

# ACHS Board Policies

## Table of Contents

1.0	Global Ends Statement	3
2.0	Global Executive Limitations	3
2.1	Treatment of Member Societies/Petitioners for Membership	4
2.2	Treatment of Staff	4
2.3	Compensation & Benefits	5
2.4	Financial Planning/Budgeting	5
2.5	Financial Condition & Activities	6
2.6	Asset Protection	6
2.7	Ends Focus of Contracts & Grants	7
2.8	Communication & Support to the Board	7
2.9	Emergency Executive Succession	8
3.0	Global Governance Process/Ownership Linkage Commitment	9
3.1	Governing Style	9
3.2	Board Job Description	10
3.3	Board Members' Code Of Conduct	11
3.4	Agenda Planning	12
3.5	Roles of Board Members	12
3.6	President's Role	12
3.7	Vice President's Role	13
3.8	Secretary-Treasurer's Role	13
3.9	Release of Information	13
3.10	Board Committee Principles	14
3.11	Board Committee Structure	14
3.12	Standing Committees	14
3.13	Cost Of Governance	15
4.0	Global Board-Executive Linkage	16
4.1	Unity Of Control	16
4.2	Accountability Of The Executive Director	16
4.3	Delegation To The Executive Director	17
4.4	Monitoring Executive Director Performance	17
4.5	Executive Compensation & Benefits	18

Appendix 1 – Affiliation Process	19
Appendix 2 – Maintenance of Membership	20
Appendix 3 – Temporary Transfer of ED Responsibilities	21
Appendix 4 – ACHS Anti-Trust Policy	22
Appendix 5 – ACHS Board Self-Assessment	23

## **Definitions**

**Ownership** – The owners of the Association of College Honor Societies are the member societies.

**Ends** – Which needs are to be met, for whom, and at what cost. Written with a long-term perspective, these mission-related policies embody most of the Board’s part of long-range planning.

**Executive Limitations** – The Board establishes the boundaries of acceptability within which staff methods and activities can responsibly be left to staff. These limiting policies, therefore, apply to staff means rather than to ends.

**Board-Executive Linkage** – The Board clarifies the manner in which it delegates authority to staff as well as how it evaluates staff performance on provisions of the Ends and Executive Limitations policies.

**Board Process** – The Board determines its philosophy, its accountability, and specifics of its own job.

**Executive Director** – Chief Executive Officer

## SECTION I: ENDS

### *1.0 GLOBAL ENDS STATEMENT*

**The Association of College Honor Societies is a visibly cohesive community of certified national and international honor societies individually and collectively exhibiting excellence in scholarship, service, programs, and governance.**

#### SUB-ENDS, MEANS, AND REFERENCE TO BYLAWS

1. Certified honor societies in continuing compliance with high standards.
  - a. Means: Establishing standards and definitions, certifying honor societies, and ensuring the maintenance of high standards.
  - b. Relevant Bylaws Purpose: See purpose #3.
2. Member societies in mutually beneficial communication and community.
  - a. Means: Facilitating and coordinating activities of mutual benefit to member societies.
  - b. Relevant Bylaws Purpose: See purposes #1, 2, and 6.
3. Body of knowledge of value to the honors community and other audiences.
  - a. Means: Collecting and disseminating information of value to internal and external audiences alike.
  - b. Relevant Bylaws Purpose: See purpose #5
4. ACHS as the standard bearer for and authority on honor society legitimacy, excellence, and values.
  - a. Means: Pro-actively promoting the ACHS mission and values to the larger community.
  - b. Relevant Bylaws Purpose: See purpose #4.

## SECTION II: EXECUTIVE LIMITATIONS

### *2.0 GLOBAL EXECUTIVE DIRECTOR CONSTRAINT*

**The Executive Director shall not cause or allow any practice, activity, decision, or organizational circumstance which is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics.**

## **2.1 TREATMENT OF MEMBER SOCIETIES AND PETITIONERS FOR MEMBERSHIP**

With respect to interactions with member societies or those petitioning to be member societies, the Executive Director shall not cause or allow conditions or procedures that are unsafe, undignified, unlawful, or unnecessarily intrusive.

Accordingly, the Executive Director shall not:

1. Request unnecessary information from member societies and petitioners for membership.
2. Use methods of collecting, reviewing, transmitting, or storing information that fail to protect against improper access to the material elicited.
3. Fail to inform petitioners for membership of the affiliation process (Appendix 1) and what may or may not be expected from ACHS membership.
4. Fail to inform member societies of the requirements for maintaining membership (Appendix 2).
5. Fail to provide a way for societies and petitioners to be heard who believe they have not been accorded a reasonable interpretation of their protections under this policy.
6. Fail to inform the Board of organizations interested in affiliation and the determination of their eligibility.

## **2.2 TREATMENT OF STAFF** *(enforceable when the staff size exceeds 1 person)*

With respect to the treatment of paid and volunteer staff, the Executive Director shall not cause or allow conditions that are unfair, undignified, disorganized, or unclear.

Accordingly, the Executive Director shall not:

1. Operate without written personnel rules which: (a) clarify rules for staff, (b) provide for effective handling of grievances and disciplinary actions, and (c) protect against wrongful conditions, such as preferential treatment for personal reasons.
2. Discriminate against staff for non-disruptive expression of dissent.
3. Prevent staff from grieving to the Board when (a) internal grievance procedures have been exhausted and (b) the employee alleges that Board policy has been violated.
4. Fail to acquaint staff with the Executive Director's interpretation of staff protections under this policy.
5. Fail to embrace appropriate educational pursuits for the professional development of staff.

### **2.3 COMPENSATION AND BENEFITS (enforceable when the staff size exceeds 1 person)**

With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Executive Director shall not cause or allow jeopardy to fiscal integrity or public image.

Accordingly, the Executive Director shall not:

1. Change the Executive Director's own compensation and benefits, except as benefits are consistent with a package for all other employees.
2. Promise or imply permanent or guaranteed employment.
3. Hire employees on any basis other than at will.
4. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
5. Create obligations over a longer term than revenues can be safely projected, in no event longer than one year.
6. Establish or change pension benefits that cause unpredictable or inequitable situations, including those that:
  - a. Incur unfunded liabilities.
  - b. Provide less than some basic level of benefits to all full time employees, though differential benefits to encourage longevity are not prohibited.
  - c. Allow any employee to lose benefits already accrued from any foregoing plan.
  - d. Treat the Executive Director differently from other key employees

### **2.4 FINANCIAL PLANNING/BUDGETING**

The Executive Director's financial planning for any fiscal year shall not deviate materially from Board's Ends priorities, risk fiscal jeopardy, or fail to be derived from a multi-year plan.

Accordingly, the Executive Director shall not:

1. Fail to include credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
2. Plan the expenditures in any fiscal year of more funds than are projected to be available or received in that period.
3. Reduce the reserves at any time to less than 100% of the current operating budget.
4. Provide less for Board prerogatives during the year than is set forth in the Cost of

Governance policy.

## **2.5 FINANCIAL CONDITION AND ACTIVITIES**

With respect to the actual, ongoing financial condition and activities, the Executive Director shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from Board priorities established in Ends policies.

Accordingly, the Executive Director shall not:

1. Allow actual allocations to deviate significantly from Board priorities in Ends policies.
2. Borrow from the donor restricted funds.
3. Deviate from standard financial practices.

## **2.6 ASSET PROTECTION**

The Executive Director shall not allow association assets to be unprotected, inadequately maintained or unnecessarily risked.

Accordingly, the Executive Director shall not:

1. Allow unbonded personnel access to material amounts of funds.
2. Unnecessarily expose the organization, Board, or staff to claims of liability.
3. Make any purchase without a method of assuring the balance of long-term quality and cost.
4. Fail to protect intellectual property, information and files from loss or significant damage.
5. Receive, process or disburse funds under controls that are insufficient to meet the Board-appointed auditor's standards.
6. Invest or hold operating capital in insecure instruments or in non interest-bearing accounts except where necessary to facilitate ease in operational transactions.
7. Endanger the organization's public image or credibility, particularly in ways that would hinder its accomplishment of mission, including, but not limited to:
  - a. Failing to keep the ACHS website maintained on an on-going basis with continuous upgrading and monitoring of content.

- b. Failing to serve as the spokesperson for ACHS to the media and other external entities.
8. Fail to release information to the media that serves to build the public image and credibility of ACHS.

## **2.7 ENDS FOCUS OF CONTRACTS & GRANTS**

The Executive Director may not enter into any contract arrangements or grants that do not emphasize production of Ends and do not avoid unacceptable means.

Accordingly, the Executive Director shall not:

1. Fail to prohibit particular methods and activities to preclude association funds from being used in imprudent, unlawful or unethical ways.
2. Fail to assess and consider a service provider's capability to produce appropriately targeted, efficient results.

## **2.8 COMMUNICATION AND SUPPORT TO THE BOARD**

The Executive Director shall not permit the Board to be uninformed or unsupported in its duties.

Accordingly, the Executive Director shall not:

1. Neglect to submit monitoring data required by the Board (see policy on Monitoring Executive Director Performance) in a timely, accurate, and understandable fashion, directly addressing provisions of Board policies being monitored.
2. Let the Board be unaware of relevant trends, anticipated adverse media coverage, threatened or pending lawsuits, material external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established.
3. Fail to advise the Board if, in the Executive Director's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Executive Linkage, particularly in the case of Board behavior that is detrimental to the work relationship between the Board and the Executive Director.
4. Fail to marshal for the Board as many staff and external points of view, issues, and options as needed for fully informed Board choices.
5. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other incidentals.
6. Fail to provide a mechanism for official Board, officer, and/or committee communications.

7. Fail to deal with the Board as a whole except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the Board.
8. Fail to report in a timely manner an actual or anticipated noncompliance with any policy of the Board.
9. Fail to supply for the consent agenda all items delegated to the Executive Director yet required by law or contract to be Board-approved, along with the monitoring assurance pertaining thereto.

## ***2.9 EMERGENCY EXECUTIVE SUCCESSION***

In order to protect the Board from sudden loss of Executive Director services, the Executive Director shall identify no fewer than two other individuals familiar with ACHS Board and Executive Director issues and processes. The Executive Director shall not fail to prepare an annual list of persons available for temporary transfer of responsibilities (Appendix 3).

## **SECTION III: GOVERNANCE PROCESS/OWNERSHIP LINKAGE**

### **3.0 GLOBAL GOVERNANCE COMMITMENT**

**The purpose of the Board, on behalf of its membership, is to see to it that the Association of College of Honor Societies (a) achieves appropriate results for the membership at an appropriate cost and (b) avoids unacceptable actions and situations.**

### **3.1 GOVERNING STYLE**

The Board will govern with an emphasis on (a) outward vision, (b) encouragement of diversity in viewpoints, (c) strategic leadership, (d) clear distinction of Board and Executive Director roles, (e) collective decisions, (f) future, and (g) proactivity. A central challenge of the group of individuals comprising the Board is to convert many divergent views into a single official view. On any issue, the Board must elicit as much diversity as possible to insure that it is adequately considering the range of views held by the membership. Yet these divergent views must be resolved into a single organizational position, spoken with one voice.

Accordingly:

1. The Board will cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to staff initiatives. The Board may use the expertise of individual members to enhance the ability of the Board as a body, rather than to substitute the individual judgments for the Board's values.
2. The Board will direct, lead, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives (e.g., see Appendix 4). The Board's major policy focus will be on the intended long-term impacts within and of the organization, not on the administrative or programmatic means of attaining those effects.
3. The Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the Board can change its governance process policies at any time, it will observe them scrupulously while in force.
  - a. In accordance with this discipline, the Board will only allow itself to address a topic after it has answered these questions:
    - i. Whose issue is this? Is it the Board's or the Executive Director's?
    - ii. Has the Board dealt with this subject in a policy? If so, what has the Board already said on this subject and how is this issue related? If the Board has already addressed the matter, does the Board wish to change what it has already said?
    - iii. If the matter is several levels below Board level, what is the broadest way to address this issue so that it is still under existing Board policy? Does that policy suffice to deal with our concern?

- b. It is out of order for Board members to talk about content until these questions of appropriateness are settled.
4. Continual Board development will include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvement.
5. The Board will allow no officer, individual or committee of the Board to hinder or be an excuse for not fulfilling its commitments
6. The Board will formally monitor and discuss the Board's process and performance annually and informally monitor itself on an on-going basis. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-Executive Linkage categories.

### **3.2 BOARD JOB DESCRIPTION**

Specific job outputs of the Board, as an informed agent of the ownership, are those that ensure appropriate organizational performance.

Accordingly, the Board has direct responsibility to create:

1. The links between both the ownership and the operational organization.
2. Written governing policies that address the broadest levels of all organizational decisions and situations.
  - a. Ends: Organizational products, impacts, benefits, outcomes, recipients, and their relative worth (what good for which recipients at what cost).
  - b. Executive Limitations: Constraints on executive authority that establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
  - c. Governance Process: Specification of how the Board conceives, carries out, and monitors its own task (Appendix 5).
  - d. Board-Executive Linkage: How power is delegated and its proper use monitored; the Executive Director role, authority, and accountability.
3. Assurance of successful Executive Director performance.

### **3.3 BOARD MEMBERS' CODE OF CONDUCT**

The Board commits itself and its members to ethical, professional, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members. Board deliberations will be conducted in strict observance of federal anti-trust laws and other pertinent regulations (Appendix 4).

1. Members must have loyalty to the ownership, unconflicted by loyalties to staff, other organizations, and any personal interest as a consumer.
2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
  - a. There will be no self-dealing or business by a member with the organization unless disclosed to the Board and determined by the Board to be in the best interests of the organization.
  - b. Members will disclose their involvements with other organizations, vendors, or any associations that might be or might reasonably be seen as being a conflict on an on-going basis.
  - c. When the Board is to decide upon an issue, about which a member has an unavoidable conflict of interest, that member shall absent herself or himself without comment from not only the vote, but also from the deliberation.
  - d. Board members will not use their Board position to obtain employment in the organization for themselves, family members, or close associates. Should a Board member apply for employment, the member must first resign from the Board.
3. Board members may not attempt to exercise individual authority over the organization.
  - a. Members' interaction with the Executive Director or with staff must recognize the lack of authority vested in individuals except when explicitly Board authorized.
  - b. Members' interaction with public, press, or other entities must recognize the same limitation and the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.
  - c. Except for participation in Board deliberation about whether reasonable interpretation of Board policy has been achieved by the Executive Director, members will not express individual judgments of performance of employees of the Executive Director.
4. Members will respect the confidentiality appropriate to issues of a sensitive nature.
5. Members will be properly prepared for Board deliberation.

### **3.4 AGENDA PLANNING**

To accomplish a governance style consistent with Board policies, the Board will follow an annual agenda that (a) completes a re-exploration of Ends policies annually and (b) continually improves Board performance.

1. The cycle will conclude each year on the last day of February so that administrative planning and budgeting can be based on accomplishing a one-year segment of the Board's most recent statement of long term Ends. The cycle will start with the Board's development of its agenda for the fiscal year.

2. Consultations with member societies, or other methods of gaining ownership input, will be determined.
3. Governance education and education related to Ends determination (e.g., presentations by futurists, demographers, advocacy groups, staff, etc.) will be arranged.
4. Throughout the year, the Board will attend to consent agenda items as expeditiously as possible.
5. Executive Director monitoring will be included on the agenda as discussion items if monitoring reports show policy violations or if policy criteria are to be debated. When no controversy is apparent, all financial and monitoring reports shall appear as agenda items as correspondence items.

### ***3.5 ROLES OF BOARD MEMBERS***

When Board members assume staff roles, they will function under the direction of the Executive Director. When assuming these staff roles, they will take care to serve as staff members rather than Board members. The Executive Director is an ex officio Board member without vote and assumes the role of Board member in policy deliberations.

### ***3.6 PRESIDENT'S ROLE***

The President assures the integrity of the Board's process and, secondarily, occasionally represents the Board to outside parties.

Accordingly:

1. The president is responsible to hold the Board accountable to its own rules and those legitimately imposed upon it from outside the organization.
  - a. Meeting discussion content will be only those issues that, according to Board policy, are discerned by the Board to clearly belong to the Board, not the Executive Director.
  - b. Deliberation will be fair, open, and thorough, but also timely, orderly, and focused.
2. The authority of the president consists in making decisions that fall within topics covered by Board policies on Governance Process and Board-Executive Linkage, with the exception of (a) employment or termination of a Executive Director and (b) where the Board specifically delegates portions of this authority to others. The president is authorized to use any reasonable interpretation of the provisions in these policies.
  - a. The president is empowered to chair Board meetings with all the commonly accepted power of that position (e.g., ruling, recognizing).

- b. The president has no authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Because the Board as a whole creates the ends and executive limitations, the president has no authority to supervise or direct the Executive Director.
- c. The president may represent the Board to outside parties in announcing Board-stated positions and in stating committee chair decisions and interpretations within the area delegated to her or him. This does not conflict with the role of the Executive Director as spokesperson for the organization (2.6.7b and 2.6..8).
- d. The president may delegate this authority, but remains accountable for its use.

### ***3.7 VICE PRESIDENT'S ROLE***

The Vice President is responsible for working with the Executive Director to develop the Annual Council Meeting program and propose sites for Annual Council Meetings.

### ***3.8 SECRETARY-TREASURER'S ROLE***

The Secretary-Treasurer is responsible for recording the minutes of the Board and the Council and for providing leadership for the fiduciary responsibility of the Board.

### ***3.9 RELEASE OF INFORMATION***

All announcements of ACHS program of work, activities, and positions on matters of public concern shall be issued by the Executive Director. All ACHS publicity releases shall be issued by the Executive Director.

### ***3.10 BOARD COMMITTEE PRINCIPLES***

Board committees, when used, will be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from Board to Executive Director.

Accordingly:

1. Board committees are to help the Board do its job. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will normally not have direct dealings regarding operational issues.
2. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Executive Director.

3. Board committees cannot exercise authority over staff. Because the Executive Director works for the full Board, Executive Director will not be required to obtain approval of a Board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a Board committee that has helped the Board create policy on some topic will not be used to monitor organizational performance on that same subject.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group that is formed by Board action, whether or not it is called a committee and regardless whether the group includes Board members. It does not apply to committees formed under the authority of the Executive Director.

### ***3.11 BOARD SPECIAL COMMITTEE STRUCTURE***

A special committee is a Board committee only if its existence and charge come from the Board, whether or not Board members sit on the committee. Unless otherwise stated, a special committee ceases to exist as soon as its task is complete.

### ***3.12 STANDING COMMITTEES***

The standing committees of the Board are Bylaws, Nominating, Standards and Definitions, Public Information, Eligibility and Admissions, Association Management, and Program.

### ***3.13 COST OF GOVERNANCE***

Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

Accordingly:

1. Board skills, methods, and supports will be sufficient to assure governing with excellence.
  - a. Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing member skills and understandings.
  - b. Outside monitoring assistance will be arranged so that the Board can exercise confident control over organizational performance. This includes, but is not limited to, fiscal audit.
  - c. Outreach mechanisms will be used as needed to ensure the Board's ability to listen to owner viewpoints and values.

2. Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.
  - a. Up to \$ 500.00 in fiscal year 2004 for board expenses and accommodations in the course of their duties. Annual meeting expense will not be included.
  - b. Up to \$ 1500.00 in fiscal year 2004 for training, including attendance at conferences and workshops.
  - c. Up to \$ 1500.00 in fiscal year 2004 for audit and other third-party monitoring of organizational performance.
  - d. Up to \$ 500.00 in fiscal year 2004 for surveys, focus groups, opinion analyses, and meeting costs.

## **SECTION IV: BOARD-EXECUTIVE LINKAGE**

### ***4.0 GLOBAL GOVERNANCE-MANAGEMENT CONNECTION***

**The Board's sole official connection to the operational organization will be through a Chief Executive Officer, titled Executive Director.**

### ***4.1 UNITY OF CONTROL***

Only officially passed motions of the Board are binding on the Executive Director.

Accordingly:

1. Decisions or instructions of individual Board members, officers, or committees are not binding on the Executive Director except in rare instances when the Board has specifically authorized such exercise of authority.
2. In the case of Board members or committees requesting information or assistance without Board authorization: in an effort to preserve the limited resources of ACHS toward the intended ends, the Executive Director has the option to refuse such requests that require, in the Executive Director's opinion, an inordinate amount of staff time, funds, or disruption.

### ***4.2 ACCOUNTABILITY OF THE EXECUTIVE DIRECTOR***

The Executive Director is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Executive Director.

Accordingly:

1. The Board will never give instructions to persons who report directly or indirectly to the Executive Director.
2. The Board will not evaluate, either formally or informally, any staff other than the Executive Director.
3. The Board will view Executive Director performance as identical to organizational performance, so that organizational accomplishment of Board-stated Ends and observance of Board-stated limitations will be viewed as *effective* Executive Director performance.

### ***4.3 DELEGATION TO THE EXECUTIVE DIRECTOR***

The Board will instruct the Executive Director through written policies that prescribe the organizational Ends to be achieved and describe organizational situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

Accordingly:

1. The Board will develop policies instructing the Executive Director to achieve certain results for certain recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies.
2. The Board will develop policies that limit the latitude the Executive Director may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies.
3. As long as the Executive Director uses any reasonable interpretation of the Board's Ends and Executive Limitations policies, the Executive Director is authorized to establish all operational policies, make all decisions, take all actions, establish all practices, and develop all activities.
4. The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and Executive Director domains. By doing so, the Board changes the latitude of choice given to the Executive Director. But as long as any particular delegation is in place, the Board will respect and support the Executive Director's choices.

### ***4.4 MONITORING EXECUTIVE DIRECTOR PERFORMANCE***

Systematic and rigorous monitoring of Executive Director job performance will be solely based upon expected Executive Director job outputs: organizational accomplishment of Board policies on Ends and organizational operation within the boundaries established in Board policies on Executive Limitations.

Accordingly:

1. Monitoring is simply to determine the degree to which Board policies are being met. Data that do not do this will not be considered to be monitoring data.
2. The Board will acquire monitoring data by one or more of three methods: (a) by internal report in which the Executive Director discloses compliance information to the Board, (b) by external report in which an external, disinterested third party selected by the Board assesses compliance with Board policies, and (c) by direct Board inspection in which a designated member or members of the Board assess compliance with the appropriate policy criteria.

3. In every case the standard for compliance shall be any reasonable Executive Director interpretation of the Board policy being monitored.
4. Compliance with all policies that instruct the Executive Director will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time and by any method, but will ordinarily depend on a routine schedule.

<u>Policy</u>	<u>Method</u>	<u>Frequency</u>
1.0 Ends	Internal	Semi-Annually
2.1 Treatment of Member societies	Internal	Annually
2.2 Treatment of Staff	Internal	Annually-
	(enforceable when the staff size exceeds 1 person)	
2.3 Compensation & Benefits	Internal	Annually
	(enforceable when the staff size exceeds 1 person)	
2.4 Financial Planning/Budgeting	Internal	Annually
2.5 Financial Condition & Activities	External	Annually
2.6 Asset Protection	External	Annually
2.7 Contracts & Grants	Internal	Annually
2.8 Communication & Support	Direct Inspection	Annually
2.9 Emergency Succession	Internal	Annually

#### **4.5 EXECUTIVE DIRECTOR COMPENSATION & BENEFITS POLICY**

The Board shall negotiate a contract with the Executive Director that will stipulate compensation and benefits for the Executive Director.

Executive Director remuneration will be decided after a review of monitoring reports received in the last year during the month of February.

## APPENDIX 1 - AFFILIATION PROCESS

The petitioning society shall:

1. Compare its organizing instrument and bylaws/constitution with the ACHS standards and eligibility criteria (see *Standards of Excellence* brochure).
2. Discuss the comparison with the Executive Director and make changes necessary to meet all of the standards and criteria.
3. Participate as an observer at an ACHS Annual Council Meeting (optional, but advisable).
4. File petition (and accompanying materials) with the Executive Director by September 1.
5. Remit an affiliation fee at the time of admission to the Council.

The Executive Director shall submit application materials to the Eligibility and Admissions Committee to ensure that the candidate for membership meets the standards and requirements for membership.

## **APPENDIX 2 – MAINTENANCE OF MEMBERSHIP**

ACHS members shall fulfill the following requirements in order to maintain membership:

1. Submit an annual report that provides information to show compliance with ACHS policies and such other information as may be determined to be beneficial to member societies, e.g., membership eligibility, membership statistics, national governance, chapter standards for admission and operation, legal matters regarding trademarks/registration, and IRS requirements.
2. Remit annual dues at the beginning of the fiscal year.
3. File current copy of bylaws and/or constitution and report annually any amendments.

**APPENDIX 3 – TEMPORARY TRANSFER OF EXECUTIVE DIRECTOR  
RESPONSIBILITIES**

The following temporary transfer of responsibilities shall occur upon determination of permanent disability, death, or leave of absence:

<ul style="list-style-type: none"> <li>• Executive authority and ED search</li> </ul>	President until such time as an acting ED has been appointed
<ul style="list-style-type: none"> <li>• Financial responsibilities</li> </ul>	Terry Potterpin of Executive Options (accountant)
<ul style="list-style-type: none"> <li>• Check signing responsibility</li> </ul>	Terry Potterpin of Executive Options (accountant)
<ul style="list-style-type: none"> <li>• Investments</li> </ul>	Jay Wolek of Comerica Bank
<ul style="list-style-type: none"> <li>• Office Management</li> </ul>	Lisa Wootton Booth
<ul style="list-style-type: none"> <li>• Computer network, Internet and software systems, and word processing</li> </ul>	Lisa Wootton Booth, Kelly Olsen of Microtech Services, and Ryan Vartoogian of SpartanInternet
<ul style="list-style-type: none"> <li>• Publications</li> </ul>	Lisa Wootton Booth and Eric Root of Spartan Printing

## **APPENDIX 4 - ACHS ANTI-TRUST POLICY**

The Association of College Honor Societies (ACHS) is a national, not-for-profit organization whose members are college and university honor societies. ACHS is dedicated to serving the interests of our members, the public, and higher education in our country through our several activities, which include gathering and dissemination of relevant data and information in furtherance of our purposes.

It is the long-standing policy of ACHS to comply fully with all laws and regulations applicable to our activities, including the federal and state antitrust laws, which are intended to protect competition. The antitrust laws prohibit hard-core anticompetitive practices such as price-fixing, market division, and group boycotts, as well as certain other arrangements and transactions that may possibly harm the competitive process. Although our Association activities and programs generally do not present antitrust issues, we and our members must be informed about the antitrust laws and be sensitive to any possible antitrust issue or question.

In support of the ACHS antitrust compliance policy, the following procedures and principles are applicable to the Association and our members: ACHS meetings are to follow a pre-approved agenda, and meeting minutes will subsequently be prepared and distributed; any antitrust issue or question pertaining to ACHS or our activities should be directed to the Executive Director for review by counsel if necessary; and ACHS members are encouraged to adopt antitrust guidelines of their own consistent with this Association policy statement.

Although ACHS serves as a forum for the free and open discussion of diverse opinions, certain topics are inconsistent with our antitrust compliance policy. With respect to membership in ACHS and the related admission requirements, our Bylaw provisions set forth the governing standards and procedures; any actions, understandings, or statements inconsistent with the Bylaws are prohibited. More generally, any actions, understandings, or statements arising in the ACHS context, which appear to be anti-competitive in purpose or potential effect are inconsistent with Association policy, can be harmful to ACHS and our members, and are prohibited. Under the antitrust laws relating to “group boycotts,” each member society must make its own, unilateral decisions as to the vendors or other entities with which it will do business, and on what terms. Any actions, understandings, or statements inconsistent with this antitrust principle should be avoided.

### APPENDIX 5 – ACHS BOARD SELF-ASSESSMENT

The board’s discussion should center on (1) its products, (2) the outcome of its work and its process, or (3) conduct and behavior. The board should compare its actions with what it said it was going to do.

	Satisfactory	Unsatisfactory	Comments
<b>Linkage with the owners</b>			
• Has the board identified the owners? Who are they?			
• Has the board stated how it will be a link/ bridge with the owners?			
• Have the linkages given the board the information needed to represent the owners?			
• Have the ends of the organization been shaped by the owners?			
• Has the board told the owners what they said?			
<b>Policy Development</b>			
• Did the board limit itself to policymaking?			
• Is the board content with what it has produced in these areas?			
• Were the board’s information needs met for policymaking?			
• What would the board like to do differently?			
<b>Monitoring Performance</b>			
• Has the board set performance standards?			
• Has the board established a monitoring system for determining performance?			
• Does the monitoring system satisfy the board’s need to be accountable?			
<b>Board Process</b>			
• Did the board follow its own process in discussing issues and setting policy			
• In its activity at the meeting and the actions it took, did the board live up to its own standards as expressed in its policies?			
• Has the board answered the 3 criteria for addressing a topic: Whose issue is it? Has the board dealt with this in a policy? What is the broadest way to deal with this policy?			

Adapted by Mary E. Pritchard from Exhibit 8.4 in Oliver, C. (1999). *The Policy Governance Fieldbook*. San Francisco: Jossey-Bass.