

VCI-Group Board Member Responsibilities and Commitments

Before becoming a Board member of VCI-Group you should consider our declared purposes. If you are interested in our purposes and in helping the organization work towards them you might decide to apply for a Board position. This is a voluntary position, however a reasonable amount of time, effort, and commitment is required on a monthly basis.

When you join the Board, you have a right to receive notices of meetings, to attend them, and to participate. You may move to second motions, present resolutions, and participate as a member. You may nominate and vote for another member to hold office, as well running for holding an office yourself.

You have the right to take part in planning projects and undertakings of the organization, to review the bylaws and standing rules of the group. As a Board member, you have responsibilities, such as an obligation to be familiar with the bylaws, and standing rules.

You are expected to support and to help achieve the goals set for VCI-Group. You should give your loyalty to officers and committee chairs, whether or not they were your personal choices. You must conduct yourself with courtesy toward all members. You must pay the dues required of principal or corporate members. You are expected to identify yourself as a Board member and be ready to promote the purposes of the organization at every opportunity.

You will be assigned an organizational/functional position. It may include the overall responsibility of a functional area or serving in a subcommittee. Each area and committee will be responsible for the incorporation of the “Critical Success Factors” and the completion and implementation of the Functional Area Worksheet.

Each board member is expected to solicit user and Alliance memberships. It is expected that each board member will use the leverage they have within their company to bring vendors to VCI-Group as potential Alliance members. This will require each board member to contact potential members and companies, solicit companies to exhibit at the annual conference and solicit companies to sponsor at the annual conference.

The VCI-Group Executive committee is comprised of the President, Vice President, Treasurer/Secretary and immediate past President. The President may appoint additional members, such as those who have successfully held office in past years or those people who add significant value and experience. The Executive committee is elected to carry out the decisions of the majority of the members. The Executive committee meets at stated intervals and at the call of the President. It conducts interim business and sets the agenda for meetings of the user group. Minutes should be presented at each subsequent meeting. The Executive

committee has the responsibility to facilitate the conducting of meetings, but must never monopolize the discussions.

The President presides at the business meetings and is an ex-officio member of all committees. The President's conduct must be impartial and impersonal. At meetings, the presiding officer makes certain that facts presented are clear to those in attendance, that correct procedure is observed, and that motions are completed in a reasonable time frame. Restricting the discussion to the subject under consideration enables the group to arrive at a majority decision more readily than otherwise. It is important that meetings are long enough to obtain everyone's input. It is the presiding officers' responsibility to keep the meeting moving rapidly, while allowing speakers to express their thoughts on a subject. Prior to any vote, the chair goes around the room and asks the members if they have any other points of interest for the group. This can be done by randomly selecting a sampling of members and asking for their views. No one person or group can control a particular discussion when an opportunity for input from everyone is offered to all who may have felt they had no previous opportunity to speak. The chair should introduce each item of business with an impartial statement of the facts. When a subject is introduced without a motion, the chair should ask if a member wishes to make a motion and discussion proceeds. The chair should review the facts occasionally. The President should not occupy the chair if he/she wishes to speak for or against a motion under consideration. They must remove themselves by asking the Vice-President or another member to chair until the discussion and motion have been completed.

The President should:

- Open every meeting on time or as soon as a quorum is present.
- Announce in order the business of the meeting and maintain compliance with the groups bylaws
- Have minutes presented, corrected if necessary, and approved.
- Moderate discussion of all motions during the meeting, keeping the members informed on the progress.
- Conduct a vote of all motions and announce the results.
- Sign all communications addressed to the organization.
- Preside at executive committee meetings.
- Act as the representative of the organization to all outside persons and other organizations.

The Vice-President is to be prepared to assume the chair when called upon to do so. It may be on a temporary or permanent basis. If the President is not able to complete his or her duties for any reason the Vice-President assumes all rights, responsibilities and duties of the President for the remaining year. The Vice-President may serve as Chairman of committees such as the conference, finance, or marketing.

The Secretary responsibilities are many and vary. The secretary records the minutes of regular meetings, assists the chair by taking notes and being ready to elaborate on what pending business, and conducts a significant portion of the correspondence of the organization in cooperation of the management organization, including keeping records of bills prior to submitting the to the Treasurer. Additional responsibilities include:

- Notifying members of the time and place of each meeting.
- Record proceedings of all meetings.
- Prepare a copy of the agenda, to be presented for the President.
- Have on hand the organizations' bylaws.
- Provide the meeting minutes in the appropriate format.
- Attend to all official correspondence.
- Collect and record all bills before submitting them to the Treasurer.
- File all papers and documents related to the business of the organization

The Treasurer is responsible for:

- Collecting monies due the organization
- Validating all vouchers presented for payment.
- Dispersing money on a request cosigned by the President.
- Filing receipts for and keeping accurate records of all financial transactions.
- Presenting regular financial summary statements.
- Maintaining a bank account in the organizations' name.
- Prepare a yearly financial report and present it to an independent auditor designated by the organization.

VCI-Group has hired a management company who is responsible for providing the services of an executive director, administrative assistant, program coordinator, conference and meeting planner, accountant, and clerical personnel for VCI-Group. The management company will work closely with Board members and officers to shape policy, optimize structure, develop and implement marketing strategies, and resolve operational issues. The administrative management service provides physical "front-line" headquarters as the basis of the user group operation charged with fulfilling the benefits of 2000 individual members.

- Handle all daily office communications, including fielding inquiries from members via phone, fax, e-mail, member bulletins, and other communication channels.
- Perform database management, updating information as appropriate.
- Prepare and disseminate all member-specific correspondence, including membership notifications, renewal packages, and welcome kits.

- Maintain inventory of all inquiry fulfillment, conference materials, promotional premiums, stationery, etc.
- Update the website as needed to reflect recent additions, changes, and/or deletions to VCI-Group's general information relating to business (e.g., technical notes, VCI-Group News) as well as Voting Member and Alliance listings. Enhance and maintain the VCI-Group website.
- Provide budget preparation, accounts receivable tracking, accounts payable (check processing), and handling the organization's financial reporting needs.
- Design and develop materials that enhance VCI-Group's image, convey its professionalism, and provide information of interest to members.
- Craft correspondence and missives to communicate with membership and affiliations as necessary.
- Promote membership growth by providing ongoing daily operational support to VCI-Group membership and design, orchestrate, and support campaigns to recruit new members.
- Maintain accurate membership files, confirm membership records, issue renewal notices, and generate dunning notices if appropriate.
- Annual Trade Show and Conference planning process, up to and including hands-on participation at the conference itself. Our conference planning efforts are directed at controlling costs, achieving objectives, and making events fresh and exciting for conference attendees.
- Board Meetings creation and distribution of meeting notices, agenda compilation and distribution of meeting minutes.
- Coordinate the design, layout, and production of a "simply" formatted, multi-page newsletter, develop publication production schedule, copy-edit submitted newsletter articles.