



## National Cooperative of Health Networks Association

### Duties and Responsibilities of Board of Directors

1. To faithfully discharge Duties of Loyalty and Due Care to the National Cooperative of Health Networks Association (NCHN). The Duty of Loyalty states that individual Directors will not profit personally from their involvement on NCHN Board of Directors and will make decisions in the best interest of NCHN. The Duty of Care states that Directors shall perform his/her duties as a Director, including duties as a member of any committee of the Association upon which s/he may serve, in good faith, in a manner s/he reasonably believes to be in the best interests of NCHN, and with such care as a ordinarily prudent person in a like position would use under similar circumstances.
2. To maintain confidentiality of Board information.
3. To attend Board of Directors conference calls regularly and participate actively, including service on any assigned committees and in elected offices.
4. To review information provided to the Board of Directors and make informed decisions.
5. To exercise reasonable business judgment in the conduct of Association business.
6. To assure that the needs and interests of health networks across the nation are represented in plans and decisions regarding activities of the NCHN.

### Required Knowledge and Skill of Individual Directors

1. Ability to read and understand financial statements and/or willingness to be trained to do so.
2. Understanding of the mission and operation of the NCHN.
3. Ability to work with others during Board of Directors conference calls and in other Association settings.
4. A general understanding and appreciation for issues of health networks and a belief that networks improve health outcomes.
5. Training and/or experience in one or more of the following areas is desirable:
  - Management and/or Administration
  - Health Care Delivery
  - Law
  - Financial Management
  - Education
  - Marketing/Public Relations

### Other Duties

Board of Directors conference calls are scheduled on a quarterly basis and the calls last approximately an hour and half. A schedule of calls for the term will be distribute at the beginning of the fiscal year. In addition, NCHN holds an annual conference each year and the Board conducts a face-to-face planning meeting before, during, or following the conference. Participation and attendance at the conferences and meetings are important and strongly encouraged to adequately perform your duties as a Director.