

NWCUA Bylaws: Article VII: Board Service

Section 1 – Eligibility of Directors.

- Be the current President, CEO of an NWCUA Regular Member credit union who meet the necessary qualifications outlined in the NWCUA Board of Director Position Description;
- Or an Executive Management CEO Designee of a NWCUA Regular Member Credit Union who has received approval from their President/CEO to be nominated;
- Be currently bonded for their position with the Regular Member credit union;
- Not be employed by the Association or any subsidiary during the past three (3) years prior to the time that they would become a candidate; and
- Agree to comply with the terms of the Association's Board Duties, Rights, and Responsibilities

NWCUA Board Policy - Appendix H (Revised Jan. 2021)

NWCUA Board of Director Position Description

The Board supports the work of the Northwest Credit Union Association and provides mission aligned leadership, strategic guidance, and governance oversight. Board direction through the Chair is provided to the NWCUA President/ CEO who is also responsible for the day-to-day operations and tactical execution. The Board-Management relationship is a partnership, and the appropriate involvement in creating a vision for progressive growth in the Northwest and throughout the United States is expected. Specific Board Member responsibilities include:

Represent the Interests of all Member Credit Unions

- Act as the link between the Association and its members;
- Act as an ambassador for the Association to stakeholders;
- Consider all proposals and programs in light of the benefits derived for all member institutions;
- Service as active advocates of the benefits of Association affiliation, use of subsidiaries, and membership among eligible credit unions; and
- Promote credit union philosophy and cooperation among credit unions.

Strategy Guidance

- Together with President/CEO and senior management team, regularly affirm the NWCUA's vision, mission, and strategic priorities, objectives, and metrics of success for the Association.
- Consistently foster a leadership culture that regularly engages in effective strategic thinking, learning, and dialogue.
- Serve as a sounding board and advisor to Management.

Governance Oversight

- Selection and evaluation of the performance of the Association President/CEO;
- Approve and monitor a succession policy/plan.;
- Review NWCUA outcomes and governance metrics created by NWCUA for evaluating the organizational impact, and regularly measuring its performance and effectiveness using those metrics;
- Approve NWCUA's Board policies, annual budget, audit reports, and strategic business decisions—being informed of, and meeting all legal and fiduciary responsibilities;
- Continually recruit qualified Board candidates for recommendation;
- Provide annually to the Nominating Committee diversity competencies needed on the Board; and
- Ensure NWCUA's commitment to a diverse board and staff that reflects the communities NWCUA serves.

Individual Responsibilities

- Prepare for, attend, and conscientiously engage in all NWCUA Board meetings; and
- Fully engage in and execute all relevant NWCUA Board responsibilities.
- Be a role model for member engagement where possible for such things as:
 - CULAC Participation
 - Credit Union Advocacy Training
 - Use of NWCUA & Strategic Link Products & Services
 - Participation in Priority Events
 - NWCUF Fair Share Support
 - Participation in reports such as the Community Impact Reporting Tool or Economic Impact Report
- Serve on committees or task forces and take on special assignments as needed;
- Commit to disclose any obligations to other organizations that conflict with NWCUA and recuse themselves from voting on issues related to conflict.

Qualifications

The model board member is an individual who has a proven track record of advocacy and Association engagement, other board governance experiences, and credit union leadership. The candidate's accomplishments will inspire the future work of the NWCUA through advocacy and program implementation and their leadership profile will attract other well-qualified, high-performing individuals to engage in the NWCUA's work or serve as potential future Board Members.

Preferred candidates will have the following qualifications:

- Meets the Eligibility of Directors requirements in the Northwest Credit Union Association Bylaws (Article VII: Board Service, Section 1).
- Extensive professional industry experience with significant executive leadership accomplishments in business, government, philanthropy, or the nonprofit sector.
- Thinks strategically, manages complexity, and acts decisively.
- A commitment to and understanding of NWCUA's beneficiaries, preferably based on experience.
- Savvy diplomatic skills and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals.
- Personal qualities of integrity, credibility, and a passion for improving NWCUA's beneficiaries.
- Diversity: to ensure inclusive outcomes that maximize NWCUA member benefit, candidate diversity is actively sought. Individual diversity factors include, but are not limited to ethnicity, age, gender/gender identity, religion, and thought leadership style. Additionally, diverse credit union representation remains important, and includes geographic location, asset size, membership composition, strategic positioning and service, and charter/business model.
- Preferably, has served a committee or task force.

General competencies that must exist within the Board, but are not necessarily demonstrated by every Board member:

- Public Communication Skills
- Visioning
- Results Oriented
- Financial Acumen
- Understanding of Regulatory Environment and Risk Mitigation
- Understanding of Nonprofits and Governance Process and Principles

Service on NWCUA's Board of Directors is without remuneration.

NWCUA Board Members will eagerly fulfill these commitments to the NWCUA. Each Board Member will individually and collectively engage in on-going conversations and leverage productive feedback to continue to evolve as a high-performing governance Board.