

Vermont Information Technology Leaders Board of Directors Member Job Description

The Vermont Information Technology Leaders, Inc. (VITL) Board of Directors is composed of between nine and fourteen individuals who are representatives of the business community, health care consumers, Vermont hospitals, Vermont-licensed clinicians, and health insurers licensed to offer plans in VT, as well as individuals familiar with health information technology.

The Board supports the work of VITL and provides mission-based leadership and strategic governance. The role of the Board of Directors is to advise, govern, and oversee policy and direction, as well as to assist with the advocacy of VITL to support its mission and needs. While the day-to-day operations are led by the VITL President & Chief Executive Officer (CEO), the Board-CEO relationship requires active collaboration, and the appropriate involvement of the Board is both critical and expected. In addition to the standard roles and responsibilities of a board member of a Vermont nonprofit corporation, VITL's board members are asked to be active advocates and ambassadors for the organization.

Board member responsibilities include:

- Reviewing and holding to the expectations of the board as set out in the corporate by-laws
- Serving as a trusted advisor to VITL's CEO and leadership team.
- Representing the needs and values of clients, stakeholders, and individuals to the organization, speaking out for their interests, while maintaining a primary focus on VITL's interests and mission.
- Staying informed about what is going on across the organization and the greater health care landscape. Participating in and taking responsibility for making decisions on issues, policies, and other matters coming before the Board.
- Supporting VITL's communication and advocacy efforts, representing VITL's work to the community, and advocating for VITL's mission, programs, and services as appropriate.
- Providing financial oversight, including:
 - Reading and understanding VITL's financial statements and reports and otherwise helping the board fulfill its fiduciary responsibilities.
 - Reviewing and approving VITL's annual budget, audit reports, and IRS filings, as well as material business/procurement decisions.
- Overseeing VITL's policies and procedures for compliance with applicable law.
- Working with staff and other board members to engage in strategic planning for achievement of VITL's goals.
- Actively participating in board activities:
 - Regularly attending board meetings, except in emergencies. Notifying the Board Chair and CEO 24 hours in advance of any absence, where possible, to ensure that board business can be properly conducted.
 - Reviewing board materials in advance of board meetings and coming prepared to ask questions and participate in discussions.
 - Serving on at least one committee or workgroup of the board, attending regular committee meetings, and actively participating in committee work.

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- Reading VITL's bylaws and becoming knowledgeable about their provisions.
- Being informed of, and meeting, all legal and fiduciary responsibilities.
- Acting in good faith for the good of the organization and exercising reasonable care in all decision making.
- Contributing to an annual performance evaluation of the CEO.
- Assisting in the recruitment and onboarding of board members.

Length of term

- Two years, which may be renewed pending re-election by the board.

Meetings and time commitment

- The board of directors meets bi-monthly on the fourth Tuesday of the month from 3:00 p.m. to 5:00 p.m. Meetings are typically at the VITL offices.
- Committees of the board develop their meeting schedule as needed, pending their respective work agenda, with meetings generally aligned to the board schedule.