

American Society for Public Administration
Policies and Procedures Manual

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Chapter 1 Introduction

1:1 ASPA - Overview

1:1-1 Incorporation

The American Society for Public Administration (ASPA) is a corporation under the general not-for-profit corporation act of the State of Illinois, incorporated September 13, 1945. From 1939 to 1945, there existed an unincorporated association known as ASPA. Upon incorporation of

ASPA in 1945, members of the unincorporated association became members of the ASPA Corporation.

The URL for the Illinois General Not For Profit Corporation Act of 1986 is <http://www.ilga.gov/legislation/ilcs/ilcs3.asp?ActID=2280&ChapterID=65>.

1:1-2 Purposes of ASPA

ASPA is organized for the following educational and scientific purposes, as stated in its articles of incorporation:

1. to facilitate the exchange of knowledge and results of experience among persons interested or engaged in the field of public administration;
2. to encourage the collection, compilation, and dissemination of information on matters relating to public administration;
3. to encourage the improvement of public service; and,
4. to advance generally the science, processes, and art of public administration

Consistent with those purposes, ASPA undertakes its professional and educational activities to advance and advocate excellence in public service by:

1. upholding and promoting integrity, ethics, and professionalism in the public service;
2. promoting the equality of opportunity for all persons through public administration; and,
3. taking positions on (i) policy issues dealing with professional standards and the image of the public service, (ii) policy issues with implications for the management of public organizations and the workplace environment, and (iii) policy issues relating to major program areas of public agencies. (Bylaws, Art. 1)

1:1-3 Bylaws Amendment, and Review

- (1) The Bylaws contain provisions for the regulation and management of the affairs of ASPA, consistent with the Articles of Incorporation and law. The Bylaws may be amended by act of a supermajority of the National Council, followed by approval by the membership, per procedures set forth in the Bylaws.
- (2) At least once every five years, the President shall direct a comprehensive review of the bylaws and recommend any desired changes.

1:2 Policies and Procedures Manual

1:2-1 General Purpose

This Policies and Procedures Manual of ASPA has been developed to provide information about the purpose, organization, and functioning of the Society. It also serves as the official publication for any positions taken by the Council on policy issues as described above.

1:2-2 Authorization

The National Council (Council) is authorized by the Bylaws of the Society to approve policies in areas not covered by the Bylaws. Article VIII of the Bylaws provides that, where there is now or may be in the future an existing and published policy approved by the Council, such policy shall prevail to the extent it is consistent with the Society's articles of incorporation, the Bylaws, and law

1:2-3 Amendment

- (1) This Manual is intended to be a “living document” and can be amended at any time by the National Council, by simple majority vote.
- (2) The Executive Committee may authorize temporary exceptions to this Manual in the event of an urgent need. Such exceptions shall be reported to the Council at the next scheduled meeting. The Executive Director shall, at the conclusion of all meetings of the National Council and at other relevant times, update this document to include new or changed policies, policy statements, and other pertinent actions.

1:2-4 Official Copies of the Manual

The Executive Director shall maintain official copies of these Policies and Procedures, and shall make them available to the Council and membership by any convenient means.

Chapter 2 Governance and Staff Resources

2:1 Governance

2:1-1 Composition of the Council

The Council shall consist of twenty-two (2) voting members and two (2) non-voting members. The Council's twenty-two (2) voting members are as follows: President; President-Elect; Vice President; Immediate Past President; fifteen (15) members, consisting of three (3) people elected from each of the five (5) electoral districts (defined below); one (1) member who is a representative from the Conference of Minority Public Administrators Section and one (1) student member and one (1) international member. The Council's two (2) non-voting members are the Executive Director and the Parliamentarian.

2:1-2 Terms of the Council

Council members elected from each of the five (5) electoral districts shall be elected for a three (3) year term with one (1) member being elected each year from each electoral district by the members within that electoral district. The Council member who is a representative from the Conference of Minority Public Administrators Section shall be designated by the chair of that section. A student member shall be elected by the ASPA membership with full voting rights for a one-year term. An international member shall be elected to ASPA's international membership

with full voting rights for a three-year term. Council members shall serve until their successors are elected or appointed and take office, or until their earlier resignation or removal.

2:1-3 Nominations and Elections

- (1) Members, chapters, sections, and the Council members will be invited to submit recommendations to the Nominating Committee for consideration as Council members.
- (2) To be eligible for nomination to the Council, a person shall be a member of the Society and must have been a member for at least one (1) year immediately prior to his/her nomination. Memberships that have lapsed will be considered to be continuing memberships for purposes of eligibility for office for a grace period of 3 months, provided full dues are paid by the end of this grace period. In addition, a candidate shall have his/her residence or principal place of employment in the electoral district from which he/she is nominated and is to stand for election and shall be a member of a chapter within that electoral district, if such a chapter exists there.
- (3) Council candidates may be recommended from any source. If insufficient recommendations are received by the deadline, current Council members will be asked to provide one (1) name each.
- (4) Members who have been appointed to serve on the Nominating Committee and have accepted their appointment are not eligible to be candidates for Vice-President or Council for that election cycle, either by nomination or petition, even if they resign from the Committee.
- (5) The eligible electorate is comprised of those members whose membership is current at the start of the balloting period and will remain current through the end of it. The Executive Director will, at least 30 days in advance of the balloting, notify any member whose membership is due to expire before or during the balloting period to alert them to this timing.

2:1-4 Electoral Districts

There shall be five (5) electoral districts consisting of members/chapters within several specific states' boundaries. The electoral districts shall be of comparable size in terms of membership; whenever the bylaws are comprehensively reviewed at five (5) year intervals in accordance with the Bylaws, the electoral districts may be redistricted to maintain comparable size.

The electoral districts shall be as follows:

- Electoral District 1 - Northeast (consisting of the members/chapters within the following states: Connecticut, Maine, Massachusetts, New Hampshire, New Jersey, New York, Rhode Island, and Vermont);
- Electoral District 2 - Mid-Atlantic (consisting of the members/chapters within the following states: Delaware, District of Columbia, Maryland, Indiana, Michigan, Ohio, Pennsylvania, Virginia, Virgin Islands, Puerto Rico and West Virginia);
- Electoral District 3 - Southeast (consisting of the members/chapters within the following states: Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee);
- Electoral District 4 - Great Plains and Upper Midwest (consisting of the members/ chapters within the following states: Alaska, Colorado, Idaho, Illinois, Iowa, Kansas, Minnesota, Missouri, Montana, Nebraska, North Dakota, Oregon, South Dakota, Washington, Wisconsin and Wyoming);

· Electoral District 5 - Far West (consisting of the members/chapters within the following states: Arizona, California, Hawaii, New Mexico, Nevada, Oklahoma, Texas and Utah).

2:1-5 Removal of Council Members

Council members shall be automatically removed from office at the end of the third meeting from which the member is absent, unless the Council, by majority vote of members entitled to vote, declares that one (1) or more of the member's absences are excused. Failure to comply with the duties assigned by the Bylaws will result in removal.

2:1-6 Council Vacancies

- (1) The Bylaws authorize the President to fill by appointment any Council vacancy until the next regularly scheduled election. For vacancies from electoral districts, the "next regularly scheduled election" is defined to refer to the next election following the end of the term of the member being replaced. In this way, replacements are appointed to complete the full term in the vacant district, thus assuring that the principle of staggered terms is preserved.
- (2) The Bylaws state that if Council member moves from the electoral district in which he or she was elected, the office will be declared vacant.
- (3) A member is considered to have "moved" when BOTH i) the member's active place of residence AND ii) the member's principal place of work are reliably expected to be out of the electoral district permanently or for 13 months or longer. E.g. a one-year sabbatical elsewhere would not constitute a move; nor would employment out of the district if the individual commutes weekly or seasonally from a principal residence in the district.

2:1-7 Officers

(1) Officers and Term of Office

- (a) The officers of ASPA are the President, the President-Elect, the Vice- President, and the Secretary-Treasurer (who shall be the officer known as the Executive Director).
- (b) The President serves for a term of one year.
- (c) The President-Elect automatically succeeds to the office of the President upon completion of the President's term. The Vice-President, elected by the members of the Society by annual ballot for a term of one year, will automatically succeed to the office of President-Elect upon completion of the President-Elect's term.
- (d) The Vice President, elected by the members of the Society by annual ballot for a term of one (1) year, will automatically succeed to the office of President-Elect upon completion of the President-Elect's term.
- (e) The Immediate Past President will serve a one-year term immediately following their recent term of office.
- (f) The Executive Director shall be appointed by the Council.
- (g) Officers shall be automatically removed from office at the end of the third meeting from which the member is absent, unless the Council, by majority vote of members entitled to vote, declares that one (1) or more of the member's absences are excused, or whenever membership is terminated or denied in accordance with Article II., Section 6.
- (h) There shall also be an honorary office known as Editor-in-Chief of the Society's journal; provided, however, that the holder of this office shall not be a corporate officer of the Society. The Editor-in-Chief shall be appointed for an initial term of three (3) years by the President subject to ratification by the Council. The appointment shall be renewable for a successive

three (3) year term subject to ratification by the Council. The Editor-in-Chief serves at the pleasure of the Council.

(2) Nominations

- (a) Members, chapters, sections, and the Council members will be invited to submit recommendations for consideration for Vice President to the Nominating Committee.
- (b) To be eligible for nomination for Vice President, a person shall be a member of the Society and must have been a member for at least one (1) year immediately prior to his/her nomination.
- (c) Names of consenting members may also be placed in nomination by petitions signed by at least two percent (2%) of the Society's membership for Vice President with not more than seventy-five percent (75%) of the signatures coming from one electoral district and not less than twenty-five percent (25%) from at least three (3) other electoral districts, and presented to the Nominating Committee not later than forty-five (45) calendar days following the official announcement of the Nominating Committee slate.

(3) Vacancies

- (a) In case of death, resignation, or inability of the President to perform the duties of his or her office, the President-Elect shall immediately succeed him or her and shall be President for the remainder of the unexpired term and one (1) additional year.
- (b) In case of an interim vacancy in the office of President-Elect, the Vice President shall immediately succeed him or her and shall be President-Elect for the remainder of the unexpired term and one additional year.
- (c) In the case of an interim vacancy in the office of Vice President, the Council shall elect a replacement to serve until the next annual election. At the next annual election, the membership of the Society shall elect a President-Elect and Vice President.

2:1-8 Duties of the National Council

(1) General Duties

The National Council is the board of directors of the Society and shall manage or direct the affairs of the Society. The National Council shall have and exercise all powers of a not for profit corporation under the law of Illinois, including, and not limited to:

- (a) Setting overall direction and policy for the Society,
- (d) overseeing and contracting for the management of the society,
- (e) establishing overseeing and disestablishing chapters, sections, committees and other bodies,
- (f) delegating powers and duties to officers and employees,
- (g) appointing and removing the executive director, and
- (h) recommending to the membership the adoption, amendment, repeal of bylaws of the Society.

(2) National Council Duties Assigned by the Bylaws

The Bylaws of the Society assign several specific duties to the members of the National Council with regard to the governance of the organization. These specifically are the following:

- (a) Members shall attend all meetings of the Council and all committee meetings in which they have been assigned either in person or by means of other telecommunications methods.
- (b) Members shall communicate with their assigned Chapters and Sections on a quarterly basis at a minimum.
- (c) The Senior Council member in each District shall coordinate liaison activities and Chapter/Section assignments.
- (d) Each member of Council shall acknowledge in writing that they will comply with the duties as outlined in this section

(3) National Council Duties Established by the Council

Members of the National Council are expected to assume leadership responsibilities vital to the effective operation of the Society. These include national, district, chapter, and section responsibilities. Members of the National Council are expected to:

- (a) Actively support the goals of ASPA;
- (b) Involve themselves extensively in policy deliberations and program decision-making;
- (c) Represent to ASPA members, and to the public in general, the goals and objectives of the Society;
- (d) Facilitate the work of chapters and sections of ASPA and provide liaison between them and the Society; and
- (e) Ensure prudent use of all assets, including financial resources, intellectual property, people and good will, seek to enhance such assets, and provide oversight for all activities that advance the nonprofit's effectiveness and sustainability.

2:1-9 Duties of the President

- (a) The President shall:
 1. Exercise chief policy leadership of the Society;
 2. Preside over all meetings of the Council and the Society's annual meeting;
 3. Appoint members to committees and other bodies, generally through actions beginning in the president-elect year.
 4. Serve on the Executive Committee; and
 5. Serve as an ex-officio voting member of every committee of the Society with the exception of the Nominating Committee.
- (b) The President is the principal public spokesperson of the Society, and shall at the annual meeting and at other times and forums, communicate, advise, inform, and suggest such actions and policies as deemed proper to advance the goals, purposes, and programs useful to the Society, its chapters, sections, other bodies, committees, and members.
- (c) The President shall appoint a non-Council, non-staff member of the Society as Parliamentarian to serve during his or her term of office. Robert's Rules of Order shall serve as the parliamentary procedure.
- (d) Concurrent with the term of office, the President may make such other appointments as are required by the bylaws or as may seem necessary in the interests of the Society.
- (e) Any presidential appointee may be removed from office by the President in accordance with rules established by the Council, which are for the President to consult first with the Council in executive session.

- (f) As the public symbol of the Society, the President shall take actions to execute the provisions of the bylaws and policies of the Society, protect the rights and welfare of the members, and promote their interests. On issues of significance, the President shall, in situations of dispute regarding policy implementation, act as a liaison between the Executive Director, other officers and Council members, chapter presidents, committee and section chairpersons, and such other agents of the Society as may exist or from time to time be established.
- (g) In addition, the President also has specific duties assigned by the Bylaws with regard to the calling of meetings, appointments, elections, the establishment and disestablishment of committees and other bodies, and the selection of the Editor-in-Chief of the Public Administration Review. These duties are discussed in the sections of this Manual dealing with the specific subject matter.

2:1-10 Duties of the President-Elect

- (a) The President-Elect shall, as requested, assist the President. In addition, the President-Elect will prepare the plan of action to implement the Society's goals during his or her term as President, and shall serve on the Executive Committee.

2:1-11 Duties of the Vice-President

The Vice-President shall perform such duties as may be assigned by the bylaws and the President, and shall serve on the Executive Committee. The Vice-President, before taking office, makes appointments to the Publications Committee.

2:1-12 Duties of the Executive Director

- (a) The Executive Director is the chief executive officer of the Society and generally is responsible for the execution of Society business. The Executive Director serves as the Secretary-Treasurer of the corporation and the fiscal agent for all Society business. The Executive Director is also the editor-in-chief of *PA Times*.
- (b) While the following list is not intended to be all inclusive, the Executive Director:
 1. Serves on the Executive Committee;
 2. Provides staff support for the Council and officers of the Society;
 3. Recruits, appoints, develops, and removes all employees, and determines their compensation consistent with the budget;
 4. Prepares and makes reports to the Society at least annually;
 5. Assists in the development of new chapters and sections;
 6. Assists in the oversight and management of chapters and sections;
 7. Is responsible for accurate and timely keeping of member records;
 8. Prepares and recommends an annual budget to the Council through the Finance Committee;
 9. Makes recommendations to the Council on any aspect of the Society business;
 10. Gives regular progress reports to the Council;
 11. Files all corporate reports and tax returns, including required those required under the not-for-profit corporation act of the State of Illinois, and the Corporations office of the District of Columbia;
 12. Manages all ASPA member elections and conveys election results to the officers and council.

2:1-13 Meetings of the Council

(1) Date of Meeting

Council meetings shall be held upon written or printed notice made not less than ten (10) days before the date of the meeting and shall be at the call of the President or of any five members of the Council.

(2) Number of Meetings

The Council shall meet twice a year.

(3) Scheduling of Meetings

The scheduling of Society meetings shall take into consideration religious holidays.

(4) Conduct of Council Meetings

According to the ASPA by-laws, when Parliamentary procedures are required, *Robert's Rules of Order* will be followed. However, most ASPA Council business does not require Parliamentary level procedures. It is Council policy that Council business be conducted following a Consensus Decision-making model, with open and collaborative discussion and consensus decisions, whenever feasible.

ASPA procedures for Consensus Decision-making proceed in the following manner:

1. Consistent with the meeting agenda, an item for discussion or action is brought forward. The presenter will describe the topic or action item as necessary, and the president or presiding officer will identify the amount of time recommended to be devoted to it.
2. The Council will carry out a discussion of the item including to identify pros and cons, raise questions, request points of information, make modifications, suggest related actions, and make comments – in the spirit of seeking an open expression of views, an improved decision, and a consensus outcome.
3. As consensus nears, the President or presiding officer will restate the latest version of the item and see if everyone agrees. At this decision point, council members may either (i) support the consensus by a) agreeing, b) consenting with reservations, or c) abstaining; or (ii) block the consensus by objecting. The President or presiding officer will indicate if unanimity has been reached. If so, the outcome will be stated and recorded in the minutes. If not, the President or presiding officer will determine whether to continue discussion to seek consensus, or to switch to Parliamentary procedure under *Robert's Rules of Order*.
4. At any point, a Council member may call for a switch to Parliamentary procedure under *Robert's Rules of Order*. The president or presiding officer may also call at any time for Parliamentary action to replace the consensus process if the consensus process seems inappropriate or if a direct vote is necessary. If Parliamentary procedure is called, then the Parliamentarian will restate the question before the Council and will advise on the appropriate steps to proceed following *Robert's Rules of Order*.

2:1-14 ASPA Business Meeting

The Business Meeting of the Society shall be scheduled at a time that would allow maximum attendance by the membership.

2:2 Committees and other bodies.**2:2-1 Types of committees and other bodies.**

Functionally, ASPA operates with 4 distinct types of committees and related bodies, as defined in the By-laws. These types are

- a) **Standing Committees** defined in the By-laws;
- b) **Ad Hoc Committees of the Council**, to be established by the president or the Council with majority membership from the Council;
- c) **Program Bodies**, such as commissions, boards, task forces, regular committees and so forth; and
- d) **Cost Centers**, which are program bodies to which the Council has delegated authority to control their own budgets and enter into their own agreements.

2:2-2 General procedures for appointments to committees and other bodies.

The Council has established the following general principles that apply to the formation, appointment, term, and disestablishment of all committees, centers, and other program bodies, except where exceptions are explicitly defined in the Bylaws or these Policies and Procedures:

- (a) Members serve at the pleasure of the council. (Bylaws Article 3, Section 9.B)
- (b) For committees or groups intended to proceed on a continuing basis, appointments shall be for three year, staggered terms – unless otherwise indicated in the bylaws or these Policies and Procedures.
- (c) The Executive Director shall prepare a list for the President-elect of open seats on standing committees, ad hoc committees, and program bodies that will be continuing during his or her presidency, and updated with any new groups to be created.
- (d) The President-elect will make appointments to these positions, after consultation with the Executive Director, prior to starting his or her Presidential term, though appointments may also be made at any point during the Presidency.
- (e) Appointments to the Ethics and Standards Implementation Committee, the Board of Advisors, the editorship of PAR, and the Council delegate to the Executive Committee require ratification of the Council.
- (f) The ASPA Council will be provided updates on appointments to and the composition of all committees and other bodies on a timely and regular basis.
- (g) Eligible

2:2-3 Standing Committees**(1) General Policies for Standing Committees**

- (a) Six standing committees are established by the Bylaws: The Executive Committee, Nominating Committee, Publications Committee, Finance Committee, Audit Committee, and the Ethics and Standards Implementation Committee. These committees are permanent, subject only to subsequent amendments to the bylaws.
- (b) The President shall appoint the chairperson and members of each standing committee to serve during the President's term of office. Each committee shall have two (2) or more

Council members, and a majority of the membership of each committee shall be Council members; provided, however, that the Nominating Committee and the Ethics and Standards Implementation Committee may be composed entirely of persons who are not Council members. All committee members shall serve at the pleasure of the Council.

(2) The Executive Committee

The Executive Committee will be governed by the following rules:

- (a) The Executive Committee shall consist of the President, President-Elect, Vice-President, and the Secretary-Treasurer (the Executive Director).
- (b) One Council member, appointed annually by the President with ratification of the ASPA Council, shall participate, without vote, in all meetings of the Executive Committee.
- (c) The Executive Committee shall have the power to transact all regular business of the Society during the interim between the meetings of the Council, provided such action shall not conflict with the policies and expressed wishes of the Council.
- (d) Executive Committee actions shall be reported fully to the Council at the Council's next meeting.
- (e) The presence of four voting members of the Executive Committee shall constitute a quorum for the conduct of the committee's business.

(3) The Nominating Committee

- (a) The Nominating Committee shall consist of the three most recent Past Presidents who are still members able and willing to serve thereon, plus four other members from different electoral districts of the Society and who are not members of the Council nor Past Presidents.
 - 1. If there are not three Past Presidents available, the President may appoint a sufficient number of other members, who are not members of the Council, to complete the Committee.
 - 2. The President shall appoint two of the district members, and the President-Elect and Vice-President shall appoint one district member each.,
 - 3. The Committee's appointment shall be announced promptly through the Society's newspaper and/or electronic media.
- (b) The Nominating Committee shall be appointed not less than 120 days prior to each annual meeting of the membership.
- (c) The Nominating Committee shall nominate one or more candidates for Vice-President and one or more candidates for each Council vacancy.
- (d) The Nominating Committee may directly or indirectly seek suggestions for candidates from the membership and from ASPA bodies, sections, and chapters, as well as from its own experience.
- (e) The Nominating Committee shall present a slate of candidates that is representative of the various groups and professional interests within the Society seeking a balance of academic and practitioner, and including international, non-profit, and all levels of government. The Council also charges the Nominating Committee to present a slate of candidates that is diverse relative to race, gender, ethnicity, gender identity, sexuality, and other important forms of diversity. The Nominating Committee will give strong consideration to a person's contributions to the Society and to the public service.

- (f) The Nominating Committee will receive names of candidates to be placed in nomination for Council and for Vice President that are submitted by petition, as authorized in the Bylaws, and will rule on their eligibility for nomination.

(4) The Finance Committee

- (a) There shall be a Finance Committee, with the chairperson appointed by the President, and it shall be comprised of two or more Council members and a majority of the membership shall be Council members. Appointments shall be made for one-year terms, and members may be reappointed.
- (b) The Finance Committee has the following responsibilities:
 - (i) Providing guidelines for developing and recommending an annual budget to the National Council and for supervising the execution of the budget once adopted.
 - (ii) Recommending any deficit-financing plan to the Council in advance of any implementation.
 - (iii) Developing and recommending investment policies to the National Council and for supervising such policies once adopted.
 - (iv) Conducting a review of the ASPA dues structure every three years.
 - (v) Preparing, with the support of the executive director, long-term financial analyses of the Society's fiscal health and directions and reporting this analysis to the Council.
- (c) The Finance Committee will recommend investment guidelines for the Council to adopt and will supervise the execution of those guidelines.

(5) Audit Committee

- (a) The President appoints the Chair and two other members of the Audit Committee. Two members must be from the Council. Members of the Executive Committee may not also sit on the Audit Committee. The audit committee serves for one year until the completion of the annual audit for the Fiscal Year for which they were appointed, and members may be reappointed.
- (b) The Audit Committee seeks proposals from appropriate auditing firms, conducts interviews of those presenting proposals, and selects an audit firm. It is customary that the audit partner be rotated every five years, and the firm every ten.
- (c) The Audit Committee supervises the audit and obtains the report of ASPA's financial position from the auditors on timely basis. Supervision of the audit will include at least one meeting or conference call with the auditors that is independent of ASPA staff and officers.
- (d) The Audit Committee establishes and oversees whistle blower protections for the receipt of complaints about financial management from officers or staff.

(6) The Publications Committee

- (g) The Publications Committee shall consist of no more than twelve (12) members. Nine (9) members, appointed by the President, serving three-year, staggered terms and up to three members selected by the Vice-President Elect, who will begin serving when the Vice

President-elect takes office. Appointments will be made in such a way as to ensure a broad range of relevant expertise and representation of the Society's diverse membership. Members may serve no more than two consecutive terms. (Bylaws Art. 3, Section 12 A) By this language, the Bylaws exempt the Publications Committee from the requirement that Standing Committees be made of a majority of Council members. The Chair shall be appointed from among the members named by the President to a one-year.

- (h) The Publications Committee shall pursue three primary purposes: (1) provide recommendations to the Council on strategic initiatives for developing the Society's publications; (2) implement Council policies and procedures for periodic review of all section journals; and (3) pursue other relevant purposes as the Council deems appropriate.

(7) The Ethics and Standards Implementation Committee.

There shall be an Ethics and Standards Implementation Committee, with the chairperson appointed by the President. Each President will appoint two members for a three-year term with the ratification of the Council. The ASPA executive director shall be an ex-officio member of the committee without vote. (Bylaws Art. 3 Section 14) The Ethics and Standards Implementation Committee is exempt from the requirement that a majority of members be from the Council.

2:2-4 Ad Hoc Committees of the Council

(1) Establishment of Ad Hoc Committees of the Council

- (a) Committees of the Council, so called Ad hoc committees, may be established by the Council or by the President. Ad hoc committees established by the Council are considered to be ongoing until disestablishment by the Council. Ad hoc Committees established by the President expire with the term of the President, unless extended by the Council.
- (b) The President shall appoint the chairperson and members of each Committee of the Council for a period equal to the President's term of office.
- (c) Each Committee of the Council shall have two or more Council members, with the majority of the membership being Council members. All committee members shall serve at the pleasure of the Council.
- (d) All groups shall be reviewed periodically as to their performance and may be disestablished by the Council when they no longer meet their intended purpose or have completed their assignment or for any other reason.

2:2-5 Program Bodies

(1) General Principles for Program Bodies

- (a) These bodies, such as commissions, boards, task forces, regular committees and so forth, may be established by the President or Council. Program bodies established by the Council are considered to be ongoing until disestablishment by the Council, and appointments will be for staggered three year terms. Those established by the President expire with the term of the President, unless extended by the Council.
- (b) Duties and operating procedures of these groups are established by the Council. In forming new program bodies, the president and Council may wish to seek the advice of the appropriate committee regarding their consistency with and contributions toward the Society's goals and purposes and with the Finance Committee on the availability of staff and other financial resources to support the proposed committees.

- (c) Membership need not be from the Council; and members serve at the pleasure of the Council.
- (d) The Council will determine whether any such program body reports to a committee of the Council or directly to the Council. The Council may establish duties, rules and reporting lines for all such bodies.

(2) Board of Advisors

- (a) There shall be a Board of Advisors of well-known experts in public service, both practitioners and scholars, and representatives from various foundations that support public service.
- (b) Members of the Board of Advisors will lend their names to support the Society and will be available as honorary chairs for fund raising campaigns and conferences. Members of the Board need not be members of the Society.
- (c) The President shall appoint the Board of Advisors, with the ratification of the Council, for such terms and such duties as the Council may from time to time determine. All advisory board members serve at the pleasure of the Council. (Bylaws, Art 3, Sec. 12 B)

(3) Public Administration Review (PAR) Editorial Board and Editor

- (a) *The Public Administration Review* Editorial Board was established in 1940. The President of ASPA in consultation with the PAR Editor-in-Chief appoints the members. Approximately one-third of the members are appointed each year, with members serving three-year terms. Board membership follows the calendar year.
- (b) There shall also be an honorary office known as Editor-in-Chief of the Society's journal; provided, however, that the holder of this office shall not be a corporate officer of the Society. The Editor-in-Chief shall be appointed for an initial term of three (3) years by the President subject to ratification by the Council. The appointment shall be renewable for a successive three (3) year term subject to ratification by the Council. The Editor-in-Chief serves at the pleasure of the Council. (Bylaws, Art 4, Sec. 1 G)

(4) PA Times Editorial Board

- (a) The *PA Times* Editorial Board was established in 1977. The *PA Times* Editorial Board consists of nine members, to be appointed to three year staggered terms.
- (b) The Board Chair is appointed by the Incoming President to serve during his or her term of office.
- (c) The Executive Director is the editor in chief of PA Times.

(5) Board for Financial Sustainability

The Board for Financial Sustainability supports ASPA initiatives to develop non-dues revenues. Members are appointed by the President for three year terms.

2:2-6 Centers

(1) General Background for Cost Centers.

Some program bodies have been established as cost centers, and the Council has delegated to them control of their own budgeting, the administration of their own reserve funds, and the authority to enter into agreements, commit funds, and take other actions in the name of the Society. These authorities may be withdrawn by the council at any time. Presently, ASPA has

one body functioning as a financial Cost Center, the Center for Accountability and Performance (CAP.)

(2) Center for Accountability and Performance (CAP)

- (a) In November 1996, based on the three-year effort of its Task Force on Government Accomplishment and Accountability, ASPA established the Center for Accountability and Performance (CAP). The task force recommended that CAP be created as an ASPA “center” to address the extensive emphasis and requirement for all levels of government to move to performance-based, results-driven management. (From CAP Charter, November 1996.
- (b) Structure and Goals of the Center. The nine-member CAP Board of Directors are appointed for three-year staggered terms, with the incoming ASPA President appointing new board members to replace those whose terms have expired. The Board includes the Center’s Chair, which is selected for a two-year term by the incoming ASPA President upon expiration of the current Chair’s term. The Center’s Chair leads the Board and the four CAP Fellows in strategic planning, specific projects and activities. (From CAP Charter, November 1996) The President, President-Elect, and the Vice-President serve as Ex-Officio Board members.
- (c) The CAP Director, or Administrator, is an ASPA staff member, and manages the day-to-day operations of the Center and provides guidance and support to the CAP Board in achieving its goals. (From CAP Charter, November 1996)
- (d) The CAP goals are to:

Demonstrate the value of performance measurement and management to line managers, staff, elected officials and the public;

Equip and motivate ASPA members to be learners of best practices and leaders of positive change;

Identify successful practices in public sector performance management, both in the U.S. and internationally;

Help ASPA meet its strategic goals;

Help members acquire requisite knowledge and technical skills by developing resource materials, presenting workshops and publishing workbooks, case studies and news articles.

2:3 Staff Resources

2:3-1 The Executive Director

The Executive Director is the chief executive officer of the Society and is responsible for executing Society business. The Executive Director manages the national office to provide the support and services needed to the Council and membership. The Executive Director recruits, appoints, develops and removes employees. (Bylaws, Art 4, Sec 7)

2:3-2 Personnel Management Objectives

ASPA recognizes the value of a personnel system that includes policies and procedures that facilitate effective, efficient, and equitable management of the Society.

Specific personnel management objectives are discussed further in an Employee Handbook. The Employee Handbook however is not a contract for employment, and all employment at ASPA is at will.

The relevant objectives are designed to:

- (a) provide staff with standards for providing quality service to Society members and the public;
- (b) promote high morale among employees by fostering productive working relationships;
- (c) provide uniform personnel policies, opportunities for development, and career growth;
- (d) provide recruitment and promotion guidelines that help maintain quality staff;
- (e) ensure fair and equal opportunity for qualified persons to enter and progress in the organization based upon performance; and
- (f) ensure that all operations are conducted in an ethical and professional manner.

(1) Equal Employment Opportunity

ASPA EEO Policy:

- (a) Provide equal employment opportunity for all ASPA personnel;
- (b) Prohibit discrimination against all protected groups as defined by federal and District of Columbia law;
- (c) Promote the full realization of equal opportunity in employment by establishing and maintaining sound personnel and affirmative action programs and practices; and
- (d) Provide reports on efforts made to recruit members of protected groups, representation of those groups in the workforce, and status of affirmative action plans when requested.

(2) Affirmative Action

- (a) Affirmative action is a positive and deliberate course of action by ASPA, its supervisors and employees to ensure that members of all protected groups are considered in representative numbers in the recruitment, hiring, training, and promotions of employees.
- (b) Affirmative action requires the identification and correction of past discrimination (if any), as well as eliminating those barriers to hiring and promoting which may have the present and future effect, although unintentional, of denying equal employment opportunities to protected group members.

Chapter 3 Finance

3:1 Financial Policies

3:1-1 Financial Policy Determined by National Council.

The financial policies of the American Society for Public Administration are determined by the National Council. The initial responsibility for developing and recommending those policies resides with the Finance Committee and the ultimate responsibility for executing those policies resides with the Executive Director.

As a not-for-profit organization, ASPA derives its revenues from membership, gifts, grants from governments and other organizations, and income earned from ASPA's own activities such as publications, conferences, interest from investments, and limited unrelated business income.

3:2 The Annual Budget

3:2-1 Centrality of the Budget Process

All ASPA financial activity is expected to operate within the framework of the ASPA budget system. The Executive Director authorizes ASPA's expenditures based on an annual budget developed by the Finance Committee and approved by the National Council. The budget is for a fiscal year beginning January 1st of each year and ending December 31st.

3:2-2 Budget Development

The Finance Committee develops the annual budget for the Society as follows:

- (a) All committees and projects that require funding are required to use a standard form approved by the Finance Committee to submit their requests.
- (b) Due dates for submission of budget requests are set by the Chair of the Finance Committee.
- (c) After consideration of budget recommendations made by the Executive Director and requests submitted by various ASPA entities, the Finance Committee meets in a special budget planning session early in the fourth quarter of the fiscal year to develop its recommendations.
- (d) The Finance Committee will present their recommendations to the Council as a program budget with line item detail.

3:2-3 Financial Reporting

The Executive Director is responsible for providing the members of the Finance Committee and the Audit Committee with current financial statements and investment reports prior to each meeting of either Committee, and on a schedule to be developed with each committee. All financial information is required to be fully documented. All financial transactions between ASPA and other organizations, including ASPA subunits, are also required to be fully documented.

[New] The Executive Director will provide the National Council annually with a Statement of Financial Position for the Society alone, as well as a Consolidated Statement integrated with the Endowment Board.

3:2-4 Unbudgeted Expenditures and Revenues

Any committee or entity requesting unbudgeted expenditures, or anticipating unbudgeted revenues, shall notify the executive director at least thirty days in advance of any required National Council or Executive Committee action, unless unusual circumstances necessitate shorter notice. The Executive Director will notify the Finance Committee chair, and the Finance Committee will make recommendations to the Executive Committee, who will take action or will make recommendations to the Council on all such items.

3:3 Financial Management

3:3-1 Expenditure Authorization

(1) Expenditure approval policy:

[To be rewritten and recommended by the Executive Director.]

3:4 Program Area Budgets

3:4-1 National Conference

(1) National Conference Budget Policy.

It is Council policy that the National Conference be self-supporting or revenue-generating. A budget is developed for each national conference. The Executive Director, in consultation with the Conference Management Committee, develops and presents a conference budget for each national conference to the Finance Committee.

The conference budget will, as appropriate, include direct and indirect costs, thus enabling the Finance Committee to present recommendations to the National Council before the Council approves the budget and the conference registration fee schedule.

(2) Use of Profit

Any profits from a national conference are treated as general revenues, and any losses are covered from general revenues. Prior year's experiences with such revenues and expenses will be considered in future budgeting decisions for the national conference.

(3) Sharing Costs and Risks

The policy for sharing costs and risks with sections, committees, chapters, and other entities that sponsor activities at the National Conference is found under the consideration of National Conference policies.

3:4-2 Membership

(1) Dues Structure

The National Council has the authority to change the membership dues structure, and shall review the dues structure every 3 years following a Finance Committee study.

3:4-3 Financial Policies pertaining to Governance

(1) Professional Liability Insurance

ASPA carries nonprofit association professional liability insurance that covers ASPA officers, National Council members, employees, chapters and sections, committee members, volunteers and members acting at the direction of an officer or National Council member.

(2) Non-receipt of Salary

No officer or member of the National Council shall receive, directly or indirectly, any salary or emolument or other personal financial gain as a result of activities ASPA directly sponsors.

(3) Reimbursement of Expenses

- (a) Each National Council member can be reimbursed for expenses incurred in attending the mid-year National Council meeting up to a maximum of \$300 each term year (from National Conference to National Conference) while serving on National Council.
- (b) Council members traveling long distances or from remote locations may receive supplemental reimbursement for airfare costs (lowest fare possible) that exceeds \$500. Therefore, in addition to the current \$300, those who qualify would be eligible for up to an additional \$200.

3:4-4 Non-dues Revenue

It is ASPA policy to have a vigorous program for generating non-dues revenue, consistent with mission and administrative capacity. The Board for Financial Sustainability will develop and provide oversight for this program, in cooperation with the Executive Director. This program is under the direction of the executive director, with annual review by the Finance Committee and reporting to the Council. All non-dues revenue and reserves are to be treated as general revenues of the Society, and are to be budgeted annually.

3:5 Reserve Funds

3:5-1 Fund Policy

It is ASPA policy to maintain two reserve funds, a Board Designated Reserve, plus an operating reserve, along with any additional funds specifically authorized by the Council for any approved Centers.

(1) Board Designated Reserve Fund

- (a) There shall be a Board Designated Reserve Fund established for the purposes of assuring that the Society is in a position to address financial emergencies. The long-term goal for the Designated Reserve Fund is 25% or greater of operating expenses. The Finance Committee is charged to include provisions in annual budgets to move toward this goal, whenever feasible, at a level of 2.5% of operating reserves or greater annually, beginning with the FY2017 budget. Proposed expenditures from the fund shall primarily be for non-recurring expenses and must be reviewed by the Finance Committee. Funds may be expended from the fund following an affirmative vote at two consecutive Council meetings, except that in emergency situations the Executive Committee may authorize expenditures, which shall be reported to the Council immediately.

(2) Operating Reserve

Remaining ASPA funds shall be considered general operating reserves, and are available to meet cash flow and other contingencies under the direction of the Executive Director, consistent with ASPA budgeting and operating principles.

(3) Investment of Reserves

The Finance Committee is charged with developing investment guidelines for all reserve funds and for supervising their application, under the administration of the Executive Director.

3:6 Tax Status

3:6-1 ASPA Tax Status

(1) Tax Exemption 501(c)(3)

The IRS has ruled that ASPA and its subordinates, chapters, and sections come under the 501(c)(3) tax exemption category as an educational organization. The group tax-exempt number is #3166. Exemption from Federal income tax was granted by the Baltimore, Maryland office of the IRS. The letter, dated March 31, 1981, is available at the national office. By submitting this letter to local postmasters and to state and local sales tax authorities, chapters and sections can get the advantages of tax exemption under 501(c)(3).

(2) Form 990

It is ASPA policy for the ASPA Council to review the IRS Form 990 prior to its being filed with the Internal Revenue Service.

3:6-2 Chapter Tax Status

(1) Chapter Tax Documents

- (a) As new chapters are chartered, ASPA staff complete the IRS SS-4 and send it to the IRS.
- (b) Annually, ASPA staff sends each chapter an authorization form to complete, which instructs ASPA to continue including the chapter on the group exemption report to IRS.

(2) Non-Incorporation of Chapters

Chapters do not need to incorporate in order to carry out program activities. IRS assigns the tax ID numbers at ASPA staff request. IRS sends the assigned numbers to ASPA staff, which sends a copy to the chapters and sections.

3:7 The ASPA Endowment

3:7-1 Background.

The ASPA Endowment was established for the purpose of fund-raising solicitation and is a separate legal entity with its own Articles of Incorporation and Bylaws. The Endowment Board, the members of which are appointed for 6 year overlapping terms by successive Presidents manages it - in their "sole and absolute discretion". The Endowment Board has its own separate policies.

(1) Purpose.

According to its Articles of Incorporation, the purposes for which the ASPA Endowment Board is organized are as follows:

- To operate exclusively for charitable, educational, and scientific purposes, including the improvement of the policies, processes, personnel and institutions of public administration;
- To promote scholarly inquiry and discussion concerning public administration;
- To sponsor and stimulate research and publication on matters relating to public administration;
- To sponsor other activities designed to improve the art and science of public administration.

The Endowment Board Bylaws do not speak further to its purpose. Given there is no language indicating whether the Endowment Board will operate through ASPA to achieve its purposes or instead support other organizations, it is ASPA policy that all funds raised through initiatives sponsored or promoted by ASPA, and held by the Endowment Board, be stipulated to be used in support of relevant ASPA programming.

(2) Coordination

The ASPA Endowment Board Chair is invited to meet annually with the ASPA Council, to report on fund-raising, investment policy, and support of ASPA programming.

(3) Drawdown

It is the understanding of the ASPA Council that a drawdown of 4% of asset value of general reserves held by the Endowment Board will be available for use in ASPA programming annually.