



Director of the Board Position Description

Directors of the MICPA Board promote and support the CPA profession by keeping current on issues affecting the profession, acknowledging a leadership role regarding the decisions and positions adopted by the Association and by ensuring that the goals of the Association’s strategic plan are achieved.

MICPA’s mission is to serve our members, the CPA profession, and the public they serve through advocacy, collaboration and education.

Essential Duties and Responsibilities

- Directors serve a 3-year term and may be selected to serve an additional 3-year term or become an officer. Those “filling in” a partial term are eligible to serve a full 3-year term following the end of the partial term.
- Attend and participate in the following MICPA meetings/events:
 - Four Board of Directors meetings per year
 - Three are half-day in-person meetings in January, May and September
 - One is a virtual meeting in March to approve the budget for the upcoming fiscal year which is April-March
 - Annual Meeting of the Association (typically held in the fall)
 - Celebrate – MICPA’s awards program (typically held in November)
 - Attend and present or participant in task force/committee meetings or board-related legislative events, on an as-needed basis.

General Responsibilities

- Abide by the Standards of Conduct and report any conflicts of interest (reviewed & signed annually)
- Support [MICPA’s mission and strategic plan](#).
- Understand the [Association’s bylaws](#).
- Respect the confidentiality of Board issues.
- Work effectively with MICPA fellow Board members and its President and CEO.
- Review MICPA’s financial statements and approve yearly budget.
- Suggest possible nominees to the board who can make significant contributions to the work of the board and MICPA.
- Opportunities to serve on Awards Committee, Nominations Committee, and other committees or task forces.
- Suggested investment of \$150 to MICPA Political Action Committee (PAC) and \$100 to the Michigan Accountancy Foundation (MAF).
 - a. Investments to the MICPA’s bipartisan PAC help ensure that CPAs and their professional interests remain visible and are well represented in the public policy-making process. This is accomplished by educating, providing support, and fostering relationships with various elected officials and candidates who help drive the interest of the profession.
 - b. MAF supports continuing growth and excellence in the accounting profession by providing scholarships to fifth-year accounting students, being a source of industry knowledge for college and university educators and exposing high school students to the CPA profession.

Governance Structure

The Board and EC represent the stakeholders of the community and provide governance leadership of the organization. The Board's only direct report is the CEO. All other employees of the organization report to the CEO, not the Board.

- a) The CEO should be consulted prior to Board Members interacting with staff.
- b) Board Members should not directly request work from or assign work to staff without first checking with the CEO.
- c) The Board may want to observe or interact with departments within the organization to learn more about how the organization functions. This is an appropriate request but should be coordinated through the CEO.

Board Governance Fiduciary Duties

- a) Strategic duties of providing input into strategic discussions and planning as well as partnering with the CEO in setting organizational direction;
- b) Supervisory duties of providing a sounding board for the CEO, setting performance expectations, performance review, compensation, and hiring and firing of the CEO;
- c) Fiduciary duties of Care, Loyalty, and Obedience in providing oversight of the various organizational functions, i.e., an agreed upon set of principles and procedures usually codified in a handful of governance policies and procedures that guide the CEO in developing operational policies and procedures and managing the organization.