

1. What is the international LMA board of directors, how is it structured, and what does it do?

As set forth in LMA's Articles of Incorporation and Bylaws, LMA is an Illinois not-for-profit corporation 501(c)(6) governed by a board of directors. Board members, collectively as well as individually, have a legal duty to provide oversight to all aspects of the association, including headquarters operations and staff; governance and finance; chapters, committees and task forces; programming and other member benefits. The board also holds strategic planning exercises and directs LMA's future growth and expansion.

The [attached slides](#) show LMA's organizational structure and provide a brief summary of some of LMA's major strategic initiatives at the international level. The board is responsible for setting these priorities, ensuring that they are implemented and revisiting them from time to time.

2. What are the different board member roles and terms?

With the exception of the president (which is a three-year commitment), board members serve two-year terms. The board has 13 members, 12 voting members plus the LMA Executive Director in an ex-officio, non-voting role. The 12 voting members will include one member selected by the Chapter Presidents' Committee from among the prior chapter presidents. (This committee will be re-named the Regional Leadership Committee ("RLC") in 2018 and the position will remain on the LMA board.)

The below excerpts from LMA's bylaws provide additional information. LMA's full bylaws may be found on the LMA website.

The Board of Directors shall be comprised of the President, the President-Elect, the Secretary, the Treasurer, the Treasurer-Elect, the Immediate Past President, the Chapter Presidents Committee (CPC) Chair, and five (5) Regular Members-at-Large (each a "Director"). In addition, the Executive Director shall be a non-voting, ex-officio member of the Board with the right to attend all regular and special meetings of the Board and the Executive Committee and to participate in their deliberations, but neither vote nor make motions. Where not relating to his or her personal interests, the Executive Director may attend executive sessions of the Board in accordance with his or her duties as set forth in Article VIII, Section 10 herein.

3. What are the expectations and responsibilities of a board member?

Like all corporate board members, LMA board members owe three legal duties to LMA in exercising their roles and assigned duties as board members: the duty of care (paying attention to, and being informed about, the affairs of the organization); the duty of loyalty (putting LMA's interests above their own when dealing with association matters and avoiding conflicts of interest); and the duty of obedience (fulfilling their responsibilities and supporting the association's initiatives and decisions).

More specifically, board members:

- Exercise prudent business judgment and apply their expertise and perspective to provide strategic oversight of LMA's operations and initiatives.
- Act as custodians of LMA's strategic plan. While LMA seeks a vibrant and active Board and pursues constant improvement, the association has invested significant energy and resources in developing a strategic planning framework that serves as the backdrop for all Board decisions and actions.
- Serve as liaisons to designated committees and task forces to ensure open communications to and from the board.
- Act as "ambassadors" of the association, promoting the association and its initiatives.
- Recruit other volunteer leaders to serve the association and encourage prospective new members to join the association.

Importantly, board members have no specific constituency – they represent the entire membership and the association at large. We aim to have a board that is diverse in gender, perspective, geography and other attributes, but our primary goal is to ensure that the board is comprised of the most qualified members to fulfill LMA's strategic needs and priorities at the time of their service.

More information about board member expectations may be found in [Roles & Responsibilities of LMA Board Members](#).

4. What are the criteria for becoming a board member?

The attached [Eligibility Criteria](#) and [Expression of Interest](#) form specifies the criteria necessary for board eligibility. Prior LMA volunteer service is a prerequisite, as is a commitment to fulfill the necessary fiduciary duties that come with board service, including devoting the necessary time for meetings and other association business.

We also seek board members with demonstrated leadership experience in their professional and personal lives outside of LMA, strong business and financial acumen, creativity, strategic vision, integrity and an orientation to member needs.

5. What is the process for selecting board members?

The Nominating Committee will accept Expression of Interest forms until 12:00PM Central on Friday, May 27th, 2016. The Committee process is as follows:

1. Confirm candidates' eligibility
2. Conduct candidate interviews and obtain references for finalists
3. Assemble the recommended slate and present to the Board of Directors

After the Committee presents the slate to the LMA Board of Directors for approval, it is then presented to members of the association for ratification.

[Further details](#) are available.

6. What is the time commitment for LMA Board Service – is this a full-time job?

Thanks to LMA's staff team from our management company, SmithBucklin, our conference partner American Conference Institute (ACI) and LMA Executive Director, Betsi Roach, board service is not a full-time job. However, board members are expected to commit themselves fully to their board service, and ensure that they devote the necessary time and effort to fulfilling their duties and commitments. Prospective board members must discuss these responsibilities with their employer and their family.

Board members should expect to devote at least 120 hours to their service per year. This includes 48 hours of in-person board meeting time per year (4 in-person meetings of 1.5 days in length, not counting travel time). Besides board meetings, board members will have committee liaison responsibilities and other duties as assigned. Specific roles such as Secretary or Treasurer, while supported by staff, can anticipate spending more time (for example, the Treasurer leads LMA's Finance Committee and the Secretary and Treasurer both sit on the LMA executive committee).

Those seeking the Presidency should anticipate dedicating at least 200 hours to the role during their President year. The President-Elect year might be slightly less than this, and the Past-President year will likely be about half of the President year (i.e., more typical of a board member at-large).

Thus, depending on board role and one's employment status, LMA board service could represent from 10% to 25% of annual "full-time equivalent" (FTE) status.

Of course, these time estimates are just that. Events and board members' individual approach to the position will ultimately dictate the level of engagement.

7. What is the financial commitment for LMA board service?

LMA covers the cost of board members' travel, lodging and meals to attend the four in-person board meetings annually, as well as any other necessary in-person meetings of the Board. One board meeting typically coincides with the Annual Conference. The others typically are held in January, July and October.

As it is an expectation that LMA international leaders participate in LMA activities – both at the international and chapter levels – and, in particular, the Annual Conference. Board members receive a complimentary registration for the Annual Conference during each year of their board service. LMA does not cover the cost of extra hotel nights during the conference (only over the board meeting dates).

Board members will likely not incur any major out-of-pocket costs – for example LMA makes available a toll-free teleconference bridge and other infrastructure to support its activities. Board members may request reimbursement under LMA's Expense Policy for certain out-of-pocket expenses.

8. If I am interested in becoming a board member with whom can I speak to better understand what's involved?

We invite you to contact members of the [2016 Board of Directors](#) to learn more. You may also contact LMA's Executive Director, Betsi Roach (312.673.5524, broach@legalmarketing.org), a member of the [Nominating Committee](#) or Nominating Committee chair and Immediate Past President Adam Severson (615.726.5728 or aseverson@bakerdonelson.com).