

## LMA International Board of Directors Nominations FAQs

### 1. What is the International LMA Board of Directors, how is it structured, and what does it do?

As set forth in LMA's Articles of Incorporation and Bylaws, LMA is an Illinois not-for-profit corporation 501(c)(6) governed by a board of directors. Board members, collectively as well as individually, have a legal duty to provide oversight to all aspects of the association, including headquarters operations and staff; governance and finance; chapters, committees and task forces; programming and other member benefits. The board also holds strategic planning exercises and directs LMA's future growth and expansion.

### 2. What are the different board member roles and terms?

With the exception of the president (three years) and the regional representative (one year), board members serve two-year terms. The board has 13 members, 12 voting members plus the LMA Executive Director in an ex-officio, non-voting role. The 12 voting members will include one member selected by the Regional Leaders' Committee (RLC) from among the region presidents from the previous three years.

Article VII of the LMA bylaws provides details on the composition and eligibility criteria. An excerpt is noted below, and the [full bylaws](#) are available on the LMA website.

*The Board of Directors shall be comprised of the President, the President-Elect, the Secretary, the Treasurer, the Treasurer-Elect, the Immediate Past President, the Regional Leadership Committee (RLC) Chair, and five (5) Regular Members-at-Large (each a "Director").*

### 3. What are the expectations and responsibilities of a board member?

Like all corporate board members, LMA board members owe three legal duties to LMA in exercising their roles and assigned duties as board members: the duty of care (paying attention to, and being informed about, the affairs of the organization); the duty of loyalty (putting LMA's interests above their own when dealing with association matters and avoiding conflicts of interest); and the duty of obedience (fulfilling their responsibilities and supporting the association's initiatives and decisions).

More specifically, board members:

- Exercise prudent business judgment and apply their expertise and perspective to provide strategic oversight of LMA’s operations and initiatives.
- Act as custodians of LMA’s strategic plan. While LMA seeks a vibrant and active Board and pursues constant improvement, the association has invested significant energy and resources in developing a strategic planning framework that serves as the backdrop for all Board decisions and actions.
- Serve as liaisons to designated committees and task forces to ensure open communications to and from the board.
- Act as “ambassadors” of the association, promoting the association and its initiatives.
- Recruit other volunteer leaders to serve the association and encourage prospective new members to join the association.

Importantly, board members have no specific constituency – they represent the entire membership and the association at large. We aim to have a board that is diverse in gender, perspective, geography and other attributes, but our primary goal is to ensure that the board is comprised of the most qualified members to fulfill LMA’s strategic needs and priorities at the time of their service.

More information about board member expectations can be found in [Roles & Responsibilities of LMA Board Members](#).

#### **4. What are the criteria for becoming a board member?**

The Eligibility Criteria and Expression of Interest form specifies the criteria necessary for board eligibility. Prior LMA volunteer service is a prerequisite, as is a commitment to fulfill the necessary fiduciary duties that come with board service, including devoting the necessary time for meetings and other association business.

We also seek board members with demonstrated leadership experience in their professional and personal lives outside of LMA, strong business and financial acumen, creativity, strategic vision, integrity and an orientation to member needs.

#### **5. What is the process for selecting board members?**

The Nominating Committee will accept Expression of Interest forms until Tuesday May 4, 2021 at 5:00pm CT. The Committee process is as follows:

1. Call for Expression of Interest
2. Reach out to interested candidate on submission requirements and materials requested
3. Confirm candidates’ eligibility
4. Review submissions, conduct candidate interviews and check finalist references
5. Recommend slate to the Board of Directors

Following Board of Directors approval, members will vote on the slate for ratification.

**2021 LMA Nomination Timeline**

<b>Date</b>	<b>Activity</b>
April 14	"Expression of Interest" announced to membership
May 4	Deadline for applications
May 10 thru June 4	Nominating Committee reviews and evaluates candidates to build slate recommendation for board approval
June 9-10	Board Meeting: Slate presented to board for approval
Mid-June	Alert candidates seated for slate
August 16	State ratification opens to membership
September 3	Slate ratification closes; all ballots due at HQ
Mid-Sept	Results announced to membership
Late October	Board of Directors Meeting – Hollywood, FL
Late October	Leaders Conference – TBD
Mid-January 2021	Board of Directors Meeting - TBD (first official 2020 board meeting)

**6. What is the time commitment for LMA Board Service – is this a full-time job?**

No. LMA is supported by Executive Director Danielle Holland and her staff team through our management company SmithBucklin. However, board members are expected to commit themselves fully to their board service and ensure that they devote the necessary time and effort to fulfilling their duties and commitments. Prospective board members must discuss these responsibilities with their employer and their family.

Board members should expect to attend all board meetings. This includes 48 hours of in-person board meeting time per year (4 in-person meetings of 1.5 days in length, not including travel time). Besides board meetings, board members will have committee liaison responsibilities and other duties as assigned. Specific roles such as Secretary and Treasurer, while supported by staff, can anticipate spending more time (for example, the Treasurer leads LMA’s Finance Committee and the Secretary and Treasurer both sit on the LMA Executive Committee).

Those seeking the role of President should anticipate dedicating 10-15 hours per week to the role during their President year. The President-Elect should anticipate dedicating 10-20 hours per month, and the

Past-President should anticipate dedicating 5-15 hours per month.

**7. What is the financial commitment for LMA board service?**

LMA covers the cost of board members' travel, lodging and meals to attend the four in-person board meetings annually, as well as any other necessary in-person meetings of the Board. One board meeting typically coincides with the Annual Conference. The others typically are held in January, July and October.

It is also an expectation that LMA international leaders participate in LMA activities –at the international, regional and local levels – and, in particular, the Annual Conference. Board members receive a complimentary registration for the Annual Conference during each year of their board service.

Board members may request reimbursement under LMA's Expense Policy for certain expenses and will not incur any major out-of-pocket costs.

**8. If I am interested in becoming a board member with whom can I speak to better understand what's involved?**

Contact members of the [2021 Board of Directors](#) to learn more. You may also contact the Nominating Committee chair and Immediate Past President Jill Huse ([jill@society54.com](mailto:jill@society54.com)) or LMA's Executive Director, Danielle Holland (312.673.4984; [dholland@legalmarketing.org](mailto:dholland@legalmarketing.org)).