



DBIA Board of Directors Charter

Duties of the Board in General

1. **Strategic direction.** Assist in policy development and provide the organization's general strategic direction and oversight. Under the guidance and direction of the Executive Director, staff is then responsible for implementing the Board directions through the day to day activities.
2. **Mission.** Periodically review and, if appropriate, revise the organization's vision, mission and goals.
3. **Staff support.** Provide ongoing support to the Executive Director and staff.
4. **Planning.** Ensure effective organizational planning through input on the development of strategic plans, policy objectives and priorities.
5. **Finance.** In order to remain accountable to its members and the public, and to safeguard the organization's 501(c)(6) status, understand the annual budget and help ensure that proper financial controls are in place.
6. **Programs and services.** Work with key staff to determine, monitor and strengthen the organization's programs and services. Determine which programs are the most consistent with an organization's mission and monitor their effectiveness.
7. **Community.** The Board is DBIA's primary link to the community. Clearly articulating the organization's mission, accomplishments and goals to the public, as well as garnering support from members, is a critical element of the Board's role in enhancing our public standing.
8. **Integrity.** Ensure DBIA's legal and ethical integrity and maintain accountability.
9. **Improvement.** Continually evaluate DBIA's performance by recognizing achievements and areas needing improvement.
10. **Legal responsibilities.** Carry out all other fiduciary duties and legal responsibilities that are appropriate for the Board of Directors of a non-profit association under applicable law or as provided in DBIA's bylaws.

Specific Duties of Board Members

- **Board meetings.** Board members should consistently attend the meetings. The board typically meets in person four times per year:
 - January/February
 - March/April coinciding with the joint Water/Wastewater and Transportation Conferences
 - Summer
 - October/November coinciding with the Annual Conference.

Background materials will be provided in advance electronically prior to the meeting and board members are expected to review background information and be fully prepared to comment thoughtfully and deliberate collaboratively on recommended strategies, reports and ideas.

- **Understanding.** Become familiar with the vision, mission, goals, strategies and primary operating activities of DBIA, as well as its financial affairs.
- **Advocacy.** Advocate for design-build within the industry, including among owners and legislators. Champion DBIA as the center of excellence for integrated services.
- **Committees.** Every Board member should be willing and able to take on collateral assignments, such as active service on committees or special task forces. For example, one Board member serves as liaison to the Certification Board.
- **Executive Committee.** Board members holding three-year terms should be available and willing, upon request, to advance to service through a rotation of positions on the Executive Committee, which may include serving as At-Large Member, Treasurer, Vice-Chair and/or Chair of the organization.
- **Leadership.** Board members are expected to display the personal characteristics that one would expect of a key participant in this industry including: strong leadership, communication skill, teamwork, diplomacy and business acumen
- **Relationships.** Become well acquainted with other Board members and build collegial working relationships that contribute to consensus-building. Also develop relationships with other key constituencies of DBIA, including Regional representatives and members of other committees, industry leaders, DBIA members and staff. Work to develop positive interactions between DBIA and other industry associations.
- **Staff.** Provide appropriate encouragement and assistance to the Executive Director and the rest of the staff, including occasional phone calls or visits and offers of assistance from your organization.
- **Regions.** Support the DBIA Region in which you are located or to which you are assigned. Offer assistance to the Region leadership, stay generally aware of Region activities and issues and attend regional events from time to time.
- **Your organization.** Serve as the primary liaison to DBIA within your organization. Mobilize your co-workers to participate in regional or committee activities, to pursue certification, to attend education programs and otherwise support DBIA.
- **Financial support.** Assure an appropriate level of financial support for DBIA from your organization, commensurate with your status as a Board member. This support may include, for example: sponsoring or exhibiting at conferences, advertising in *IQ* or other publications, renewing membership, paying for employees to attend conferences or education programs and purchasing other DBIA products or services.
- **Board travel and expenses.** Board members are responsible for travel and lodging expenses incurred as a result of their attendance at DBIA meetings and participation in other DBIA events. However, DBIA will reimburse travel expenses for public and private owners.
 - **Airfare:** DBIA will reimburse coach class airfare for owners and board member owners are expected to book their travel well in advance so as not to incur additional costs
 - **Meals:** Typically, DBIA will provide lunch/dinner the day of the board meetings.
 - **Conference attendance:** Board members are encouraged to attend the conferences held in conjunction with Board meetings, and attendance at the Annual Conference is particularly important.
 - **Conference Registration:** Board members receive complimentary registration for the annual conference and specialty conferences.
 - **Lodging:** DBIA will typically reserve a room block at a local hotel for board meetings and the conferences at a group rate. DBIA will cover the cost of lodging for owners.
- **Certification.** Preferably Board members will have achieved DBIA certification or will be pursuing it actively.
- **Conflicts of interest.** Assure that the activities of you and your organization do not interfere or conflict with the DBIA mission or the implementation of its activities. While we do not expect Board members to undermine the legitimate interests of their primary employers, positions or actions that are embarrassing or otherwise detrimental to DBIA are to be avoided if reasonably possible.