

National Association of Professional Insurance Agents



Board of Directors
Overview of Role & Responsibilities

Introduction

The Board of Directors of the National Association of Professional Insurance Agents, herein referred to as PIA, serve a critical purpose that is core to the governance of the association. They accomplish this by fulfilling their fiduciary relationship and board role, all while ensuring that the mission of PIA is pursued throughout the country.

Our Mission

To enable the success of PIA and its members by identifying and meeting their needs. To lead the industry on behalf of professional independent insurance agents and the agency distribution system, providing the best in education, information, advocacy, and protection.

Our Vision

An innovative industry leader that uses its vast knowledge, resources, and expertise to advance the business interests of all PIA members. To aggressively promote, protect and defend the diverse interests of professional independent insurance agents in the legislative, regulatory and public arenas, and to advance the agency system among carriers as the preferred distribution system for insurance products.

Our Pillars

PIA's four pillars provide the foundation for the Board of Directors to support the mission:

- **INFORM**

The authoritative source of information relevant to the insurance industry, especially our members.

- **EDUCATE**

Offerings that feature nationally recognized instructors and designations that strengthen the skills and knowledge of insurance professionals.

- **ADVOCATE**

Advocacy at the state and national levels to ensure PIA members' voices are heard by lawmakers and regulators alike.

- **PROTECT**

Delivery of products and services specifically designed for insurance professionals to protect and grow their businesses.

Role of the Board of Directors

- 1. Ensure Adequate Resources:** PIA will continue to be successful if it has the resources necessary to fulfill its mission and purpose. Leading by example is extremely important; each national director is asked to provide expertise as needed to accomplish the goals set forth by the organization.
- 2. Enhance Public Image:** As volunteers, national directors can shape the public image of the Association. National directors are advocates for PIA, its programs and its mission. National directors are expected to assist PIA staff by creating opportunities to present to groups, including PIA state affiliates, and to advocate for PIA at every opportunity. In public statements, national directors should not contradict the established policy positions of the Association.
- 3. Governance:** National directors must take care to see that PIA programs are fulfilling the association's mission and goals. National directors assure that proper stewardship practices are in place for the resources of PIA to fulfill its mission. National directors are asked to:
 - a. Participate in regularly occurring Board Working Sessions, which in most cases, are held virtually throughout the year.
 - b. Attend the Mid-Year Board Meeting, which is typically held in conjunction with Advocacy Day in the Washington, D.C. area each spring.
 - c. Attend the Year-End Board Meeting, which is typically held in September at various locations around the country.
 - d. Be responsive to board outreach initiatives, including timely, thoughtful, and constructive responses to emails or phone calls.
 - e. Advocate for PIA through their PIA affiliate board of directors and staff.
- 4. Ensure Effective Organizational Planning:** Comprehensive planning is vital to PIA's success. National directors and PIA staff are actively involved in the strategic initiatives. National directors are asked to participate in the:
 - a. Appropriate aspects of the planning process (e.g. surveys, focus groups, meetings, etc.).
 - b. Annual Board meeting where planning sessions are undertaken.
- 5. Engage in Effective Board Sessions** by preparing, asking, and contributing.
 - a. Prepare for sessions by reviewing issues in advance.
 - b. Ask questions to get clarification or more information when needed.
 - c. Contribute during the sessions to share ideas, expand your knowledge, and consider different perspectives.

Fiduciary Relationship

Individual members of the PIA National Board (national directors) have a fiduciary relationship with the national association. This is a separate fiduciary relationship than the national director may have with their affiliate association, should they also serve as a voting member of the affiliate's board of directors. All Directors have a fiduciary obligation to the organization of the Board they serve, and if they serve on more than one Board, they have more than one fiduciary obligation. All those fiduciary obligations are independent of one another, and the presence of more than one doesn't weaken any of the others.

The duties that are owed by the national director are among the highest standards of conduct that the law imposes. National directors are required to act honestly, in good faith and in the best interests of PIA and those it serves, and to apply the level of skill and judgment that is reasonably expected of a person with their knowledge and experience. As an official of PIA, a national director must meet certain standards of conduct and attention in carrying out his or her fiduciary responsibilities to the organization for which a court will judge conduct. The fiduciary obligation is made up of three duties: obedience, loyalty, and care.

The Duty of Obedience

The governing board must comply with local, state and federal law and conform to the organization's tax-exempt standing, articles of incorporation, bylaws and policies. This duty forbids acts outside the scope of corporate powers.

The Duty of Loyalty

To meet the duty of loyalty, a national director must act in good faith and must not allow personal, professional, or state affiliate interests to prevail over the interests of the National Association of Professional Insurance Agents.

The Duty of Care

This duty requires volunteers to be diligent and prudent in managing the organization's affairs, including direction setting, cultural modification, and management oversight. Volunteers are charged with governing and must handle the organizational duties with such care as an ordinary prudent person would use under similar circumstances or in the management of his or her own company.

National directors are expected to monitor and inquire when they become or are made aware of circumstances that diminish the mission of PIA, or an illegal action. The duty of care is not about inquiring as to why something was done a certain way, but to monitor, through the information the national director receives, that corrective action is being taken within the scope of the nonprofit's charter, and legal.

National Director Qualifications

Length of Term

The term for a national director is three (3) years. There is no limit to the number of terms that a national director may serve (other than any limit that what may be imposed by their affiliate), but it is recommended to not exceed three full 3-year terms to a maximum of 10 years (in cases where a national director is filling an unexpired term).

Time Commitment

Negotiable to meet the requirements of the organization, but at a minimum:

- a. Participate in regularly occurring Board Working Sessions, which in most cases, are held virtually throughout the year.
- b. Attend the Mid-Year Board Meeting, which is typically held in conjunction with Advocacy Day in the Washington, D.C. area each spring.
- c. Attend the Year-End Board Meeting, which is typically held in September at various locations around the country.
- d. Be responsive to board outreach initiatives, including timely responses to emails or phone calls.
- e. Advocate for PIA through each member's affiliate board of director meetings.
- f. Other travel as appropriate

Desired Skills & Attributes

- Membership in PIA for at least three (3) years.
- A commitment to PIA and its values; an understanding of PIA's objectives, organization, and services; and the responsibilities and relationships among members and staff.
- Knowledge of and influence in the industry.
- Ability to understand sophisticated concepts and articulate novel ideas.
- Specialties:
 - Agency operations, insurance technology, legislative process, marketing, insurance industry standards.
- Industry experience.
 - Industry experience is not limited to years of service, but can also include participation in industry groups such as a Young Insurance Professional (YIP) committee or affiliate board leadership. One's experience should lead a potential national director to becoming a visionary who uses their creativity to improve the industry, the organization, and its members.
 - National directorship is not limited to agency owners, but to all members that qualify as an Active Member in accordance with PIA's bylaws. An Active Member is defined as an individual engaged in the insurance agency business who directly or through their agency represent one or more insurance companies and to individuals engaged in the insurance brokerage business who sell insurance but do not represent any insurance companies. Active Members shall be duly authorized by the insurance laws of their state to be engaged in the business of selling insurance.