

APPA: The Association of Higher Education
Facilities Officers

SUBJECT: FUNCTIONING OF THE BOARD OF DIRECTORS**I. PURPOSE**

To define the role of the Board of Directors in the governance of APPA.

II. ACTION PERSONNEL

Members of the Board of Directors.

III. GENERAL

The Board of Directors is the principal governing body of APPA and serves to manage the business, property, and affairs of the association. The Board establishes programs and sets policies to promote the goals of the association.

IV. RESPONSIBILITIES

The President calls the meetings, sets the agenda, and serves as chairperson. The Secretary-Treasurer serves as secretary for all meetings.

Members of the Board of Directors must prepare reports and recommend agenda items to the President prior to each Board meeting. In addition, members must be prepared to accept assignments as designated by the Board.

APPA staff is responsible to provide information and administrative support for the Board in preparing the meeting and in the planning and enactment of programs and policies.

For the specific duties of each Board member, see Section I, Part A, "Duties and Responsibilities of Board Members."

V. PROCEDURES**A. Meeting Schedules**

Meetings are held at least two times each year as determined by the President. Written notice stating the time, day, and place of the meeting will be delivered to each member at least 20 days prior to the day of the meeting.

B. Meeting Procedures

The meeting procedures will follow those described in Robert's Rules of Order. At all meetings, a simple majority of the total number of Board members constitutes a quorum. Each member of the Board is entitled to one vote; voting by proxy is not permitted. A simple majority vote in favor of a motion carries that motion. Mail ballot votes may be taken between Board meetings at the initiative of the President.

C. Meeting Attendance

Attendance at Board meetings is restricted to APPA members; nonmembers may attend at the invitation of the President or the Board. It is recommended that incoming officers be invited to meet with the Board of Directors at the Annual Meeting and participate in all activities except voting. Regional Presidents may be invited to attend Board meetings as observers. Legal counsel and others with a legitimate interest in the subject may attend upon invitation of the President or by recommendation of the group.

VI. APPROVALS

Ronald T. Flinn, President

Wayne E. Leroy, Executive Vice President

SUBJECT: DUTIES AND RESPONSIBILITIES OF BOARD MEMBERS**I. PURPOSE**

To define the duties and responsibilities of the members of the APPA Board of Directors and the process by which they attain Board membership.

II. ACTION PERSONNEL

Members of the Board of Directors

III. GENERAL

The role of the Board of Directors is to formulate policy and initiate and oversee programs for the benefit of all APPA members. Board members work in committees and with APPA staff to ensure implementation of the established policies. Members of the Board are the chief paid executive (non-voting), President, President-Elect, Immediate Past President, Secretary/Treasurer, Vice President for Professional Development, Vice President for Information & Research, Vice President for Professional Affairs, and a senior and junior regional representative from each region. Up to two additional non-voting members from outside the facilities management field, may be appointed to a two-year term by the Executive Committee. They are all volunteers elected from the APPA institutional membership. For more details on the operations of the Board, see Section I, Part C, "Functioning of the Board of Directors. For international representation, see Article X of the *APPA Bylaws* and section I-G of these administrative policies and procedures.

IV. RESPONSIBILITIES**A. President-Elect/Senior Vice President for Programs**

The President-Elect is elected for a one-year term, after which he or she assumes the office of President. The duties of the President-Elect are:

1. Perform the duties and have the powers of the President during the absence or disability of the President.
2. Become thoroughly acquainted with the affairs of the Association in order to provide capable leadership upon becoming President following the term as President-Elect.
3. Oversee the work of the elected Vice Presidents.
4. Serves as the chair of the Planning Committee.
5. Perform such other duties as the Board of Directors may from time to time designate.

B. President

The President assumes office for one year and after having served as President-Elect. The duties of the President are:

1. Be a member of and chair the board of directors and prepare the agenda for the meetings of the Board.
2. Be responsible for disseminating the agenda and supporting material in advance of meetings of the Board of Directors.
3. Give requisite notice of and preside over the meetings of the Association's membership and the meetings of the Board of Directors.
4. Have the power to sign all certificates, contracts, and other instruments of the Association as authorized by the Board of Directors.

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5. Have the authority to act with concurrence of the President-Elect should an emergency occur between meetings of the Board of Directors that is not covered in the Bylaws. The emergency and the action taken shall be reported at the next succeeding meeting of the Board of Directors.
 6. Represent or appoint someone to represent the Association at conferences and ceremonies to which the Association has been invited and should be represented.
 7. Receive recommendations for committee appointments then appoints and/or designates the President-Elect to appoint all committee members.
 8. Have the authority to appoint all committees of the Association not provided for by the APPA Bylaws when necessary for the furtherance of the aims and objectives of the Association.
 9. Perform such other duties as the Board of Directors may from time to time designate.

C. Immediate Past President

The Immediate Past President assumes office for one year after having served as President. The duties of the Immediate Past President are:

1. Be Chair of the Nominating Committee
2. Perform such other duties as the Board of Directors may from time to time designate.

D. Secretary-Treasurer

The Secretary-Treasurer shall be elected in odd years for a term of two years and shall be eligible for reelection for a maximum of three consecutive terms. The duties of the Secretary-Treasurer are:

1. Attend all meetings of the Board of Directors and the Annual Business meeting and be responsible for keeping, preserving in historical books of the Association, and distributing true minutes of the proceedings of all such meetings.
2. Render a financial report at the annual business meeting of the Association showing all receipts and expenditures for the current year.
3. See that the accounts of the Association are audited annually by a certified public accountant employed for such purpose and the certification of such accountant shall be submitted as part of the annual financial report.
4. Serve as the secretary to the Board of Directors and to the Executive Committee.
5. Be responsible for developing and reviewing the fiscal policies of the Association.
6. Perform such other duties as the Board of Directors may from time to time designate.
7. Certain duties of the Secretary-Treasurer may be delegated to the Association's Chief Paid Executive upon concurrence or ratification of the Board of Directors in the interest of efficiency and coordination of Association activities.

E. Vice President for Professional Development

The Vice President for Professional Development shall be elected for a term of two years, during elections held in even years, and shall be eligible for reelection to a second two-year term to serve a maximum of four years. The Vice President for Professional Development shall:

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1. Be responsible for planning the technical program of the annual meetings.
 2. Be responsible for planning the Association's institutes, seminars, and other professional development programs.
 3. Recommend to the President-Elect the appointment of the membership of the committees on Professional Development Committee, to appoint sub-committees of this committee, and to otherwise organize the work of these committees as needed to expedite and accomplish the responsibilities of the office.
 4. Work closely with the staff of the central office and determine physical arrangements to adequately serve members, guests, speakers, exhibitors, and others.
 5. Receive direction and approval from the President and Board of Directors on additional proposals and on funds available for implementing approved responsibilities.
 6. Perform such other duties as the Board of Directors may from time to time designate.

F. Vice President for Information & Research

The Vice President for Information & Research shall be elected for a term of two years, during elections held in even years, and shall be eligible for reelection for a second two-year term to serve a maximum of four years. The Vice President for Information & Research shall:

1. Recommend to the President-Elect the appointment of the membership of the Information & Research Committee, to appoint sub-committees of this committee, and to otherwise organize the work of these committees as needed to expedite and accomplish his/her responsibilities.
2. Receive direction and approval from the President and the Board of Directors on additional proposals and on funds available for his/her approved responsibilities.
3. Be responsible for all publications distributed to the membership of the association to the end of determining that such publications are in conformance with the publishing and editorial policies of the association, including but not limited to the Proceedings of the Annual Meeting, association newsletter, journals, brochures, reference manuals, technical papers, research and survey reports, and training manuals.
4. Arrange for the review and screening of technical papers and other documents and presentations for the purpose of accomplishing one or more of the following: a) use in the Association's newsletter or technical journal; b) distribution to other association magazines for their consideration and possible use.
5. Be responsible for developing and recommending for approval, the publishing and editorial policies of the Association.
- 6.. Perform such other duties as the Board of Directors may from time to time designate.

G. Vice President for Professional Affairs

The Vice President for Professional Affairs shall be elected for a term of two years, during elections held in odd years, and shall be eligible for reelection to a second two-year term to serve a maximum of four years. The Vice President for Professional Affairs shall:

1. Recommend to the President-Elect the appointment of the membership of the Professional Affairs Committee and to appoint subcommittees of this committee and to otherwise organize the work of this

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committee as needed to expedite and accomplish his/her responsibilities.

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2. Receive direction and approval from the President and the Board of Directors on additional proposals and on funds available for his/her approved responsibilities.
 3. Be responsible for studying ways to develop and implement professional standards applicable to the Association and its members.
 4. Be responsible for encouraging members of the Association to write and publish professional papers and/or to participate in the presentation of professional subjects on the various phases of facilities management.
 5. Be responsible for the conduct of the Scholarship program.
 6. Perform such other duties as the Board of Directors may from time to time designate.

H. Senior Regional Representative

The Senior Regional Representative assumes office for one year after having served as Junior Regional Representative. There is a Senior Regional Representative from each region, one of whom is selected by the Board to serve on the Executive Committee. The duties of the Senior Regional Representative are:

1. To prepare a summary report of regional activities for submission prior to each meeting of the Board of Directors.
2. To report to the regional associations about the activities of the national association.
3. To work closely with the Junior Regional Representative to ensure a smooth transition at the end of the term.
4. To attend all Board of Directors meetings.
5. To serve on the Nominating committee and other committees as appointed by the President.

I. Junior Regional Representative

One Junior Regional Representative is selected by each regional association for a one-year term, at the end of which the person becomes the Senior Regional Representative. The duties of the Junior Regional Representative are:

1. To represent the members of the region and to inform them of and involve them in the Association's activities.
2. To work closely with the Senior Regional Representative.
3. To serve on committees as requested by the President.
4. To attend all Board of Directors meetings.

J. Representative at-large

1. To provide input and advise Board of Directors of issues relating to facilities management
2. To attend all Board of Directors meetings.

K. APPA Staff

The Executive Vice President and Associate Vice President serve as ex officio, non-voting members of the Board. Their duties are:

1. To provide background information and administrative support to the Board as requested or needed.
2. To serve as a liaison with the APPA staff.
3. To accept assignments as designated by the Board.
4. To attend all Board of Directors meetings. The Executive Vice President also attends all Executive Committee meetings.

V. PROCEDURES

A. Selection of Board of Directors

Members of the Board of Directors are selected in the following manner:

1. The President-Elect, the Vice Presidents, and the Secretary-Treasurer are elected in a mail-ballot vote by APPA's institutional members, usually in the spring of each year. Two candidates for each position are selected by the Nominating Committee.
2. Junior Regional Representatives are selected by their respective regional associations.

B. Vacancies on the Board of Directors

Vacancies occurring during the term of office of a Board member other than the President may be filled by the Board unless the Board chooses to conduct a mail ballot election.

VI. APPROVALS

Ronald T. Flinn, President

Wayne E. Leroy, Executive Vice President