

Being a WBASNY Officer

[A Brief Synopsis from the Officer's Training Manual]

There are several facets to your position and role as a WBASNY officer. In addition to the distinct duties and responsibilities your specific position entails, it also includes the following:

- Co-fiduciary of the Association
- Liaison to one or more chapters
- Liaison to one or more committees
- Attendance at Executive Committee and Board meetings, as well as Officers' meetings held in between Board meetings and participation in conference calls, when necessary
- Any other responsibilities that may be delegated to you as determined by the President.

I. Duties of WBASNY Officer Positions:

First and foremost, you are expected to become familiar with the WBASNY By-Laws. A copy of the most recent By-Laws can be found on the WBASNY website at www.wbasny.org. A description of each Officer's specific position is included in the By-Laws and there may also be tangential sections of the By-Laws relevant to Officers' duties. Further and again, an Officer's duties may also include whatever responsibility is delegated to her by the President.

A. President-Elect:

The President-Elect assists the President with various duties throughout the year as delegated by the President.

B. Vice President:

Customarily, the President delegates specific concentrations and projects to each of the Vice Presidents throughout the year. These concentrations include but are not limited to: Financial and Business Operations, Contract Management, Membership and Membership Benefits, Legislation and Programs.

C. Treasurer:

The WBASNY Treasurer has very specific duties as directed by, and pursuant to, the WBASNY By-Laws, Article VI. She is responsible for WBASNY's overall finances and although WBASNY Headquarters' staff and the Executive Director assist the Treasurer in her regular duties, she remains responsible for monitoring the general finances of the Association, paying the expenses of the Association, obtaining membership reports from chapter treasurers-notably, to have the Membership Certification completed based upon the January 31st membership numbers, (working with WBASNY Headquarters to monitor each chapter's compliance with financial reporting and membership reporting, payment of their board fee assessments and submission of sales tax reports throughout the year). The Treasurer is also required to present a Treasurer's Report to the WBASNY Board of Directors during each quarterly Board meeting, coordinate with WBASNY's CPA firm to timely file IRS Form 990, which is the fiscal year tax filing and assist in the transition to the next Treasurer. Note: this entails tasks to be performed after the May 31st expiration date of the term, such as check signing prior to the Board resolution authorizing the new Treasurer to be included as a signatory on the organization's accounts.

D. Recording Secretary:

The WBASNY Recording Secretary is responsible for keeping the permanent records of the Association as is detailed under Article V of the WBASNY By-Laws like, for e.g., taking minutes for all Executive Committee meetings and Board meetings, as well as the Year-End Board meeting, and Plenary Session held during Convention.

E. Corresponding Secretary:

The Corresponding Secretary is responsible for various types of correspondence, including but not limited to drafting position letters and other communications from the WBASNY President and e-blasts and other electronic communications to the membership regarding important legislation and time-sensitive information for members.

II. Chapters and Committees:

The President assigns each Officer, (other than the Treasurer), as a liaison to several chapters and committees. A large part of a WBASNY Officer's duties is maintaining close contact with their assigned chapters to assist them in moving forward in their operations, while also helping their members to understand the WBASNY-Chapter relationship.

Regarding assigned Chapters, an Officer is expected to maintain contact with her assigned Chapters' Presidents on no less than a monthly basis to ensure that the chapter is completing and submitting all necessary and required financial and membership reports, and satisfying required payments to WBASNY. The Officer also acts as a sounding board for chapter issues with which WBASNY may be able to assist. An Officer's responsibilities to her assigned Chapters also include visiting each chapter occasionally to attend their board and other meetings, as well as events, such as a chapter's annual dinner and/or installation ceremony.

Regarding assigned committees, an Officer's role is to assist her committees in moving forward with their agenda, including their reviews and recommendations for pending legislation. The Officer is expected to maintain contact with her assigned committee chairs on at least a monthly basis to remind them of crucial deadlines, including the submission of legislative proposals before WBASNY Board meetings, and to assist them in their understanding and following of Legislation protocols. The Officer may also be asked to work with procedural, standing, ad hoc and other task forces or working groups that are established in any year by the President. The Officer must report on of the status of her assigned chapters and committees at each Officer meeting and possibly each Executive Committee meeting.

III. Attendance and Participation at Meetings:

A WBASNY Officer is expected to attend all WBASNY Executive Committee and WBASNY Board meetings held during her time as an Officer, which are held five times a year, as well as the Plenary Session held at the Annual Convention. In addition, she is to attend all Officers' meetings and participate in all Officers' conference calls, Executive Committee conference calls and WBASNY Board conference calls, when scheduled.

In addition, Leadership Training is hosted by the Officers each summer to train the incoming Chapter Presidents and Treasurers. An Officer's attendance at Leadership Training is mandatory.

IV. Conflict of Interest:

WBASNY Officers are co-fiduciaries and the primary representatives of the Association. As such, all Officers are expected and required to act in accordance with the fiduciary duties of

loyalty and care owed to WBASNY, and in support of WBASNY's policies and procedures, and in the best interests of the organization at all times. All Officers are expected to be familiar with WBASNY's standing positions and published opinions, and shall not publicly or at any time when acting in the capacity as a WBASNY Officer, take positions or espouse opinions in contravention of same.

All WBASNY Officers are expected to be familiar with WBASNY's Conflict of Interest Opinions and WBASNY's Conflict of Interest Policy, and in accordance with said policy, must submit an executed Conflict of Interest form to WBASNY at the beginning of each year. This obligation is on-going and an updated form must be submitted to WBASNY any time there is a change of circumstances regarding the information provided in a previously submitted form.

All WBASNY Officer Candidates must have reviewed WBASNY's Conflict of Interest Policy by the time of submission of their application for an Officer position, and in their application must certify that they have done so and have submitted their Conflict of Interest form, a copy of which shall be attached to their application. In the event of a change of circumstances, the candidate shall complete and submit an updated form with their application.

A WBASNY Officer may not simultaneously serve as (a) the President of a Chapter OR (b) as a Chapter Delegate to the WBASNY Board of Directors. Such dual service would deprive their home Chapter of representation at WBASNY Board meetings or in other WBASNY or Chapter proceedings as a WBASNY Officer can only vote once and such vote is always deemed to be a WBASNY Officer vote. However, a WBASNY Officer is permitted to serve as a member of a Chapter's Board of Directors so long as such role does not include serving as the Chapter's President, or as a Delegate to the WBASNY Board, or otherwise present a conflict.

A WBASNY Officer may serve on a Chapter's Advisory Council, assuming no other conflicts exist.

No WBASNY Officer may serve as a member of the WBASNY Committee on the Judiciary as the WBASNY By-Laws mandate that all recommendations of the Judiciary Committee must be reviewed by WBASNY President and Officers. Officers cannot be both active in conducting the evaluation of the fitness of judicial candidates and also be part of the Officer review of the validity and prudence of the Judiciary Committee's findings.

Absent extraordinary circumstances, Officers shall not serve as Chairs of WBASNY Committees. Should such circumstances arise, (such as an interim appointment by the President for an Officer to cover for a Chair who resigns or is otherwise unable to serve), said Officer may only serve upon the agreement of the President and all Officers, and only for such time as it takes for the Chair to return or be replaced by the President.

NOTE, however, that any permissible dual role does not change a WBASNY Officer's fiduciary obligations with respect to the duty of care or the duty of loyalty owed to WBASNY. Should any conflicts arise while an individual holds dual roles, the individual must always notify the WBASNY President and defer to the best interests of WBASNY.