

**Oklahoma Alumni & Associates of Future Homemakers of America and
Family, Career & Community Leaders of America, Inc.
Policies & Procedures
Adopted November 5, 1999**

These are the policies and procedures[†] of the Board of Directors (herein referred to as "BOD") for the Oklahoma Alumni & Associates of Future Homemakers of America and Family, Career & Community Leaders of America, Inc. (herein referred to as "OAA"). The Oklahoma Department of Career & Technology Education shall herein be referred to as "ODCTE." The Family and Consumer Sciences Education Division of the ODCTE shall herein be referred to as "FACSED." As should always be the case, the "spirit of the law" is much more important than the "letter of the law;" thus the BOD has full right to use sound reasoning to depart from or add to these policies and procedures at any time in any way by means of a simple majority vote

FUNCTION OF THE BOARD

"A nonprofit board of directors is the governing or policy-setting body that bears legal responsibility for the institution it serves." A nonprofit organization is required to have a voluntary or lay board of directors in order to receive a state charter and qualify for IRS Code 501(c)(3)-tax status.

PURPOSES OF THE BOARD

The three general governing functions of the board are:

To preserve the integrity of the trust;
To set policy; and,
To support and promote the organization.

TO PRESERVE THE INTEGRITY OF THE TRUST entails two facets: overseeing the purposes and preserving institutional autonomy.

Overseeing the Purposes

OAA bylaws contain a section in which its purposes are stated. The board has a responsibility to ensure that everything OAA does is true to the stated purposes. The primary means by which this is done is by asking hard questions. A member should never hesitate to delve into proposed actions by requesting additional information (or by any other means deemed necessary). "...the integrity of an organization depends primarily on the fulfillment of its [purposes] and public service."

Preserving Institutional Autonomy

Members "must weigh heavily all decisions that could compromise the organization's ability to steer its own course." One way this shall be done is for the board to adopt a clear policy for accepting gifts and grants that have donor restrictions."

TO SET POLICY "Policy making should be grounded in the [purposes] and other governing documents of the organization." Thus, members should always be mindful of OAA's purposes and overall aims in setting policy. Every attempt shall be made to

secure the best research possible, as well as input from those who will be affected by the policy.

TO SUPPORT AND PROMOTE THE ORGANIZATION Regardless of the board room opinions of members, they shall be chief advocates of the organization in public. External functions may include: "bringing positive attention to the institution, supporting it financially, supporting the chief administrator, and introducing the organization to those who may be able to help it."

RESPONSIBILITIES OF THE BOARD

The following nine responsibilities naturally extend from the purposes of the board:

- Review and protect the purposes of the organization;
- Drive the organization's planning efforts;
- Serve as fiduciary representatives of the organization;
- Ensure financial solvency of the organization;
- Serve as ambassadors and spokespersons for the organization;
- Evaluate the organization's program regularly;
- Communicate the community and lay perspective to the organization;
- Serve as final court of appeals for any internal conflict; and,
- Self-assess periodically.

REVIEW AND PROTECT THE PURPOSES OF THE ORGANIZATION There are two aspects to the review and protection of the purposes. They are:

- Reviewing the purposes; and,
- Changing the purposes.

Reviewing the Purposes

It is the responsibility of the board to annually review the purposes listed in the bylaws. This shall serve both to refresh members' minds in regard to the purposes and also to monitor any purpose modifications that would benefit the organization.

Changing the Purposes

If a purposes change is deemed prudent and justified, the members shall begin a careful revision process that includes representatives from all constituencies of the organization. After consultation with legal experts (so as to not place the organization in jeopardy), the members should then present the changes to the organization's membership at the annual meeting for bylaws amendment.

DRIVE THE ORGANIZATION'S PLANNING EFFORTS The board has a responsibility to be vision-minded in regards to fulfilling the purposes. Planning efforts should originate at the board level and should be voted upon by the board before any formal action is taken.

SERVE AS FIDUCIARY REPRESENTATIVE OF THE ORGANIZATION Legal precedence supports the nine responsibilities listed herein. The BOD and individual members of

OAA may be considered agents thereof and held legally liable for its actions, including, but not limited to, failure to carry out the purposes of the organization. Thus, it is integral that BOD members act in the best interest of OAA at all times.

ENSURE FINANCIAL SOLVENCY This contains two categories of action:

Overseeing fiscal management; and,
Participation in fundraising.

Overseeing Fiscal Management

While most financial details may be delegated to the Finance Committee, the full board must approve operating budgets, loans, capital expenditures, fee increases, investments, property sales, and funding for new programs and projects. It also makes risk management decisions regarding insurance and indemnification. To ensure the utmost integrity, external auditors should report to the full BOD or the Finance Committee rather than to the State Adviser or individual board members and/or officers.

Participation in Fundraising

A BOD has a responsibility to support every fundraising endeavor the institution makes. The reasons thus are threefold: 1) It is an act of leadership that provides an example for others; 2) It is an act of commitment to the organization and its ideals; and, 3) It is an act of faith and confidence in the institution.

SERVE AS AN ORGANIZATIONAL AMBASSADOR AND SPOKESPERSON Members must be well-informed about the organization and willing to promote it at every opportunity. In doing so, BOD member shall be careful to remember that in all dealings with other entities, any agreements made by individual BOD members are subject to approval by the full board. Additionally, special care should be given to any public representation of the BOD, the organization, or its members, whether it be by letter, voice, video, data transmission, or otherwise.

EVALUATE THE ORGANIZATION'S PROGRAMS REGULARLY The BOD is responsible for seeing that the organization's programs are sound. Also, the BOD has a duty to regularly determine whether programs are meeting public need and are marketed effectively.

COMMUNICATE THE COMMUNITY AND LAY PERSPECTIVE A well-chosen BOD will have broad community representation and expertise. Each BOD member shall seek to continually bring the lay perspective into all matters of discussion.

SERVE AS FINAL COURT OF APPEALS On the rare occasion that any conflict should arise within the organization, the BOD shall have the final word on the matter, and its judgment shall be considered final and complete.

SELF ASSESSMENT It is incumbent upon a board to take a periodic look at itself. Self-assessment alerts the BOD to gaps in understanding about vision, policy, procedure, and

responsibility. The BOD shall assess itself from time-to-time and follow that assessment with a meeting devoted to analysis of the results garnered and determination of solutions.

LEADERSHIP OF THE BOARD

BOARD CHAIR

The BOD Chair has two primary roles:
Organizational spokesperson; and,
Board executive.

To serve OAA's purposes, the BOD Chair shall also have many of the duties and responsibilities of the chief administrator (executive director).

Organizational Spokesperson

In his role of organizational spokesperson, the BOD Chair shall lead by:

Defining objectives;

Outlining the year's work;

Delegating responsibility to members; and,

Evaluate members' jobs with recognition and/or constructive criticism.

The Chair must be adept at facilitating communication among the BOD, committees, and members. The Chair must oversee the activities of all BOD committees. Although he will not attend every committee meeting, he shall be kept up to date as to the results thereof. The Chair must also prod sluggish committee chairmen toward their goals. The Chair must demonstrate strong motivational talents and leadership skills, including a working knowledge of parliamentary procedure.

In the role of chief administrator, the BOD Chair should work to see that the day-to-day details of the organization are handled. The Chair should take care to inform the full BOD of all such actions at the immediately following BOD meeting.

The Chair should also seek to keep the BOD informed of all news affecting the organization, whether bad or good.

The Chair shall see that the minutes, financial statements, and reports are distributed to the BOD members in a timely fashion.

In accordance with OAA bylaws, the Chair shall see to it that all BOD members are notified of all special meetings of the BOD no less than fifteen calendar days prior to the meeting. The same courtesy shall be extended the BOD members for regular meetings. The meeting notice shall include a statement of time, place, meeting agenda, and any requirement of individual members (i.e. reports, information, and/or presentations). Any meeting not preceded by such notice shall be considered out-of-order.

CHAIR-ELECT

In the absence of the BOD Chair, the Chair-Elect shall perform all the duties pertaining to the office of Chairman. Upon succession to the office of Chairman, the Chair-Elect shall

immediately inform, in writing, all newly selected BOD members of their selection to the BOD. Included in that notice shall be a notification of each member's committee assignments.

PAST CHAIR

The Past Chair shall serve in an advisory capacity. Additionally, the responsibility for preparing the "Alumni Corner" portion of the *Oklahoma FCCLA Newsletter* shall belong solely to the Past Chair. He shall see to it that the article is submitted to the FACSSED Department of the ODCTE by their *Newsletter* deadline.

SECRETARY/HISTORIAN

The Secretary is solely responsible for taking accurate minutes of every meeting of the BOD and the organization as a whole. It is his primary duty to provide a copy of each set of minutes (once approved) to the FACSSED Division of ODCTE in order to have it placed on file. The Bylaws of the organization and other legal documents establishing OAA state that all records will be kept at said location. The Secretary/Historian shall also be responsible for keeping a reasonable history of the organization and its actions. This, too, shall reside at the ODCTE. Responsibility for Historian duties may be shared among other members; however, the responsibility lies upon the Secretary/Historian to see that all actions are carried out fully.

TREASURER

The Treasurer shall automatically be named chair of the Finance Committee. He shall have the authority to sign any official documents duly prepared that require the signature of the Treasurer of the Board. The Treasurer shall also work very closely with the FACSSED Division of the ODCTE to see that all monetary and budget items are handled to auditors' satisfactions.

COMMITTEE CHAIRS

Committee Chairs have the same responsibilities to their respective committees that the BOD Chair has to the full BOD. If a committee chair is inactive, two committee members may call a committee meeting without the committee chair's knowledge. Each committee chair shall review the committee's purposes with the committee and establish goals and objectives. All committee work is subject to approval of the full BOD, and the committee chair is responsible for presenting committee reports (including dissenting opinions) at BOD meetings. Standing committee chairs should prepare an annual written report of the committee's activity to be submitted at the end of the fiscal year.

SPECIFIC POLICIES

1. Associate membership (also referred to as lifetime membership) dues monies shall be set aside from the general fund into interest bearing accounts that shall remain as organizational security. Only the interest from these accounts may be spent from the general fund; the principal funds will not be spent.

2. The FCCLA State Adviser shall function as the OAA State Adviser as well. He shall function in an advisory capacity to the BOD, and the BOD should work to ensure that all BOD activities are coordinated with the State Adviser.
3. The regular meetings of the BOD shall be 1). In conjunction with the FCCLA State Convention (which shall be the annual meeting); and, 2). The meeting held in the 2nd quarter of the fiscal year (set by the Chair). All other meetings of the BOD shall be termed special meetings. One meeting, either regular or special, shall be scheduled quarterly. The BOD Chair shall distribute a list, in writing, of the four quarterly meetings at the beginning of his term. This shall not substitute for the written notice to be given by the BOD Chair fifteen days prior to meetings. If the scheduled quarterly meeting dates or times should change, written notice shall be given.
4. BOD membership is contingent upon meeting attendance. If, at any time, a BOD member has missed one regular meeting in conjunction with two special meetings, he shall be reviewed by the full BOD in view of dismissal from BOD membership. Any member so considered shall be removed from BOD membership only by a four-fifths majority vote in favor of dismissal. Upon dismissal, the member may appeal the decision to the full BOD and be reinstated by a simple majority vote.
5. Emergency meetings of the BOD may be called by the Executive Committee if it is determined that there is a pressing, immediate concern of the BOD. A pressing, immediate concern shall be defined as: a business matter on which the BOD must take immediate action. In such case, the BOD Chair shall give each BOD member as much advance notice as possible. Care should be given that the provision for emergency meetings is not abused by lack of preparation and notice for otherwise non-emergency meetings. It is advisable that emergency meetings take place via telephone or other data transmission mechanism. All action of the BOD in an emergency meeting shall be subject to a vote of ratification at the next non-emergency meeting of the BOD.
6. All OAA funds shall be accounted for through the FCCLA secretary/bookkeeper of the FACSSED division of the ODCTE. OAA books shall be audited by the same auditor who audits the Oklahoma FCCLA books at the conclusion of the fiscal year.
7. Scheduling of meeting space and/or sleeping rooms shall be coordinated by the BOD Chair and the OAA State Adviser in cooperation with the conference coordinator at the ODCTE.
8. OAA expenditures shall be tentatively approved by the BOD Chair (in his capacity as Chief Administrator) and either the OAA State Adviser or the State Program Administrator of FACSSED before purchases are made. All expenditures shall be subject to ratification at the next non-emergency BOD meeting.
9. Scholarship monies awarded shall be awarded in full to the college or university of the individual to whom the scholarship is awarded. Any monies left in the individual's

account after payment of fees shall be disbursed to the scholarship winner by the college or university.

[†] We are gratefully thankful to Barbara A. Burgess' chapter on the Board of Directors in *The Nonprofit Management Handbook: Operating Policies and Procedures*, edited by Tracy Daniel Conners, published by John Wiley & Sons: New York, 1993, for its guidance in preparing these policies and procedures. Any similarity is purely due to the Bylaws Committee's dependence upon Ms. Burgess' expertise for a standard of excellence after which to model OAA's policies and procedures. We attribute all credit for these policies and procedures to Ms. Burgess.