



## **HNBA GUIDELINES FOR REGIONAL PRESIDENTS**

We look forward to working increasingly together and having a close knit community of leaders this year. In the National Office, we understand that you give your valuable time and resources to the organization – a priceless contribution – so we would like to make your work for the HNBA as easy as possible. These Guidelines address the following subjects:

- Your Responsibilities as a Fiduciary
- Your Duties as Regional President
- Appointment of Deputy Regional Presidents
- Board Meetings & Written Reports
- Forms & Guidelines
- Obtaining Approval for an Event and/or Use of HNBA Logo
- Funding for Regional Activities
- Obtaining Reimbursements
- *e-Noticias & Noticias* Printed Journal
- National Office Assistance

### **I. Your Responsibilities as a Fiduciary**

As a member of a non-profit board, you are a fiduciary and your duties are governed by the laws of the HNBA's state of incorporation (District of Columbia), federal laws pertaining to non-profits, the HNBA Articles of Incorporation, and the HNBA Bylaws (see SharePoint<sup>1</sup> and Regional Presidents Library<sup>2</sup> ("RP Library")).

Board members are trustees who act on behalf of the organization's constituents, including service recipients, funders, members, the government, and taxpayers. The board of directors has the principal responsibility for fulfillment of the organization's mission and the legal accountability for its operations. This means that, as a group, they are in charge of establishing a clear organizational mission; forming the strategic plan to accomplish the mission; overseeing and evaluating the plan's success; hiring a competent executive director and providing adequate supervision and support to that individual; ensuring financial solvency of the organization; alerting leadership to pending legislation/regulations that may have an adverse impact on the Hispanic community; and evaluating, adopting, and ensuring the implementation of an appropriate system of policies and procedures for the organization.

---

<sup>1</sup> SharePoint site access via HNBA email account only.

<sup>2</sup> Regional Presidents Library located at <https://hnba.com/regional-presidents/>.

Board members have a duty of loyalty to the organization, its staff, and other board members. Always remember that the board acts with one voice after a decision is made. While differences of opinion are sure to arise, board members should seek to keep disagreements impersonal. By practicing discretion and accepting decisions made on a majority basis, board unity and confidence will be promoted.

Board members accomplish their functions through regular meetings and by establishing a committee structure that is appropriate to the size of the organization and the board. Board members have a fiduciary obligation to arrive at meetings prepared and ready to engage in thoughtful dialogue, which generates and uses the best thinking of its members to tackle the board agenda for the meeting.

All Board Members and Deputies must execute a **Confidentiality Agreement** (SharePoint & RP Library) and submit to [Secretary@hnba.com](mailto:Secretary@hnba.com) before they will be permitted to participate in board meetings/votes.

## II. Your Duties as Regional President

Your responsibilities as Regional President are generally defined in Article V, § 5, of the HNBA Bylaws. Your duties have been further defined by various HNBA policies and practices. HNBA Regional Presidents are expected to serve as liaisons between the HNBA and its local affiliates and members, promote the HNBA and membership in their regions, fundraise, and organize regional events. Specifically, Regional Presidents shall:

- Represent HNBA at regional/local events (or events of HNBA Partners in their region), and manage the appropriate display & marketing of HNBA materials at such venues;
- Organize *at least* one event per quarter, making sure to collaborate with local Affiliates as well as Divisions, Sections, Committees & Task Forces to host an event/activity/webinar, write a journal submission, etc.;
- Obtain approval from the HNBA VP of Regions & Affiliates before holding any HNBA sponsored event and/or program (even if no funding is requested);
- Assist with national and regional fundraising;
- Lead the due diligence and vetting process required in connection with the endorsements of judicial candidates in their region;
- Share information about the HNBA with attorneys in their region, hold HNBA membership drives/events, and hold regular meetings & develop partnerships with law schools and firms in their region; and
- Provide regular submissions to *e-Noticias* and the bi-annual print edition of *Noticias*.

You are, in short, both our ambassador to the legal community in your region and the HNBA's eyes and ears there!

## III. Appointment of Deputies

Although the HNBA does not have a prescribed regional infrastructure, it is important that you create one to assist in your work. Regional Presidents must appoint at least one Deputy Regional President, but you may appoint as many as you need. Additionally, please appoint deputies to act as the regional

liaisons for the Young Lawyers Division (“YLD”) and the Law Students Division (“LSD”). If you have difficulty identifying volunteers, please reach out to the VP of Regions & Affiliates for assistance.

Deputy Regional Presidents are non-voting members of the Board of Governors, but may vote in the Regional President’s absence. Once you have appointed a deputy, it is your responsibility to ensure he/she has signed and submitted their **Confidentiality Agreement** to [Secretary@hnba.com](mailto:Secretary@hnba.com). You must then add his/her information to the Leadership Directory (on SharePoint), taking care to note whether their signed agreement has been submitted.

#### **IV. Board Meetings & Written Reports**

One of the most wonderful and valuable aspects of service on the HNBA Board of Governors is developing friendships with lawyers throughout the country. Thus, attendance at board meetings is not only an obligation (*see* Bylaws, Art. VI, § 9), but also a privilege of service.

Although the HNBA does not reimburse board members for the cost of traveling to board meetings, you should make every effort to attend board meetings in person. You may split this responsibility (and the associated costs) with your deputies, who may vote on your behalf in your absence. While it is possible and permissible to participate by phone, please use this option only when absolutely necessary. Because our meetings are long, it is difficult to be truly engaged during a telephone conference. Also, participation by phone does not permit you to get to know your colleagues or to become fully integrated into our work.

No later than **2 weeks prior** to each board meeting, every Regional President is required to submit a written report about the region’s recent activities to [VPRegionsAffiliates@hnba.com](mailto:VPRegionsAffiliates@hnba.com). You **must** use the new **BOG Report Template** (SharePoint & RP Library) to submit your report. Some pointers for format:

- Use bullet points – do NOT submit a narrative report (old format)
- Do NOT forward or cut/paste narratives from your regional newsletter
- Do NOT include photos
- Make sure all events you include in your report were approved by the VP Regions & Affiliates, were added to the HNBA Calendar, and that event metrics were recorded in the Success Tracker

#### **V. Forms & Guidelines**

All necessary forms and guidelines may be found in the Regions/Affiliates SharePoint site, as well as the Regional Presidents Library (go to <https://hnba.com/regional-presidents/> & scroll down).

#### **VI. Obtaining Approval for an Event and/or Use of HNBA Logo**

Regardless of whether or not the HNBA logo or HNBA funds will be used, all events where the HNBA name is being used **must** be approved by the VP of Regions & Affiliates before the event is held. All Event and Budget Approval Forms must be submitted by the Regional President **ONLY**. Any request not submitted by the Regional President will be denied.

Send all requests for event/budget approval to the [VPRegionsAffiliates@hnba.com](mailto:VPRegionsAffiliates@hnba.com) and [Treasurer@hnba.com](mailto:Treasurer@hnba.com). The sooner your request is received, the more quickly you will receive your approval. We will get back to you promptly, but want to ensure that we know about your events early enough to offer marketing and other support if needed. For further details, see “*Submission Process: Event Approvals, Calendar & Reimbursements*” (SharePoint & RP Library).

## VII. Funding for Activities

Regions are provided \$2,500 per region per fiscal year (Oct. 1 to Sept. 30) as seed money to fund HNBA activities. However, the maximum reimbursement per event cannot exceed \$1,000 of the regional funds provided. These funds expire at the end of each fiscal year.

You are also strongly encouraged to fundraise for regional events. Funds separately raised by a region do not expire – they will roll over year over year. All checks received from sponsors of regional events **must** be made payable to the HNBA and logged in the **Checks Log** (see RP Library). If a firm or company is providing gifts in-kind, be sure to fill out the **In-Kind Donation Form** and provide letters to the National Office (SharePoint & RP Library). For further details, see “*Submission Process: Event Approvals, Calendar & Reimbursements*” (SharePoint & RP Library).

Regardless of whether you are using HNBA funds or funds raised by the region, you **must** submit the Event and Budget Approval Form to the VP Regions & Affiliates prior to your event.

The HNBA is a nonprofit organization with limited funds whose mission is to serve the Hispanic community based on the strategy developed by the board; therefore, please refrain from requesting that the HNBA divert its funds to another organization’s event happening in your region. The HNBA funds are intended to assist you with planning and funding HNBA events which highlight our association, our programs, and our events. There will be opportunities for co-sponsorship with other organizations, but those occurrences should be the exception rather than the norm.

## VIII. *e-Noticias* & *Noticias* Printed Journal

It is the responsibility of all Regional Presidents to submit information for publication in *e-Noticias* and the *Noticias* printed journal. Submissions may include announcements, upcoming events and/or events recently held (w/ photos), or short articles on topics important to our organization. Send submissions to [Noticias@hnba.com](mailto:Noticias@hnba.com). Printed journal deadlines will vary; however, there are hard deadlines for *e-Noticias*:

Submit by: 10<sup>th</sup> of each month  
Publication: 15<sup>th</sup> of each month

## IX. National Office Assistance

The National Office makes every effort to assist each of our board members with regional and national events, and thus scheduling our work to comply with all requests is of the utmost importance. As such, if you need assistance from the National Office, please email HNBA Executive Director & Chief Operating Officer Alba Cruz-Hacker ([acruzhacker@hnba.com](mailto:acruzhacker@hnba.com)) monthly detailing all your event needs

for the upcoming month so she may provide you with the resources you need. Before emailing the National Office for assistance, the event must be approved by the VP of Regions & Affiliates.

Should you have any questions or concerns, please let us know. Thank you in advance for your support and cooperation. We look forward to working with you!