

## Minnesota Medical Association Position Descriptions

### BOARD OF TRUSTEES (Trustee)

#### **Basic Role**

The Minnesota Medical Association (MMA) Board of Trustees sets policy and manages the business and affairs of the Association. The Board provides overall leadership for the MMA, sets priorities, and allocates resources. The Board, which is accountable for the MMA's use of resources, develops a strategic plan and monitors the progress of the plan in relationship to the MMA's goals and budget. Board members act on behalf of the MMA and all MMA members. The work and action of individual Board members should represent the best interests of the MMA without regard to their specialty, component medical society, geography, or membership in other organizations. As individuals, Board members have no corporate authority for the MMA. Board members are personally accountable for fulfilling all duties and responsibilities as outlined in the Bylaws and applicable law.

#### **Composition/Term/Election**

The Board of Trustees consists of 18 members – 16 voting members and two (2) non-voting, ex-officio members (chairperson of the AMA delegation and the MMA CEO). The voting members include ten (12) members who reflect various demographics, competencies, and perspectives and are elected by the membership; one (1) member who is a medical student who is elected by the membership; one (1) member who is a resident/fellow who is elected by the membership; one (1) member who is elected by the membership as president-elect (and then serves additional years as president and past president); and one (1) who is appointed by the Policy Council.

Each Trustee, other than ex-officio Trustees, the Resident/Fellow Trustee, the Policy Council-appointed Trustee, and the Medical Student Trustee, shall serve for a term of three years with a maximum of three terms, not including election or appointment to fill a vacancy. Trustee terms begin Oct. 1 and end Sept. 30.

The Medical Student Trustee may serve one, two-year term. The Medical Student Trustee must be enrolled in medical school for the entirety of the term, except that the Medical Student Trustee may complete a term if the medical student graduates during the second year of a term.

The term for the Resident/Fellow Trustee is two years with a maximum of two terms. The Resident/Fellow trustee must be a resident/fellow for the entirety of the term, except that the Resident/Fellow Trustee may complete a term if the resident/fellow finishes a residency or fellowship during the second year of a term.

The trustee appointed by the Policy Council may serve a maximum of one, three-year term.

No person may be nominated for or elected to the office of trustee unless the person is a member of the association.

#### **Duties and Responsibilities**

- Attend Board meetings and actively participate in the decision-making process.

- Provide advice by calling or writing Board chair or chief executive officer when attendance at a Board meeting or activity is not possible.
- Clarify and support the MMA's vision, mission, goals, and values.
- Provide information, ideas, and suggestions from MMA members to the Board and communicate the activities and ideas of the Board to the members.
- Participate actively in the deliberation of issues relevant to the association.
- Maintain a working knowledge of the MMA's operations and services in order to be able to promote the MMA.
- Represent MMA by identifying yourself as a MMA Board member and acting as an ambassador for MMA when attending meetings of other organizations.
- Approve and support the financial and program goals established in the yearly operating budget to assure the MMA's financial stability.
- Participate in establishing the organization's strategic plan.
- Support and communicate the MMA's plans, goals, and objectives to the membership.
- Partner with and support MMA staff in membership recruitment and retention activities.
- Serve, as assigned, on Board committees and special task forces.
- Elect the chair of the Board of Trustees.
- Elect the Secretary/Treasurer.
- Participate in selecting, monitoring, and evaluating the MMA chief executive officer (CEO).
- Participate in Board evaluation and improvement processes.
- Adhere to the MMA's Conflict of Interest policy and comply with appropriate sections of the American Competitiveness and Corporate Accountability Act (Sarbanes-Oxley) (i.e., whistleblower policies, destruction/modification of documents, retaliation).

### **Key Attributes of Board Members<sup>1</sup>**

- The ability to think strategically and analytically;
- The ability to effectively communicate one's opinions, thoughts, and reasons;
- The possession of earned respect from colleagues, partners, and key stakeholders;
- The ability to work well with others as part of a collaborative team and as part of group decision-making authority;
- An understanding of the fiduciary duties of loyalty (i.e., undivided allegiance to the best interests of MMA), care (i.e., informed, in attendance, ask questions), and obedience (i.e., faithful to mission of MMA);
- An earned reputation for emotional maturity, personal integrity, and honesty;
- A demonstrated familiarity with board governance processes;
- A demonstrated familiarity with the work and activities of the MMA;
- A demonstrated commitment to the organization and its missions and goals;
- The ability to subordinate special or personal interests for the greater good of the association.

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<sup>1</sup> Adapted from Tecker International, LLC.  
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