

2023

BOARD POLICY MANUAL

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ARNOVA

Board Policy Manual

This version of the Board Policy Manual includes changes made after the March 2022 board meeting.

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1. NAME

Association for Research on Nonprofit Organizations and Voluntary Action (ARNOVA)

2. BOARD MEETINGS

a. Calling meetings

- i. In addition to regular board meetings (following procedures described in the By-Laws, Article V.C), the Board president has the discretion call a telephonic or online meeting of the Board for any reason. Calling a special, in-person meeting of the Board requires the concurrence of the executive committee of the Board.
- ii. Note that when a committee has acted for the Board on any matter, it must report on its activities at the next regular or special meeting of the Board.

b. Costs

- i. ARNOVA will cover the costs of the Board members travel and hospitality for attendance at one of the two Board meetings each year. It is assumed that most Board members will be presenting at—and all should be coming to—the Annual Conference and therefore can cover their own costs for the Board meetings associated with the Conference. However, ARNOVA will cover travel and hospitality for the longer meeting (or retreat), generally held in May or June of each year. Board members are expected to attend the retreat.
 1. ARNOVA will reimburse costs for roundtrip coach fares on public transport (air, rail or bus), or mileage (at the current IRS rate) where that cost is no more than other fares. It will also cover related expenses (e.g., cab fares, meals in transit), and will cover hotel accommodations and meals during the meeting.
 2. Board members should keep original receipts that they will need to submit with an accounting of expense when seek reimbursement. These will be paid as soon as possible after the submission of expenses.

3. BOARD POLICIES

a. Board Discretion

The Board may adopt policies to guide the Board's actions and the affairs of the Association, so long as these policies do not conflict with the Articles of Incorporation or the By-Laws (By-Laws, Article V.D).

b. Publication

- i. The current text of the Board Policy Manual will be published in a widely accessible format on the open section of the Association's website.
- ii. Amendments to the Manual, including new sections and revisions of existing sections as adopted by the Board, will be incorporated into the published version within 60 days of adoption by the Board. A separate document will present a summary of changes to the Policy Manual as they have been adopted by the Board.

4. BOARD COMMITTEES

a. What committees cannot do

No committee (including the executive committee) shall:

- i. make, alter or repeal any By-law or Article of the Association;
- ii. elect or appoint any officer or member of the Board; remove any officer or member of the Board;
- iii. make any grants or distributions of funds, unless the power to do so has been explicitly delegated by the Board; dispose of any property owned by the association; or invest, reinvest, or deal with the principal or income of any asset owned by the Association;
- iv. encumber the Association through any debt or borrowing from any person, bank or similar institution;
- v. amend or repeal any resolution previously adopted by the Board.

b. Charter Adoption

- i. The Charter for each standing or ad hoc committee shall be adopted as a resolution of the Board. The charter of each standing committee shall be published in the Board Policy Manual in subsection c of this section. When a committee ceases to operate pursuant to its charter or by act of the Board, its charter shall be removed from the Board Policy Manual. The charter shall state:
 1. The name and a description of the responsibilities or tasks assigned to the committee, and whether the committee is a standing committee of indefinite duration, or a standing committee of limited duration. An ending date must be specified for each committee of limited duration.
 2. A. The name of the initial chair of the committee or the process by which the committee's chair is to be identified.
B. The number and qualifications of members of the committee. Any committee to which the Board delegates authority to act on behalf of the Board or the Association must include at least two members of the Board. This implies that these members are delegated to perform tasks that, generally speaking, the Board would have to do itself, i.e. activities that bind the association in some way and cannot easily be reversed.
C. The identification of the officer vested with the power to appoint members. If necessary or desirable, the charter may also specify procedures for adding members to, or removing members from, the committee following initial appointments.
 3. The frequency of meetings of the committee, whether there is a quorum and any voting.
 4. The reporting responsibilities of the committee to the board: frequency and content of reports.
- ii. Each committee charter shall be adopted as a resolution of the Board. The chair of a committee may propose an amendment to the Charter of the committee at any regular Board meeting (as an item for the agenda or as new business) or at any special Board meeting whose agenda includes notice of such a proposal.

- iii. The Board may appoint the initial members of a committee as its Charter is adopted or it may specify an officer or officers to appoint members from time to time. If the Board appoints initial members, it may also specify a procedure for removing members and, as necessary, appointing new ones or it may specify an officer or officers to make changes in the membership of the committee.

c. Charters

i. *Standing Committee: Finance and Audit (By-Laws, Article V.E.3)*

1. The responsibilities of the Finance and Audit committee are to assist the Board in fulfilling its oversight responsibilities with respect to (1) the audit of the organization's books and records, (2) the system of internal controls that the organization has established and (3) financial management policies. A detailed description of the committee's duties is given in Appendix A.
2. The chair and members of a committee shall be elected by the Board based on the recommendation of the President in collaboration with the treasurer upon taking office, for a term of two years. In cases where the treasurer term is not consistent with the committee chair terms, the President will make adjustments. The committee chair can add co-chairs.
3. The committee meets face-to-face at least once a year, generally at the ARNOVA conference. Other meetings are held by telephone or electronic means. A quorum for meetings is two voting members.
4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.
5. Appendix A describes the operating charter in full.

ii. *Standing Committee on Development (By-Laws, Article V.E.4)*

1. The Committee on Development proposes a development and fund-raising strategy in collaboration with the ED and supports the development of fundraising, that includes:
 - a. Policies and procedures governing the seeking and acceptance of grant funding.
 - b. Policies and procedures for accepting contracts.
 - c. Policies and procedures for seeking and accepting commercial sponsorships and entering into other non-grant revenue-generating arrangements of any sort.
 - d. Clarification of relationship between support for the annual conference and other forms of support the Association may receive.
2. The chair of this committee shall be appointed by the President upon taking office, for a term of two years. The president may also appoint members to the committee as can the chair for renewable two year terms. The committee chair can add co- chairs.
3. The committee meets face-to-face at least once a year, generally

at the ARNOVA conference. Other meetings are held by telephone or electronic means. A quorum for meetings is two voting members.

4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.

iii. *Standing Committee on Membership (By-Laws, Article V.E.3)*

1. This Committee is responsible for:

- (a) *Individual and Institutional Members*: Recommending to the Board policies and strategies for attracting and retaining Individual and Institutional members. The Committee will also periodically review and make recommendations on classes of membership, criteria of membership in each classification and membership fees. Periodically conducting membership surveys and scanning the environment on what is current best practice in terms of membership services and practices.
 - (b) *Sections, Common Interest Groups and Regional Chapters*: Helping in formation, liaison with and oversight of the Sections, Common Interest Groups and Regional Groups to ensure that policies and practices for these bodies are updated and complied with (see Article 7). Ensure that these sub-groups of members within the overall Association feel that their interests are being attended to and that they are receiving full communications from the Board and the Executive Director. The Membership Committee Chair (or their designate) will proactively address the concerns and interests of the Sections, Common Interest Groups, and Regional Groups and be designated as their contact person.
 - (c) At the discretion of the Executive Director, helping to implement the membership development and service plans and policies.
2. The Committee shall be chaired by a Board Member. The term of office for the Chair of this Committee shall normally be two years, renewable. *Ex officio* members of this Committee shall include the President and the Executive Director (non-voting). The Committee Chair can add co-chairs. The Committee Chair may appoint such other Board members and/or regular members of the Association as are deemed desirable. Any member of ARNOVA may volunteer for Membership Committee service, with selection determined by the Chair in consultation with Committee members. Committee members will be appointed to staggered two-year terms that are renewable for one additional term.

Committee members should be selected on the basis of their relevant skills and their knowledge of the various segments of potential members, e.g. academics from various relevant disciplines, practitioners and consultants interested in research and scholarship on nonprofit organizations and voluntary action. The Chair may also want to have members of the Committee who are from the sections, common interest groups and regional groups. At all times these criteria for membership should simultaneously take into account diversity considerations such as age, stage of career and inclusion of racialized minorities and other communities identified by the ARNOVA Diversity Committee.

3. The Membership Committee shall meet at least once per year by means of conference calls or face-to-face. The Chair (or their designate) may also have regular conference call meetings with Sections, Common Interest Groups and/or Chapters (including the Conference Chair and Executive Director where appropriate) to ensure full, two-way information sharing and annually to address concerns relating to the Conference Design and Program. A quorum for a meeting shall be three.
4. The Committee Chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) any issues related to diversity. The Membership Committee will review the reports prior to submission to the Board.

iv. *Standing Committee on Conference (By-Laws, Article V.E.3)*

1. The Conference Committee is a standing committee charged by the board to oversee the annual conference, particularly the selection of papers, posters, panels & plenary speakers.
2. The committee has two chair people, each appointed to alternating two- year terms. The chair people are normally to be current board members. The president will appoint a new chairperson each year when one rotates off. The rest of the committee is comprised of the persons serving as chairs for each of the conference tracks. The committee chair people select those individuals each year for a one year term, renewable. They should be selected based on their knowledge of the literature related to the track and record of high-quality scholarship, with the goal of having the full membership of the committee also reflect the diversity of ARNOVA's membership. As tracks are added or removed, the number of people on the conference committee may change.
3. The committee meets face-to-face at least once a year, generally at the ARNOVA conference. Other meetings are held by telephone or electronic means. A quorum for meetings is two voting members. The chair people work with the president and executive director of ARNOVA, as well as a conference planning consultant, to shape all aspects of each year's conference. Committee members work on an ad-hoc and consultation basis with the chair people as needed.
4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.

v. *Standing Committee on Nominations.*

1. The Nominations Committee is charged by the Board to identify candidates to serve as Officers and Board Members-at-Large. Each year, the Committee will identify a slate of nominees for the Board to consider. The Board makes the final decision on a slate of nominees to be voted on by the membership.
2. The Committee will be chaired by an existing Board member (Bylaws, Article V.E.3). The chair is appointed by the President for a one year term. The committee chair can add co-chairs. The Committee Chair will appoint other Board members and/or regular members of the Association to be committee members subject to

Board approval. The Committee should be comprised of no fewer than 3 and no greater than 8 members representing a diverse cross-section of ARNOVA's membership. Ex-officio members of this Committee shall include the President (voting) and the Executive Director (non-voting) who do not count toward total committee membership. Members of the committee serve for a one-year term.

3. The Committee, in its charge to develop a slate of nominees, will seek nominees from the general membership as well as consider any additional nominees with the goal of developing a strong and broadly representative slate. The committee meets face-to-face at least once a year, generally at the ARNOVA conference. Other meetings are held by telephone or electronic means. A quorum for meetings is two voting members.
4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.
5. The Nominations Policy is described in Appendix K.

vi. *Standing Committee on Diversity*

1. The Committee on Diversity is charged by the Board of Directors to advocate for, promote and sustain diversity and inclusion in ARNOVA's governance, structure, membership, culture, and programs. The committee shall pursue its charge by advocating, reporting, and serving as a resource to other ARNOVA committees, staff, sections and the membership, as well as to the annual conference organizers and the editors of NVSQ. The committee shall advocate for policies, procedures, and programs to promote diversity and inclusion within the Association and to encourage new research on diversity related topics relevant to ARNOVA members. In this role and with prior approval of the Board, the committee can work alone or in collaboration with other ARNOVA standing committees, sections, interest groups, and staff to launch and implement programs and activities to fulfill its charge.
2. The chair(s) of this committee shall be appointed by the President upon taking office, for a term of two years. The committee shall be led by a chair or two co-chairs, at least one of whom must be a member of the Board of Directors. The second co-chair shall be appointed for a term of two years, as long as they remain eligible to serve. The terms shall expire upon adjournment of the Association's annual membership meeting. The chairs appoint the members for renewable two year terms. Members of the committee serve for two years. Chair(s) may be reappointed as long as they remain eligible to serve. The committee shall have no more than seven members, including chair(s). Members of the committee shall be appointed by the chair(s) for a term of two years, with due regard for relevant principles of diversity and inclusion. Members of the committee shall be members of the Association in good standing. Members of the committee may be reappointed as long as they remain eligible to serve.
3. The committee shall meet at least twice a year, including once during the annual conference. A quorum for meetings is two voting members.

4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.

vii. *Standing Committee on Publications*

1. The Publications Committee is charged by the Board of Directors with providing strategic guidance on existing and future publications to ensure that the association and field remain on the cutting edge of nonprofit research. The Committee's structure and goals are designed to ensure: 1) that the quality of ARNOVA publications is high; 2) that the publications and their method of printing and/or delivery are responsive to the needs of the membership and to the revenue needs and opportunities of the association; and 3) that the portfolio of ARNOVA's publications and co-published works (if any) supports the association's efforts to attract new members and new work that improves the state of nonprofit research and practice.
2. The chair of this committee shall be appointed by the President upon taking office, for a term of two years. The chair appoints the members for two year renewable terms. The committee chair can add co-chairs. Members of the committee serve for two years.
 The Board is responsible for [re]appointing, recruiting, and selecting the editors of all ARNOVA publications, including the Nonprofit and Voluntary Sector Quarterly (NVSQ) journal and others that may be established. No later than one year prior to the start of the editor's (or editors') term, the Board will appoint a search committee that will provide the Board with a ranking of the top candidates for the editor position(s) and a rationale for the ranking. The search committee will include at least one member of the Publications Committee, preferably the Publications Committee Chair. The Publications Committee will be asked for input during the search and selection process by the search committee in advance of the search committee's recommendation to the board. The ranking and rationale will be provided to the board by the search committee no later than six months before the end of the editor's (or editors') current term. The decision on an editor/editorial team (a new appointment or reappointment) is made by the Board through a majority vote.
 The Board, *not the Publications Committee*, has the overriding editorial oversight over NVSQ and all other ARNOVA publications. The Board selects the editor and approves major changes in journal policy and ratifies new journal contracts. The board, however, may choose to request the assistance of the Publications Committee in carrying out any of its oversight responsibilities, including (but not limited to) evaluating the terms of a journal's relationship with its publisher, evaluating proposed new contracts, assessing article quality, and reviewing policies and expectations on data transparency.
 The Board may remove any editor or editorial team for reasonable cause before their contracted term is completed with a majority vote of the Board. Appointed editors are charged with developing their own editorial subcommittees, as needed, to provide peer review and other quality controls for publications. The editors will report to the ARNOVA Board at each regular Board meeting on the journal's acceptance and review rates, as well any operational or editorial challenges they are facing. Editors' reports will be in addition to any reports provided directly by the journal's publisher. Ideally, reports will be presented in person, but under rare conditions the reports may

be delivered in writing only.

3. The committee meets face-to-face at least once a year, generally at the ARNOVA conference. Other meetings are held by telephone or electronic means. A quorum for meetings is two voting members.
4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.

viii. Standing Committee on Professional Development

1. The Committee on Professional Development is charged by the Board of Directors to develop and assist members in building their skills and expanding their careers inside and outside academia. The committee shall pursue its charge by overseeing existing or new professional development programs/initiatives. As of May 2018, these programs include: the Emerging Scholars Professional Development Program, Graduate Diversity Leaders and Scholars PDW, Undergraduate Diversity Fellowship, Doctoral Fellowship Programs and Emerging Scholars. The Committee shall help the Executive Director, upon request, to implement professional development and service plans and policies.
2. The committee shall be led by a chair or two co-chairs, at least one of whom must be a member of the Board of Directors. The chair(s) of this committee shall be appointed by the President upon taking office, for a term of two years. Chair(s) may be reappointed as long as they remain eligible to serve. The committee shall have no more than ten members, including chair(s). Members of the committee shall be appointed by the chair(s) for a one time renewable 2-year term, with due regard for relevant principles of diversity and inclusion. Members of the committee shall be members of the Association in good standing. Members of the committee may be reappointed as long as they remain eligible to serve. The Committee can appoint sub-committees—chaired by its members—to manage the different programs the committee oversees.
3. The committee shall meet at least twice a year. A quorum for meetings is two voting members.
4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.

ix. Standing Committee on Research Awards

1. The Research Awards Committee is charged, by the Board of Directors, with selecting award committee chairs for the annual ARNOVA awards (these chairs constitute the Committee for the Research Awards Committee). The chair and co-chair of the Research Awards Committee work closely with the ARNOVA Executive Director and staff to identify individual award committee chairs (see below) and to ensure that all awards deadlines are met by the committees.
2. The committee shall be led by a chair or two co-chairs, at least one of whom must be a member of the Board of Directors. The chair(s) of this committee shall be appointed by the President upon taking office, for a term of two years. Chair(s) may be reappointed as long as they remain eligible to serve. The committee shall have at least 14 and no more than 26 members, including

chair(s). Members of the committee shall be appointed by the chair(s) for a one time renewable 2-year term, with due regard for relevant principles of diversity and inclusion. Members of the committee shall be members of the Association in good standing. Members of the committee may be reappointed as long as they remain eligible to serve.

The Committee can appoint sub-committees—chaired by its members—to manage the different awards the committee oversees. Awards that the Committee is responsible for include: (1) the Gabriel Rudney Memorial Award for best dissertation; (2) the RGK-ARNOVA award; (3) the Distinguished Service Award; (4) the Outstanding Book award; (5) the Virginia Hodgkinson Award; (6) the Peter Dobkin Hall; (7) the Best Conference Paper Award; (8) the NVSQ Outstanding Article Award; (9) the Best Reviewer for NVSQ award; (10) the UMD-Do Good Institute Award.

3. The committee shall meet at least twice a year. A quorum for meetings is two voting members.
 4. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee; (2) action items (if needed); (3) diversity.
- x. Standing Committee on Anti-Harassment
1. The Anti-Harassment Committee is charged by the Board to oversee the reporting and complaint process related to ARNOVA's Anti-Harassment Policy (Appendix M).
 2. The Committee is made up of 3-5 members who are appointed by the President and typically serve three-year, staggered, terms. The Chair of the Committee should ideally have expertise in the area of gender violence, diversity and inclusion, or related areas and preferably be a member of the Board and full professor or person working outside of academia. Committee member appointments are subject to approval by two-thirds of the ARNOVA Board.
 3. The ARNOVA Executive Director is a non-voting member of the Anti-Harassment Committee.
 4. There should be diverse representation on the committee. All members of the Committee will be trained in the ARNOVA Anti-Harassment and Discrimination Policy and in dealing with harassment grievances.
 5. Members will also be fully insured against all legal liability under the ARNOVA Directors and Officers insurance. Legal counsel will also be consulted as needed.
 6. The Committee will maintain confidentiality to the extent possible as outlined in the Anti-Harassment Policy (Appendix M).
 7. Ombudspersons are NOT members of the committee.
 - a. ARNOVA President appoints a team of three, diverse, appropriately trained ARNOVA volunteer to serve as Ombudspersons for two-year terms.
 - b. Ombudspersons provide guidance, explain options for reporting harassment, and outline the avenues for pursuing a complaint.
 - c. Additional information on Ombudspersons is available in Appendix M.C.a.1.
 8. The committee chair reports to the Board at least twice per year, before the next regular or special meeting of the Board, on: (1) activities of the committee;

(2) action items (if needed); (3) diversity.

9. The Anti-Harassment Policy is described in Appendix M.

5. EXECUTIVE DIRECTOR

- a. Standing Delegations shall be recorded in this Board Policy Manual as subsections of this section [5 a] and shall remain in effect until removed or amended.
 - i. The Executive Director may select a firm or service to assist with the conduct of elections and other voting by the members of the Association.
- b. The Executive Director, in consultation with the treasurer as necessary, shall cause to be prepared and timely filed all required federal, state and local corporate documents and tax returns. In advance of the required filing date, the treasurer shall make available to all members of the Board a copy of the Association's annual federal information return (Form 990) including all schedules and attachments, accompanied by annotations that fairly present any issues or concerns that may have appeared in the course of completing the return.

6. CONFLICTS OF INTEREST

- a. All officers, other directors, and members of committees shall serve without compensation, other than reimbursement for reasonable expenses as authorized by the Board.
 - i. Rules and procedures for obtaining reimbursement for expenses for travel for the purpose of service to ARNOVA (e.g., to attend a committee meeting, to represent ARNOVA at another meeting, to attend a Board meeting) are as stated in sections 2.b and 2.c of this Manual (above). Note that unless this travel has been requested and authorized by ARNOVA's President, Executive Director, or Board, reimbursement cannot be assured.
- b. The *Duty of Loyalty* requires that, when acting as a member of the Board, trustees put the interests of their organization first, above their own self-interest or the interests of others. But more is required of Board members. Each Board member must be aware of and disclose any conflict of interest or potential conflict of interest.
- c. Board members should not on their own decide whether a conflict of interest exists, rather the Board member should disclose any potential conflict of interest so that the Board as a whole can decide if the member should absent themselves from deliberating and voting on the matter in question. Furthermore, because the reputation of the Association is its single most valuable asset, care must be taken to avoid even the appearance of conflict of interest. Perceived conflicts of interest must be avoided, whether or not the conflict is "real."
- d. Board of Directors should disclose any perceived, actual, or potential conflicts of interest to the President of the Board immediately. In addition, all members of the governing Board including members of committees with authority delegated by the governing Board and other "interested persons" including the Executive Director shall file, at least annually, a statement that describes any potential conflicts of interest including all financial interests. If new potential conflicts of interest arise during the year, a revised form should be filed with the President:
- e. An individual has a potential conflict of interest if the person has a financial or

nonfinancial interest, directly or indirectly, through business, investment or family as described below and on the annual disclosure form (attached to the Board Policy Manual in Appendix F).

- i. An ownership or investment interest in any entity with which the ARNOVA has a transaction or arrangement,
 - ii. A compensation arrangement with the ARNOVA or with any entity or individual with which the ARNOVA has transaction or arrangement, A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the ARNOVA is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
 - iii. A family or business relationship with any other officer, director or key official.
- f. The annual disclosure forms are submitted to the President of the Board for determination of whether any action is needed by the Board. Directors shall inform the President of any conflict of interest that arises after forms are filed. All forms are stored at the ARNOVA office for periods of not less than seven years.
 - g. When conflicts of interest are identified, the Board procedures to be used are detailed in the articles of the separate Conflict of Interest Policy which appears in Appendix E of this Board Policy Manual.

7. SECTIONS, COMMON INTEREST GROUPS AND REGIONAL GROUPS

The Board adopts principles, policies, and procedures for the establishment, operation, and termination of any subgroups within the Association (By-Laws, Article XI).

a. Rationale

The Association for Research on Nonprofit Organizations and Voluntary Action (ARNOVA) encourages participation by individuals and groups that share its mission of a community of people dedicated to fostering through research the creation, application and dissemination of research about voluntary action, nonprofit organizations and philanthropy. In keeping with its mission and values, the Association recognizes the importance of openness, inclusiveness, diversity, outreach and responsiveness to a wide range of member interests along with a common concern about the advancement of nonprofit and voluntary action studies and the community of scholars in this field. One way that we articulate this commitment is through recognition and support of various subgroups of the association of the association around common interests and geographic locations. The Association has three main ways that members can come together in different sub-groups: Sections, Regional Groups, and Common Interest Groups.

b. Policies and Principles

- i. This statement presents the policies and principles of the Association for Research on Nonprofit Organizations and Voluntary Action (referred to as ARNOVA or the "Association") regarding sub-groups within the Association. This policy statement covers all such sub-groups whether formed around topical interests, geographical location or other interests.
- ii. The purpose of sub-groups in the Association is to help express the special interest of current and future members, to build leadership capacity, encourage diversity of leadership, and enrich and enhance the intellectual scope of the Association.

- iii. Such sub-groups can include Common Interest Groups, Sections, and Regional Groups of the Association and this terminology will be used hereafter in the document and in all other references.
- iv. Sections and Regional Groups of ARNOVA require approval by a majority vote of the Board of Directors of the Association.
- v. Liaison with and oversight of the Common Interest Groups, Sections, and Regional Groups is the responsibility of the Chair of the Membership Committee (or their designate) who is charged with proactively addressing the concerns and interests of the subgroups and being designated as the primary contact person for these groups.
- vi. All subgroups are expected to be inclusive of all who wish to join.
- vii. All subgroups must act in conformity with the ARNOVA bylaws and the following general prohibitions:
 - 1. They may not take political positions on public policy issues, attempt to influence legislation or support any candidate for public office, without prior written ARNOVA approval.
 - 2. They may not represent or speak for the Association in any capacity without prior written approval.
 - 3. They may not enter into formal agreement or contract with any outside individual or organization.
 - 4. They may not carry out any fundraising activities without prior approval of the Association.
 - 5. No individuals may be placed on a permanent mailing list of any Section or Regional Group without being a member of ARNOVA. A subgroup may not sell its mailing list, or give its mailing list to any group, organization or individual other than its own membership.
 - 6. Subgroups may not use the ARNOVA logo, wordmark or letterhead unless specific prior written approval for such usage has been provided by the Association.

c. Common Interest Groups

The purpose of a Common Interest Group is to encourage groups of individuals to come together in an organic and flexible way around shared intellectual topics or professional concerns. These groups can be created for the purpose of networking, exchange of information, development of new directions of investigation or around other emerging opportunities.

The following basic principles apply to Common Interest Groups:

- i. Members wishing to form a Common Interest Group should describe the group in a proposal to the Executive Director, who brings the proposal to the Membership Committee for consideration. If approved, the Membership Committee will inform the Board.
- ii. Membership can be open to individuals who are not ARNOVA members. One of the advantages of this type of group is to diversify the Association and encourage people with shared interests to join and attend the conference (thus enhancing and diversifying membership).
- iii. Common Interest Groups can be created with a minimum of five (5) identified ARNOVA members.
- iv. Common Interest Groups are intended to be more informal and emergent. They are both more flexible and are expected to form and dissolve as interests change.
- v. Common Interest Groups do not have a budget, formal operating principles/By-

Laws, or a requirement for a mission statement. They are provided a meeting time on conference programs. They do not have designated sessions allocated to them at the conference (although they are encouraged to submit papers, panels, and colloquies in the regular submission system for ARNOVA conferences).

- vi. The Association where possible will support Common Interest Groups by announcing their meetings at conferences, and by providing space on the website to facilitate discussion and similar activities.
- vii. Common Interest Groups will choose their leadership and will inform the Chair of the Membership Committee and are expected to seek engagement opportunities (e.g., meeting at the November conference and/or virtually). At the end of each calendar year (by January 31st) each Common Interest Group must inform the Membership Committee of their activities (including all meetings and how many attended meetings) and membership list.
- viii. Termination of the Common Interest Group can be either a formal disbanding by notifying the Membership Committee or dissolution by the Membership Committee for the following reasons: if it does not meet virtually or in person (e.g., at the November conference), submit the January 31st report by February 15th and provide a list of members.

d. Sections and Regional Groups

- i. The benefits of Sections and Regional Groups are:
 1. They provide an identified forum and structure for meeting and working with other members with similar interests.
 2. They provide special opportunities to meet and to present workshops, colloquies, and panels at ARNOVA conferences and elsewhere. Designated sessions at the annual conference depending on the size, activity level and success of the group can be negotiated with the Membership Committee and the Conference Chair on an annual basis (for example, a Section with 60 members or Region with 40 members might have one session at the conference, a Section with substantially more than 60 members or Region with substantially more than 40 members in the last two years might have two sessions).
 3. They are a mechanism to stay in formal contact with ARNOVA members with similar interests on an ongoing basis throughout the year.
 4. They receive assistance where possible from the ARNOVA office in carrying out the activities and affairs of the group.
 5. They receive official recognition on the ARNOVA conference program and related materials.
 6. They may represent ARNOVA in specialized contexts.
 7. They have a space on the ARNOVA website.
- iii. The following basic principles apply to all Sections and Regional Groups:
 1. All members shall be members of ARNOVA.
 2. The Section's or Regional Group's mission shall be congruent with the mission of the Association.
 3. Activities and procedures of the Section or Regional Group shall be in conformity with the bylaws of the Association.
- iii. The following procedures shall be followed in establishing and maintaining Regional Group status:
 1. As part of its application for formal status, a Group will provide the Association with

- a statement of its purpose and mission, and a list of the ARNOVA members requesting Regional status.
2. After approval by the Association Board of Directors, each Regional Group will sign a general "Agreement" with the Association. This agreement will outline more specific expectations affecting Regional Status in the Association, in keeping with the policies and principles in this document.
 3. Budgets for Regions will be prepared in consultation with the Executive Director and the Chair of the Membership Committee and will be approved as part of the regular budget of the Association.
 4. Operating Principles/By-Laws developed by Regional Groups will conform to By-Laws of the Association and will be submitted through the Membership Committee to the ARNOVA Board for approval. Changes in the Rules of Procedure must also be communicated to the Board.
 5. Regional Groups will present annual reports to the Membership Committee by January 31 of each year. This report will include, but not be limited to, a summary of their activities, names of people in current leadership roles, a list of current members, a financial statement, and a statement on how the section/group is ensuring and promoting diversity in activities, membership, and leadership.
 6. Given concerns about consistency of the brand and the need to draw members to the main web site all sub-groups are encouraged to house their web site on the ARNOVA site and ensure the look and feel of their site are congruent with those of the overall site.
- iv. The following procedures shall be followed in establishing and maintaining Section status:
1. An application for approval shall be submitted to the Board of Directors and requires: active participation as a Common Interest Group for four (4) years when applying to be a Section (as evidenced by number of conference meeting participants; conference activities; additional activities outside of the November conference; a minimum of sixty (60) active CIG members in the two year prior to application; sixty (60) signatures by identified members when applying to be a Section; mission statement that is in conformance with ARNOVA's mission; bylaws that are in conformance with ARNOVA's bylaws; identified executive leadership team; a written explanation for why the section is needed and how it is different from existing sections (e.g., must identify an unmet need).
 2. The Membership Committee reviews the application and, if supported, advances it to the Board. If approved by the Board, each Section will sign a general "Agreement" with the Association. This agreement will outline more specific expectations affecting Section status in the Association, in keeping with the policies and principles in this document
 3. Missions or bylaws developed and/or updated by Sections will conform to the mission and bylaws of the Association and will be submitted and subject to approval by the Membership Committee. Approved changes will be communicated to the ARNOVA Board.
 4. Budgets for Sections will be prepared in consultation with the Executive Director and will be approved as part of the regular budget of the Association.
 5. Sections will present annual reports to the Membership Committee by January 31st of each year. This report will include, but not be limited to, a summary of activities, names and affiliations of people in current leadership roles, a financial statement, and a statement on how the section/group is ensuring and promoting diversity in

activities, membership, and leadership. If the Section has a carry-over balance above \$1,000 it must provide a justification for why the funds were not expended on membership activities in the prior year.

6. Given concerns about consistency of the brand and the need to draw members to the main website, all sub-groups must house their website on the ARNOVA site and ensure the look and feel of their site are congruent with those of the overall site. Other social media platforms must be linked to the official ARNOVA website.
- v. Section and Regional Group names shall include ARNOVA's name, as in "XXX Section of the Association for Research on Nonprofit Organizations and Voluntary Action (ARNOVA)."
- vi. If determined by the Board of Directors, members shall pay a special supplement to their annual association dues for membership in the Section or Regional Group. The amount of dues will be established annually by the Board of Directors of the Association. Part of the dues paid for membership of subgroups shall be used for administrative costs of the ARNOVA office. This percentage will be determined by a vote of the Board of Directors of the Association.
- vii. Sections and Regional Groups shall maintain current, complete and accurate financial records as required by the Association.
- viii. Since the purposes of these sub-groups is to expand and enhance the interests of the Association, Sections and Regional Groups may not engage in any activity that is directly in competition with ARNOVA activities, for example, holding national conferences, or publication of journals. If there are areas of question or dispute in this regard, they will be referred to the Association for resolution.

e. Termination of Sections or Regional Groups

Sections or Regional Groups may be terminated by a majority vote of the Board of Directors of the Association. If a Section or Regional Group is terminated, it shall cease using the ARNOVA name in any manner, and any remaining assets will be returned to the Association. Termination decisions may be based on a number of criteria including a failure to maintain an active membership list of at least sixty (60) ARNOVA members or for regional groups of at least forty (40) ARNOVA members for two subsequent years, failing to submit an annual report, failure to abide by ARNOVA bylaws and policy manual requirements, or other behavior the Board finds out of alignment with the values of the Association as stated in the Association policies (e.g., Anti-Harassment policy). Sections will revert to Common Interest Groups and may resubmit for redesignation as a Section when criteria are met.

8. PARTNERSHIPS AND COLLABORATIONS

a. Rationale

ARNOVA is committed to working collaboratively with other individuals, organizations and movements who share our mission. We expect such collaborations to be both national and international in scope. In this policy the Board outlines and empowers the Executive Director to move ahead on collaborations that will enhance the mission of ARNOVA, strengthen research and teaching and empower other groups and organizations whose work improves the health of the

voluntary sector.

b. Policy

Collaborations, through partnerships and coalitions, are based on the building of individual and organizational relationships. Partnerships are designed to advance a shared goal or accomplish a joint project, and imply a variety of levels of commitment and shared understanding. Coalitions are loose affiliations of organizations and individuals who share a common ambition.

The Board expects the Executive Director to take the lead on creation of strategic collaborations in the form of partnerships and coalitions and take into account the following considerations when undertaking various partnerships and coalitions.

c. Goals

Collaborations should be undertaken when they align with, enhance or support the mission of ARNOVA and priority should be given to those that strengthen our ability to develop research and education on nonprofit organizations, philanthropy, civil society and voluntary action and that will allow members to create, apply and disseminate our knowledge of these fields. The impact of any partnership on ARNOVA's financial viability should be a key consideration.

d. Means

- i. The Executive Director should have considerable latitude in approaching others about building or getting involved in collaborations.
- ii. The Executive Director should ensure that all collaborations are engaged in a way that is consistent with the values of the Association and that comply with all legal and ethical frameworks as are appropriate.
- iii. Any contracts or MOU's that are entered into should be overseen by appropriate legal or other relevant advisors.

e. Limitations

- i. The Executive Director cannot move ARNOVA into a collaboration that involves advocacy, has a public policy goal, be involved in attempts to influence legislation or support a candidate for public office without prior approval by the Board.
- ii. Any contracts or MOU's that are being negotiated must be communicated to the Executive Committee who will decide if they need Board approval.
- iii. If any collaboration involves expenses in excess of \$10,000 the Executive Director should seek approval of the Executive Committee of the Board ahead of time. Any expenses in excess of \$100,000 require the Board's authorization.
- iv. The Executive Director will report on collaborations in the regular reports to the Board and indicate how these activities help ARNOVA advance its mission and achieve its strategic goals. If a collaboration has strategic implications for the Association the Executive Director must advise the Board and ensure it is consistent with the long term strategic direction of the Association.

9. MEMBER COMMUNICATIONS

- a. The Board adopts principles, policies and procedures governing any facilities, including Internet services, provided by the Association to facilitate or support communication among the members.
- b. Principles, policies and procedures for ARNOVA-L (listserv) include:

- i. ARNOVA-L is a listserv, operated on behalf of ARNOVA by IUPUI computer services. General conditions and procedures for participating in ARNOVA-L are published on the Association's website.
- ii. Any person with access to email may subscribe to and submit material for distribution by (post to) ARNOVA-L. Only subscribers to the list may post.
- iii. Users of ARNOVA-L must accept and follow the published conditions and procedures relating to this service. In particular, ARNOVA does not provide individual subscribers with clerical assistance in managing the use of or posting to the list.
- iv. General oversight for the content of the list and the activities of its subscribers may be provided by a committee or group that may be named by the President. Such a committee or group will encourage civil communication and scholarly discourse among the participants in ARNOVA-L. The committee or group may, if necessary, prevent use of the service by any person who persistently and in spite of direct admonition offers material for distribution which does not meet that standard.
- v. Any person who wishes to dispute or question an action of the ARNOVA-L committee or group may address a request for review to the President of the Association, who will decide what if any action should be taken; such action may include a decision on the matter by the President, the appointment of an ad hoc committee of members of the Association to investigate and attempt to resolve any concerns, referral to the Board of Directors for consideration and action, or any other process the President determines is appropriate under the circumstances. The president's decision will be reported to the members of the ARNOVA-L committee or group and, at its next regular meeting, to the Board.

10. WHISTLEBLOWER POLICY

- a. ARNOVA is committed to operating in furtherance of its tax-exempt purposes and in compliance with all applicable laws, rules and regulations, including those concerning accounting and auditing, and prohibits fraudulent practices by any of its Board members, officers, employees, or volunteers.
- b. ARNOVA uses the Indiana University hotline 888-236-7542 to receive comments and concerns of employees, members, donors and others. The ARNOVA website lists the hotline telephone number and also tells visitors that they may contact the president, treasurer or another Board member directly. ARNOVA employees are given protection against retaliation. The full text of the Whistleblower Protection Policy appears as Appendix C to this policy manual and explains the protections for employees and directors who report problems to either a member of the governing Board directly or through the anonymous hotline.

11. RECORD RETENTION

- a. Policies related to the preservation of records that might be germane to an investigation of possible violation of any federal law are required by the Sarbanes-Oxley Act. Appendix D lists the type of record and the number of years the association will retain that stated record. All statement of potential conflict of interest forms are stored at the ARNOVA office for periods of not less than seven years. For further detail, see the materials contained in Appendix D.

12. DISASTER PREPARATION AND PLAN

See Appendix G.

13. INVESTMENT POLICIES

- a. This resolution clarifies, revises and replaces the investment policies adopted November 13, 2002. The *primary objective* of ARNOVA short-term unrestricted investments is to provide liquidity, preservation of capital, and such interest income as may be consistent with the primary objectives of liquidity and safety. No equity investments should be held unless formally recommended by the Finance Committee and agreed to by the Board. Gifts of equity investments should be converted to cash as soon as feasible.
- b. The Executive Director will maintain sufficient cash in checking or other immediately-available accounts to cover monthly operating expenses. Maturities should also take into account the resources needed seasonally to cover annual meeting costs. If additional cash is held by ARNOVA in excess of Board designated amounts, the excess may be invested for periods in excess of one year if warranted by the relative interest rates available on conservative investments.
- c. *Authorized investment vehicles.* Idle cash including the Board designated reserves should be invested conservatively in fully insured accounts, certificates of deposit or U.S. government treasury instruments. At no time should any bank hold more than the Federal Deposit Insurance (FDIC) maximum. If brokered CDs are acquired, the Executive Director will obtain written assurance that the broker maintains records to assure that all amounts have federal deposit insurance.
- d. *Internal control provisions.* Investment transactions in excess of \$75,000 require pre-approval by the Treasurer. If the Treasurer is not available, the Executive Director should obtain approval from the President and/or the Executive Committee of the Board of Directors.

14. PUBLICATIONS POLICY

See Appendix H.

15. CODE OF ETHICS

See Appendix I.

16. BY-LAWS

See Appendix J.

Appendix A
ARNOVA FINANCE AND AUDIT COMMITTEE
Operating Charter

As approved at Annual Meeting – Philadelphia, PA, Wednesday, November 19, 2008
Amended by the Board on March 12, 2021

The primary function of the Finance and Audit Committee is to assist the Board in fulfilling its oversight responsibilities with respect to (1) the audit of the organization's books and records, (2) the system of internal controls that the organization has established and (3) financial management policies.

Duties of the committee include:

- 1) To oversee the integrity of the ARNOVA's financial accounting process and systems of internal controls regarding finance, accounting and use of assets.
- 2) To advise and consult with the Treasurer and Board on issues of financial management and planning, including reviewing and reporting to the Board on financial statements, budgets, and 990 returns.
- 3) To recommend investment and investment management policies.
- 4) To provide the Board with the financial information required for the exercise of its fiduciary responsibilities.
- 5) To serve as the audit committee with the following specific responsibilities:
 - a) To recommend the selection of the audit firm and secure approval of the Board for hiring of the firm.
 - b) To determine the scope and plan for the audit and oversee the auditing firm's activities.
 - c) To oversee the independence and performance of the independent auditors and staff with finance responsibilities.
 - d) To receive and review the management letter from the audit engagement.
 - e) To receive and review the completed audit report prior to its distribution to the Board.
 - f) To present an annual audit committee report to the Board.
- 6) To oversee the operation of the policies on conflict of interest and whistleblower protection.

Authority. The Finance and Audit Committee has the authority to conduct any investigation appropriate to fulfilling its responsibilities, and it has direct access to the independent auditors as well as to anyone in the organization. The Audit Committee has the authority to retain, at ARNOVA's expense, special legal, accounting, or other consultants or experts it deems necessary in the performance of its duties.

Membership. All members of the Finance and Audit Committee shall be independent non-employee volunteers, free from any relationship that would interfere with the exercise of independent judgment.

As established by the ARNOVA Board of Directors at the June 2008 Board meeting and in accordance with the ARNOVA By-Laws, the Finance and Audit Committee has the following membership:

- Voting members: Three voting members including the Treasurer of ARNOVA who serves as chair. The other two voting members are elected by the Board and at least one of two must be serving as a Board member. At least one member should be a “financial expert.”
- Ex officio members:
 - The President of ARNOVA, the Executive Director and the Chair of the Development Committee are non-voting ex officio members of the committee.
 - The Finance and Audit Committee Advisory Group. An advisory group of ARNOVA members is selected by the Treasurer. This group is intended enhance decision making through their expertise in areas such as accounting, auditing, finance, fundraising, nonprofit management, etc. They fully participate in all meetings but do not count toward a quorum.
- Names of all individuals serving on the Finance and Audit Committee and its Advisory Group are acknowledged on the ARNOVA web site.

Meetings: The committee meets face-to-face at least once a year, generally at the ARNOVA conference. Other meetings are held by telephone or electronic means. A quorum for meetings is two voting members. Committee members will strive to be present at all meetings. Minutes of meetings are prepared by the Treasurer and maintained at the executive offices of ARNOVA for a period of seven years.

Self-Assessment: The Finance and Audit Committee shall review its own performance and the adequacy of this operating charter at least annually and report to the Board the results of that review and any recommendations arising there from. A checklist may be employed to facilitate the review.

Appendix B

ARNOVA FINANCE AND AUDIT COMMITTEE Annual Activity Checklist

A. Treasurer Actions

- _____ Receive interim financial reports and proposed budgets from Executive Director and transmit to the Finance and Audit Committee for review. Gather comments and concerns to communicate to Executive Director and/or Board
- _____ Maintain minutes of Audit and Finance Committee meetings and promptly transmit to the Executive Director for storage at ARNOVA's executive office in accordance with the records retention policy.
- _____ Report to the Board on the audit process and resulting audit report including management letter at the fall meeting held in conjunction with the annual ARNOVA conference.
- _____ Report to the Board at its summer meeting any concerns raised by the Finance and Audit Committee with respect to the proposed budget.
- _____ Actively solicit advisory group members with accounting, auditing, finance or other useful expertise.
- _____ Make sure that names posted on the ARNOVA website are accurate with respect to membership in Finance and Audit Committee and its Advisory Group

B. Executive Director

- _____ Promptly transmit quarterly financial statements to the Treasurer for review with the Finance and Audit Committee
- _____ Review with the audit committee and the outside auditors the methods used to establish and monitor the organization's policies with respect to unethical or illegal activities by organization employees that may have a material impact on the financial statements.
- _____ If there are legal or regulatory matters that arise concerning a material impact on the annual financial statements, obtain an oral or written report from the party providing legal advice.
- _____ Have the IRS Form 990 return prepared and review for completeness, accuracy and transparency. Transmit to Treasurer for review by Finance and Audit Committee prior to filing.
- _____ Post the Form 990 return on the ARNOVA web site after it is filed. The most recent five years of returns should be posted along with audited financial statements for the same periods.
- _____ After review by President and the Finance and Audit Committee, sign and file the Form 990 return in a timely manner, without use of extensions unless required by unusual circumstances.

C. Review with Outside Auditors

- ___ The annual financial statements and related footnotes and financial information to be included in the annual report to members.
- ___ The scope and general extent of the outside auditor's annual audit. The committee's review should include an explanation from the outside auditors of the factors considered by the accountants in determining the audit scope, including major risk factors.
- ___ The outside auditors should confirm to the committee that no limitations have been placed on the scope or nature of their audit procedures.
- ___ Results of the audit of the financial statements and the related report therein and, if applicable, a report on changes during the year (and any upcoming changes) in accounting principles and their application.
- ___ Significant changes to the audit plan, if any, and any serious disputes or difficulties with management encountered during the audit. Inquire about the cooperation received by the outside auditors during their audit, including access to all requested records, data, and information.
- ___ Ask the outside auditors if there have been any disagreements with staff that, if left unresolved, would have caused them to issue a nonstandard report on the organization's financial statements.
- ___ Receive written communication from the outside auditors concerning their judgment about the quality of the staff's accounting principles, and confirm that they concur with management's representation concerning audit adjustments.
- ___ Obtain annually from the outside auditors a letter regarding the adequacy of internal controls.
- ___ Private session(s) with outside auditors (Executive Director and other staff do not participate).
- ___ Meet with the Executive Director and the outside auditors to discuss any "material" or "serious" recommendations. The committee should review staff's responses to the letter of comments and recommendations from the independent accountants and receive follow-up reports on action taken to resolve recommendations.
- ___ Inquire as to the independence of the outside auditors and obtain from the outside auditors (at least annually) a formal written statement delineating all relationships between the outside auditors and the organization.
- ___ Review significant accounting and reporting principles, practices, and procedures used by the organization in preparing its financial statements.
- ___ Discuss with the outside auditors their judgments about the quality--not just the acceptability--of the organization's accounting principles.
- ___ Discuss with the outside auditors the quality of the organization's financial and accounting personnel.

D. Finance and Audit Committee and Advisory Group actions

In addition to responsibilities involving communication with auditors (Part C):

- _____ Review proposed budgets as well as budget to actual comparisons. Identify any concerns that should be communicated to Executive Director, executive committee or the Board as a whole.
- _____ Ask the Executive Director about the responsiveness of the independent accountants to the organization's needs.
- _____ Recommend to the Board the selection, retention, or termination of the outside auditors.
- _____ Reassess the adequacy of the committee charter and recommend any proposed changes to the Board for approval.
- _____ Subject to the prior approval of the Board, arrange for and monitor special investigations, as needed.
- _____ Develop a policy and process for grievances associated with organizational financial practices.
- _____ Review investment performance and policies at least annually.
- _____ Review records retention policy periodically and recommend changes to the Board.
- _____ Receive employee and member complaints related to internal control, financial integrity, waste or inefficiency and the like. Investigate the complaints and recommend changes to the Board or justify why no action was deemed necessary. Generally, complaints with respect to employee compensation, benefits, and the like would be handled through the Indiana University whistleblower system since essentially all ARNOVA employees are technically employed by Indiana University.
- _____ Obtain assurance from the Executive Director that no loans were provided to Board members or staff and that no loans were made to ARNOVA from related parties including Board members and staff.
- _____ Review Form 990 return for completeness, accuracy and transparency.
- _____ Revise this checklist as needed to increase its usefulness.

[Expanded and adapted from the American Society of Association Executives]

Appendix C

WHISTLE BLOWER PROTECTION POLICY

ARNOVA is committed to operating in furtherance of its tax-exempt purposes and in compliance with all applicable laws, rules and regulations, including those concerning accounting and auditing, and prohibits fraudulent practices by any of its Board members, officers, employees, or volunteers. This policy outlines a procedure for employees to report actions that an employee reasonably believes violates a law, or regulation or that constitutes fraudulent accounting or other practices. This policy applies to any matter which is related to ARNOVA's business and does not relate to private acts of an individual not connected to the business of ARNOVA.

If an employee has a reasonable belief that an employee or ARNOVA has engaged in any action that violates any applicable law, or regulation, including those concerning accounting and auditing, or constitutes a fraudulent practice, the employee is expected to immediately report such information to the Executive Director. If the employee does not feel comfortable reporting the information to the Executive Director, the employee is expected to report the information to the President, Treasurer or another member of the governing Board.

All reports will be followed up promptly, and an investigation conducted. In conducting its investigations, ARNOVA will strive to keep the identity of the complaining individual as confidential as possible, while conducting an adequate review and investigation.

ARNOVA will not retaliate against an employee in the terms and conditions of employment because that employee: (a) reports to a supervisor, to the Executive Director, the Board of Directors or to a federal, state or local agency what the employee believes in good faith to be a violation of the law; or (b) participates in good faith in any resulting investigation or proceeding, or (c) exercises his or her rights under any state or federal law(s) or regulation(s) to pursue a claim or take legal action to protect the employee's rights.

ARNOVA may take disciplinary action (up to and including termination) against an employee who in management's assessment has engaged in retaliatory conduct in violation of this policy.

In addition, ARNOVA will not, with the intent to retaliate, take any action harmful to any employee who has provided to law enforcement personnel or a court truthful information relating to the commission or possible commission by ARNOVA or any of its employees of a violation of any applicable law or regulation.

Appendix D Records Retention Policy

ARNOVA will retain records based on the following schedule:

Record Type	Retention Period in Years
Accounting	
Bank statements, reconciliations and deposit slips	10 (3 in office, 7 in storage)
Payroll (time cards)	7
Dividend checks or records	Permanent
Expense reports	7
General ledgers and journals	Permanent
Subsidiary ledgers (including payables and receivables ledgers)	10 (3 in office, 7 in storage)
Trial balances (monthly)	7
Checks (payroll and general)	10 (3 in office, 7 in storage)
Payroll (individual time reports and earnings records)	7
Vouchers (for payments to vendors, employees, etc.)	7
Audit reports (of accountants)	Permanent
Depreciation records & schedule	Permanent
Charts of Account	Permanent
Financial Statements (end of year)	Permanent
Interim financial statements and reports	Optional
Corporate Records	
Leases (still in effect)	Permanent
Leases (expired)	10
Mortgages, notes, and bills of sale	Permanent
Bylaws, charter, and minute books	Permanent
Cash books	Permanent
Capital stock and bond records (including stock certificates and transfers)	Permanent
Checks related to taxes, property, and fulfillment of important contracts	Permanent
Contracts and agreements of important contracts)	Permanent
Copyrights and trademark registrations	Permanent
Deeds and easements	Permanent
Labor contracts	Permanent
Patents	Permanent

Retirement and pension records	Permanent
Tax returns and working papers	Permanent
IRS application for exemption and letters of determination of tax-exempt status	Permanent
Annual Conflict of Interest Disclosure Forms	7
Correspondence	
General (with members, customers & vendors)	3
License, traffic, and purchase	6
Production	8
Legal and tax	Permanent
Insurance	
Insurance policies (all types)	3 years after expiration
Accident reports	Permanent
Fire inspection reports	6
Group disability reports	8
Safety reports	8
Claims (after settlement)	Permanent
Personnel	
Contracts (after expiration)	7
Daily time reports	7
Disability and sick benefits records	6 years after expiration/settlement
Personnel files (after termination)	7
Withholding tax statements	Permanent
Employment applications	3
Purchasing and Sales	
Purchase orders	2
Requisitions	2
Sales contracts and sales invoices	7
Traffic (shipping and receiving)	
Export declarations	4
Freight bills, manifests, waybills and bills of lading	4
Manifests, shipping and receiving reports	4
Miscellaneous	
Organization's meeting files (annual and special meetings)	Permanent
Interoffice correspondence	7

Bulletins to members, organization executives, and staff	7
Organization's publications, personnel guide, member newsletters	Permanent
Membership applications	3

This records retention policy was adopted by the ARNOVA Board of Directors at their November 19, 2003 meeting. Annual conflict of interest disclosure forms were added to the list by Board action in June 2008.

Appendix E CONFLICT OF INTEREST POLICY

Article I Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of ARNOVA or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing Board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which ARNOVA has a transaction or arrangement,
- b. A compensation arrangement with ARNOVA or with any entity or individual with which ARNOVA has transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the ARNOVA is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing Board or committee decides that a conflict of interest exists.

Article III Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing Board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, that person shall leave the governing Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing Board or committee meeting, but after the presentation, that person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

- b. The chairperson of the governing Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing Board or committee shall determine whether ARNOVA can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in ARNOVA's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a. If the governing Board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing Board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV Records of Proceedings

The minutes of the governing Board and all committees with Board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing Board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V Compensation

- a. A voting member of the governing Board who receives compensation, directly or indirectly, from the ARNOVA for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from ARNOVA for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from ARNOVA, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI Annual Statements

Each director, principal officer and member of a committee with governing Board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands ARNOVA is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

The annual disclosure form (attached) is generally signed at the June Board retreat each year and submitted to the president of ARNOVA. After examination of forms for reported conflicts of interest, the completed forms are retained at the ARNOVA main office for a period of seven years.

Article VII Periodic Reviews

To ensure ARNOVA operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to ARNOVA's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, ARNOVA may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing Board of its responsibility for ensuring periodic reviews are conducted.

Appendix F
ASSOCIATION FOR RESEARCH ON NONPROFIT
ORGANIZATIONS AND VOLUNTARY ACTION

Annual Disclosure Form Statement on Potential Conflicts of Interest

This annual report is to be filed by all **Interested Persons** including members of the Board of Directors, officers including the Executive Director, and members of committees with authority delegated by the governing Board.

Any perceived, actual or potential conflicts of interest must be described below. : A financial interest is not necessarily a conflict of interest but all financial interests must be disclosed so that the governing Board may officially determine whether a conflict of interest exists. You have a potential conflict of interest if you have a financial or nonfinancial interest, directly or indirectly, through business, investment, or family described below:

- a. An ownership or investment interest in any entity with which the ARNOVA has a transaction or arrangement,
- b. A compensation arrangement with the ARNOVA or with any entity or individual with which the ARNOVA has transaction or arrangement,
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the ARNOVA is negotiating a transaction or arrangement.
Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial, or
- d. A family or business relationship with any other officer, director or key employee.

_____ I have received, read, and understood the conflict of interest policy, and I agree to abide by the policy. I have no potential, perceived or actual conflict of interest to report at this time. I will file another report if the situation should change during the year.

_____ I have received, read and understood the conflict of interest policy, and I agree to abide by the policy. In accordance with the policy, I have the following potential, perceived or actual conflict(s) of interest to report (please describe fully, use back of form if needed):

The undersigned, by their affixed signature, note their understanding of the implications of this policy.

Signature _____

Date Signed _____

Printed Name _____

Appendix G

ARNOVA DISASTER PLAN

An interruption of any of ARNOVA's services could be detrimental to the organization's operations. However, the risks associated with any business interruption can be lessened through prior planning. That is the purpose for this disaster plan. Not all disasters may be catastrophic, but any disaster may definitely impede the work of ARNOVA. Therefore, in this plan, I identify the organizational processes key to ARNOVA, identify the types of disasters that ARNOVA might face, and then outline a plan for dealing with the disaster and re-establishing ARNOVA's key organizational processes.

I. Key organizational processes

Membership services

ARNOVA is a membership service organization. Therefore, it is important that we always have access to our membership database. This is the lifeblood of the organization. Therefore, it is important that no matter what happens to the physical facility housing ARNOVA that the database is saved and preserved so we can contact our membership.

Publications

One of the major services provided by ARNOVA is the publication of its journal, a newsletter, abstracts and annual report. Except for the journal, all of these publications are produced in-house.

Conference

The other major benefit of ARNOVA is the conference. Most of the information for the conference is stored on the database and the abstract management system is stored on the Worldwide Web.

Financial/Accounting Systems

ARNOVA employs an outside accountant to prepare its books and financial statements. Its records are kept on the computer (and in hard copy) within the office and also on computer and in hard copy in the accountant's office.

II. What types of disasters might ARNOVA face?

Accidental or Technological Disasters. ARNOVA is housed in an 80-year old building, so there are many "disasters" that could occur within the building. The building is not well maintained, the electrical system is old, and the plumbing is old. The building already has had several pipes burst and has had problems with electricity. There also are other types of disasters that can occur such as cyber outages and computer system crashes. Thus, included among this type of disasters are the following:

- Partial or complete destruction by fire
- Water damage from leaky pipes
- Boiler explosion
- Partial building collapse
- Leaky roof
- Cyber outages
- IT system crashes

- Interruptions in transportation (airlines not flying)

The first five disasters listed above would affect the physical facilities and might damage the contents of the ARNOVA office. Cyber outages and IT system crashes could destroy the database of the association and all documents stored electronically. Interruptions in the transportation system at the time of ARNOVA's annual conference could negatively impact the conference.

Natural Disasters. Since ARNOVA is located in Indianapolis, there is also a threat of natural disasters. These include:

- Tornado or severe windstorm
- Earthquake (we are on a fault line)
- Major snowstorm at the time of the conference (interrupting either travel of the office staff to the conference site or our members' travel to the conference)

These would result in destruction or partial destruction of ARNOVA's office or ARNOVA's key organizational processes.

Manmade Disasters. There also are a number of manmade disasters that could seriously impact operations at ARNOVA. These include:

- Bomb threat in building
- Destruction of the database due to hacking or the introduction of a virus
- Terrorism that results in disruption of transportation or business
- Funds missing
- Sudden departure of staff
- Journal publisher breaking contract suddenly
- Complete loss of all grant funding

All of these manmade disasters would wreak serious havoc on ARNOVA's operations. The best defense against these disasters is preparedness. Below is a plan that will help mitigate the effects of these disasters as well as emergency response and emergency recovery plans.

III. Preparedness

Understanding the many different types of disasters that could occur helps one prepare for these disasters. Also, it helps point out weaknesses that might be present at ARNOVA and allows time to correct these before a disaster. These steps need to be taken on a regular basis to insure that the important documents of the association are protected:

- Each day's backup tape for ARNOVA's computer system is taken across the street to the Center on Philanthropy at IU. A week's worth of back up tapes are stored in the back of the mailbox. Also, periodically the backup tapes should be checked to see if the backup tape drive is working properly.
- One lockbox key is also stored in the same location at the Center on Philanthropy.
- All important documents (contracts, leases, etc.) are stored in the lockbox at Union Planter's Bank, 555 N. Delaware Street. It is important that new contracts or legal documents be copied and taken to the lockbox on a regular basis.
- The internal audit of ARNOVA is updated continuously. This lists important account numbers and important information about running ARNOVA. The most recent copy of the internal audit as well as the office procedures book should be stored in the lockbox.
- Two emergency kits are maintained in the office and staffs know the location of these.

The batteries for the flashlights should be checked once a month to make sure they are still working.

- All staff has a copy of this emergency plan at home and are familiar with the plan
- All staff has a list of staff home numbers both at their desk and at home
- The online membership directory on the Internet is updated on a monthly basis
- There should be two designated signers for checks and two designated signers for the lockbox

- Records over five years old should regularly be given to the IUPUI archives for storage.

However, to prevent loss of any current Board minutes, Board minutes should be turned over to the library as soon as the Board approves them. They should also be consulted to see if they are willing to receive one extra set of our publications for their archives.

- Staff are treated equitable and fairly to lessen the risk of employee theft or employee destruction.
- A transition plan should be in place for the Executive Director and the jobs within the office are documented.
- There is ample computer documentation (i.e., source code, how reports are run, etc.)
- ARNOVA has proper internal controls to minimize the chance of theft and fraud.
- ARNOVA have a plan to run its operations without grant funding should one or more major funders decide not to fund ARNOVA.
- A separate disaster plan for the conference should be in place.

IV. Emergency Response to a Physical Disaster at the ARNOVA Office

If the disaster is one that threatens the building and the human lives within the building (i.e., fire, explosion, bomb threat), then the first priority is for the staff to vacate the building.

In this type of emergency situation, staff are not to use the elevators but to take the steps on either side of the office. Depending on the nature of the emergency, it is possible that the power will be off and emergency lighting will not work. The staff should grab one of the two emergency bags in the ARNOVA office. There is no need to take anything (except for a purse). Computer backup tapes are stored offsite from the day before. **The most important thing is to get out of the building!** It is important that at least one person on staff (the Executive Director or administrative assistant) know where staff are at all times. Therefore, staff should notify either the Executive Director or administrative assistant whenever they leave the office. Thus, in case evacuation of the building occurs in their absence, we know that staff are safely out of the building, or are still in the building.

In case of a tornado, staff should **not** leave the building but should proceed to the basement of the Madame Walker Theater Building. Take the center stairwell to the lowest level and seek protection under the stairwell in the basement portion of the building. In case of earthquake, there will be little warning except for shaking of the building. The safest place is to get under a sturdy desk. Do not leave the building or the office. Take cover under a desk and stay away from windows.

Because a fire, tornado or earthquake could totally destroy the building and all of ARNOVA's office furnishings and records, it is important that a number of steps be taken to always prepare for this event. These steps are listed under the section above entitled "Preparedness." If these steps are followed regularly, ARNOVA should have the records and documents it needs to set up business again and have all its important records preserved. To some extent, ARNOVA is fortunate that it can work with IUPUI to archive its records. This means that a total loss of the ARNOVA office would not be a total loss of ARNOVA records. Also, because ARNOVA has its conference abstracts online and a membership directory online, we have

access to those records.

However, not all losses or disasters will be complete. There is the possibility that only a portion of ARNOVA and its records would be lost. This could occur because of an attack on the computers and the loss of most or all computer records. Also, a disaster could occur if someone absconded with ARNOVA's funds or if one of the key staff or Executive Director quit abruptly. ARNOVA is a small office with three individuals – the loss of even one staff member is the loss of 25 percent of the work force. Also, it would be disastrous if a major funder pulled its support from ARNOVA. Therefore, plans need to be in place to make sure that the operations of ARNOVA are not hindered by the loss of a staff member or funding source.

V. How do we resume operations after a disaster?

Minimizing the risk of disaster and being prepared for disaster is the first step in disaster recovery. However, in some cases (a fire, earthquake and tornado), there are no preventative steps. Thus, if a disaster strikes, the next step is having a plan for business recovery. Below are steps that need to be taken to resume business in case of a disaster.

Disaster Resulting in Total Loss of Building, Furnishings and Documents. If this occurs overnight when staff are not in building, the first order of business is for the Executive Director to notify staff of the disaster. If the Executive is unavailable or out of town, this responsibility falls to the Associate Director, and then to the Administrative Assistant. Therefore, every staff member needs to keep a copy of the staff telephone numbers with them at all times. Staff should await word from the Executive Director as to how operations for the office will proceed.

- Executive Director will notify staff of the disaster and how operations for office will proceed. Staff may temporarily be asked to perform various work functions out of their home.
- Executive Director will immediately notify insurance agent (J.W. Flynn Company) of disaster and begin insurance claim process
- Executive Director will temporarily secure office space for ARNOVA and will rent computers for a new, temporary office. Securing space at the Center on Philanthropy or on the university would be the preferred option, so the Center needs to be one of the first organizations contacted regarding the disaster. They will know who needs to be contacted at the university and what needs to be done on the university's end (since ARNOVA is an external agency of the university).
- If mail cannot be delivered to the ARNOVA office, then it should be stopped and picked up at the post office, or forwarded to another address where it could be collected (e.g., the Center on Philanthropy).
- Executive Director will rent computers and other office equipment for new, temporary office
- Phone service provider and Internet providers need to be contacted and told of situation, and some accommodation is made in a temporary headquarters for telephone and Internet
- All financial institutions are notified of the disaster so recent statements can be resent to ARNOVA
- Once the computers are up and running, the membership needs to be notified of the office loss so they understand that some services may not be as quickly accessed as usual.
- Once insurance claims are settled, the search will begin to purchase office furniture and for a new, permanent office.
- Set up operations within a new office and begin restoring the full operations of the organization.

Appendix H

Publications Policy

(Originally Approved 16 November 2016; amended 17 November 2017; December 7, 2020; and March 12, 2021)

As a leading association in the field of nonprofit studies and practice, ARNOVA faces challenges and opportunities in an expanding and rapidly changing field. In this dynamic environment, characterized by new practices in publishing and broader access to scholarship and research, ARNOVA recognizes the need to establish clear policies and procedures to guide the Association's current and future publication-related practices and portfolio of published products. This document presents an overview of principles, policies, and practices that will serve as guidelines for the Publications Committee and the ARNOVA board in carrying out their mandate of oversight for ARNOVA publications and publication agreements. This document includes a statement of overarching principles for publication-related agreements for ARNOVA; terms, policies and processes that can be utilized by ARNOVA in its relationships with internal and external groups in regard to publications that are on-going, intermittent, or one-time-only; proposal evaluation criteria and processes; and proposal instructions.

I. **Key Principles for Publications and Publication-related Agreements**

- A. All ARNOVA publications and publication-related products, activities, and relationship will be aligned with ARNOVA's strategic priorities and will provide a clear benefit to ARNOVA members.
- B. All ARNOVA academic publications will maintain a high level of rigorous scholarship and provide opportunities for scholarship and service that may assist members in securing promotion and tenure.
- C. All publication-related agreements and practices should ensure appropriateness to the image and brand of ARNOVA.
- D. The Publications Committee reviews new publication-related proposals and makes a recommendation to the ARNOVA board in regards to whether they should be approved. The board has the approval authority. The exception is new proposals for external sponsorships of ARNOVA publications. For these proposals, the Executive Committee of the board has the approval authority and the Publications Committee does not make a recommendation.
- E. The Publications Committee has a broader role, beyond reviewing new proposals for publications and publication-related agreements, to help ensure that the publication mission of ARNOVA is effectively pursued. This takes many forms including, but not limited to, a role in selecting and advising editors of ARNOVA publications, reviewing existing agreements, and advising the ARNOVA board on matters involving publications.

II. **Definition of Terms for Relationships with a Publication and Publication Relationship Policies**

- A. Endorsements of non-ARNOVA publication-related material: Except in rare circumstances (as determined by the ARNOVA board), ARNOVA does not formally or tacitly endorse any publications other than those that it owns. Formal endorsements include (but are not limited to) giving permission to use the ARNOVA logo on non-ARNOVA publications-related promotional material. Tacit endorsements include (but are not limited to) promoting publication-related products that are not owned by ARNOVA.
- B. Collaborations with non-ARNOVA entities to produce publication-related material: ARNOVA is open to working with non-ARNOVA entities to produce publication-

related material for ARNOVA. Except in rare circumstances (as determined by the ARNOVA board), such collaborations will be new initiatives (not already developed ones), created in collaboration with ARNOVA, that maintain ARNOVA ownership, oversight, and/or editorial control, that align with ARNOVA's strategic priorities, and that serve as a benefit to ARNOVA members.

1. Collaborations must be spelled out in a memorandum of understanding, including the planned length of the collaboration.
2. Existing collaborations are reviewed at least biennially by the Publications Committee and the ARNOVA board. A report from the Publications Committee is provided to the ARNOVA board for consideration in its biennial renewals of collaborations.
3. The ARNOVA board reserves the right to withdraw a collaboration at anytime.

C. Subsidies of ARNOVA or non-ARNOVA publication-related material: A financial or in-kind subsidy occurs when ARNOVA provides financial or in-kind support to a publication. ARNOVA may subsidize its own publications, e.g. journals such as *Nonprofit & Voluntary Sector Quarterly*, occasional papers, or other publications, such as those by ARNOVA sections or subgroups, by subsidizing the cost of them. It may also provide a subsidy to a non-ARNOVA publication.

1. Ideally, a subsidy of a publication reduces the direct cost of the publication to ARNOVA members.
2. For subsidies extending beyond one year, the ARNOVA board must renew its approval of a subsidy for a non-ARNOVA publication at least biennially.
3. The ARNOVA board reserves the right to cancel or end a subsidy.
4. ARNOVA's ability to provide subsidies is dependent upon the availability of funding. External sources of subsidy, such as grants from charitable foundations, for publications are desirable.
5. In rare cases, ARNOVA sections and subgroups may subsidize or sponsor third-part publications using their ARNOVA-assigned funds or other funds but only with the approval of the ARNOVA board (informed by the recommendation of the Publications Committee).
6. Under no circumstances shall a subsidy imply endorsement.

D. External sponsorship of an ARNOVA publication-related material: External Sponsorship involves an entity other than ARNOVA providing support that defrays all or part of the costs of an ARNOVA publication, including those of ARNOVA sections or subgroups. This support may be financial and/or in-kind. External sponsors may be individuals, external groups, or organizations, e.g. foundations, corporations, or universities.

1. New sponsorships, whether they are one-time or continuing, need to be approved by the ARNOVA board Executive Committee no matter if they are in-kind or financial.
2. Sponsorship of a publication by external actors will be defined by a contract or an agreement which specifies arrangements (and responsibilities), including the nature of the activity, duration, the degree of participation of the parties, and any quid-pro-quo arrangements such as advertisement for the sponsor.
3. Annually, the ARNOVA board Executive Committee will share with the full board and Publications Committee the nature of any continuing and new sponsorships involving ARNOVA publications.

- E. Publication subscription: A subscription is a pre-paid fee in determined intervals intended to support publications of ARNOVA or its sections or subgroups.
1. Annually, the Publications Committee will review existing subscription arrangements and decide whether or not to make a recommendation to the ARNOVA board regarding any of them.
 2. Subscription fees may be used to limit access to publications under ARNOVA control.
 3. Subscription to NVSQ, and to ARNOVA News, is included with payment of dues for all ARNOVA members. Subscriptions may also be possible without financial exchange, through individual acceptance of ARNOVA delineated rules or principles. By affirming these principles as binding, individuals gain access to a defined service or information source, e.g. ARNOVA-L.
 4. With ARNOVA board permission, a section may negotiate a reduced subscription for an ARNOVA publication or a non-ARNOVA publication, so that section members receive the publication as part of their membership or at a discounted subscription rate. A fee for section membership may be but is not required to be adjusted to include the cost of a subscription to a publication.
 5. All vendors involving subscriptions should be encouraged to market the publications widely.
- F. Relationship with editors of ARNOVA publications and their institutions:
1. The Board, not the Publications Committee, has the overriding editorial oversight over NVSQ and all other ARNOVA publications.
 - a) The Board approves major changes in journal policy and ratifies new journal contracts.
 2. The Board may request the assistance of the Publications Committee in carrying out any of its oversight responsibilities, including (but not limited to) evaluating the terms of a journal's relationship with its publisher, evaluating proposed new contracts, assessing article quality, and reviewing policies and expectations on data transparency.
 3. The Board is responsible for [re]appointing, recruiting and selecting editors of all ARNOVA publications, including NVSQ and others that may be established.
 - a) No later than one year prior to the start of a new editor's (or editors') term, the Board shall appoint a Search Committee of five members in the following way: Board members can recommend names to the President. The President compiles the list of names and asks the Board members to select five members by vote (i.e., each Board member has five votes, and the potential committee members are sorted high to low based on the number of votes cast for each; they are invited in that order). One of the 5 votes should be casted to a member (or chair) of the Publication Committee.
 - b) The Search Committee will include Board and non-Board members and at least one member of the Publications Committee, preferably the Publications Committee Chair.
 - c) The Board can designate a chair of the Search Committee; otherwise, the Committee will elect its chair.
 - d) The Search Committee will set its own agenda (including, but not limited to, drafting position description for the editorship, making announcements regarding the editorship, deciding on the timeline of meetings) based on the Board's guidance (including approval of the position description and deadlines).
 - e) The Search Committee may ask the Publications Committee for input

- during the search and selection process.
- f) No later than six months prior to the start of the new editor's (or editors') term, the Search Committee shall provide the Board with a ranking of the top candidates for the editor position(s) and a rationale for the ranking.
- g) The decision on an editor/editorial team (new appointment or reappointment) is made by the Board through a majority vote.
- h) The editors serve at the pleasure of the Board for a term of 3 years, renewable one time.
 - i. At least one year before the end of a current editors' term, and prior to the creation of a Search Committee, editors interested in renewing their terms must submit a written request to the Board.
 - ii. The Board makes the reappointment decision by majority vote.
 - iii. If the Board decides not to renew the editor's (editors') term, the search for a new editor(s) commences.
- i) The Board may remove any editor or editorial team for reasonable cause before their contracted term is completed with a majority vote of the Board.
- j) An ARNOVA publication may have an editorial team that is not part of the ARNOVA staff, as in the case of NVSQ.
- 4. Appointed editors are charged with developing their own editorial subcommittees, as needed, to provide peer review and other quality controls for publications.
- 5. The editors will report to the ARNOVA Board at each regular Board meeting on the journal's acceptance and review rates, as well as any operational or editorial challenges they are facing.
 - a) Editors' reports will be in addition to any reports provided directly by the journal's publisher. Ideally, reports will be provided in person, but under rare conditions the reports may be delivered in writing only.
- 6. Any arrangements made with the institutions affiliated with the editors must comply with the principles outlined above in Section I of this document.
- 7. There is no implied endorsement by ARNOVA of the institution(s) to which an ARNOVA editor is affiliated.

G. ARNOVA sections, common interest groups, and individual members:

1. ARNOVA sections and common interest groups are prohibited from endorsing or sponsoring publications, entering into collaborations with non-ARNOVA entities, engaging in subsidies of ARNOVA or non-ARNOVA publication-related material, or accepting sponsorship of ARNOVA publication-related material, as a section or subgroup, without the prior approval of ARNOVA board.
2. Besides following the procedures and requirements outlined in this policy, a section or common interest group should submit a statement to the Board that justifies the intended action; the statement should outline expected benefits, costs, and drawbacks.
3. The ARNOVA Board retains the right to rescind a granted approval, solely upon the recommendation of the Publication Committee.

4. ARNOVA members are not prohibited from endorsing or sponsoring publications, as long as it is clear that they are not acting on behalf of ARNOVA.

III. **ARNOVA Publications Portfolio and Publication Proposals**

- A. Portfolio refers to the entire set of publications by ARNOVA and ARNOVA sections and subgroups, whether self-published or through contractual agreement with an external publisher.
- B. Proposals requiring evaluation by the Publications Committee and approval by the ARNOVA board include:
 1. Launching and publishing new journals or other publications using ARNOVA trademarks, copyrights, or resources, including those of subgroups or sections
 2. Changing publishing house and/or dissemination mechanisms of an existing ARNOVA publication
 3. Eliminating established ARNOVA publications
 4. Combining established ARNOVA publications
 5. Changing the overall approach to publishing (e.g., journal governance structure)
 6. Collaborating on publishing projects using ARNOVA trademarks, copyrights, or resources
 7. Other issues of broad strategic importance to ARNOVA involving publications or publishing
- C. Some portfolio publications do not require evaluation by the Publications Committee and approval by the ARNOVA board, including:
 1. Section and subgroup newsletters
 2. Compilations of existing journal articles for members or for sale produced by the ARNOVA headquarters office in consultation with, and approved by, editorial teams and consistent with existing contracts (such as compilation of NVSQ best papers)
 3. ARNOVA conference paper abstracts compiled by a section or subgroup
 3. Abstracts from third-party publication(s) compiled by a section or subgroup with the approval of the third-party(s).

IV. **Submitting Proposed Changes to ARNOVA Publication Portfolio**

- A. Proposers. Proposals may be submitted by an individual or formally organized body. A section or subgroup of ARNOVA may submit a proposal. At least one proposer must be an ARNOVA member, ARNOVA section, or ARNOVA executive director or staff member.
- B. Commitment of Proposers. Proposals do not require commitment on the part of the proposers to participate in the change design and implementation. Neither does acceptance of a proposal by ARNOVA guarantee that the original proposers will be in charge of the planned project or journal after implementation. A plan for succession of leadership should be included as part of the original proposal for change.
- C. Preparation of Proposals. Proposers should not rely on ARNOVA staff to prepare proposals. Proposers should provide a reasonable amount of time for ARNOVA staff to respond to information requests for proposals.
- D. Content of Proposals for Change. Any proposal submitted by an ARNOVA member or set of members should use the proposal instructions at the end of this document (adapted from AOM's proposal form and other associations' materials).

V. Evaluation Process and Criteria for Proposals Related to Publications

- A. Process. When members are thinking about a new initiative (e.g., a book series, new journal, etc.) that needs ARNOVA approval, they should communicate with the executive director of ARNOVA in the early stages of conceptualization. The member should describe how the initiative aligns with the strategic priorities of the association, the benefits to members, how members can be involved in the development of the initiative, and how editors and contributors are selected. The proposing member should identify the required investments in terms of budget and staff. The formal proposal should then be submitted through the ARNOVA office to the staff for an initial review for completion and compliance. At this point, the office will start tracking the proposal for process management purposes. If missing elements are identified, the proposal will be returned by the staff to the proposer with this feedback. Once complete and compliant with the member proposer rule, the proposal will be passed to the relevant decision-making parties (external sponsorships go to the Executive Committee and all other proposals to the Publications Committee and then ARNOVA board). The ARNOVA executive director will have the opportunity to provide thoughts and opinions on the proposal during the review process. At the discretion of the board, there may be a period for comments on the proposal by ARNOVA members, staff, sections, and board committees other than the Publications Committee. Depending on the nature of the proposal, the Publications Committee will submit a recommendation to the ARNOVA board to inform board deliberations. A proposal will go to the ARNOVA board or to the board's Executive Committee whether or not it has a positive recommendation from the Publications Committee. There may be one of three final outcomes for the proposal: acceptance, rejection, or a request to revise.
- B. Questions for ARNOVA Deliberations on Proposals. For approval of the proposed change, answers to the questions below should lead to a conclusion that the change will provide a beneficial service to the membership or a subset of it that justifies its costs (financial and otherwise); is feasible; has reasonable risk both for ARNOVA and external ongoing efforts in the field; is consistent with ARNOVA's mission, values, and vision; and has value for ARNOVA.
1. Is the proposed action consistent with ARNOVA's mission and vision?
 2. To what extent is there evidence of existing support by ARNOVA members for the proposal?
 3. Does the proposal have the support of the executive director and staff? Why or why not? Does the proposal address a compelling problem or opportunity?
 4. How does the proposal rate in terms of supporting ARNOVA's priorities and goals?
 5. Is implementation of the proposal feasible for ARNOVA and any external partners at this time or in the future? In particular, to what extent has the financial feasibility of the proposed change been explored and demonstrated?
 6. Will the action benefit all or some members? If only some, how does it fit into the overall service ARNOVA is providing to members?
 7. Is the proposed action consistent with prior ARNOVA action and, if not, what justifies a change? Will this action be precedent-setting and are we comfortable with that?

8. What are the risks to ARNOVA and can the risks be mitigated?
9. Is there a feasible exit strategy for ARNOVA?
10. Will it be possible to evaluate success from the perspective of ARNOVA?
11. Is the proposed publication duplicative of other ongoing efforts in the field?
12. Do we have ideas and suggestions to add and ensure value beyond what is in the proposal?
13. Are there any legal or ethical concerns we should be aware of and address (such as legal protections and vulnerabilities)?
14. Overall, is this proposal in the best interests of ARNOVA without doing harm to others?

PROPOSAL INSTRUCTIONS

Format for Proposal for Change: Please respond to one through four and, if relevant, Part A or B.

1. Summary of proposal

- a. Statement of problem or opportunity targeted by the proposal.
- b. Background/history on problem/opportunity.
- c. What proposed action/change is being asked for? The recommendation should be framed in a way that makes it clear to readers (voters) the implications and consequences of the requested change.
- d. In short, how does the proposed action support ARNOVA's mission?

2. Arguments

- a. Offer evidence of the problem/opportunity beyond personal opinion
- b. Explain how the proposal addresses the problem/opportunity.
- c. Explain why the proposal offers the best solution in comparison to other options.
- d. Explain any negative consequences for ARNOVA or others that might be created by the adoption of this proposed action/change? Explain how and why these negative consequences might be overcome?

3. Resource and administrative implications

- a. Explain the direct costs to ARNOVA
- b. Discuss any potential impact on ARNOVA's current dues structure
- c. Explain what changes in ARNOVA administrative support are needed (technical, human, etc.)
- d. Provide a budget including additional sponsors of the journal and explain how ARNOVA will be credited in the publication
- e. Explain any other resource implications for ARNOVA (e.g., program time, etc.)
- f. Explain the expected influence of the proposed actions/change on ARNOVA units and activities
- g. Do the advantages of the proposed action/change outweigh the costs and other resource requirements associated with acting on it, including whatever costs are associated with overcoming its negative consequences? Why/why not?

4. Contacts and timeline

- a. Proposer(s) contact information
- b. Endorsers of the proposal (note which are members, their affiliations, and e-mail addresses)
- c. Date decision is needed
- d. Date of proposal submission

Part A. Proposal for a new ARNOVA publication must address the following, where applicable:

a. Proposed publication title.

b. Editorial policy and editorial team. Include a draft editorial policy statement that indicates the scope of the subject matter (fields or sub-fields covered) and the purpose and intentions of the publication. Provide a statement on the editors and editorial board including, if available, who will serve as the editors, editorial team and reviewers. Note if ARNOVA members are expected to serve in any of these roles.

c. Proposed content. Discuss content or types of material to be published.

d. Rationale for a new publication.

1. Member benefit and audiences served. Provide data on value to ARNOVA members and the other potential audiences that would be interested in the publication. For instance, does the publication relate to several disciplines represented in the membership, have relevance to a substantial proportion of members, and serve an already established audience. Note if ARNOVA members are expected to submit content.
2. High quality work. Specify how high quality content will be guaranteed.
3. Fit with current mix of publications. Demonstrate some combination of (1) lack of outlets for work in the field area(s); (2) lack of visibility for authors producing content to be featured in this publication (3) lack of outlet for content of this type. Specific reference to possibly overlapping publications should be included, together with an explanation of why any actual overlap does not constitute redundancy with existing publications.

e. Viability of the New Publication. Discuss the following issues related to the viability of publication:

1. Accessing Potential Contributors. Outline strategies for generating submissions and securing a sustainable content pipeline.
2. Intellectual Leadership. Demonstrate that senior scholars in the field are willing to participate in establishing the publication. Explain the estimated size of the community that will provide intellectual, sustained leadership to the publication, as contributors, reviewers, editors, and editorial board members, where applicable.
3. Competition and Redundancy. Describe how ARNOVA might overcome any redundancy and/or competitive challenges.
4. Market. Discuss estimated readership and subscribers to the publication. Explain the desired subscription model if any. What, if any, are the paid markets for the publication? Include a strategy for disseminating the publication.
5. Success Metrics. Explain what success will look like and associated metrics.

Part B. Proposal for ARNOVA (or ARNOVA section or subgroup) collaborations and subsidies should address the following, where applicable:

a. Publication Title.

b. Type of support of third-party desired. What, if anything, is the desired contracted exchange.

c. Match of publication with ARNOVA mission and any relevant goals or mission of an ARNOVA section or subgroup. Explain similarities and differences in ARNOVA's mission, goals, and activities with those of the publication of the third-party or the third-party itself.

d. Proposed content. Discuss content or types of material to be published by the third-party with the proposed support of ARNOVA.

e. Rationale for support.

1. Member Benefit and Audiences Served. Discuss value to ARNOVA members, other

ARNOVA stakeholders, and ARNOVA as an organization. Explain the potential audiences that would be/are interested in the publication. For instance, does the publication relate to several of the disciplines represented in ARNOVA membership, have relevance to a substantial proportion of members, and serve an already established audience? Note if ARNOVA members are expected to submit or review content and any ARNOVA members in leadership roles related to the publication.

2. High Quality Work. Specify how high quality content and ethics in implementation will be guaranteed.

3. Expected Visibility. Explain how ARNOVA's support will be acknowledged by the third-party. Discuss the type(s) of visibility this will give ARNOVA and any of its members.

Appendix I ARNOVA Code of Ethics

The Association for Research on Nonprofit Organizations and Voluntary Action (ARNOVA) is a leading interdisciplinary community of people dedicated to fostering, through research and education, the creation, application and dissemination of knowledge on nonprofit organizations, philanthropy, civil society and voluntary action. ARNOVA brings together scholars and practitioners from a wide array of disciplines, fields and backgrounds with both theoretical and applied interests in the day-to-day concerns of third-sector organizations and in the improvement of the work of these organizations and quality of life for the people and communities they serve.

This Code of Ethics focuses on the conduct of ARNOVA members as they serve, represent, engage with and interact within the Association. While the Board of Directors of ARNOVA is empowered to act on behalf of the Association's interests, this code is fundamentally a self-executing ethics document that calls for individual commitment to self-compliance.

The Principles

Principle 1: Abide by Professional Integrity. ARNOVA members strive to promote honesty, transparency, fairness, and respect for human dignity in the scholarship, teaching, and practice of their profession and to avoid professional misconduct or the perception of misconduct.

Principle 2. Strive for Professional Excellence. ARNOVA members contribute to strengthening individual and collective capabilities and support the effective, professional development of others towards excellence in their work.

Principle 3. Respect and Promote Diversity and Seek to Sustain Inclusion. ARNOVA members acknowledge the diversity of the ARNOVA community as an asset and a value. Members treat others with equity, fairness, and respect and work hard for more inclusion within the Association.

Principle 4. Promote a Welcoming Space. ARNOVA members strive to ensure a welcoming and safe space for those with whom they interact, in person or virtually, during ARNOVA activities and governance. Members do not engage in any form of bullying or harassment.

Principle 5. Uphold Full Transparency and Disclosure. ARNOVA members will not engage in actions that reflect improper conflicts of interests and abuse of power within the Association. Members will disclose any interest (financial or non-financial, individual or institutional, private or public) that might constitute a conflict with and for ARNOVA especially when assuming responsibilities within the Association.

By accepting membership in ARNOVA, members agree to abide by this Code of Ethics.

Appendix J

ASSOCIATION FOR RESEARCH ON NONPROFIT ORGANIZATIONS AND VOLUNTARY ACTION BY-LAWS

(As adopted September 10, 2007, with revisions approved November 21, 2008, November 20, 2009, November 19, 2010, and October 31, 2017.)

I. Name

The name of the organization is the Association for Research on Nonprofit Organizations and Voluntary Action (hereinafter the "Association" or "ARNOVA").

II. Incorporation and Tax Status

ARNOVA is incorporated in the District of Columbia, in compliance with the District of Columbia Official Code, Title 29, Chapter 3, and has qualified as a tax-exempt public charity under I.R.C. 501(c)(3) and 509(a).

III. Purposes

As described more fully in the Articles of Incorporation, ARNOVA is a community of people dedicated to fostering through research the creation, application and dissemination of knowledge on voluntary action, nonprofit organizations and philanthropy.

IV. Membership

A. General Provisions

As provided in these Bylaws and in accordance with procedures adopted by the Board of Directors, all members of the Association must be individuals or institutions who support the purposes of the Association. Such persons or institutions may become members upon application and the payment of the dues for the appropriate class of membership. Membership shall lapse automatically unless the current year's dues are paid within six months of expiration, unless the executive director, in discretion, determines otherwise.

B. Classes of Membership

ARNOVA has two classes of members.

1. Individual Member: An individual member is a natural person and is entitled to vote for Directors and on other matters on which a member vote is required by law, these bylaws, or the

articles of incorporation. In addition, an individual member is entitled to any other benefits of membership as determined by the Board of Directors.

2. Institutional Member: An institutional member is an organization and is entitled to designate one natural person (by name or office) to vote in elections for Directors and on other matters on which a member vote is required by law, these bylaws, or the articles of incorporation. In addition, an institutional member is entitled to bestow other benefits of membership upon natural persons with whom it is affiliated, as these benefits are determined by the Board of Directors.

3. Participation by Nonmembers: The Board may permit one or more forms of participation in the activities of the Association separate from membership on such on terms and conditions as it determines.

C. Member Meetings and Action

1. An Annual Membership Meeting shall be held, either in conjunction with the annual conference of the Association, in the same city and place as such annual conference, or at such other time and place as may be determined by the Board of Directors. The Association shall give to the membership at least 30 days' written notice of the date and time and place of the Annual Membership Meeting in writing through the Association's newsletter or otherwise.

2. Special Meetings. Special Membership Meetings may be called by the President or by the Board of Directors upon 30 days' written notice to the membership of the date and time of the meeting and its agenda. The Association must call a Special Membership Meeting if a written request for such a meeting is submitted to the President and Secretary by twenty-five or more individual or institutional members.

3. Quorum. Twenty-five individual or institutional members shall constitute a quorum for any Annual or Special Membership Meeting.

4. Agenda. The agenda for the Annual Membership Meeting may include any matter relating to the affairs of the Association as the Board sees fit and shall provide an opportunity for the introduction of new business by members. However, the President, or other chair of the meeting, may rule that a matter of new business requiring a decision of the membership must be first put to a vote of the membership by mail or electronically. The agenda for each Special Membership Meeting must be limited to those matters identified by the notice of the meeting.

5. Voting. Voting at any Annual or Special Membership Meeting may be by oral or written ballot. All action at a membership meeting at which a quorum is present shall be by majority vote of the members present and voting at the meeting. Proxy voting is not permitted. Voting in elections and on all other matters not occurring at an Annual or Special Membership meeting may be conducted by mail, email, or any other means of electronic communication, provided that the member voting has previously authorized such method of voting in the membership application or otherwise.

6. Election of Board of Directors. The individual and institutional members elect the Directors specified in section V.A of these Bylaws. Elections take place pursuant to procedures approved by the Board. Elections shall be conducted by an electronic ballot circulated to all members in advance of the annual meeting. Members shall be offered an option to mail a paper ballot which, if received in a timely way, shall be tallied along with the results of the electronic balloting. The Executive Director or designated representatives shall prepare and circulate such ballots as may be necessary for election of directors, action by the membership in lieu of a meeting, or removal of a director.

D. Changes to Membership Requirements

The Board of Directors may make such changes to membership requirements as it deems necessary, except that members' voting rights may not be abridged without approval by a vote of the affected members.

V. Board of Directors

A. Number and Composition

The Board of Directors of the Association is fixed at 15 persons, and includes the four officers enumerated in Article VI of these Bylaws (the President, the Immediate Past President or President-Elect, the Secretary, and the Treasurer) plus eleven additional At-Large Directors. All of the foregoing, referred to in these Bylaws as "Directors," are elected by members of the Association. Every Director must be a member of the Association in good standing. The executive director of the Association, the editor or editors of Nonprofit and Voluntary Sector Quarterly, and the chair or chairs of the Conference Committee, if not elected as Directors, are ex-officio, nonvoting members of the Board, are not elected by the members, and do not count towards a quorum.

B. Term and Term Limits

1. Except in the case of elections by the Board of Directors to fill vacancies for unexpired terms, each At-Large Director shall be elected for a term of three years, with the terms staggered so that the terms of roughly one-third of the At-Large Directors will expire at the close of each Annual Membership Meeting. Newly elected At-Large Directors take office at the conclusion of the first Annual Membership Meeting subsequent to their election.

2. With the exception of the President-Elect, no person may serve more than two consecutive full terms on the Board. Any person, regardless of previous Board service, may be elected as President-Elect; however, the current President and Immediate Past President may not run for President-Elect until at least one Annual Membership Meeting has been held following completion of the previous term in either office.

3. If a vacancy occurs for any reason or if any Director becomes unable to serve, the Board may

appoint, from among the members of the Association in good standing, a replacement to serve until the end of the incumbent's term.

4. A Director may resign upon written notice to the President and Secretary, effective immediately or at any later stated date.

C. Board Meetings

1. Meetings. The Board of Directors shall hold a regular meeting in each calendar year in conjunction with the Annual Membership Meeting, and may hold such additional regular meetings as may be determined by Board resolution. The President may call a special meeting at any time and for any purpose, and shall call a special meeting for the indicated purpose on receipt of a request from any three or more Directors. The President chairs meetings of the Board. All actions taken by the Board, whether at a regular or special meeting, must be recorded by the Secretary in the minutes.

2. Telephonic Attendance at Meetings. Directors may attend meetings in person or by telephone. When telephonic communication will be used to permit one or more Directors to participate in a Board meeting, the Association will arrange for a telephone connection that permits every Director in attendance, whether in person or by telephone, to hear all discussion and to speak when recognized.

3. Quorum. One-half of the number of currently serving Directors is a quorum of the Board. On any matter for which one or more Directors is recused by virtue of a conflict of interest, the number of Directors shall be reduced by the number of recusals for the purpose of calculating the quorum. In no event, however, may the quorum be less than one-third of the full Board; that is, when the number of Directors is fixed at 15, the quorum is five.

4. Notice. No notice is required for regular Board meetings. The Secretary shall provide at least 14 days' notice, by any convenient means, of any special Board meeting. The notice of any special meeting must identify any and all matters that may properly be included in its agenda.

5. Agendas. The agenda for each regular Board meeting may include any matter relating to the affairs of the Association and must provide an opportunity for the introduction of new business by any Director. The agenda for each special Board meeting must be limited to those matters identified by the notice of the meeting.

6. Director Voting. The vote of a Director at a meeting is counted only if that Director is present, either in person or participating telephonically. Proxy voting is not permitted.

7. Action Without a Meeting by Unanimous Written Consent. The Board may act without a meeting by circulating to all Directors a written or electronic notice of the intended action. Such action will become effective on the later of the date specified in the notice or the date when the Secretary has received a signed and dated written consent from all current Directors and recorded such action in the minutes.

8. Before any vote is taken during a meeting in which one or more members are participating by telephone, the chair shall ask whether any member wishes to speak further on the pending matter and allow any who wish to do so to speak for an agreed-upon length of time. Any vote taken during a telephonic meeting that is not unanimous shall be done by roll call and the votes shall be recorded as totals (i.e., the minutes do not record the identities of those voting on either side, though a member may request in the usual way to have her or his vote or abstention noted in the minutes).

9. Written consent may be delivered by fax or by email or by an email attachment that clearly identifies the sender. The consent must reproduce the exact text (as circulated by the secretary or Executive Director) of the resolution to be approved. The resolution takes effect on the later of the date specified therein or the date of on which receipt of statements of consent from all Board members is recorded. The statements of consent shall be inserted in the Association's minute book. This minute book will be kept at the ARNOVA offices.

10. Where electronic (i.e., e-mail or fax) votes are taken, if they are unanimous, they become Board policy and are added to the consent agenda for the next Board meeting (in person or by telephone). If they are not unanimous, they do not become Board policy, and the question raised may be added to agenda for the next Board meeting (in person or by telephone).

D. Board Policies

The Board may adopt policies to guide the Board's actions and the affairs of the Association, so long as these policies do not conflict with the Articles of Incorporation or these Bylaws. Such policies shall be maintained in the Board Policy Manual, which will be made available to the membership.

Any member of the Association may propose a policy by submitting a proposal in writing to the president. Each such proposal will be presented to the Board at the next regular meeting occurring at least 60 days after the date of receipt by the president; or if the president thinks it appropriate, at a special meeting of the Board called following the procedures of article V.C of the By-Laws. When the proposal is presented to the Board, the Board may, by motion, act upon the proposal as it sees fit. The member or members who proposed the policy will be informed in writing by the president of the Board's action.

The action of the Board can range from adopting the policy as submitted (if presented in suitable form) to rejecting the proposal as inappropriate. In most cases, the Board's best course is likely to be to refer the proposal to an appropriate committee for review prior to consideration at a future meeting or to create an ad hoc committee to perform such a review. Proposals may also be included in the agenda for the annual or a special meeting of the membership of the association if the Board concludes that broad discussion of the proposed policy is in the association's best interest.

E. Board Committees and Advisory Committees

1. In General. The Board may establish any standing and ad hoc committees as may be convenient for the conduct of the Association's affairs, and may reconstitute any Board committee described below. The term, membership, method of appointment, and duties or responsibilities of each committee must be specified in a charter adopted by the Board and maintained in the Board Policy Manual. However, the executive committee may only be composed of Directors; any other committee having a duty or responsibility to act for the Board, by delegation of its authority, must include at least two Directors, although persons who are not Directors may serve on such other committees but not vote. A committee acting for the Board must maintain minutes of its actions, and must report actions taken since its last report at the next regular or special meeting of the Board.

2. The Executive Committee. The executive committee has five members: The President, the Secretary, the Treasurer, an At-Large Director elected annually by the Board at its regular meeting held in conjunction with the Annual Meeting, and either the President-Elect or, as determined by the President, either the Immediate Past President or a second At-Large Director elected by the Board. The President chairs the executive committee. The executive committee may take any action necessary for the conduct of the Association's affairs in the interval between meetings of the Board, except for those actions reserved for action by the Board under relevant statutes or regulations. Subject to these Bylaws and to its charter, the executive committee may establish from time to time its own rules and procedures for the schedule of, notice for, and conduct of its meetings. A quorum of the executive committee is three members.

3. Finance and Audit. The Board may constitute a Finance and Audit Committee or two committees to serve these functions separately. Any committee or committees assigned these functions must have at least three members, a majority of whom must be Directors. A Finance Committee, chaired by the Treasurer, is responsible for working with the executive director in preparing the Association's budget, reviewing expenditures, and investing assets. If a separate Audit Committee is constituted, it shall direct and oversee any audit or review that may be made of the Association, as authorized by the Board. Such committee or committees shall make regular reports to the Board, and shall advise the Board of the Association's financial health and performance from time to time.

4. Standing Committees. To assist the Board in its functions, the Association will have five standing committees: Development, Membership, Conference, Nominations, Diversity and Publications. The chair of the Nomination Committee must be a Director; the chairs of the Development, Membership, Conference and Diversity Committees may, but need not, be Directors, unless provided otherwise by the Committee's charter. A committee chair, whether or not a Director, is expected to attend Board meetings in order to make appropriate presentations. The process for selection and the term of the chair of each standing committee, and the committee's responsibilities, will be determined by the committee's charter.

F. Removal of Directors

At a Special Meeting called for this and any other purposes according to the procedure in section IV.C.2 of these Bylaws, the members may direct that a vote of the membership be held to remove any Director. Such a vote must be conducted by a mail ballot and, to be counted, a ballot must be received within 45 days of the adjournment of the Special Meeting at which the motion to conduct the vote was adopted. The number of votes cast in this balloting must equal or exceed the quorum required for a Special Meeting and a majority of the votes cast is required to remove the Director.

VI. Officers

A. Officers of the Association

The officers of the Association are the President, the Secretary, the Treasurer, and, in alternate years, the President-Elect or Immediate Past President.

B. Terms of Office

1. Term of President. The President-Elect becomes President, to serve for two years as such, upon adjournment of the second Annual Membership Meeting following election as President-Elect. If the President resigns or becomes unable to serve, the President-Elect shall serve as President for the unexpired term of the President who resigns or becomes unable to serve as well as the succeeding term for which such person would serve under these Bylaws. If there is no President-Elect, then the Board shall select from among the Association's membership a person to serve until close of the first Annual Membership Meeting following the election of a President to serve a two-year term. Upon the President's completion of the term, the President will become Immediate Past President for a term of one year.

2. Term of Other Officers. The Secretary and the Treasurer are nominated and elected as provided in section IV.C.6 of these Bylaws to hold office for a term of two years, beginning at the conclusion of the first Annual Membership Meeting subsequent to their election.

3. Resignation and Vacancies. An officer may resign upon written notice to the President and Secretary, effective immediately or at any later stated date. If a vacancy occurs due to resignation or for any other reason, the Board may elect, from among the members of the Association in good standing, a replacement to serve until the end of the incumbent's term.

C. Description of Offices

1. The President or the President's designee shall preside at all meetings of the Association and of the Board. During the President's term of office The President shall plan and superintend the program of the Association, subject to the directions and approval of the Association. The President shall superintend the performance of all activities of the Association and shall keep the

Association informed and carry out its decisions. The President shall perform such other duties and acts as usually pertain to the office or as may be designated by the Association.

2. Treasurer. The Treasurer shall keep or cause to be kept proper books of account and other financial records, and shall work with the Association's outside accountants. As provided in section V.E.3 of these Bylaws, the Treasurer chairs the Finance Committee and shall keep any records of that committee.

3. Secretary. The Secretary shall keep a record of the proceedings of all meetings of the Association and of the Board, whether assembled or acting under submission, and shall be responsible for ensuring that the books and records of the Association are preserved (normally, by the executive director at the Association's executive office).

D. Role of Executive Director

The executive director is not an officer of the Association. The Executive Director attends all Board and committee meetings except for: executive sessions of the Board; executive sessions of the Executive Committee; meetings of the Audit Committee or that portion of any meeting of the Finance and Audit Committee during which that committee is acting as the Audit Committee; and that portion of any Board or committee meeting at which the tenure, performance, or compensation of the executive director is under consideration. The Board may delegate to the executive director such powers to act for and to bind the Association, including making payments, incurring obligations, and entering into contracts and other agreements, as it may from time to time determine will advance the interests of the Association.

VII. Conflicts of Interest

All officers, other Directors, and members of committees shall serve without compensation, other than reimbursement for reasonable expenses as authorized by the Board. As so limited, the Board may adopt one or more conflict-of-interest policies applicable to Directors, officers, employees, and others dealing with the Association, and covered persons shall make such disclosures as may be required. The Association's conflict of interest policy or policies shall be maintained in the Board Policy Manual. If a conflict is implicated by a decision or transaction under contemplation by the Association, the affected person shall, in addition to disclosing all material information regarding that conflict, recuse himself or herself from consideration of the relevant decision or transaction.

VII. Indemnification

Indemnification shall be provided as stated in the Articles of Incorporation.

IX. Insurance

The Association shall keep current a policy of directors' and officers' liability insurance and other policies of insurance, in such amounts as are reasonable under the circumstances.

X. Publications

The Board, in its discretion, shall cause to be published by the Association such publications as benefit its purposes and resources.

XI. Sections

The Board shall establish principles, policies, and procedures for the establishment, operation, and termination of sections (or subgroups) within the Association. All such sections (or subgroups) shall operate within the principles, policies and procedures established by the Board.

XII. Amendment

These Bylaws may be amended by a majority vote of the Board of Directors with the approval of a two-thirds majority of those members of the Association who are eligible and voting, such approval to occur either through a balloting of the membership or at a Membership Meeting the notice for which has included notification of the proposed change or changes. Amendments will take effect immediately upon approval by the Membership or at any later specified date.

Appendix K**NOMINATIONS POLICY**

This Nomination Policy provides guidance to ARNOVA members who wish to serve the Association. It also informs the decision-making process of the Board and its Nomination Committee related to the elections of the Board's Officers and Members-at-Large, in accordance with the by-laws and in reference to the charter of the Nomination Committee (Section 4.C.v of the Policy Manual).

Please note: 'Officers' refer to the President, Treasurer and Secretary.

1. All ARNOVA members in good standing can self-nominate or be nominated to run for an open seat on the Board with the following criteria:
 - (a) Service to ARNOVA. It is preferable that nominees have some previous service to ARNOVA and/or the nonprofit research field. Past service to ARNOVA and/or the field prepares potential Board members for their governance role by helping them understand the operation of the Association. Past service to ARNOVA also indicates a commitment to and willingness to serve the Association and is especially important for ARNOVA officers. Past service includes but is not limited to: serving on committees, reviewing conference submissions, assuming leadership positions at sections and common interest groups, and organizing activities.
 - (b) Representation. The slate of nominees should represent the diversity of ARNOVA's current and prospective membership, with attention given to: under-represented populations, disciplinary background, geographical location, home institution, and professional position in the field (e.g., practitioner, scholar). Ensuring that Board members and officers represent a diverse cross section of the Association's members contributes to Association's commitment to being responsive to the diversity of interests and needs of its membership.
 - (c) Standing in the field. The career level is not a disqualifier. Officers, especially, should be individuals who have made a significant contribution to the nonprofit research field or practice.
 - (d) Good standing. Any nominated member that is a subject of an anti-harassment investigation or sanction or have violated any of the Association's Policies, including the Code of Ethics, will be automatically disqualified from consideration.
 - (e) For president-elect, there is a preference for an individual who has served on the Board before.
 - (f) For Treasurer, in particular, there is a preference for an individual who has had prior service on the ARNOVA Finance Committee or Finance and Audit Committee Advisory Group and who has good familiarity with the technical aspects of nonprofit finance (e.g., audits, balance sheets, budgets, etc.).

2. The Nomination Committee has the discretion over the nomination process, within the following parameters.
 - a) At least three months before the scheduled elections, the Nomination Committee will put out a call for nominations for the open seats.
 - b) A brief nomination letter making the case for the person to run for the given office (officer or at-large position) should be submitted to the Nomination Committee for consideration.
 - c) The Nominations Committee will communicate with all nominees (self or otherwise) to clarify the role and expectations for the given board position and discuss the candidate's willingness to make the needed commitment to fulfill the given duties.
 - d) To ensure that the Committee has appropriate information to develop its recommended slate, if a nominee agrees to be considered, then the individuals under consideration will be **required** to complete a formal nomination form. The Nomination Committee determines the information to be included in that form.
 - e) The Nominations Committee will review all formal nominations in accordance with the criteria mentioned above.
 - f) The Nominations Committee will create an appropriate size slate, depending on the number of at-large vacancies, with a ratio of at least 3 candidates for any two vacancies as a goal.
 - g) The slate will also include two individuals running for President-Elect, every other year.
 - h) The Chair of the Nomination Committee on behalf of the Committee, will present the final slate of nominees to the Board for consideration. The Board retains the final decision on the slate.
 - i) Once the Board approves the slate, the nominees will be formally notified of becoming candidates for consideration as Board Members and Officers by the general membership.
 - j) Once the election period closes, ARNOVAs Executive Director will provide the results to the Nominations Chair and the Board President. The Nominations Chair then will notify the candidates of the results before communicating them to the Board. These notifications should precede the public notice of the election results.
3. All nominations will have equal consideration and will be subjected to the same process. This means that self-nominations, while welcomed, are also reviewed, and not automatically included in the slate of nominees presented to the Board for consideration.
4. The Board has the final decision on the elections slate and can, therefore, request additional information or clarification from the Nominations Committee.
5. While competitive elections should be the usual practice for officer and at-large Board positions, the Board can decide under exceptional circumstances to direct the Nominations Committee to consider non-competitive elections for some positions in some elections. Such a decision should be made prior to the call for nominations to ensure fairness and transparency.

6. The onboarded process of the newly elected members can start after the election results are announced in preparation of them officially assuming their responsibilities at the November conference.
 - a. The onboarding process can include—but is not limited to—any of the following activities:
 - i. Upon their elections, the newly-elected officers and members-at-large will be provided with a Board handbook to prepare them to serve the Association. The handbook will include: the bylaws and policy manual, the budget and financial statement, Board committee arrangements, organizational chart, etc.
 - ii. An orientation session of the newly-elected officers and members-at-large may be organized ahead of the November conference. The Nominations Committee Chair will coordinate with the President of the Board and the Executive Director to host the session.
 - iii. The newly-elected officers and members-at-large will be matched with a seasoned member. This is an informal process to allow the opportunity to adjust to the new role and connect with incumbents who have the institutional knowledge and background.
 - b. At the discretion of the President of the Board, the President-Elect can be included on communications related to the Association or be involved in board activities in advance of the formal assumption of responsibilities as a new board member at the November board meeting.
 - c. At the discretion of the President of the Board, newly-elected officers and members-at-large can be invited to Board meetings without the right to vote.

Appendix L

GIFT ACCEPTANCE POLICY Draft by the Development Committee, 20 July 2018

Through this Policy Statement, the Board of Directors of the Association for Research on Nonprofit Organizations and Voluntary Action (ARNOVA) commits ARNOVA to policies that, with respect to fundraising and acceptance of gifts, will protect: (1) the best interests of the donor, (2) the best interests of ARNOVA, and (3) employees and board members responsible for managing ARNOVA's fundraising and gift solicitation activities.

A. Conflict of Interest

No program, agreement, trust, contract, or commitment shall be knowingly suggested to any prospective donor that knowingly benefits ARNOVA at the expense of the prospective donor's interests and welfare.

No agreement shall be made between ARNOVA and any agency, person, company, or organization on any matter related to investments, management, or otherwise that knowingly jeopardizes the prospective donor's interest and/or gift.

B. Counsel

Prospective donors should consult with their attorney, accountant, and/or financial planner in matters related to planned giving, including drafting wills, trusts, agreements, contracts, and other documents, as well as the tax implications and estate planning aspects of a deferred giving program.

If a representative of ARNOVA refers a donor to an attorney, it shall be understood the attorney is retained to represent the donor/client's interests.

ARNOVA will ordinarily consult with an attorney regarding its deferred gift program and shall execute no agreement, contract, trust, or other legal document with any donor without the service of legal counsel.

C. Named Gifts

ARNOVA may receive funds to establish named gifts as follows:

- (1) A donor provides a minimum gift of \$15,000 to establish an endowment fund within ARNOVA.
- (2) The named fund, award and/or scholarship must be approved by the ARNOVA Executive Committee.
- (3) A gift agreement is executed between the donor and ARNOVA that outlines the purpose of the endowment.

- (4) The Executive Committee may approve gift agreements that allow donors to provide the pledged amount over a period of three years.
- (5) The Executive Committee may approve exceptions to these policies where appropriate.

D. Named Research Awards

ARNOVA may establish a named research award for future research as follows:

- (1) The minimum research amount of the research award will be \$10,000/year.
- (2) A donor agrees to enter into an agreement for the research fund for a period of five (5) years or more.
- (3) The donor will provide ARNOVA an additional appropriate administrative grant or funds to administer the research award.
- (4) The research award must be approved by the ARNOVA Executive Committee.
- (5) The Executive Committee may approve exceptions to these policies where appropriate.

E. General Gift Policies

ARNOVA will solicit and accept gifts that are consistent with its mission, as determined by the Executive Committee.

Whereas there is the potential for controversy or disagreement if certain gifts are accepted, ARNOVA will consider the following factors in determining whether to accept a particular gift:

- Values – Whether the acceptance of the gift compromises any of the core values of ARNOVA
- Compatibility – Whether there is compatibility between the intent of the donor and ARNOVA's use of the gift
- Public Relationships – Whether acceptance of the gift has potential to damage the reputation of ARNOVA
- Primary Benefit – Whether the primary benefit is to ARNOVA or to the donor
- Consistency – Is acceptance of the gift in question consistent with ARNOVA's prior practice, if any?
- Form of Gift – Is the gift offered in a form that ARNOVA can use without incurring substantial expense or difficulty?
- Effect on Future Giving – Would acceptance of the gift encourage or discourage future gifts?

ARNOVA may accept gifts of cash to fund Named Gifts or Named Research Awards (C and D above), or for other purposes. ARNOVA may accept gifts in non-cash form, such as gifts of stock, bonds, property, or other assets, at the discretion of the Executive Committee, but reserves the right to decline non-cash gifts.

Gifts in forms other than cash will be valued according to generally accepted accounting principles, generally fair market value.

In the case that a donor contributes and ARNOVA accepts non-cash assets, such as stock, bonds, property, or other non-cash assets, ARNOVA will generally sell or convert to cash such assets in a manner overseen by the Executive Committee.

Anonymous gifts to ARNOVA are acceptable at the discretion of the ARNOVA Executive Committee.

Appendix M
ARNOVA Anti-Harassment and Discrimination Policy & Plan
(Adopted by the Board on March 12, 2021)

Reflective of the Code of Ethics, it is the policy of the Association for Research on Nonprofit Organizations and Voluntary Action (ARNOVA) that all participants in ARNOVA activities enjoy an environment free from all forms of harassment, discrimination, bullying, retaliation, and violence (hereafter referred to simply as harassment). As a professional society, ARNOVA is committed to providing an atmosphere that encourages the free expression and exchange of scholarly ideas. In pursuit of that ideal, ARNOVA is dedicated to ensuring equality of opportunity and treatment for all members, staff and participants. Harassment of colleagues undermines the principle of equality at the heart of our professional fora and is inconsistent with the principles of free inquiry and free expression.

Harassment, sexual or otherwise, is a form of misconduct that undermines the integrity of ARNOVA meetings and events and is considered by ARNOVA to be a serious form of professional misconduct. Participants who violate this Policy will be subject to appropriate disciplinary measures. It is always the right of individuals who experience or witness harassment to report such behavior.

The following Anti-Harassment Policy outlines expectations for all members and staff of ARNOVA, including those who serve in elected or appointed positions, as well as participants of any ARNOVA events, whether online or in-person, in the U.S. or elsewhere. It reminds all members and participants that professional academic ethics and norms apply as standards of behavior and interaction in the course of all ARNOVA-related activities.

A. Expected Behavior

ARNOVA members, staff and event participants are expected to follow the norms of professional respect that are necessary to promote the conditions for free academic interchange.

- Exercise consideration and respect in speech and actions and respect for personal space.
- Refrain from demeaning, discriminatory, or harassing behavior and speech.

Alert the executive director, an ombudsperson, or anti-harassment committee member if you notice a dangerous situation, someone in distress, or violations of this policy, even if they seem inconsequential. See below for more information about whom to contact.

As a bystander or witness to harassment, anyone can play a role in supporting the person being targeted. The Five Ds, developed by Hollaback! provide bystanders with options to respond to witnessing harassment regardless of where it takes place.

B. Unacceptable Behavior

The following are examples of unacceptable behaviors. These examples are illustrative, not exhaustive.

Discriminatory Harassment

- Prejudicial actions or comments based on age, race, ethnicity, national origin, religion, language, sexual orientation, gender identity or gender expression, disability, health condition, socioeconomic status, marital status, domestic status, parental status, academic rank or professional position, or research or disciplinary area or approach.
- Epithets, slurs, or negative stereotyping based on group identity.
- Circulation of written or graphic material that denigrates or shows hostility toward
- an individual or group.

Personal or Psychological Harassment

- Unwelcome teasing, jokes, comments, or questions.
- The purposeful exclusion of a person who is a member of a committee or group, including, but not limited to, the board of directors, sections, awards committee, conference planning, etc. through misinformation, isolation, and lack of communication about matters in which that person should be included based on their official or designated role may also constitute harassment.
- Deliberate intimidation, bullying, stalking, or following.
- A single intense and severe act or multiple persistent or pervasive acts, which are demeaning, abusive, offensive, or create a hostile environment.

Physical Harassment

- Sustained disruption of presentations or other events, including yelling at or threatening (verbally or physically).
- Physical assault, including unwelcome touching or groping.
- Real or implied threat of physical harm.

Power or Retaliation Harassment

- Comments or behavior unfairly and inappropriately taking advantage of a
- person's official position, authority, or relationship(s).
- Retaliation for reporting or filing a complaint of harassment.

Sexual Harassment

- Behavior (speech or actions) in formal or informal settings that demeans, humiliates, or threatens an individual on the basis of their sex, gender, gender expression, or sexual orientation. Sexual harassment can also include discriminatory remarks or actions based on an individual's sex, gender, gender expression or sexual orientation. Sexual harassment includes unwelcome sexual advances, requests for sexual favors, and other verbal comment or physical conduct of a sexual nature, including situations in which the request or conduct involves any implied or expressed promise of professional reward for complying; or the request or conduct involves any implied or expressed threat of reprisal or denial of opportunity for refusing to comply; or the request or conduct results in what reasonably may be perceived as a hostile or

intimidating environment. Such examples are illustrative, not exhaustive.

- Sexual harassment does not refer to occasional compliments of a socially acceptable nature or consensual personal and social relationships without discriminatory effect. It refers to behavior that reasonably situated persons would regard as not welcome and as personally intimidating, hostile, or offensive.

C. Reporting Unacceptable Behavior

Reporting unacceptable behavior that appears to violate the Anti-Harassment and Discrimination Policy can be done by anyone, including the person(s) experiencing harassment, affected members or participants, and/or witnesses and bystanders. Reporting unacceptable behavior should follow the procedures outlined below.

ARNOVA's procedures for addressing alleged violations of the Anti-Harassment and Discrimination Policy apply to all ARNOVA members, staff and participants of any ARNOVA events, whether online or in-person, in the U.S. or elsewhere.

a. Whom to Contact

There are three options for pursuing information about reporting unacceptable behavior.

1. Pursuit of Information through an Ombudsperson

Ombudspersons are available to provide guidance, explain options for reporting harassment, and outline the avenues for pursuing a complaint. They cannot provide legal advice but can offer support and guidance. This consultation is confidential and the details of such a conversation will not be reported to any administrator, office, or committee of ARNOVA, except as required by law. At all times, the role of the Ombudsperson is entirely independent of any reporting one may decide to pursue. They also act independent of the Executive Director or Anti-Harassment Committee (see below).

A team of three, diverse, appropriately trained ARNOVA volunteer Ombudspersons will be appointed by the President, from among qualified members of ARNOVA, for two-year terms. One of the Ombudspersons will identify as a woman, one as a man, and one as a member of the LGBTQIA community. Ombudspersons' appointments are subject to approval by two-thirds of the Board.

2. Pursuit of Information or Reporting through the Executive Director or Chair of the Anti-Harassment Committee

The ARNOVA Executive Director can provide information about the options for reporting and initiate the procedures within ARNOVA (see more details about the procedures below). If a person is not comfortable with going to the Executive Director for whatever reason, they may go to the Chair of the Anti-Harassment Committee instead. The Executive Director or Chair will keep a record of the event.

The Anti-Harassment Committee is appointed by the ARNOVA President to oversee the reporting and complaint process. It is made up of 3-5 members who typically serve three-year, staggered, terms. The Chair of the Committee should ideally have expertise in the area of gender violence, diversity and inclusion, or related areas and preferably be a member of the Board and full professor or person working outside of academia. There should be diverse representation on the committee. All members of the

Committee will be trained in the ARNOVA Anti-Harassment and Discrimination Policy and in dealing with harassment grievances. Members will also be fully insured against all legal liability under the ARNOVA Directors and Officers insurance. Legal counsel will also be consulted as needed. The ARNOVA Executive Director is a non-voting member of the Anti-Harassment Committee. Ombudspersons are NOT members of the committee. Committee member appointments are subject to approval by two-thirds of the ARNOVA Board.

3. Pursuit of Reporting Through Online Form

Reporting can also be submitted online, with the option to submit anonymously. The Executive Director and Anti-Harassment Committee Chair will follow up with impacted parties as appropriate and possible. The Executive Director will keep a record of the event.

b. Options for Reporting Harassment and Procedures

There are four options through which reporting harassment can be pursued. These can be taken as alternative routes (any one can be pursued) or as options that can be pursued in sequence (starting with options 1 or 2, Notice of Concern or Formal Complaint). The person(s) experiencing harassment can decide which option(s) to pursue.

1. Notice of Concern

If a person is unsure if a behavior violates the Anti-Harassment and Discrimination Policy or wants to remain anonymous, they may submit a notice of concern, which is meant to alert the Anti-Harassment Committee to a possible violation of the Policy. This concern may be reported by the person(s) experiencing harassment and/or a bystander and may be reported anonymously.

If the Committee agrees that the conduct alleged appears to be a violation of the Policy, the Executive Director or Committee Chair will share the notice of concern with the person who allegedly engaged in the conduct, and who may submit a response. The behavior alleged to have occurred will be summarized or described so as to protect identities. The Executive Director will keep a record of the event.

In consultation with the person(s) filing the concern, if known, the Anti-Harassment Committee may move forward with further processes (see items 2, 3 and 4 below) if the Committee concludes that it would be appropriate to do so.

2. Formal Complaint

A Formal Complaint may be reported by the person(s) experiencing harassment and/or a bystander. It may not be reported anonymously.

If the Anti-Harassment Committee agrees that the conduct alleged appears to be a violation of the Policy, and in consultation with the person being harassed, the Executive Director or Anti-Harassment Committee Chair will share the complaint with the person who allegedly engaged in the conduct, and who may submit a response. Typically, the information shared will not identify the person filing the complaint, but rather will describe the behavior alleged to have occurred. The behavior alleged to have occurred will be summarized or described to protect identities to the extent possible. The Executive Director will keep a record of the event.

In consultation with the person(s) filing the complaint, the Anti-Harassment Committee may move forward with further Mediation or Formal Investigation processes (see items 3 and 4 below) if the Committee concludes that it would be appropriate to do so.

3. Mediation Process

If a person experiencing harassment and filing a formal complaint pursues this option as they deem appropriate, and if the Anti-Harassment Committee agrees that the conduct alleged appears to be a violation of the Policy, the Anti-Harassment Committee will examine the case and search for a solution agreeable to both parties. The identity of the person experiencing harassment and filing the complaint may be disclosed in this process. Mediation procedures include:

1. Filing a complaint and request for mediation made to the Executive Director or Chair of the Anti-Harassment Committee.
2. The Executive Director and a member of the Anti-Harassment Committee will contact both parties to facilitate a suitable solution that will bring satisfaction to both parties.
3. In consultation with the person filing a complaint, an outside mediator may be brought in.

In consultation with the person(s) filing the complaint, the Anti-Harassment Committee may move forward with further Formal Investigation (see item 4 below) if the Committee concludes that it would be appropriate to do so.

4. Formal Investigation

A person experiencing harassment and filing a complaint may request a Formal Investigation. If the Anti-Harassment Committee agrees that the conduct alleged appears to be a violation of the Policy, the following steps will be pursued:

1. Fact-finding will be conducted by the Anti-Harassment Committee. In consultation with the person filing the complaint, the Committee may bring in a third party to conduct an independent investigation.
2. The person filing the complaint will be asked to provide information, including the approximate time/date of the behavior, the location and circumstances surrounding the incident, and any other people that may have been involved in or witnessed the incident.
3. The Executive Director or Anti-Harassment Committee Chair will inform the individual whose conduct is in question. A written statement of the complaint shall be made available to both parties.
4. The individual whose conduct is in question will also be asked to provide a statement providing their account of the activities in the complaint.
5. The Anti-Harassment Committee may ask to meet with the person filing the complaint or individual in question, solicit evidence and statements from identified witnesses, or consult with others with direct knowledge of the event in question.
6. The Anti-Harassment Committee Chair and Executive Director will prepare a detailed report summarizing the investigation for the Anti-Harassment Committee.
7. The Anti-Harassment Committee will decide on the case per the following:
 - a. Negative/Inconclusive Finding: In the event that the Anti-Harassment Committee finding is inconclusive or negative, or if the Committee's vote is not unanimous in its determination that the policy has been violated, the Chair of the Committee will convey this to the President of ARNOVA and Executive Director, who will inform both parties in writing.

b. Finding of Harassment: In the event the Anti-Harassment Committee finds that harassment has occurred and has determined the appropriate sanctions, the President of ARNOVA, Chair of the Anti-Harassment Committee, and the Executive Director shall meet to consider what steps can be taken, given the particulars of the case, to protect the person filing the complaint from retaliatory action by those named in the complaint. A written summary of the decision and recommended action(s) will be provided to the ARNOVA Board for approval by a two-thirds majority. The findings and sanctions will be conveyed in writing to all parties upon completion of the process.

D. Potential Sanctions

The following sanctions may be applied individually or in combination, with the length of time to be determined by the Anti-Harassment Committee as part of the sanction itself:

1. Warning the harasser to cease their behavior (written letter).
2. Terminating the harasser's employment with ARNOVA.
3. Suspending the harasser from ongoing ARNOVA activities or events as well as any ongoing ARNOVA responsibilities and appointments.
4. Barring the harasser from assuming any future governance positions within ARNOVA.
5. Barring the harasser from future ARNOVA activities or events.
6. Revoking the harasser's ARNOVA membership

Persons who violate this policy may also be subject to civil damages or criminal penalties.

The Anti-Harassment Committee will determine the sanction(s) based on the severity of the violation. All determinations to issue sanctions by the Committee must be unanimous.

E. Appeal

Should either party wish to appeal a decision, they can do so within 30 days after a decision is made. They may make an appeal to the ARNOVA Board. Grounds for appeal include a claim of procedural error, substantive new evidence, evidence of the use of impermissible criteria, or evidence of bias in the treatment of the fact-finding and decision process. The appeal must be made in writing. If approved by two-thirds of the Board, a final un-appealable decision will be issued at that time.

F. Additional Information

a. Scope and Deadline

These procedures apply to all ARNOVA members, staff and participants at ARNOVA events, whether online or in-person, in the U.S. or elsewhere.

A complaint of harassment may be pursued within two years of the incident. ARNOVA reserves the right to postpone consideration of a complaint if the conduct at issue is currently under investigation in another forum, such as EEOC, civil litigation, or an internal investigation at an academic institution.

If an allegation includes actions that involve criminal activity and/or sexual assault, individuals are strongly encouraged to also file a report with law enforcement. An investigation through ARNOVA may continue regardless of the status of civil or criminal charges involving the same incident.

b. Retaliation

As a general principle, ARNOVA will make every effort to protect persons filing complaints from retaliation. The Anti-Harassment Committee Chair and Executive Director will discuss with the person being targeted to consider ways to protect against retaliation. Retaliation for reporting a concern or filing a complaint is a form of harassment.

c. Confidentiality

At all stages, ARNOVA will maintain confidentiality to the extent possible.

d. Conflict of Interest

If any member of the Anti-Harassment Committee identifies a conflict of interest, defined as current or past intimate relationship or family relations, current or past shared university affiliation, current or past relationship of co-authorship or collaboration, or prior Ph.D. supervision of either the person filing a complaint or the individual whose conduct is in question, the person will be replaced during the case's proceedings by another member who has completed training.

e. Unacceptable Behavior Outside of ARNOVA-Sponsored Activities

In some cases, unacceptable behavior by a member of ARNOVA takes place outside of ARNOVA-sponsored activities, leading to criminal and civil sanctions, finally adjudicated findings of misconduct by employers, courts, and other entities such as a municipal government and its agencies, a state government and its agencies, the federal government and its agencies (EEOC etc.). These external decisions can be the basis for the ARNOVA Board to permanently exclude a member from ARNOVA. In such cases, this decision will be taken by a vote of the ARNOVA Board (two-thirds majority). The Anti-Harassment Committee may recommend the suspension of membership during a criminal investigation.

G. Reporting Procedures for ARNOVA Board and Staff

ARNOVA board or staff members who become aware of any form of harassment during the course of ARNOVA-related events should proceed as follows:

1. If harassment is observed or reported by or to any ARNOVA staff or board member and there is a question of immediate physical danger, report immediately to the Executive Director. Steps should be taken by the Executive Director to ensure immediate safety of all attendees and staff.
2. Any staff or board member other than the Executive Director who receives information about harassment must immediately refer it to the Executive Director. The Executive Director will approach the individual identified as being harassed to discuss resources and options for reporting or pursuing a complaint.
3. Regardless of the action taken, a report of concern should be filed with the Executive Director and kept for aggregate reporting purposes.

4. In the case of egregious behavior, the ARNOVA President and Board may sanction a member and possibly ask them to leave the conference or event venue.

H. ARNOVA Board's Ability to Institute Complaints

The Board can institute a complaint on its own when the circumstances indicate that it is appropriate to do so. For example, if someone exhibits unacceptable behavior at an event and multiple people witness it, the organization's interest in addressing the behavior may be greater than any one individual. In this case, the Board will work with the Anti-Harassment Committee to follow the complaint process noted above.

Plan to Educate and Mentor Members

Ideally, we can help to educate and mentor members, staff, and other participations in order to avoid harassment incidents from taking place. The task force recommends instituting the following:

1. In coordination with the membership committee, conduct an anonymous **audit/survey** regarding ARNOVA's climate and communicate this back to the membership.
2. **Communicate** the Anti-Harassment and Discrimination policy frequently and broadly:
 - a. Make it a "check-off" at registration
 - b. Put it up on signs and slides
 - c. Announce it at the start of sessions
 - d. Make sure it is in the program book and online materials
3. Provide **trainings** to the Board and members on:
 - a. Appropriate/inappropriate behavior
 - b. Bystander intervention
 - c. How to respond when there is an incident to report
 - d. Harassment resistance and ally skills
 - e. Awareness about how structural issues (patriarchy, hierarchy, misogyny) reinforce inappropriate behavior
4. Provide **mentorship** to up-and-coming scholars that reinforces the above; ensure all mentors know about and sign off on the policy and are trained related to areas listed above.
5. Continue to **improve diversity** on board, committees, etc. to ensure suitable representation across ARNOVA.