

REVISED JUNE 2006

Board Policy and Guidelines



Phi Delta Kappa International

THE PROFESSIONAL ASSOCIATION IN EDUCATION

Board Policy of Phi Delta Kappa International Revised June 2006

Quick Reference to Changes

The June 2006 revision of PDK's Board Policy reflects the following changes:

- P2.4. • Addition of a policy governing the sending of mass e-mails.
- P3.6. • Addition of a policy regarding the International Travel Program.

The January 2006 revision of PDK's Board Policy reflects the following changes:

P1.5. Multiple-Level Dues Structure

- Added P1.5.5. "Dues for International/Electronic Members are established by the International Board."

P2.2. Categories of Membership

- A change in Section P2.2.3.1 to define the ability of graduate students who are working toward educator certification but are not yet eligible for professional membership to join as a student member and pay the student member rate.

P5. Chapters

- A new section P5.4 Undergraduate Student Clubs was added to further define the process for establishing these clubs.

The November 10, 2005, revision of PDK's Board Policy reflects the following changes:

P1.3. Conferences

- A change in the definition of the mileage reimbursement rate: Reimbursement will be consistent with the rate allowed by the Internal Revenue Service. The rate will be adjusted upon announcement from the Internal Revenue Service of a change in their rate.

P2.2. Categories of Membership

- P2.2.1.4.2. Criteria for Emeritus Membership was defined and examples were added to policy.

The June 27, 2005, revision of PDK's Board Policy reflects the following changes:

- The International Board Governance Committee met three times in May and June. Working with existing Policy Handbook draft, the committee made additional changes. These changes include the following:
 - Redundant language regarding the Employer-Employee Handbook was removed from the Policy Handbook and it was recommended that the Personnel Committee review the Employer-Employee Handbook each year.
 - Provided for two classifications of staff, salaried and hourly, eliminating the senior staff category.
 - Changes that more directly reflect current operating procedures.
 - P3.1.1. Added "The duties of the immediate past president and president-elect will be articulated by the full International Board and directed toward the goals and priorities of Phi Delta Kappa.
 - P1.3.1.5. Added "At the international conference candidates running for president-elect will have the opportunity to participate in a candidate's forum.
 - P2.1.7. Added "Candidates for president-elect shall be listed on the ballot in random order and rotated so that each candidate's name appears first on the list an equal number of times.
 - P3.1.3.1. Added "Board approval must be received before contract is effective."
 - P3.4.1. Added "Before the International Board makes an at-large appointment, it shall consider the goals and priorities of the present and immediate future.
 - P3.4.2. Added "Whenever an at-large member is appointed to the International Board, the goals and responsibilities for that position will be clearly articulated. Written progress reports shall be provided to the Board at each regular meeting.

- *Board Policy* was renumbered to correspond with numbering in the *Constitution and Bylaws*.

The January 29, 2005, revision of PDK's Board Policy reflects the following changes:

P1.5. Multiple-Level Dues Structure

- Added P1.5.5 Dues for International/Electronic Members are established by the International Board.

P2.2. Categories of Membership

- Added Section P2.2.1.1. to define International/Electronic Membership as a category of professional membership in Phi Delta Kappa.

P3.1.2. Board Committees were restructured to include Governance, Finance, and Personnel Committees and eliminate the Policy, Marketing, Membership, Programs and Services, and Information Technology Committees.

The May 26, 2004, revision of PDK's Board Policy reflects the following changes:

Appendix B – Approval of Guidelines for Regional Project Funds

Appendix F – Approval of Guidelines for Chapter Visits

The April 12, 2004, revision of PDK's Board Policy reflects the following changes:

As a result of discussion, the following points were accepted by consensus:

- Voting procedures need to be added in the future using the procedures that had been followed during implementation of the new Constitution and Bylaws as a template.
- Items regarding the executive director need to be added, possibly as early as the May conference call.
- P2.3.2 – Information relative to senior (professional) staff should be updated, use current policies for the time being.
- P2.7.4.3 – Section regarding medical/life insurance for retirees should remain as stated; however, this matter should be discussed at a later date.
- P2.8.2.1 – Add “A full-time staff member who accepts pay for work from another employer during a sabbatical leave shall have an equal amount deducted from his or her PDK salary.”
- P3.2.2 – Refer this matter to the International Development Committee.
- P3.2.4 – Change “travel expenses” to regional operations expenses.
- P4.2.1.3 – Question of placement within the document was raised; ultimately decided to leave the section in its current location.
- Appendix B – Remove from policy and include in employee handbook.

Phi Delta Kappa International

Board Policy and Guidelines

SECTION P1 GENERAL PROVISIONS OF THE ASSOCIATION

P1.2. Meetings of the International Board

- P1.2.1. Regular meetings of the International Board shall be held twice annually, with each meeting time and place determined at the previous meeting.
- P1.2.2. Meetings of the International Board shall be open to association members in good standing.
 - P1.2.2.1. Executive sessions may be scheduled for the purpose of discussing sensitive information and shall be open only to board members and invited participants.
 - P1.2.2.2. On the request of a member, that member shall be notified of the time and location of the next scheduled meeting and how he or she can take part.
- P1.2.3. The executive director or a designee, in consultation with the president, shall prepare the agenda for each board meeting and shall attend the meeting.
- P1.2.4. The executive director or a designee shall take the minutes of each board meeting.
 - P1.2.4.1. All motions shall be reported in the minutes, regardless of the outcome.
 - P1.2.4.2. Individual votes on motions shall be reported only on request of one or more board members.
 - P1.2.4.3. Minutes of each meeting shall be provided in draft form to all board members within two weeks following the meeting. When approved, the minutes shall be posted on the association website.
- P1.2.5. All meetings shall be drug and tobacco free.

P1.3. Conferences

- P1.3.1. The International Board and the staff shall develop an annual international conference for the purpose of providing professional development and strengthening the image and standing of the association.
 - P1.3.1.1. The conference shall be open to all members and other participants who express interest.
 - P1.3.1.2. A host committee shall be identified from chapters in proximity to the conference location to assist with planning and operation of the conference.
 - P1.3.1.3. The conference shall be designed with the goal of being financially self-sustaining, and preliminary planning budgets should reflect this goal.
 - P1.3.1.4. The International Board shall establish the date and site of the conference. The site shall be determined by establishing an order of rotation through the nine PDK regions and selecting a city in each region as the rotation comes up.
 - P1.3.1.5. At the conference, candidates running for president-elect will have the opportunity to participate in a candidate's forum.
- P1.3.2. Each regional representative shall develop an annual leadership conference or other training for chapter and direct members in order to foster leadership in the association.
 - P1.3.2.1. Participation shall be encouraged among members and chapter officers interested in PDK leadership, with preference given to members who have not previously attended a leadership conference.

P1.3.2.2. Expenditures related to the leadership conferences shall not exceed the annual budget amount approved by the International Board. The budget for this activity shall reflect the amount allocated by the International Board and any additional funds derived from self-funding.

P1.3.2.3. A chapter's travel allowance for a leadership conference shall be on a mileage basis for one car (two if five or more officers attend and three if nine or more officers attend) for the round trip between the location of the chapter and the site of the conference. Reimbursement will be consistent with the rate allowed by the Internal Revenue Service. The rate will be adjusted upon announcement from the Internal Revenue Service of a change in their rate. Claim forms shall be collected and approved by the chapter/member liaison and forwarded to the international office. Reimbursement checks shall be mailed to chapter treasurers within 10 days after receipt of approved claims.

P1.3.3. Each regional representative may develop, with assistance from the International Office staff and/or chapter/member liaisons, a regional conference to meet the needs of the members and chapters in the region.

P1.3.3.1. Regional conferences shall be designed to further the goals of the strategic plan (Appendix E).

P1.3.3.2. Regional conference shall be designed with the goal of being financially self-sustaining, and the planning budget shall reflect this goal.

P1.4 Budget

P1.4.1. The executive director, in consultation with the president and the finance committee, shall be responsible for preparing the association's proposed annual budget.

P1.4.1.1. The budget shall be prepared in alignment with the strategic plan.

P1.4.2. The International Board shall be responsible for approving the annual budget.

P1.4.3. The approved annual budget shall be the basis of authority for expenditures authorized by the executive director or his designee, except as further specified in this document.

P1.5. Multiple-Level Dues Structure

P1.5.1. International dues for professional members are established by the International Board and serve as the basis for calculating dues for chapter-affiliated, direct, international electronic, associate, senior, and undergraduate membership.

P1.5.1.1. Dues for chapter-affiliated members comprise international dues plus chapter dues, which are established by each chapter.

P1.5.1.2. Dues for direct members comprise international dues plus a regional membership development fee established by the International Board. This fee is based on the dues for each chapter and is calculated using the mean, median, mode, or some other statistically valid measure.

P1.5.1.3. Dues for direct international electronic members comprise one-half international dues plus one-half the regional membership development fee; dues for chapter-affiliated international electronic members comprise one-half international dues plus chapter dues.

P1.5.1.4. Dues for senior and undergraduate members comprise one-half the individual's regular dues. Dues for undergraduate and senior members who are affiliated with a chapter comprise one-half international dues plus one-half chapter dues; dues for undergraduate and senior members who are not affiliated with a chapter comprise one-half the international dues plus one-half the regional membership development fee.

- P1.5.2. Dues for institutional members are established by the International Board.
- P1.5.3. Dues for life members are established by the International Board and are based upon age at the time of application. Payment may be made in full or in five annual installments. Individuals who were life members after 1 July 1990 pay annual chapter dues; individuals who were life members prior to 1 July 1990 do not pay chapter dues.
- P1.5.4. Dues for associate members are the same as those for professional members.
- P1.5.5. Dues for International/Electronic members are established by the International Board.

P1.6. Control of Expenditures

- P1.6.1. The executive director shall not approve expenditures that exceed funds received and available, except under contract approved by the International Board.
 - P1.6.1.1. The executive director may authorize expenditures that exceed the budget amount in a line item; however, the International Board must be notified of such action within 30 days of the expenditure.
 - P1.6.1.2. The executive director shall not authorize expenditures that exceed the budget amount in a major classification without prior approval of the International Board.
 - P1.6.1.3. Purchases in excess of \$5,000 shall be authorized on the basis of three or more competitive bids from competent vendors. Bids may be sought for purchases under \$5,000 in keeping with sound business practice.
 - P1.6.1.4. Contracts for services or materials in excess of \$5,000 must be approved by the president.
- P1.6.2. Receipts and disbursements shall normally be in U.S. funds, with the exception that dues billings for Canadian members shall show both U.S. and Canadian funds amounts, and the association shall accept payment from Canadian members/residents in Canadian funds.
- P1.6.3. Funds shall be available for regional projects consistent with the guidelines provided in Appendix B.
- P1.6.4. Regional operational expenses for association business incurred by staff, officers, and others approved by the executive director or the International Board shall be reimbursed consistent with the guidelines provided in Appendix C.
 - P1.6.4.1. Regional representatives shall be provided with a budget allocation for expenses and may not exceed that allocation.
- P1.6.5. The International Board may approve reimbursement to the employer of the president for time spent away from the job by the president while on official business for the association.
 - P1.6.5.1. The reimbursement plan shall be developed by the president in consultation with the executive director and the chair of the finance committee.
- P1.6.6. The president will be reimbursed for expenses connected with spouse attendance at his or her installation.
- P1.6.7. Reimbursement of up to a maximum of ten days per year will be provided for substitute expenses incurred by board members and chapter member liaisons with the procedures for filing and reimbursing claims to be worked out between the individual filing the claim and PDK's business manager.

P1.7. Investments

P1.7.1. The Finance Committee shall review and approve investments and investment strategies and guidelines for the investment of association funds.

P1.7.2. The firm that provides the annual audit also shall provide, as part of the audit, a report on the investments of the association, which shall be reviewed by the Finance Committee.

P1.8. Disbursement of Funds

P1.8.1. Checks for disbursement of association funds, except those drawn against the operating fund as hereinafter provided, shall bear the actual or facsimile signatures of either the business manager or the executive director and of either the president or the president-elect.

P1.8.1.1. An operating fund shall be carried in a local bank. This fund shall be used as a revolving fund to clear chapter dues, chapter and individual refunds, and for budgetary expenditures for small items and/or items that should be paid within a limited period of time in order to secure discounts. A Canadian checking account is to be maintained within the operating fund for the purpose of making payments in Canadian funds when necessary and for depositing payment made to PDK in Canadian funds.

P1.8.1.2. Monies from the operating fund may be withdrawn on a single signature of the business manager or the executive director.

P1.8.2. Invested reserve and life membership funds of the association shall be subject to withdrawal over the signatures of either the business manager or the executive director and with approval of the Finance Committee, providing such withdrawals are for the purpose of removing funds to higher interest-yielding investments or that such withdrawals have been specifically approved by the International Board.

P1.8.3. Chapter dues collected by the International Office shall be disbursed to the chapter as long as the four required chapter officers remain in good standing throughout the current fiscal year; otherwise, such funds shall be held in escrow until released by the executive director.

P1.9. Financial Reports

P1.9.1. The business manager shall provide the president and the Finance Committee with a monthly report showing the status of receipts and expenditures according to the budget classifications; said report will be provided to the full International Board every other month.

P1.9.2. The business manager shall have available a statement of trial balances for all funds at each regularly scheduled board meeting for review by the International Board.

P1.10. Protection of Funds and Property

P1.10.1. Association accounts shall be audited annually by a certified public accountant or an accounting firm approved by the International Board.

P1.10.2. Surety bonds shall be carried in the amount of \$40,000 for the executive director and the business manager, with a blanket bond in the amount of \$20,000 covering all other employees, the president, and the president-elect.

P1.10.3. Insurance for extended coverage on the International Office building and contents, office robbery and burglary, general liability, general automobile liability, worker's compensation, surety bonds, and such other insurance coverage as deemed necessary shall be purchased on the recommendation of the executive director with the approval of the president.

P1.10.3.1. An annual report of the types, amounts, and premiums on insurance coverage shall be included as part of the proposed budget.

- P1.10.3.2. The business manager shall maintain an accurate inventory of the insured property of Phi Delta Kappa at all times.
- P1.10.3.3. Automobile liability insurance shall be carried on PDK-owned vehicles. Hired and non-owned auto liability coverage shall be carried to protect PDK in cases where volunteers or employees are using personal or rented vehicles for PDK activities. Auto liability coverage shall be carried on an excess basis (in excess of personal policy limits) for PDK employees. Auto rentals for PDK activities should be in PDK's name, when possible. Auto liability coverage limits shall be reviewed and approved by the board.
- P1.10.3.4. Accident insurance shall be carried for the International Board, the PDK Educational Foundation Board of Governors, chapter/member liaisons, and International Office staff, while in the service of the association, in the amounts of \$100,000 for the loss of life and \$2,500 for loss due to medical expenses. Coverage also shall be provided for members of board-approved committees.
- P1.10.4. Access to the association safety deposit box may be had by any two of the following officers: president, president-elect, executive director, or business manager.

P1.11. Use of Association Property

- P1.11.1. The executive director shall have discretion to allow International Office facilities to be used by employees or other approved individuals/groups.
 - P1.11.1.1. Facilities may be used without charge, provided such use does not interfere with the work of the association or cause expense to the association.
 - P1.11.1.2. Facilities may be rented or leased by written agreement for purposes consistent with the mission of the association and for rates set according to local standards.
 - P1.11.1.3. Users and leasees shall agree to hold harmless Phi Delta Kappa International for any and all injuries, damages, or other legal incidents that may arise out of their use of association facilities.
 - P1.11.1.4. Expenses, damages, or legal expenses incurred by the association as a result of the use of the International Office facilities shall be charged to the user.
- P1.11.2. Equipment or furniture belonging to the association and located in the International Office building may not be loaned or rented for use outside the building at any time.

P1.12. Sale of Association Property

- P1.12.1. The business manager shall make an effort to sell any used, surplus equipment or furniture and may, following such attempt, dispose of remaining unsold goods in a manner consistent with good business practice.
- P1.12.2. The mailing list of association members shall not be sold or made available for purposes other than association use unless approved by the executive director.
- P1.12.3. The selling price of products of the association acquired or produced for sale shall be fixed or approved by the executive director.

P1.13. Educational Foundation Finances

- P1.13.1. The association shall maintain a revolving fund to which monies due to the foundation will be receipted and from which foundation expenditures will be paid.
- P1.13.2. The executive director or a designee shall provide a monthly report on the status of the revolving fund to the International Board and to the Board of Governors.

SECTION P2. MEMBERSHIP

P2.1. Member Voting

- P2.1.1. Good-standing professional members hold the right to vote for the international president-elect and their respective regional representative. This includes chapter-affiliated, direct, life, senior, emeritus, and international electronic members. Associate, undergraduate, and institutional members do not hold the right to vote.
- P2.1.2. International electronic members vote online through the PDK website.
- P2.1.3. Good-standing members have the opportunity to vote online through the PDK website.
- P2.1.4. The International Office maintains a tracking system to assure that members who vote online cannot also vote using their paper ballot.
- P2.1.5. Voting members receive a ballot and position statements and biographical information of candidates seeking the office of president-elect no later than April 1 in odd-numbered years. These materials are mailed or e-mailed to all good-standing professional members at the same time. Materials to addresses in the United States are mailed bulk rate. Materials to all other addresses are mailed first class, except for international electronic members, who receive these materials electronically. Return postage is the obligation of each voting member.
- P2.1.6. The International Office maintains a roster of all good-standing professional members to whom voting materials are sent.
- P2.1.7. Candidates for president-elect shall be listed on the ballot in random order and rotated so that each candidate's name appears first on the list an equal number of times.
- P2.1.8. Paper ballots are returned to a separate post office box in Bloomington, Indiana.
- P2.1.9. Ballots must be received in the International Office within 60 days of the date they were mailed and posted on the website.
- P2.1.10. Paper ballots may be scannable forms and tallied by machine, or they may be hand tallied.
- P2.1.11. The results of the election for president-elect are provided to the International Board and the candidates within 24 hours of the results being certified. The results of the election for president-elect are posted on the PDK website after all the members of the International Board and the candidates have been notified.

P2.2. Categories of Membership

- P2.2.1. Professional membership is available to individuals who demonstrate professional conduct and who hold a baccalaureate degree or equivalent standard, are licensed or credentialed as educators, or are employed in an education-related field. Undergraduate education majors who are in or have successfully completed student teaching also are eligible for the professional membership category.
 - P2.2.1.1. International electronic membership is a category of professional membership available to individuals who live outside the United States and who do not have an APO/FPO address. All services to members in this category are provided electronically, including the Phi Delta Kappan, the PDK Connection, voting, and the on-line archive.
 - P2.2.1.2. Life membership is a category of professional membership available to any chapter-affiliated professional member for a fee established by the International Board. Life members continue to pay chapter dues. Life members have all the rights and privileges of good-standing members. They also receive a special lifetime membership card and embossed certificate, and they may purchase the PDK

life membership pin. The annual membership year is July 1 through June 30. In April, at the time of the annual dues billing, a reminder notice is sent to verify the member's current address.

P2.2.1.3. Senior membership at reduced dues is available to professional members who apply and have reached age 60 or older; are retired from a primary education position; are in good-standing status at the time of application or retired due to permanent disability; and have at least 10 years good-standing membership.

P2.2.1.3.1. Senior membership is subject to approval of a submitted application and becomes effective with the next membership renewal cycle. It is not retroactive and current year dues are not refunded. Senior members are billed for one-half international and one-half chapter dues. The annual membership year is July 1 through June 30.

P2.2.1.4. Emeritus membership is a category of professional membership that recognizes Kappans who have contributed to the tenets of research, service, and leadership over many years and who meet the following criteria: they have reached age 65 or older; are retired from a primary education position; have at least 25 years of good-standing membership; are in good-standing status at time of application; have demonstrated commitment to research, service, leadership; meet eligibility criteria established by the International Board; and are approved by the International Board.

P2.2.1.4.1. Emeritus membership is subject to International Board approval of a submitted application and becomes effective with the next membership renewal cycle. It is not retroactive and current year dues are not refunded. Emeritus members are exempt from dues and assessments and have all the rights and privileges of professional members. The annual membership year is July 1 through June 30. In April a reminder notice is sent to verify the member's current address.

P2.2.1.4.2. Criteria for Emeritus Membership are defined as a demonstrated commitments to research, service, and leadership.

P2.2.1.4.2.1. Examples of leadership might include, but not be limited to, serving as a chapter officer, an area officer (ALC or CML), or an International Board member (regional or district representative); organizing/chairing a chapter or a regional project/committee; receiving a chapter letter of recognition or leadership award; or promoting public education.

P2.2.1.4.2.2. Examples of research might include, but not be limited to, receiving a regional project grant, conducting research in a PDK-sponsored project, receiving (or judging) the Outstanding Doctoral Dissertation Award; receiving a graduate student scholarship, or conducting research that resulted in a PDK publication or a presentation at a PDK-sponsored conference.

P2.2.1.4.2.3. Examples of service might include, but not be limited to, being involved in the Future Educator Association, mentoring new members or students, assisting chapter or regional committees and projects, contributing more than \$1,000 (cumulative) to

the Phi Delta Kappa Educational Foundation, recruiting new members, receiving a PDK Service Pin/Key, or advocating for public education.

- P2.2.2. Direct membership is a membership category without chapter affiliation. Individuals eligible for professional, associate, or student membership in Phi Delta Kappa may apply directly to the international association instead of through a local chapter. Application forms for direct members will be made available on the PDK website or by contacting the membership development office at the International Office.
- P2.2.3. Associate membership is available to government officials, parents, civic leaders, and other individuals who are not eligible for professional membership but who support the mission and purpose of Phi Delta Kappa. This is a non-voting category. Membership can be renewed annually.
 - P2.2.3.1. Student membership is a category of associate membership available to students who are working toward educator certification but are not yet eligible for professional membership in Phi Delta Kappa. Membership is for one year from the date of application and can be renewed annually.
 - P2.2.3.1.1. Publications for undergraduate student membership are delivered electronically after July 1, 2005. Undergraduate student members also have access to other PDK services and products, insurance programs, scholarships, and professional development opportunities.
 - P2.2.3.2. International courtesy is a category of associate membership that may be granted to an individual who is not a United States citizen. This membership is granted by the International Board on its own nomination or on nomination by a chapter. The International Board may waive payment of dues for an international courtesy member.
 - P2.2.3.3. Honorary membership is a category of associate membership that may be granted to an individual by the International Board or by a chapter on a one-year basis. An honorary member will receive a one-year subscription to the Phi Delta Kappan, with the cost of the subscription to be paid by the nominating body.
- P2.2.4. Institutional membership is offered to a single or collective institution, company or corporation, or other for-profit or non-profit agency that supports the mission and purpose of Phi Delta Kappa.
 - P2.2.4.1. Institutional membership is a non-voting category. Membership is for one year and can be renewed annually.
 - P2.2.4.2. The basic institutional membership fee is established by the International Board, with benefits established by Phi Delta Kappa International.

P2.3. Multiple Chapter Membership

- P2.3.1. Each member may have one chapter of official affiliation. Membership may be maintained in a second chapter by payment of local chapter dues for the second chapter at the same time international dues and dues for the official chapter of affiliation are paid.
- P2.3.2. Membership in more than two chapters is allowed, but the member must pay chapter dues directly to the chapter treasurer. PDK maintains a record of official chapter affiliation and one additional chapter only.

P2.4 Mass E-Mails Sent by the International Office

- P2.4.1 To avoid overwhelming members with e-mails, to prioritize time sensitive e-mails, and to ensure brand consistency, the following policy will apply to mass e-mails sent by the

International Office. Mass e-mails can be sent to; a) all members, b) all members within one or more regions, or c) segments of PDK leaders, i.e., Chapter Member Liaisons(CMLs) and chapter officers.

P2.4.1.1 Delivery of mass e-mails can be requested by board members, CMLs with regional representative approval, and International Office directors. The International Office is unable to service mass email requests from chapter officers.

P2.4.1.2 The content, audience, and requested timing for mass e-mails should be directed to the marketing department.

P2.4.1.3 Working with the requester, the marketing department will review the e-mail's content for consistency and conciseness, and schedule its delivery.

P2.4.1.4 Unless otherwise agreed, the requester's e-mail will serve as the return e-mail address.

SECTION P3. GENERAL POLICIES OF THE BOARD

P3.1. Duties of the International Board

P3.1.1. The duties of the immediate past president and president-elect will be articulated by the full International Board and directed toward the goals and priorities of Phi Delta Kappa.

P3.1.2. The president shall appoint such ongoing, or standing, committees as he or she sees fit to conduct preliminary work on matters to be considered by the board as a whole.

P3.1.2.1. The Board Governance Committee shall review the governance documents and make recommendations.

P3.1.2.2. The Board Finance Committee shall review the budget and related association financial matters and make recommendations.

P3.1.2.3. The Board Personnel Committee shall review policy issues as they apply to staff salaries, benefits, and working conditions, and hear staff grievances.

P3.1.3. The International Board shall employ an executive director who will serve as the chief executive officer of the association.

P3.1.3.1. The president of the International Board, with assistance from the president-elect and the past president, shall negotiate the terms of the Contract of Employment of the Executive Director. Terms shall include the length of the contract, salary, and benefits, nonrenewal, evaluation, and contract amendments. Board approval must be received before contract is effective.

P3.1.3.2. The executive director's duties with regard to the International Board shall include, but shall not be limited to, the following: a) carrying out board policy and the goals of the strategic plan, b) promoting the expansion of the association, c) ensuring that proper arrangements are made for the meetings of the board, d) serving as parliamentarian for the board, e) developing tentative programmatic and fiscal plans and policies for the board, f) keeping association officers and leaders informed with regard to the association and the Phi Delta Kappa Educational Foundation, g) interpreting the association's governing documents on a day-to-day basis, h) guiding and integrating the work of the regional representatives and the chapter/member liaisons, and i) performing other duties as assigned.

P3.1.3.3. The executive director's duties with regard to the International Office shall include, but shall not be limited to, the following: a) managing the affairs of the association, including communication, finance, and employment of staff; b) supervising the membership list and associated practices; and c) ensuring the proper upkeep of the physical plant.

- P3.1.3.3.1. The executive director shall ensure that position descriptions are written for all staff positions and that the duties and responsibilities of each position align with the strategic plan.
- P3.1.3.3.2. The executive director shall ensure that the organizational chart (Appendix A) reflects current positions and practices.
- P3.1.3.3.3. The executive director shall ensure that an up-to-date Employer-Employee Handbook is available to all employees.
- P3.1.3.4. The executive director shall serve as the liaison between the International Board, the Board of Governors of the PDK Educational Foundation, and the trustee of the Educational Foundation.
- P3.1.3.5. The executive director's duties with regard to the PDK Educational Foundation shall include, but shall not be limited to, the following: a) developing tentative programmatic and fiscal plans and policies for the Board of Governors, b) keeping the minutes of the board, c) overseeing the management of foundation funds, and d) monitoring the investment of funds.
- P3.1.4. The International Board, on recommendation of the executive director, shall employ the staff.
 - P3.1.4.1. Salaries of staff shall be determined by the International Board and reviewed annually, with consideration of merit adjustments.
 - P3.1.4.2. Phi Delta Kappa International employs staff "at-will" and no staff member or other representative of the association, except the executive director, with approval of the International Board, may enter into an agreement with staff that changes the at-will nature of employment.
 - P3.1.4.3. The International Board shall annually determine the percentage of an employee's annual salary to be contributed to Phi Delta Kappa's retirement plan, which will be specified in the Employer-Employee Handbook. Employee contributions are voluntary.
 - P3.1.4.4. The International Board shall annually determine the funding level of the employees' medical and dental insurance plan.
 - P3.1.4.5. Salaried staff may accept part-time professional employment, such as consulting or teaching, on the recommendation of the executive director and with the approval of the International Board.
 - P3.1.4.6. Phi Delta Kappa shall recruit, select, and hire employees on the basis of individual merit and ability with respect to the position being filled and shall not discriminate in hiring, promotion, training, transfer, or retention on the basis of race, color, religion, sex, sexual orientation, age, national origin, or physical handicap.
 - P3.1.4.6.1. Advertisements for the employment of personnel shall carry a statement that Phi Delta Kappa International is an equal opportunity employer.
 - P3.1.4.6.2. Phi Delta Kappa International believes that the workplace must be free of all harassment on the basis of discrimination; all instances of alleged harassment shall be reported to the appropriate supervisor, and an investigation of the allegations shall be made.
 - P3.1.4.6.2.1. Allegations that prove to be true shall result in disciplinary action or dismissal.

- P3.1.5. An Employer-Employee Handbook shall be provided to all employees.
 - P3.1.5.1. The Employer-Employee Handbook will address the following areas: (1) employment of salaried and hourly staff; (2) conditions of employment; (3) retirement benefits; (4) insurance benefits; (5) leaves, vacations, and holidays; and (6) resignations.
 - P3.1.5.2. The Employer-Employee Handbook is subject to approval by the International Board.
 - P3.1.5.3. The Employer-Employee Handbook shall be reviewed annually by the Personnel Committee.
- P3.1.6. The International Board may confer the honor of emeritus status on a salaried staff member who retires or leaves the association. Emeritus status is not automatic, nor may the term "emeritus" be used except as conferred by the International Board.
 - P3.1.6.1. Criteria for awarding emeritus status shall include: a) serving a minimum of 10 years as a salaried staff member and b) demonstrating meritorious service as shown by his or her accomplishments and performance reviews.
 - P3.1.6.2. Candidates for emeritus status may be nominated by the executive director or any member of the International Board, or the candidate may self-nominate.
 - P3.1.6.3. In the case of self-nomination, it shall be the candidate's responsibility to provide documentation supporting his or her candidacy for emeritus status.

P3.2. Honoraria

- P3.2.1. Board members who are offered an honorarium for appearances or presentations made on behalf of Phi Delta Kappa shall not accept such payment except as a donation to the PDK Educational Foundation.

P3.3. Communications

- P3.3.1. Communications addressed to individual members of the International Board with regard to association policies and practices may be referred to the executive director, who in consultation with the president shall respond on behalf of the association.

P3.4. Appointments

- P3.4.1. Before the International Board makes an at-large appointment, it shall consider the goals and priorities of the present and immediate future.
- P3.4.2. Whenever an at-large member is appointed to the International Board, the goals and responsibilities for that position will be clearly articulated. Written progress reports shall be provided to the Board at each regular meeting.

P3.5. Educational Foundation Board of Governors

- P3.5.1. The president shall serve as a voting member of the Board of Governors.
- P3.5.2. The International Board shall appoint two members, in addition to the president, to serve on the Board of Governors.
 - P3.5.2.1. These members shall serve staggered terms of three years.
- P3.5.3. The president-elect shall attend the meetings of the Board of Governors as a nonvoting member.
- P3.5.4. The staff of the association shall serve as the staff of the PDK Educational Foundation.

- P3.5.5. The association shall assist the foundation by seeking contributions and by making foundation publications available to members of the association.

P3.6. Educator-to-Educator International Travel Program

- P3.6.1. A tour director and an assistant director shall accompany each group traveling on an Educator-to-Educator International Travel Program tour. If attendance numbers are low we reserve the right to assign a director only.

- P3.6.2. The tour director and the assistant director shall be selected from the current members of the International Board, the Educational Foundation Board of Governors, and the International Office staff; however, the tour director must have traveled previously on an Educator-to-Educator International Travel Program tour or a tour conducted under this program's predecessors.

- P3.6.2.1. The executive director shall announce each upcoming tour and a deadline by which time individuals interested in serving as tour director or assistant director must notify the executive director.

- P3.6.2.2. The executive director, in consultation with the international president, shall appoint the tour director and the assistant director; however, in the event that more than one individual expresses interest in either or both positions, then the individuals who have not traveled on a tour most recently shall be given precedence. The executive director shall draw straws in the event that interested individuals are equally qualified.

- P3.6.3. The tour director and the assistant director shall serve as ambassadors for Phi Delta Kappa International and the education profession.

- P3.6.3.1. The tour director shall take responsibility to ensure the smooth functioning of the tour, including: a) anticipating and solving problems, b) keeping track of people and their luggage, c) keeping the tour on schedule by ensuring that tour participants know where to be and when to be there, d) working with local guides, e) keeping records, f) overseeing initial development of a post-trip professional development presentation, and g) such other duties as may be necessary.

- P3.6.3.2. The assistant director shall assist and support the tour director in all areas of responsibility.

- P3.6.4. In the conduct of their responsibilities, the tour director and the assistant director shall be reimbursed tour-related business expenditures according to the Travel Guidelines found in Appendix C.

SECTION P4 REGIONS

P4.1. Regional Boundaries

- P4.1.1. Regional boundaries shall be those established by the International Board, effective 1 July 2004, and labeled alphabetically A through I. (ref. C4, B4.1):

A - Arizona, Australia, California, Guam, Hawaii, Japan, Korea, Nevada, New Mexico, the Philippines, Thailand, Utah, and any other country or territory in the Pacific and on the continent of Asia.

B - Alaska, Alberta, British Columbia, Colorado, Idaho, Iowa, Manitoba, Minnesota, Montana, Nebraska, North Dakota, Northwest, Nunavut, Oregon, Saskatchewan, South Dakota, Washington, Wyoming, and Yukon.

C - Arkansas, Kansas, Louisiana, Oklahoma, and Texas.

D - Illinois, Michigan, Missouri, and Wisconsin.

E - Indiana, Ohio, and West Virginia.

- F - District of Columbia, Kentucky, North Carolina, South Carolina, Tennessee, and Virginia.
- G - Alabama, the Caribbean, Central America, Florida, Georgia, Mexico, Mississippi, and South America.
- H - Africa, Bermuda, Connecticut, Europe, Maine, Massachusetts, the Middle East, New Brunswick, New Hampshire, Ontario, Prince Edward Island, Quebec, Rhode Island, Vermont, and New York east of a line running north/south from Rochester to Binghamton.
- I - Delaware, Maryland, New Jersey, Pennsylvania, and New York west of a line running north/south from Rochester to Binghamton.

P4.1.2. Regional apportionment shall be reassessed in 2009 for implementation in 2010 and every sixth year thereafter. (ref. C4.2).

P4.1.2.1. Geographic and population factors shall be considered, maintaining approximately equal numbers of voting members in regions composed of geographically contiguous areas to the greatest extent feasible.

P4.2. Regional Meetings

P4.2.1. Regional representatives and the chapter/member liaisons within their region may meet at the discretion of the regional representative.

P4.2.1.1. Such meetings shall be conducted in a manner such that expenses do not exceed the allotted budget established by the International Board.

P4.2.1.2. The regional representative shall be responsible for approving all travel reimbursement requests for regional meetings and activities; such requests shall not exceed the allotted budget.

P4.2.1.3. Reimbursement for travel expenses by the regional representative outside his or her region shall be approved only if the International Board has authorized such travel.

P4.2.1.4. Travel reimbursement requests by chapter/member liaisons shall be approved within limits established by the appropriate regional representative.

P4.3. Chapter/Member Liaisons

P4.3.1. Duties and responsibilities of chapter/member liaisons shall be determined by the appropriate regional representative.

P4.3.1.1. Duties may include any or all of the following:

General

- Assist the regional representative as needed.
- Provide information about the strategic plan and association initiatives.
- Support FEA groups and arrange chapter support for them.
- Support the Phi Delta Kappa Educational Foundation and conferences.

For chapters

- Serve as a link between chapters, individual members, and the international association.
- Identify chapter needs, remove barriers and/or provide resources, and assist chapters in reaching their goals.
- Assist chapters in facilitating communication with direct members in their geographic area.
- Serve as a speaker at chapter functions.

- Solve problems and address internal chapter issues.
- Provide information needed by the chapter to operate effectively.
- Serve as a point of contact for information about the region and the association.
- Provide consistent and accurate news and guidance.
- Promote the ideals of the association.
- Assist chapters in finding a focus.
- Make contacts with officials regarding the association (i.e., deans, superintendents, principals).
- Recruit members and model recruitment techniques to others.
- Provide training to chapter officials and others interested in leadership positions.
- Help chapters manage projects.
- Provide information about how to access benefits and programs of the association.
- Maintain connectivity with chapter officers.
- Provide guidance, assistance and support for conferences.
- Mentor new leaders and encourage chapters to do the same.

For members

- Serve as a point of contact for information about the region and the association.
- Offer a personal contact to the organization.
- Promote the ideals of the association.
- Recruit members and model recruitment techniques to others.
- Provide leadership training.
- Provide guidance and support to members who want to implement a project.
- Provide information about how to access benefits and programs of the association.
- Assist and support members who wish to sponsor a conference.
- Mentor new members and encourage potential leaders.
- Serve as a member advocate.

SECTION P5 CHAPTERS

P5.3. Establishing and Installing Chapters

- P5.3.1. An application of intent to establish or install a chapter must be submitted to the International Office. The application must be supported by a minimum of 20 members and/or non-members who intend to affiliate with the proposed chapter (Ref: C5; B5).
- P5.3.2. "Club" status is granted once the application of intent is approved by the International Office. Surrounding chapters are notified and given a 30-day period to respond.
- P5.3.3. The "club" must operate successfully for a minimum of six months and meet the following requirements: appoint officers; conduct activities; and, develop a plan to foster chapter growth.

- P5.3.4. A "club" may petition for chapter status after meeting all requirements and submitting the form for this purpose to the International Office.
- P5.3.5. The petition for chapter status is presented to the International Board for approval.
- P5.3.6. Upon International Board approval, the chapter is installed with appropriate ceremony and attended by local charter members, guests, association officials, and International Office staff. An induction may be conducted for non-members prior to the installation ceremony.
- P5.3.7. The chapter must operate successfully for at least two years to gain permanent charter status. A 9-12 and a 21-24 month visit is conducted by the respective chapter member liaison, other officials, or staff during this time. Visit reports are submitted to the International Office and reviewed by the International Board.
- P5.3.8. The International Board shall determine whether and when to grant a permanent charter.

P5.4. Undergraduate Student Clubs

- P5.4.1. Undergraduate student clubs are formed in accordance to the bylaws (ref. B5.5).
- P5.4.2. The purposes of an undergraduate student club shall be to introduce students to the association and its mission and to identify and mentor future members and leaders. An undergraduate student club also shall provide opportunities for students to pursue projects, network, exchange ideas, and develop leadership skills.
- P5.4.3. A petition to form an undergraduate student club shall be submitted by two good-standing members who are faculty or staff members of the petitioning institution and/or have been approved by the institution to be club advisors. The petition shall be supported by a minimum of 10 good-standing undergraduate student members. The petition shall be submitted to the International Board through the international office.
 - P5.4.3.1. Club officers shall be identified at the time the petition is submitted to form an undergraduate student club. At minimum three student officers are required: President, Membership/Activities Coordinator, and Secretary/Treasurer.
 - P5.4.3.2. Club advisors are the recognized liaisons between the association, the chapter if applicable, and the undergraduate student club. They are responsible for ensuring that the undergraduate student club is formally recognized by the institution as a student organization on campus and that the club operates within the policies of the institution and the constitution, bylaws, and policies of the association.
 - P5.4.3.3. Club advisors are responsible for informing student officers of their duties, serving as nonvoting members on all committees, assisting in planning effective activities, assuming fiscal oversight, serving as the custodian of club records, and submitting all required reports to the International Board through the international office.
- P5.4.4. The dues for undergraduate students in approved clubs sponsored by a chapter shall be one-half international professional member dues plus one-half chapter dues. The dues for undergraduate students in approved clubs sponsored by an institution shall be one-half international professional member dues plus one-half direct member dues. Club dues shall be collected by the international office and rebated to the treasurer of the sponsoring chapter or to the approved advisor of the sponsoring institution.
- P5.4.5. Upon approval of the petition by the International Board a club charter shall be issued.
 - P5.4.5.1. The undergraduate student club must submit all required reports in order to maintain its good standing.

- P5.4.5.2. An undergraduate student club that does not meet institutional standards or association constitution and bylaw standards may be placed in probationary status. While in probationary status, the club's dues shall be collected at the established rate and held at the international office. The International Board may require an undergraduate student club to surrender its charter after it has been in probationary status for one year; or an undergraduate student club may voluntarily surrender its club charter at any time.

P5.5. Probationary/Inactive Chapters

- P5.5.1. A chapter that has not submitted an officer list for two or more years automatically will be placed in probationary/inactive status.
- P5.5.2. Upon the recommendation of the Chapter/Member Liaison, with support from the Regional Representative and International Office, any chapter not meeting constitution and bylaw standards may be placed in probationary/inactive status.
- P5.5.3. Chapter dues for members of a probationary/inactive chapter will be no more than \$15 and held at the International Office for chapter reactivation. The International Office will notify members of the chapter's status and their membership options.
- P5.5.4. The Chapter/Member Liaison will work with the International Office staff to locate chapter bank accounts and other funds. The International Office will maintain these funds for chapter reactivation.
- P5.5.5. The Regional Representative, Chapter/Member Liaison, and International Office staff will reactivate, merge, or dissolve a probationary/inactive chapter. Member surveys may be conducted to determine the appropriate course of action.
- P5.5.6. Funds needed to reactivate, merge, or dissolve a probationary/inactive chapter will be taken from the chapter dues withheld at the International Office and, if needed, other funds being held in escrow.
- P5.5.7. If a chapter reactivates, all remaining withheld funds at the International Office will be returned to the chapter. If a chapter merges, all remaining withheld funds will be transferred to the new chapter treasury. If a chapter is dissolved, all remaining withheld funds will be transferred to the regional direct membership line.
- P5.5.8. If a chapter voluntarily requests to surrender its charter, a Board approved survey conducted by the International Office must first be sent to all members and the results summarized.

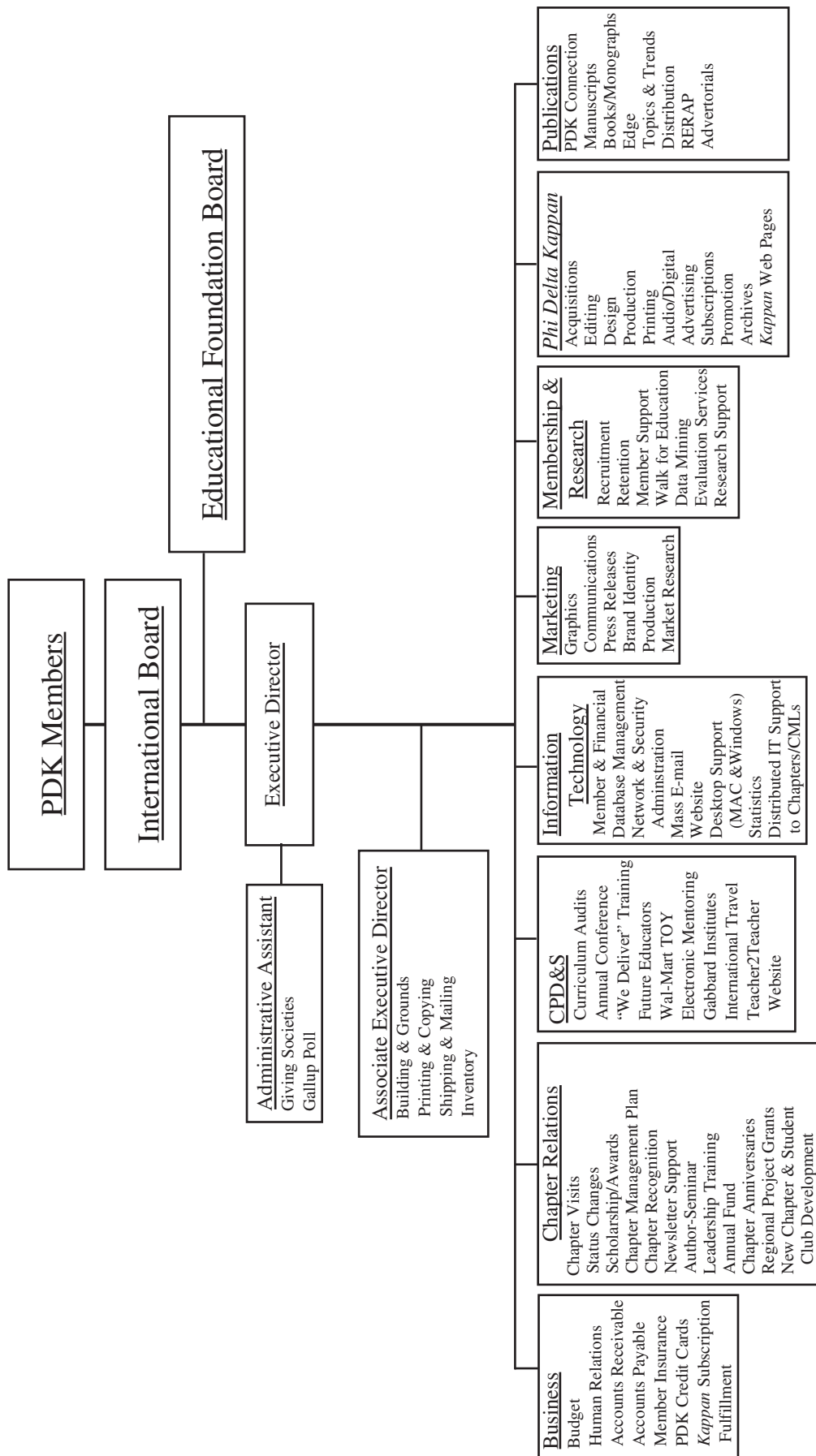
SECTION P6. POLICY AND GUIDELINES AMENDMENTS

P6.1. Amendments

- P6.1.1. Any portion of this document may be amended by majority vote of the International Board, such amendment to be effective immediately or at a time designated by the International Board.
 - P6.1.1.1. Suggested amendments shall be submitted to the governance committee for review and recommendation prior to a vote.

**APPENDIX A
ORGANIZATIONAL CHART**

PDK International Organizational Chart



APPENDIX B GUIDELINES FOR REGIONAL PROJECT FUNDS

Phi Delta Kappa International provides funds within its budget for the support of projects conducted within each region. The International Board has established minimum guidelines for the program. Regional representatives are responsible for approval of project proposals within their regions. The regional representatives will establish regional criteria and procedures for submitting and reviewing project proposals. Staff at the Phi Delta Kappa International Office are responsible for the administration of the program and the disbursement of project funds.

The Board-approved criteria and procedures are found below. Additional information can be obtained by contacting the appropriate regional representative, chapter/member liaison, or the international office.

1. Project funds support activities conceived and carried out by members or chapters in the region.
2. One or more individual members or chapters may submit a project proposal. Each proposal is to identify a project director, co-director(s), and financial agent.
3. The project director has primary responsibility for completion of the proposed activity and reporting procedures.
4. One or more co-directors are to be named as follows. For chapter projects, a co-director is to be a current officer in good standing of a chapter conducting the project. For member projects, a co-director is to be a chapter/member liaison in the region of residence. The co-director(s) is to serve as the liaison between the project director and the regional representative.
5. The financial agent is responsible for receiving funds from all supporting agents, including Phi Delta Kappa International, and for expending funds according to the approved budget proposal. For chapter projects, the financial agent is to be a treasurer in good standing of a chapter conducting the project. For member projects, the financial agent is to be an approved agency named in the project proposal.
6. Project proposals are to be submitted to the regional representative or his/her designee.
7. Proposals are to be reviewed by a committee named by the regional representative. The review committee is to provide the regional representative with a recommendation regarding approval, rejection, or revision within thirty days of receipt of the proposal. The final decision regarding approval of a project rests with the regional representative.
8. The regional representative is responsible for written notification to the member or chapter(s) submitting a proposal of the decision to approve, reject, or revise the project proposal. Notification is to occur within ten days of receiving the committee's recommendation.
9. When a project proposal is not approved or requires revision, the regional representative is to provide written notification to the project director, co-director(s), and financial agent regarding lack of approval or revision necessary for resubmission. Notification is to include a statement of the reasons for rejection and/or details about the revisions to be made for resubmission.
10. When a project proposal is approved, the regional representative is to provide written notification to the project director, co-director(s), financial agent, and program administrator at Phi Delta Kappa International. Notification is to include a project approval, level of funding, and the procedures to be followed in proceeding with the project. Notification to the program administrator at Phi Delta Kappa International is to include a copy of the complete program proposal as approved.
11. Approval for a second project proposal shall not occur until the reporting requirements for any previous project by the same member or chapter(s) have been met.
12. Upon receipt of an approved project proposal at the international office, the program administrator is to set up the project file, arrange for the payment of initial funding, and provide project personnel and the regional representative with written instructions regarding the disbursement of funds and reporting procedures.
13. The initial payment to the financial agent of the project is to be a partial payment of 75% of the total amount of regional support.
14. Final payment of project funds is to be remitted to the financial agent following completion of the project and

final report. The final report is to detail all financial transactions, including those of other supporting agencies, and indicate the balance of project funds due to the financial agent or the amount of unexpended project funds to be returned to Phi Delta Kappa International.

15. The final report on a project is to be submitted to the program administrator at Phi Delta Kappa International. In addition to the complete report of all financial transactions, the final report is to include a narrative summary of the project and a sample of any products resulting from the project.
16. The program administrator at Phi Delta Kappa International is to monitor each approved project to see that the timelines and procedures are followed. When a project is not progressing satisfactorily, the program administrator will contact project personnel and may consult with the regional representative to determine appropriate action.
17. Projects that are not completed on the date specified will be considered overdue. The project director may request an extension of the completion deadline by contacting the program administrator at the international office. The request for an extension is to indicate the status of the project, reasons for the extension, and the anticipated completion date.
18. Projects that are not completed within six months of the date specified in the original proposal or an extended date approved by the program administrator will be terminated and the initial payment returned.

APPENDIX C TRAVEL GUIDELINES

[PLACEHOLDER NOTE: THIS SECTION WAS NOT ADOPTED. IT WAS TABLED FOR FUTURE CONSIDERATION.]

Board and Staff Travel

Board and staff travel are to be coordinated by the International Office staff. In arranging visits to chapters and leadership conferences, the following procedures shall be followed:

1. Distributing service equitably to all regions, members, and chapters shall be a guiding principle in scheduling members of the board and staff. The general policy for chapter visits will be no more than one visit per year to a chapter by a member of the board or staff other than the regional representative. There will, of course, be exceptions to this policy when board-approved programs, such as the chapter anniversary celebration program, necessitate multiple visits.
2. Chapter visits normally shall be made at the request or invitation of the chapter. Visits may, however, be initiated by members of the board or staff or by chapter/member liaisons, in consultation with the regional representative, when a chapter is in need of assistance. Providing such assistance will normally be the responsibility of the regional representative.
3. The regional representative shall be responsible for arranging his/her travel within the region. Staff may routinely contact regional representatives to update the travel schedule.
4. Chapters or other member groups desiring a visit from a member of the board or staff other than the regional representative will make the request to the PDK International Office. The chapter or member group will be asked to indicate what the chapter would like the visiting person to do. The chapter or member group may also indicate a preference for a particular member of the board or staff.
5. When the president, president-elect, or executive director are requested and indicate their availability, those requests will normally be honored. In other cases, an attempt will be made to make assignments on an equitable basis.
6. There will be flexibility regarding implementation of the travel policies in those cases where members of the board or staff live in close proximity to the location of the visit.
7. When a member of the board or staff is visiting a chapter, the chapter will be encouraged to schedule a meeting with the chapter's executive committee prior to or after the chapter meeting.
8. Where a visit involves long-distance travel, an attempt will be made to arrange multiple chapter contacts.
9. Records of all board/staff travel will be maintained at the International Office. This data bank will be consulted each time a request is made for a visit by an International Board member or staff member.
10. The president, in consultation with the executive director and appropriate regional representative, may waive any part of this policy.

Expenditures

Reimbursable business expenditures shall be paid by the individual traveler using his or her own cash, check, or credit card, except for those individuals who have been approved to use the PDK business card. Use of the PDK business card is limited to the president, the executive director, and three International Office staff members identified by the executive director.

The following provisions apply unless waived by the executive director.

1. Travel shall be by the most economical means. Air travel will be reimbursed at the coach-class fare or actual cost, whichever is least expensive. Automobile travel will be reimbursed at the mileage rate allowed by the Internal Revenue Service.
2. Travel-related costs shall be reimbursed, including:
 - Ground transportation in conjunction with air travel.
 - Motel or lodging at the single-occupancy rate.

- Tips for services.
- Meals (suggested limits: breakfast, \$8; lunch, \$12; dinner, \$29).
- Airport parking.
- Office expenses (postage, phone calls, copying charges, etc.).
- Toll charges.

Receipts for expenditures should be obtained whenever possible.

3. Nonbusiness-related expenditures shall not be reimbursed, for example:

- Bar bills.
- Entertainment (movies, sporting events, etc.).
- Personal convenience items (newspapers, magazines, cigars, cigarettes, etc.).
- Expenditures for spouses, companions, or other accompanying travelers.

4. An advance against expenses may be requested and shall be authorized, provided that the requested amount does not exceed anticipated expenses.

number of board members, area Liaisons/Coordinators, districts, and chapters as well as role and size of the legislative council, district conferences, and area leadership conferences.

- **Marketing.** We will design a marketing plan that promotes PDK's niche and a marketing strategy that supports the PDK mission so that PDK can maintain and attract members
- **Membership.** We will develop and implement plans for becoming a culturally diverse organization consisting of at least 100,000 members worldwide from all segments of the education community.
- **Technology.** We will develop a technology plan for assisting in the achievement of all the identified goals.

Strategic Guidelines

Rules that we follow as we strive to realize our mission:

No new program, project, or service will be initiated unless:

- It meets a clearly demonstrated, mission related need;
- It survives a cost-benefit analysis (benefits equal or exceed the costs);
- It survives an analysis of the competition (Are we the best organization to provide this in light of the competition?);
- Its impact on other programs, projects, or services is addressed;
- Adequate staffing, staff development, funding, and facilities are provided;
- A marketing plan is provided; and
- It contains an evaluation procedure.

No current program, project, product, or service will be maintained unless:

- It meets a clearly demonstrated, ongoing mission-related need;
- It survives a cost-benefit analysis (benefits equal or exceed the costs);
- It survives a periodic evaluation.

Ideas, suggestions, and direction gathered from Kappans for implementing the strategic plan were examined by the Board of Directors in January of 2002. It became apparent that little progress was possible within the current governance structure. In a bold move toward change, the board called for the creation of proposed concepts for a new constitution, bylaws, and policies, be drafted by a representative group of the association's members. Those twenty-eight persons, six board facilitators with the staff resources providing full support, labored one week to imagine a new PDK structure. The proposed constitution and by-laws were further refined through a facilitated board/staff process and then taken to the membership for additional comment and adjustment at all district conferences held during the fall of 2002. The final proposal for the new constitution was approved in spring 2003.

The new international constitution, bylaws, chapter bylaws template, and an update on strategic planning activities went to the membership during spring 2003 officer leadership conferences. During the summer meeting of the International Board 2003, the president created the strategic plan review committee. As tasked, the committee reviewed progress toward each of the association's goals. A resulting motion was passed to include:

- That the strategic plan developed be a part of the policy document,
- That the actions and results toward achieving the goals be reviewed by the board every two years, and
- That steps toward implementation and updating of goals continue as needed, looking toward the next five years as ongoing.

APPENDIX D STATEMENT OF PURPOSE AND FUTURE DIRECTION (STRATEGIC PLANNING)

Creating Our Future

The Board of Directors and four senior staff members of Phi Delta Kappa International in 2001 met and developed the preliminary stages of a strategic plan for PDK. It is their hope that the plan, when implemented, will enable PDK to continue to be one of the outstanding professional education associations in the world. The process of developing the plan involved members, chapter officers, liaisons/coordinators, as well as all board and staff members.

Everyone's ideas were considered at the planning session, held in conjunction with the 3rd Legislative Council in early November 2001. The strategic plan adopted follows.

Mission

Phi Delta Kappa International, the leading advocate for public education, promotes quality education for all as essential to a democratic way of life by providing innovative programs, relevant research, visionary leadership, and dedicated service.

Beliefs

The beliefs that guide us as we strive toward our mission:

- We believe in publicly supported education.
- We believe that quality education for all is essential to the development and maintenance of a democratic way of life.
- We believe in upholding the ethical ideals of research, service, and leadership.
- We believe that leadership should be nurtured and developed.
- We believe that a dynamic organization incorporates the needs of its members, is responsive to the environment and trends, and changes as needed.
- We believe that diversity strengthens our association.

Strategic Goals

In 2006 PDK will celebrate 100 years of service to educators.

- By 2006, PDK will be recognized as the leader in advocacy for public schools and the education profession.
- By 2006, PDK programs and services will address the needs of our constituents.
- By 2006, PDK will be a culturally diverse organization consisting of at least 100,000 members worldwide from all segments of the education community.
- By 2004, PDK will have a governance system that is efficient, democratic, and representative.
- By 2004, PDK will increase revenues to match or exceed expenditures.

Strategies to Meet Our Goals

- **Programs/Services.** We will develop and implement programs, publications, products, and services that support the PDK mission. NOTE: Two points were specifically emphasized – PDK must identify the issues/services needed by Kappans in other countries and the association must respond to the professional needs of various generations of educators.
- **Advocacy.** We will develop and implement plans to advocate for public education and the education profession. NOTE: To be recognized as the leading advocate, PDK will consider collaboration with other professional groups.
- **Finance.** We will develop and implement a finance plan to include exploring alternative revenue sources, conducting a cost-benefit analysis for the various PDK programs and services, and exploring innovative approaches for funding PDK's programs, activities, governance, and technology.
- **Governance.** We will develop and implement a plan to modify the governance process, including role and

APPENDIX E PHI DELTA KAPPA INTERNATIONAL CODE OF CONDUCT

As members of Phi Delta Kappa International, we recognize the importance of stating for ourselves and for the public those ethical principles that guide our actions related to the education profession. In concert with the mission and purpose of Phi Delta Kappa International, members of the association shall:

1. Uphold and fulfill the founding ideals of service, research, and leadership in education.
2. Advocate for high-quality, universally available schooling as essential to the development and maintenance of a free society.
3. Be honest, fair, and trustworthy in the pursuit of professional life.
4. Know and respect the laws, standards, and ethical principles pertaining to professional work.
5. Respect individuality and diversity among students, colleagues, and communities.
6. Adopt and encourage the pursuit of learning as a lifelong goal.
7. Recognize and value knowledge and professional expertise without regard to national boundaries.
8. Advance the interests of education for the common good above private interests and personal gain.
9. Distinguish between personal convictions and professional duties and accept responsibility for fairly representing the aims of the profession.
10. Acquire professional competence and strive for excellence by maintaining and enhancing professional knowledge and skills and encouraging the same in colleagues and co-workers.

APPENDIX F GUIDELINES FOR CHAPTER VISITS

Phi Delta Kappa provides for chapter visits by chapter/member liaisons, board members, and professional staff. PDK International pays the expenses of visits approved by the association. The following guidelines will govern the scheduling of chapter visits.

Scheduled Governance Visits

- **Chapter Installation.** Upon approval by the International Board of a new chapter petition, the executive director will schedule the new chapter installation. The regional representative, chapter/member liaison, and executive director (or executive director's designee) will conduct the visit, installation ceremony, and subsequent orientation of chapter officers.
- **9-12 Month Visit.** This visit is scheduled during a chapter's first year. The Chapter/Member Liaison will conduct the visit and review the chapter's standards and goals with the chapter's governing board. The visit is to be reported to the board as part of the new chapter's conditional charter status.
- **21-24 Month Visit.** This visit is conducted during a chapter's second year of operation as part of the conditional charter review process. The regional representative will conduct the visit and report his/her recommendation for permanent charter status to the International Board.

Requested Visits

Chapters may request a visit from the chapter/member liaison, member of the International Board, or professional staff of PDK International. The primary purpose of a chapter visit is to promote positive relations between the chapter and Phi Delta Kappa International. Several secondary purposes are suggested as follows:

- To serve as a program speaker for a chapter event.
- To help officers and members gain a better understanding of PDK's programs and services and those of the Educational Foundation.
- To provide leadership training for chapter executive committees and volunteer leaders.
- To promote PDK publications, products, and services.
- To provide an opportunity for members to meet and know their international officers and staff.
- To answer questions about PDK issues, governance, and management.
- To assist with new member induction and new officer installation.
- To recognize chapters for various awards and celebrations, such as anniversaries, membership development, Annual Fund giving, etc.
- To assist struggling chapters with appropriate intervention and support strategies.
- To support chapter activities related to education leadership, research, service, and advocacy for the public schools.

The procedures for requesting and scheduling chapter visits are outlined below.

- *Chapter/Member Liaisons.* Liaisons are encouraged to visit chapters annually and report to the regional representative on the status and "health" of chapter activity. The number of visits and the purpose of the visits are determined by the regional representative. Liaisons may be invited to assist with chapter events and/or provide information, guidance, support, or intervention. Requests are made directly to the CML or the regional representative. Travel reimbursement is submitted to and approved by the regional representative before being forwarded to PDK International. Reimbursement is made through the regional operations line in the General Fund Budget.

- *Regional Representatives.* Regional representatives may be invited to attend events, present programs, and provide assistance to chapters within the region. Requests are made directly to the regional representative. Travel reimbursement is covered by the regional operations line of the general fund budget. Visits to chapters outside of the region require the approval of the regional representative within the region of the visit.

- *International Board Officers and Professional Staff.* Requests for chapter visits by PDK's president, president-elect, immediate past president, and professional staff will be confirmed and recorded by staff at the PDK

International Office. The intent is to limit such visits to no more than one visit by an international officer to an individual chapter during the fiscal year. Generally, these visits will be reserved for new member inductions, special or joint chapter activities, events celebrating a chapter's 25th, 50th, or 75th anniversary, and specific program presentations. A meetings with the chapter's governing board is encouraged along with the program activity. Requests may be made to the individual requested or generally to PDK International. If an individual or specific program is not named, the president will receive first priority, followed by the president-elect, the immediate past president, and the executive director. Expense reimbursement will be charged to the travel line of the attending officer or staff member in the general fund budget.

APPENDIX G INDEMNIFICATION POLICY

Phi Delta Kappa International, Incorporated, (hereinafter PDK) shall institute the following:

1. If an individual is made a party to a legal proceeding because the individual is or was a director, officer, employee, or agent of PDK, then PDK shall indemnify the individual against liability incurred in the proceeding provided that:
 - a. The individual's conduct was in good faith; and
 - b. The individual reasonably believed:
 - (1) In the case of conduct in the individual's official capacity with PDK, that his or her conduct was in PDK's best interests; and
 - (2) In all other cases, that the individual's conduct was at least not opposed to PDK's best interests; and
 - (3) In the case of any criminal proceeding, that the individual:
 - (a) Had reasonable cause to believe that his or her conduct was lawful; or
 - (b) Had no reasonable cause to believe that his or her conduct was unlawful.
2. PDK shall not indemnify an individual under this policy unless authorized (as provided below) in the specific case after a determination has been made that indemnification of the individual is permissible because the individual has met the standard of conduct set forth in Section 1 above. The determination shall be made by one of the following procedures:
 - a. The International Board shall approve indemnification by majority vote of a quorum consisting of directors not at the time parties to the proceeding; or
 - b. If a quorum cannot be obtained under subsection a, by majority vote of a committee designated by the International Board consisting of at least two directors not at the time parties to the proceeding, although directors who are parties may participate in the designation; or
 - c. By special legal counsel selected by the International Board or a committee of the Board.
3. Authorization of indemnification and evaluation as to reasonableness of expenses shall be made in the same manner as the determination that indemnification is permissible.
4. PDK shall pay for or reimburse the reasonable expenses incurred by an individual who is a party to a legal proceeding in advance of final disposition of the proceeding if the following occur:
 - a. The individual gives PDK a written affirmation of his or her good faith belief that he or she has met the standard of conduct described in Section 1 above; and
 - b. The individual gives PDK a written agreement, executed personally or on the individual's behalf, to repay any advance payment if it is subsequently determined that the individual did not meet the standard of conduct.
5. PDK shall indemnify against reasonable expenses actually incurred by the individual in connection with the proceeding a director, officer, employee, or agent of PDK who is successful, on the merits or otherwise, in the defense of a legal proceeding to which the individual was a party because he or she is or was a director, officer, employee or agent of PDK

DISCUSSION POINT 2

SOME QUESTIONS TO CONSIDER RELATED TO CHAPTER VISITS

1. What outcomes are expected from requested chapter visits?
2. What is the best way to communicate these procedures to chapters?
3. Is it reasonable to ask chapters to share in the cost of a chapter visit?
4. Should geographic proximity be a factor in determining who visits chapters?
5. Should some events and/or some chapters be given priority over others?
6. What is a reasonable number of chapter visits to accept, schedule, and pay for each year?
7. Should chapters be allowed to have board/staff visits every year? If not, how often or on what rotation?

Appendix H

Whistle-Blower Policy

PDK is committed to maintaining the highest standards of conduct and ethical behavior. All staff, board members and volunteers shall act with honesty, integrity and openness in all their dealings as representatives for the organization. In keeping with the policy, PDK will investigate any suspected fraudulent or dishonest use or misuse of PDK's resources or property by staff, board members, consultants or volunteers. Failure to follow ethical standards will result in disciplinary action including possible termination of employment, dismissal from one's board or volunteer duties and possible civil or criminal action if warranted. Staff, board members, consultants, and volunteers are encouraged to report suspected fraudulent or dishonest conduct, i.e. to act as "whistle-blower" pursuant to the procedures set forth below.

Definitions

Whistle-Blower: An employee, consultant or volunteer who informs a supervisor, the executive director, or, if necessary, chair of the finance committee, or board president about an activity relating to PDK, which that person believes to be fraudulent or dishonest.

Fraudulent or Dishonest Conduct: A deliberate act or failure to act with the intention of obtaining an unauthorized benefit. Examples of such conduct include, but are not limited to:

- forgery or alteration of documents;
- unauthorized alteration or manipulation of computer files;
- fraudulent financial reporting;
- pursuit of a benefit or advantage in violation of PDK's *Ethics/Conflict of Interest Policy*;
- misappropriation or misuse of PDK resources, such as funds, supplies, or other assets;
- authorizing or receiving compensation for goods not received or services not performed; and
- authorizing or receiving compensation for hours not worked

Baseless Allegations: Allegations made with reckless disregard for their truth or falsity. People making such allegations may be subject to disciplinary action by PDK, and/or legal claims by PDK or by individuals accused of such conduct.

Reporting -

Concerns about possible fraudulent or dishonest use or misuse of resources or property may be reported by staff members or PDK volunteers. Staff members should report concerns to his or her supervisor. Volunteers have several options for reporting concerns that include chapter presidents, chapter member liaisons, regional representatives, or to the staff member supporting the volunteer's work.

If for any reason a person finds it difficult to report his or her concerns to a supervisor or volunteer staff (i.e. CML or board member), the person may report the concerns directly to the executive director. If for any reason a person finds it difficult to report his or her concerns to the executive director, the person may report the concerns directly to the chair of the PDK International Board's finance committee or the president of the board. To facilitate reporting of suspected violations where the reporter wishes to have his or her name kept confidential, a written statement of the concern may be submitted to any of the individuals listed above specifying the desire for confidentiality. Anonymous claims will not be investigated.

Rights and Responsibilities

Supervisors

Supervisors are required to report suspected fraudulent or dishonest conduct to the executive director. Reasonable care should be taken in dealing with suspected misconduct to avoid:

- baseless allegations;
- premature notice to persons suspected of misconduct and/or disclosure of suspected misconduct to others not involved with the investigation; and
- violations of a person's rights under law

Due to the important yet sensitive nature of the suspected violations, effective professional follow-up is critical. Supervisors, while appropriately concerned about "getting to the bottom" of such issues, should not in any circumstances perform any investigative or other follow up steps on their own. Accordingly, a supervisor who becomes aware of suspected misconduct:

- should not contact the person suspected to further investigate the matter or demand restitution.
- should discuss the case with the executive director, chair of the finance committee, or president of the board.

Investigation

All relevant matters, including suspected but unproved matters, will be reviewed and analyzed, with documentation of the receipt, retention, investigation and treatment of the complaint. Appropriate corrective action will be taken, if necessary. Investigations may warrant investigation by an independent person such as auditors and/or attorneys.

Whistle-Blower Protection

PDK will protect whistle-blowers as defined below.

- PDK will use its best efforts to protect whistle-blowers against retaliation. Whistle-blowing complaints will be handled with sensitivity, discretion and confidentiality to the extent allowed by the circumstances and the law. Generally, this means that whistle-blower complaints will only be shared with those who have a need to know so that PDK can conduct an effective investigation, determine what action to take based on the results of any such investigation, and in appropriate cases, with law enforcement personnel. Should disciplinary or Legal action be taken against a person or persons as a result of a whistle-blower complaint, such persons may also have right to know the identity of the whistle-blower.
- Employees, consultants and volunteers of PDK may not retaliate against a whistle-blower for informing management about an activity which that person believes to be fraudulent or dishonest with the intent or effect of adversely affecting the terms or conditions of the whistle-blower's employment, including but not limited to, threats of physical harm, loss of job, punitive work assignments, or impact on salary or fees. Whistle-blowers who believe that they have been retaliated against may file a written complaint with the executive director or, if necessary, chair of the finance committee or president of the board.
- Any complaint of retaliation will be promptly investigated and appropriate corrective measures taken if allegations of retaliation are substantiated. This protection from retaliation is not intended to prohibit supervisors from taking action, including disciplinary action, in the usual scope of their duties and based on valid performance-related factors.
- Whistle-blowers must be cautious to avoid baseless allegations, as described earlier in the definitions section of this policy.