

“BOD” job description – extracted from the VVA National Constitution

Found here:

<https://vva.org/wp-content/uploads/2019/08/2019-Constitution-of-VVA-as-amended.pdf>

SECTION 5 – CHAPTER BOARD

A) The membership of the chapter board, inclusive of the officers set forth below, shall consist of not less than three or more than twenty; and the exact number shall be determined by the chapter board, subject to the approval of the members of the chapter. The chapter board shall consist at a minimum of the elected officers plus any directors elected from the membership.

B) The president, vice president, secretary, treasurer, and such other officers as have been authorized and elected by a chapter, shall be members of the chapter board; and their terms of directorship shall be coterminous with that of the office that they hold.

C) The directors shall be elected from among the members in good standing of the chapter by the vote of the members present, in person, and entitled to vote at the annual meeting of the members, or as hereinafter provided. Each director shall hold office for a one, two, or three year term, as determined by the chapter bylaws, until the next annual meeting and until his or her successor is elected and has qualified. A director may succeed himself or herself any number of times.

D) The chapter board shall be responsible for the control and management of the affairs, property, and interests of the chapter; for keeping the Corporation advised of all activities of the chapter; for complying with all reporting requirements established by this Constitution, the rules, resolutions, or directives of the Corporation, or any local, state or federal law; and for guiding and administering the chapter so that the purposes, principles, and goals of the Corporation, as set forth in the certificate of incorporation, and the rules, resolutions, and directives of the Corporation are followed; and for making suggestions and recommending programs.

E) The chapter board shall meet immediately prior to the annual meeting of the chapter members. The meeting shall be considered to be the annual meeting of the chapter board.

F) The chapter board shall meet at least four times per year, inclusive of the annual meeting as scheduled, or when called by the president of the chapter, or by one-third of the directors, at such time and place as may be specified in the notice thereof. The president of the Corporation or the president of the state council may call a meeting of the chapter when he or she deems such to be in the best interests of the Corporation.

G) Notice of any meeting of the chapter board shall be given at least five days prior thereto by written notice delivered personally or sent by mail to each director at his or her address as it appears on the records of the chapter. Said notice shall be deemed

delivered when mailed. Any director may waive notice of any meeting, in the manner hereinafter prescribed. The attendance of a director at any meeting shall constitute waiver of notice of said meeting, except when a director attends the meeting for the express and stated purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

H) A quorum of the chapter board shall be two-thirds of the whole number of the chapter board, or that number greater than two-thirds which is closest thereto when the number of the directors is not divisible by three. The act of the majority of the directors present at any duly constituted meeting at which there is a quorum present, shall be the act of the chapter board, except as otherwise provided by law, this Constitution, or the rules, procedures, or directives of the Corporation.

I) Any vacancy occurring in the chapter board, or in the position of state council delegate due to the death, resignation, refusal, or inability to serve, shall be filled, for the unexpired portion of the term, by a majority vote of the full number of the remaining directors, though less than a quorum.

J) Any member of the chapter board who shall be absent from three board meetings without adequate notice and excuse approved by the chapter board, shall be deemed to have resigned from the chapter board.

K) The chapter shall seat the elected AVVA representative or the elected AVVA chapter president on the chapter board, who shall serve as a non-voting special advisor entitled to be heard on all matters.