOPS 990 is the association’s tax return filed with the IRS. The 990 is a public document available to anyone who requests it. Board members should review the 990 thoroughly and be prepared to answer questions should a member ask you. You do not want to seem unknowledgeable about something so important to the association. Staff is available to answer your questions about the 990 at any time. The 2009 return is for the period ending September 30, 2010.

Wetzel Current Fiscal Year Budget

Board members of the Wetzel Foundation should review, the organization’s budget carefully. An updated version of this document is available with the most current Board meeting materials which can be found by clicking here. Board members can open password protected files by using “maops1”.

Wetzel Fiscal Year Audit

The Wetzel Foundation’s fiscal year runs from October 1 through September 30. The Foundation has an audit performed annually by an outside independent firm. The most recent audit can be accessed by clicking above. As with the financials, the audit should be thoroughly reviewed by Board members and questions submitted prior to the Board meeting at which it will be discussed (usually in April/May). Staff will answer all questions to the best of their ability. Those questions that are not adequately answered in the view of the Trustee should be brought up in front of the entire Board.

Wetzel 990

This is the Foundation’s 990. Like the MAOPS 990, it is filed annually with the IRS. Review it. Ask questions of the staff and Budget and Finance Committee if
Board and Committee Member Reimbursement

Board and Committee Members are entitled to fair reimbursement for the performance of their duties. MAOPS policy dictates that, when possible, meetings be scheduled so that overnight stays and expenses be minimized. Therefore, only in rare circumstances will hotel room costs and meal costs be reimbursed. However, mileage rates are reimbursable at the current federal government recommended rate. Board and Committee members should contact the Central Office directly if overnight accommodations might be required if reimbursement is allowable. Hotel stays should be organized through the Central Office as they are able to get special group rates. Stays at hotels other than those with which MAOPS has special group rates will not be reimbursable. Expenses will only be covered for the MAOPS member. Expenses for companions will be the responsibility of the Board or committee member.

Often, Trustees wish to donate their mileage reimbursement to the Wetzel Foundation or MOPAC. The process to do this is slightly different for each due to our non-profit tax status. If you wish to donate mileage reimbursement to the Wetzel Foundation, all that must be done is to write "DONATE TO WETZEL" on the reimbursement form and turn it in to MAOPS staff. To donate to MOPAC you must write "DONATE TO MOPAC" on the reimbursement form. Then staff will cut you a check and you MUST then cut your own check to MOPAC for the donation.

Conflict of Interests Policy

It could occur that a Board member's interests outside of Association business pose a possible conflict with their ability or perceived ability to perform their fiduciary responsibilities for the organization. For example, the Board may be considering endorsing a preferred malpractice insurance provider. However, if a Board member owns a malpractice insurance company, in this case, it is essential that the Board member remove him/herself from the discussions and decisions regarding the endorsement as it could be perceived as a conflict of interest. As another example, the Board might be deliberating on the location to hold the next annual convention. One of the Board members son's is a golf pro at one of the resorts being considered. This Board member should remove him/herself from the discussion and decision making process as her/his input may be perceived as a conflict of interest. It is vital that Board members review materials for Board meetings ahead of time and determine if there are issues for which a potential conflict of interest could be perceived. It is the Board member's responsibility to inform the Board of this conflict and remove him/herself from the discussion and decision. The attached form should be used to declare any potential conflicts of interest.

Anti-trust Avoidance Policy

It is essential that all MAOPS leaders and staff avoid potential anti-trust law violations. The attached policy describes MAOPS' expectations.

MAOPS and Wetzel Board Meeting Materials

Within a month of the last Board meeting, materials will begin to be posted to the Board website for Trustees to review. All Trustees are asked to review all materials prior to the next Board meeting to ensure understanding of the issues and expedite the meeting when it occurs. Any questions specific to the materials can be asked prior to the Board meeting by simply emailing the Executive Director, appropriate staff, or Trustee. This page will be updated up until the day of the Board meeting. A secure pass word of "maops1" must be entered in order to access this page.

MAOPS Policy and Position Compendium

The link above will take you to MAOPS policies. These are the MAOPS House of Delegates Resolutions over the years that drive MAOPS policy and stance on issues affecting physicians and patient care. Board members need to be familiar with association policies. Although Board members may not agree with all policies, they must remember that all these policies were passed by a majority vote of the House of Delegates. The House of Delegates consists of representatives of the district associations, elected to speak for the district as a whole. Board members will not agree with all MAOPS policies, but they MUST support the organization's policies in public forums.

MAOPS Succession Plan

This document outlines the procedures to follow in the event of a planned or unplanned exit of the Executive Director or MAOPS officer. All Board members should be familiar with this procedure so that any emergency situation can be dealt with quickly and effectively.

MAOPS Disaster Plan

This document outlines the procedure to be followed in the event of a major disaster resulting in the loss of the Central Office or a short-term office closure, such as a weather-related closing. All Board members should be aware of the procedures that will be followed.

AOA Policy Compendium

This is a link to the American Osteopathic Association's Policy Compendium. All AOA policies are available. This is a great resource when developing resolutions within your district or as a Board. Typically, MAOPS wants to ensure that its policies do not conflict with AOA policy. However, there are instances when they might conflict, and if they do, it is important that we know that. Probably of most importance is that MAOPS should be aware if the AOA has a policy in place before we write one that would duplicate it. We don't want to send a resolution to the AOA that they already have! Finally, MAOPS staff and committees will abide by AOA policy when confronted with issues not directly dealt with by MAOPS policy.

Minutes

Meeting minutes protect the organization by recording the time and location of the meeting, participants, and the outcome of the motions. They are not a place to record conversations, assignments, reports, etc. including reports and discussions which can incriminate. Minutes are legal documents that should be reviewed by all Trustees when requested. Trustees should promptly reply to staff requests to review and approve minutes. Once approved, ALL Board members are responsible for their content. Take time to review the minutes! The most current meeting minutes are approved by the Board and are available with the most current Board meeting materials which can be found by clicking here. Board members can open password protected files by using "maops1".

Membership

MAOPS membership is required of all Trustees. Board members should renew their membership at first notice. This saves the association money and time and this is a top priority of any Board. It also shows regular members the dedication of the Board. If a member types in a Trustee's name on the online membership directory and finds out they are not a member, what does this say about the organization? MAOPS begins membership solicitation on October 1 annually. Renew your membership by October 2nd!

Committees
MAOPS has numerous committees for members to become involved. Committees serve the purpose of developing ideas and projects for the good of the association. All committee recommendations must be approved by the Board of Trustees. It is strongly recommended that Trustees become involved at the committee level. Volunteers are assigned to committees by the President and terms are one year in duration. Terms usually start right after the annual meeting and run through the next year’s meeting. This link will take you to the list of committees and their chairs. You can also volunteer for committees. Remember, volunteers will be considered by the President in April and assignments will be announced in early May. For more information on MAOPS committees and expectations, view the MAOPS Committee Member Handbook.

Missouri Osteopathic Annual Convention

The annual convention is the association’s premiere membership event. The link above will take you to the web page for all convention materials including registration. As a MAOPS Board member it is essential that you make every effort to attend the annual convention. This shows your support and dedication to the organization. Also, one of the Board meetings occurs at the annual meeting along with MAOPS’ House of Delegates. Register early and plan on being in attendance.

Insurance

MAOPS carries a Directors and Officers Liability insurance policy for all Trustees. This protects the Association’s and Trustees’ personal assets in the event of legal action taken against the organization. MAOPS also carries general liability coverage to cover against property damages and injuries relating to the organization.

Links

- MAOPS Board Members
- MAOPS Staff
- MAOPS History
- D.O.o.A-Day Sign Up

Other Resources

- District Leadership Resources Webpage
- Guide to Writing Great Resolutions
- MAOPS Committee Member Handbook
- APRN vs. PA Education Comparison
- MAOPS Legislative Agenda
- MAOPS Succession Plan

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