

Introduction

This *Governance Manual* was first prepared in 1995 in response to the growing needs and complexity of conducting the organizational business of the POD Network. As the scope of activities, programs, committees, and practices have developed or changed, revisions have been made in accord with the policies.

Our bylaws, mission statement, and guidelines exist to guide the officers, Executive Director, the Core Committee, and Chairs of the standing committees in conducting the business of the organization and facilitating its efficient conduct from year to year. These documents are regularly reviewed to assure their accuracy and relevance.

Any member of the POD Network may bring recommendations for changes to this *Governance Manual* forward at any time. They should be submitted to the current President and will be reviewed by the Governance Committee. If recommended for adoption by the Governance Committee, changes will be considered for final adoption by the Core Committee.

The present version was proposed at the March 2012 meeting of the Core Committee of the POD Network.

Peter Felten
Past President, 2011-2012
Chair, Governance Committee

Hoag Holmgren
Executive Director

Core Committee Approved Updates:
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Section I: Bylaws of the Professional and Organizational Development Network in Higher Education

Article A: Corporate Name, Principal Office, and Seal

I.A.1. Name of the Corporation.

The name of the corporation is the Professional and Organizational Development Network in Higher Education, Inc. (also herein referred to as The POD Network), a self-governing organization incorporated under the laws of the State of Georgia as recorded and filed on July 20, 1998.

I.A.2. Principal Office.

The principal office of the POD Network shall be located at such address as the Core Committee may from time to time determine.

I.A.3. Corporation Seal.

The corporate seal shall have the name of the POD Network and also have inscribed thereon the words, "Corporate Seal, Valdosta, Georgia." The seal may be changed at the pleasure of the Core Committee.

I.A.4. Corporate Purpose.

The POD Network is a not for profit, tax-exempt corporation organized under the laws of the State of Georgia. The purpose for which the POD Network was organized is to be authorized to engage in any and all lawful activities permitted under the Georgia Nonprofit Corporation Code from time to time. The POD Network is more specifically to be operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or for the prevention of cruelty to children or animals all as permitted under Code § 501 (c)(3). The POD Network shall generally carry out its purpose of support of such permissible activities by offering the following means of support only to qualified entities and/or persons: seminars and written materials to aid professional educators as such programs are allowable under Code § 503(c)(3). Without limiting the generality of the foregoing, it is the mission of the POD Network to foster human development in higher education through faculty, graduate student, instructional, and organizational development. The POD Network believes that people have value, as individuals and as members of groups. The development of students is a fundamental purpose of higher education and requires for its success effective advising, teaching, leadership, and management. Central to the POD Network's philosophy is lifelong, holistic, personal and professional learning growth, and change for the higher education community. The three purposes of the POD Network are:

- (a) To provide support and services for its members through publications, conferences, consulting and networking.
- (b) To offer services and resources to others interested in faculty and graduate student development.
- (c) To fulfill an advocacy role, seeking to inform and persuade educational leaders of the value of faculty, graduate student, instructional, and organizational development in the institutions of higher education.

I.A.5. Dedication of Assets of Corporation.

In the event of the total or partial liquidation or dissolution of the POD Network, the POD Network shall not distribute money or property which are in excess of its debts and liabilities to any individual, corporation or other institution. The POD Network may distribute money or property in partial or total liquidation to another organization which qualifies under Code § 501(c)(3), if such other organization is required to use such funds in a manner in keeping with the purpose of this Corporation and such distribution would not cause the loss of the Code § 501(c)(3) exemption of this Corporation. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes. Notwithstanding anything in these Bylaws or the Articles of Incorporation to the contrary, the POD Network, acting by and through its officers, directors and members shall not engage in any activity, either in the name of the POD Network or by utilizing any funds or property of the POD Network, which would be in violation of the purpose and/or intent of section 501(c)(3) of the Internal Revenue Code of 1986, as amended to date, and including any subsequent amendments thereto or any successor sections thereof, including, but not exclusively, the following specific prohibitions:

- (a) enter into any organization, whether by formation, purchase or contribution or other form of ownership, whose purpose is pecuniary gain or profit; and
- (b) cause the POD Network to issue, sale, trade or cause any security (such as shares, participation interests, stocks, bonds, options, warrants or other instrument) for the purpose of transferring any property of this Corporation for pecuniary profit or gain, except that the POD Network may sell, pledge or exchange any of the assets of this Corporation for the sole purpose of acquiring new assets to be used in the furtherance of the purposes of this Corporation or for the payment of operational expenses; and
- (c) to distribute money or property to any individual, corporation or other institution in the form of a distribution of profits or dividend, except that the POD Network may distribute money or property to another organization which qualifies under section 501(c)(3) of the Internal Revenue Code of 1986, as amended to date, and including any subsequent amendments thereto or any successor sections thereof, if such other organization is required to use such funds in a manner keeping with the purpose of this Corporation and such distribution would not cause the loss of the 501(c)(3) exemption of this Corporation, if any, or of the organization receiving the funds; and
- (d) to distribute money or property in partial or total liquidation of this Corporation to any individual, corporation or other institution, except that the POD Network may distribute money or property in partial or total liquidation of this Corporation to another organization which qualifies under section 501(c)(3) of the Internal Revenue Code of 1986, as amended to date, and including any subsequent amendments thereto or any successor sections thereof, if such other organization is required to use such funds in a manner in keeping with the purpose of this Corporation and such distribution would not cause the loss of the 501(c)(3) exemption of this Corporation, if any, or of the organization receiving the funds; and
- (e) to utilize any money, property, facilities, employees or the income of the POD Network to engage in any attempt to influence legislation or participate in any political

campaign on behalf of any candidate or political party seeking nomination or election to any public office; and

- (f) to utilize the name of the POD Network, any money, property, facilities, employees, or income of the POD Network to carry on any activity which:
 - (i) is not permitted to be carried on by an organization exempt from federal and/or state income taxation or the corresponding provision of any future United State Internal Revenue Law or State of Georgia Revenue Law; or
 - (ii) is not permitted to be carried on by an organization to which the contributions are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended to date, and including any subsequent amendments thereto or any successor sections thereof; and
- (g) any other provisions of this instrument notwithstanding, the directors, officers and/or members will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article B: Core Committee and Executive Committee

I.B.1. Powers.

The activities, affairs and property of the POD Network shall be managed, directed, controlled by, and vested in, a Board of Directors (hereinafter referred to as the Core Committee).

I.B.2. Number of Core Committee Members.

The number of Core Committee members shall be no fewer than that required by law and no more than 18 persons, including the President, President Elect, and Past President. Additionally, the Executive Director is an ex-officio, non-voting member of the Core Committee. Each Core Committee member shall hold office until he/she resigns, is removed, or until his/her successor has been elected. Core Committee members need not be residents of the State of Georgia, but they must have been members of the POD Network for at least three years prior to their election.

I.B.3. Election of Core Committee Members.

Core Committee members are to be elected for three-year terms by a vote of the membership. Elections shall be conducted by paper or electronic ballot. Those candidates receiving the largest number of votes will be declared elected. In the case of a tie or ties, the Executive Committee shall make the choice. Nominations for the position of Core Committee member will be made by self-nomination from the membership. Incumbent members of the Core Committee must sit out at least one year before nominating themselves for an additional term. Newly elected Core Committee members take office at the close of the annual spring meeting or by March 31 if there is no spring meeting.

I.B.3.1. Self-Nominations.

A call for self-nominations is distributed by the Executive Director or President each fall. After self-nominations have been received, all members will have the opportunity to vote. Those candidates receiving the largest number of votes will be declared elected. In the case of a tie or ties, the Executive Committee shall make the choice among those who are tied. If five or fewer individuals self-nominate in one election cycle, election shall be by acclamation upon approval by the Executive Committee and the Core Committee. The President or Executive Director will notify candidates of the results of the election as soon as possible in writing.

I.B.3.2. Election Oversight.

Elections for Core Committee members will be overseen by the Nominations and Elections Subcommittee of the Governance Committee. The Committee will prepare the call for nominations, recruit candidates, and recommend changes in election policy. The Nominations and Elections Subcommittee of the Governance Committee, at the regular spring meeting, will invite ideas from the Core Committee for the improvement of the election process. The Executive Director will assist with these elections. If a member of this Committee has a conflict of interest with regard to any matter of business for the Committee, he/she should recuse him/herself.

I.B.4. Executive Committee.

An Executive Committee shall have and exercise the authority of the Core Committee in the intervals between the meetings of that body. The President shall serve as Chair of the Executive Committee. The Executive Committee shall be composed of the President, the Past President, the President Elect, the Chair of the Finance Committee and the Executive Director as an ex-officio non-voting member.

I.B.5. Regularly Scheduled Meetings.

The Core Committee shall hold an annual meeting at the organization's annual conference, or at some other place and time as the Core Committee shall previously determine, at which time they will handle such business as may properly come before the Core Committee. There may also be an annual spring meeting if deemed necessary. Attendance at any Core Committee meeting may be face-to-face or may be mediated by technology, as determined and accepted by the Core Committee.

I.B.5.1. Financial Support for Meetings.

Core Committee members shall receive a designated amount per day towards expenses for the days on which the Core Committee meets preceding or following the annual conference and for the spring meeting of the Core Committee. The Core Committee will determine the level of reimbursement during the annual budgeting process. Candidates for the Core Committee will be informed that financial commitments are involved in serving as a Core Committee member, and upon receipt of self-nominations the Executive Director will provide nominees with information about the elements of costs involved.

I.B.5.2. Alcoholic Beverages.

The POD Network shall not pay for or reimburse Core Committee expenses for alcoholic beverages, nor shall such expenses be paid for any other persons or events sponsored by the organization. The sole exception to this policy is for the President's Reception during the annual

conference, for which expenditures must not exceed \$500.

I.B.6. Special Meetings.

Special meetings of the Core Committee may be called by or at the request of the President or any group of five Core Committee members. Special meetings may be face-to-face or may be mediated by technology, as determined and accepted by the Core Committee.

I.B.7. Place, Form and Notice of Meetings.

The persons authorized to call special meetings of the Core Committee may select any location or format for the special meeting, provided that a written or electronic notice of the special meeting shall be given at least 7 days prior to the date of the meeting to all members of the Core Committee.

I.B.8. Quorum.

A simple majority of the members of the Core Committee shall constitute a quorum.

I.B.9. Manner of Acting.

The act of a majority of the Core Committee members present at a meeting at which a quorum is present shall be the act of the Core Committee.

I.B.10. Vacancies.

Any vacancy in the Core Committee may be filled by a majority vote of the members of the Core Committee. Candidates to fill the vacancy for the duration of term shall be suggested by the Nominations and Elections Subcommittee of the Governance Committee. This action can be taken at a regularly scheduled meeting, by mail ballot, or by electronic means.

I.B.11. Removal.

A Core Committee member may be removed from the Core Committee for cause. If such an action is being brought before the Core Committee, the member (and the Core Committee as a whole) shall receive certified written notification of cause at least seven days prior to the meeting during which removal is on the agenda. That meeting may be either a special, face-to-face meeting called expressly for that purpose or a regularly scheduled face-to-face meeting. A 2/3 majority vote of the Core membership is required for removal.

Core Committee members who miss two regularly scheduled Core Committee meetings must petition the Core Committee in writing before being able to continue as a Core member.

I.B.11.1. Resignation.

Should a Core Committee member be unable to complete his/her term, the Nominations and Election Committee, in consultation with the Executive Committee, will determine if a replacement is needed before the next general election. If one is needed, the procedure in Section 10-Vacancies will be used.

I.B.12. Committees.

The President or the Core Committee, by resolution adopted by a majority of the Core Committee members in office, may designate and approve one or more committees, each of

which shall consist of at least one Core Committee member plus additional persons drawn from the general membership. These committees, unless excepted in said resolution, shall be responsible to the Core Committee and shall report to the Core liaison indicated in the Governance Manual under the portfolios of the President, Past President, and President Elect. The Core Committee shall authorize standing and/or ad hoc committees to oversee certain POD functions.

I.B.12.1. Ad Hoc Committees

Ad Hoc Committees can be created by the Core Committee to respond to a specific, short term charge and report to the President. Unlike standing committees, ad hoc committees disband once their charge is completed.

I.B.12.2. Standing Committees and Positions

The standing committees fulfill a range of functions, from providing oversight for key organizational functions to performing research on the organization itself. Each Committee shall have a written charge. Standing committees may be established or dissolved by the Core Committee as appropriate.

I.B.12.3. General Guidelines for Standing Committees

Information about the composition and operating procedures of specific committees, including exceptions to the general guidelines is included Governance Manual "Guidelines." Committees shall report semi-annually to the Core Committee and Executive Committee.

I.B.12.4. Terms of Committee Service and Membership

Membership on POD committees is open to all members of the organization, and members shall be invited to declare their interests at least annually by a call in the newsletter, on the POD listserv, or on the web site. Unless otherwise specified in these descriptions, the term of membership on standing committees shall be no more than three years, and such terms will be renewable at the discretion of the committee. Standing committees will consist of at least 4 persons to spread the workload and involvement of POD's membership in key decision making.

I.B.12.5. General Responsibilities of Committee Chairs

Committee chairs are responsible for overseeing and organizing the work of the committee, communicating and consulting with Core and the Executive Committee, submitting semi-annual reports to Core, and carrying out the duties of the chair that are outlined in the Guidelines below.

I.B.12.5.1. Selection of Committee Chairs.

The Committee chairs shall be appointed by the President in consultation with the members of the relevant standing committee and with consideration given to recommendations from the Core Committee, the Executive Committee, or other interested persons.

I.B.12.5.2. Term length of Committee Chairs.

Chairs will serve a term of up to three years. An extension of the chair's term may be requested by a majority of the members of the committee, and this request should be submitted in writing to the President. Two models of chair succession exist:

- a) chairs serve up to but not exceeding three years and
- b) chairs serve a three-year term according to the POD President model, spending one year in each of the following roles: past, current, and incoming chair.

If the chair must step down in the middle of a term, the POD President and members from the relevant committee will work together to identify candidates to serve as the new chair. The President will appoint that chair, as outlined in Section 12.5.1.

I.B.12.6. Communication between Committees and Core

The committee chair, on behalf of and in consultation with the committee members, submits biannual reports to Core one month before the Fall and Spring Core meetings each year. The report includes:

- informational items: include a timeline and list of tasks accomplished by the committee since the last Core meeting
- action items: list of items that require a Core Committee vote, including any changes in the charge, composition or timeline of the committee from what is stated in the Governance Manual, or any significant changes in the way the committee functions (e.g., POD publications going to online-only format, changes to an evaluation process for awards or travel funding)
- budget requests: requests for funding can be made only in the spring reports because the budget is approved by Core at the spring meeting. No budget requests are to be included in the fall committee reports. Funding requests need to be made each year for committee work, including for continuing or long-term expenses.

Some committees communicate information or action items to the Core Committee between the reports. Details specific to individual committees can be found in the “Operating Procedures” sections for each committee.

Article C: Officers and Executive Director

I.C.1. Number.

The officers of the POD Network shall be a President, Past-President, and President Elect. The President Elect is elected by the Core Committee and these three officers then succeed to the next position at the completion of their term. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Core Committee. An officer may not be re-elected to serve successive terms. Officers must be members of the POD Network and must have served on the Core Committee within the last five years to be eligible for election.

I.C.2. Election and Term of Office.

The officers of the POD Network to be elected by the Core Committee shall be elected annually at one of the annual meetings of the Core Committee or by written or electronic ballot. The officers will assume responsibilities of office at the close of the spring Core Committee meeting or March 31st if there is no spring Meeting.

Each officer shall hold office through the term of office, i.e., until a successor has been duly appointed or elected or until he/she resigns or shall have been removed from office in the

manner hereinafter provided. In circumstances such as a vacancy in any office because of death, resignation, removal, disqualification or otherwise, the Core Committee can extend by majority vote the term of an existing Executive Committee member through the unexpired portion. This action can be taken at a regularly scheduled meeting, by mail ballot, or by electronic means.

I.C.3. Removal of Officers.

Any officer or agent elected or appointed may be removed by the 2/3 majority vote of the Core Committee whenever in their judgment the best interests of the POD Network will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Appointment of an officer or agent shall not itself create contract rights.

I.C.4. Vacancies.

Any vacancy in the Executive Committee may be filled by a majority vote of the members of the Core Committee. Candidates to fill the vacancy for the duration of term shall be suggested by the Nominations and Elections Subcommittee of the Governance Committee. This action can be taken at a regularly scheduled meeting, by mail ballot, or by electronic means.

I.C.5. Executive Director.

The Core Committee shall appoint the Executive Director. The Executive Director is responsible for those duties written and approved by the Core Committee. The title of Executive Director refers to the role and functions associated with the position. The duties and responsibilities of the Executive Director may be shared by two or more individuals; in this situation, one person will be designated as having primary responsibility.

The Executive Director shall serve as a non-voting, ex-officio member of the Core Committee, the Executive Committee, and the Finance & Audit Committee. The Executive Director shall be paid by the POD Network as an independent contractor and shall report to the President. An annual evaluation of the Executive Director's performance shall be carried out by the President, in collaboration with the Past President, the President Elect and the Core Committee.

Negotiations with the Executive Director for a new contract and a new contract fee will be carried out annually by the Core Committee in collaboration with the Finance & Audit Committee. The President is responsible for signing contracts, writing letters to the Executive Director, and signing paychecks.

Article D: Members

I.D.1. Membership and Classes of Members.

Any person interested in the purposes and objectives of the organization may become a member upon payment of dues as provided for in the Bylaws. The classes of membership shall be determined by the Core Committee to best attain the objectives of the organization. The criteria for membership will be any person interested in furthering the purposes for which the POD Network was formed, regardless of race, ethnicity, gender, nationality, sexual orientation, religion, physical ability, age, or socioeconomic status. Nothing contained herein to the contrary withstanding, no member will gain any legal, equitable or proprietary rights whatsoever to any of the assets of the POD Network, instead all memberships will be positions of service.

I.D.2. Dues.

The amount of dues per year shall be based upon a recommendation by the Membership Committee, the Finance Committee, or the Executive Committee. It will be established by a simple majority vote of the Core Committee.

I.D.3. Membership Year.

The membership year shall be as determined by the Core Committee.

I.D.4. Member Benefits.

The Core Committee may designate the benefits of membership, including subscriptions to such publications as may be determined by the Core Committee. The Core Committee shall publish information on types of membership, attendant privileges, dues, and publications.

I.D.5. Members' Meeting.

Provision shall be made for an open meeting to be held at each annual conference to review matters of policy and program priorities of the POD Network and to take action on all matters presented to it by the Core Committee.

I.D.6. Quorum at Members' Meetings.

A quorum at members' meetings shall consist of 10% of the total membership. For action to be taken at a meeting where a quorum is present, there must be a simple majority vote of those present and voting.

I.D.7. Voting at Members' Meetings.

(a) All members present at a member's meeting shall be able to vote on all matters presented to the members' meeting by the Core Committee. (b) Proxy voting shall not be allowed.

I.D.8. Voting for Core Committee Members.

(a) All members shall be eligible to vote in the election of Core Committee members. (b) Voting by paper or electronic ballot shall be allowed.

Article E: Fiscal Year

The fiscal year of the POD Network shall be as determined by the Core Committee.

Article F: Waiver of Notice

Whenever any notice is required to be given to any Core Committee member of the POD Network under the provisions of these Bylaws or under provisions of the Articles of Incorporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Article G: Loans

No loans shall be made by the POD Network to its directors or officers. The directors of a corporation who vote for or assent to the making of a loan to a director or officer of the POD Network, and any officer or officers participating in the making of such a loan, shall be jointly and personally liable to the POD Network for the amount of such loan until the repayment thereof.

Article H: Miscellaneous

I.H.1. Appointment of Agents.

The President shall be authorized and empowered in the name and as the act and deed of the POD Network to name and appoint general and special agents, representatives and attorneys to represent the POD Network in the United States or any foreign county or countries and to name and appoint attorneys and proxies to vote any shares of stock in any other Corporation at any time owned or held of record by the POD Network, and to prescribe limits, and define the powers and duties of such agents, representatives, attorneys, and proxies and to make substitutions, revocation or cancellation in whole or in part of any power or authority conferred on any such agent, representatives, attorneys, and proxies and to make substitutions, revocation or cancellation in whole or in part of any power or authority conferred on any such agent, representative, attorney or proxy. All Powers of Attorney or instruments under which such agents, representatives, attorneys, or proxies shall be so named and appointed shall be signed and executed by the Executive Director or at their discretion the President, and the corporate seal shall be affixed thereto. Any substitution, revocation or cancellation shall be signed in like manner, provided always that any agent, representative, attorney, or proxy when so authorized by instrument appointing him/her may substitute or delegate his/her powers in whole or in part and revoke and cancel such substitution or delegation. No special authorization by the Core Committee shall be necessary in connection with the foregoing, but this By-Law shall be deemed to constitute full and complete authority to the officers above designated to do all the acts and things as they deem necessary or incidental thereto or in connection therewith.

I.H.2. Indemnification.

The POD Network shall indemnify its directors and officers as follows:

- (a) Under the circumstances prescribed in paragraph (c) and (d) of this section, the POD Network shall indemnify and hold harmless any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than by action by or in the right of the POD Network) by reason of the fact that he/she is or was a director, officer, employee or agent of the POD Network or is or was serving at the request of the POD Network as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise against expenses (including attorney's fees) judgments, fines and amounts paid in settlement actually or reasonably incurred by him/her in connection with such action, suit or proceedings, if he/she acted in a manner he/she reasonably believed to be in or not opposed to the best interest of the POD Network and, with respect to any criminal action or

proceeding, he/she had no reasonable cause to believe his/her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon the plea of *nolo contendere* or its equivalent, shall not, of itself, create a presumption that the person did not act in a manner which he/she reasonably believed to be in or not opposed to the best interest of the POD Network, and with respect to any criminal action or proceeding, had reasonable cause to believe his/her conduct was unlawful.

- (b) Under the circumstances provided in paragraph (c) and (d) of this section, the POD Network shall indemnify and hold harmless any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the POD Network to procure a judgment in its favor by reason of the fact he/she is or was a director, officer, employee or agent of the POD Network, or is or was serving at the request of the POD Network, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees) actually and reasonable incurred by him/her in connection with the defense or settlement of such action or suit, if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the POD Network, except that no eminent indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the POD Network unless and only to the extent to the Court in which such action or suit was brought shall determine upon application that, despite the adjudication liability but in view of all the circumstances of the case, such a person is fairly and reasonably entitled to indemnity for such expenses which the Court shall deem proper.
- (c) To the extent that a director, officer, employee or agent of a corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraphs (a) and (b) of this section or in defense of any claim, issue or matter therein, he/she shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.
- (d) Except as provided in paragraph (c) of this section and except as may be ordered by a Court, any indemnification under paragraphs (a) and (b) of this section shall be made by the POD Network only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he/she has met the applicable standard of conduct set forth in paragraphs (a) and (b). Such determination shall be made (1) by the Core Committee by a majority vote of the quorum consisting of directors who were not parties to such action, suit or proceeding, or (2) if such a quorum is not obtainable, or, even if obtainable, if a quorum of disinterested directors so directs, by the POD Network in a written opinion, or (3) by the affirmative vote of a majority of the shares entitled to vote thereon.
- (e) Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the POD Network in advance of the final disposition of such action, suit or proceeding as authorized by the Core Committee in the specific case upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay

such amount unless it shall ultimately be determined that he/she is entitled to be indemnified by the POD Network as authorized in this section.

- (f) The indemnification provided by this section shall not be deemed exclusive of any other rights, in respect of indemnification or otherwise, to which those seeking indemnification may be entitled under any Bylaw or Resolution approved by the affirmative vote of the holders of a majority of shares entitled to vote thereon taken at a meeting the notice of which specified that such Bylaw or Resolution would be placed before the Members of the POD Network, both as to action by the director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.
- g) The POD Network may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the POD Network or is or was serving at the request of the POD Network as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his status as such, whether or not the POD Network would have the power to indemnify him against such liability under the provisions of this section.
- (h) If any expenses or other amounts are paid by way of indemnification, otherwise than by court order or by an insurance carrier pursuant to insurance maintained by the POD Network the POD Network shall, not later than the next biennial meeting of the Members of the POD Network, unless such meeting is held within three (3) months from the date of such a payment and, in any event, within fifteen (15) months from the date of such payment, send by first class mail to its members of the POD Network of record at the time entitled to vote for the election of directors, a statement specifying the persons paid, the amounts paid, and the nature and status at the time of such payment of the litigation or threatened litigation.

I.H.3. Limitations on Salaries and Benefits.

The POD Network is empowered to employ attorneys, real estate brokers, accountants, and other agents and employees, if such employment is deemed necessary for the purpose of the POD Network and to pay reasonable fees that are ordinarily paid such independent contractors and agents and salaries, wages, together with other fringe benefits or other forms of compensation (housing, transportation and other allowances) paid to or provided to the POD Network's employees, Officers and/or Directors as does not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

I.H.4: Strategic Planning.

A strategic planning exercise will take place at least every seven years. At this time, the current Strategic Plan will be assessed and evaluated. Following this assessment, the mission statement of the organization will be re-evaluated and a new Strategic Plan will be developed.

I.H.5: External Partnerships

With collaboration as a core value, POD embraces and advances appropriate partnerships with other organizations or companies whose work supports the field of educational development within higher education.

POD partnerships may take several forms: short-term, often *project-based collaborations*; longer term *professional affiliations* with other academic organizations, or reciprocal *contractual relationships* with businesses or corporate entities.

One of POD's core values is distributed leadership, so those seeking to develop partnerships with POD should work within the existing POD committee structure. If it should be unclear under which committee a potential partnership may fall, the Executive Director may be consulted to determine appropriate committee ownership. In the event that the partnership is initiated from an external entity, the Executive Director may serve as point of first contact to direct to the appropriate committee for further consideration.

Proposals for partnerships in all forms should be considered by the appropriate committee, which would then bring any motions to fully constituted Core committee for approval. POD partnerships recommended by Core may require formal execution by the Executive Committee.

Potential partnerships will be considered using the following criteria:

- Partnerships should support and align with some aspect of the mission, values, and goals of the POD network;
- Partnership should demonstrate potential positive impact on POD, POD membership and/or the field of educational development;
- Partnership should reflect the ethical guidelines consistent with our practice, including respect for the confidential nature of our work;
- Partnership should be based on the principles of reciprocity and mutual benefit;
- Partnership should be public and transparent to all stakeholders.

Approved partnerships will require a formal, written exchange of terms, conditions, renewal options, respective responsibilities, financial agreements, stakeholders, maintenance, or other related items before taking affect. The Executive Committee will oversee this step of the process.

POD is an all-volunteer organization. In order to sustain long-term partnerships, it is strongly recommended that agreements specify not just the names of individual stakeholders, but also organizational or role-based stakeholders, e.g. an agreement not just with Laura Cruz, but with the editor of *To Improve the Academy*.

These guidelines and principles will be made available to the public and the POD membership through publication on the POD website. Any changes to these policies and procedures will be reported on in the POD Network Newsletter.

Article I: Amendments

The Bylaws of the POD Network may be altered or amended and new Bylaws may be adopted by the Core Committee of the POD Network at any annual or special meeting of the Core Committee of the POD Network. The above notwithstanding, the Bylaws of the POD Network may not be amended in any manner which makes the provisions thereof in contradiction to or in violation of Article One herein above, and specifically sections 4 and 5 thereof. These Bylaws may be altered, amended, or repealed and/or new Bylaws adopted by the Core Committee at any annual or special meeting, provided that two-thirds (2/3) of the members of the Core Committee present and voting ratify the proposed changes.

Approved and ratified the _____ day of _____, 1998.

Amended, October 14, 1998.

Amended, March 14, 2002.

Amended, March 14, 2003, by unanimous vote.

Amended, March 20, 2005, by unanimous vote.

Amended, March 25, 2006, by unanimous vote.

Amended, August 29, 2008, by two-thirds (2/3) majority vote.

Section II: Mission Statement

(As reviewed and amended by the Core Committee in Spring 2013 and accepted by the Executive Committee August 2013)

Statement of Purpose

The mission of the Professional and Organizational Development Network in Higher Education (POD) is to provide a community for scholars and practitioners who advance teaching and learning through faculty and organizational development.

Vision

The vision of the Professional and Organizational Development Network in Higher Education is for all institutions of higher education to value, promote, and reward teaching as a core scholarly activity that is informed by research and reflection and which results in deep learning for all students.

Goals

Professional and Organizational Development Network in Higher Education achieves its mission by:

1. Providing resources, services, and governance to our members.
2. Enhancing the visibility and exposure of POD as the premier national professional society for our members.
3. Acting on our commitment to inclusion and diversity.
4. Advancing evidence-based practice among our members

Values

The Professional and Organizational Development Network in Higher Education values and is committed to:

1. Collegiality
2. Inclusion
3. Diverse perspectives
4. Advocacy and Social justice
5. Distributed Leadership
6. Innovation
7. Evidence-Based Practices
8. Respect/Ethical Practices

Programs, Publications, and Activities

The Professional and Organizational Development Network in Higher Education offers members and interested individuals the following benefits:

- an annual conference designed to promote professional and personal growth, nurture innovation and change, stimulate important research projects, and enable participants to exchange ideas and broaden professional networks;
- an annual membership directory and networking guide;
- publications in print and in electronic format; and
- access to the POD website and Listserv.

Section III. Guidelines

This section of the Governance Manual describes Organizational Structure, Duties, Policies and Operating Procedures adopted by the Core Committee and other standing committees in order to implement the Bylaws and to carry out the work of the organization. Procedures may be changed as needed, as long as they remain consistent with the Bylaws. As much as possible, the organization of the Guidelines should reflect the organization of the Bylaws.

Article A: Core Committee and Executive Committee

III.A.1. Duties and Expectations of Core Committee Members

The general duties and expectations of Core Members are as follows:

- Read the Governance Manual thoroughly and be aware of your role and responsibilities.
- Attend spring and fall Core meetings and stay the entire time unless prevented by extraordinary circumstances.
- Contribute to any discussion either electronically or in person requiring consensus, and vote on all measures submitted for a vote either electronically or in person.
- Serve in a leadership role on committee at some point during your three-year term, and consider serving as a leader in POD even after a term on Core ends.
- Authorize budgets in ways that are the most fiscally responsible to POD.
- Serve in a mentoring role to new members at the Fall Conference and to new Core members each spring.
- Secure funding from your own institution to attend Core meetings (beyond POD reimbursement amounts).
- Be guided by the mission, purpose and values of POD.

III.A.2. Election Oversight.

The Governance Committee shall conduct annual elections for the President Elect of the POD Network and for Core Committee members, following the procedures outlined in the elections sections of the Bylaws (I.C.2) and the Guidelines for those offices. The Executive Director will assist with these elections. If a member of this Committee has a conflict of interest with regard to any matter of business for the Committee, he/she should recuse him/herself. (See Core Committee election procedures, below.)

III.A.2.1. Election of the President Elect

The election of a President Elect shall occur each year at the fall Core Committee meeting, following the procedures outlined in the Bylaws (I.C.2).

Process for Generating Candidates: The chair of the Nominations and Election Committee will contact each eligible person (unless they have previously indicated they are permanently unwilling to be a candidate) and invite them to consider being a candidate. The invitation will

include comments on the roles and responsibilities of the offices of President Elect, President, and Past President.

Eligible candidates for President Elect will submit a self-nomination that includes her/his CV and brief responses (typically no more than 750 words, total) to prompts like these:

- 1) Describe your background in faculty, professional and organizational development,
- 2) Provide an overview of your specific involvement in/contributions to POD,
- 3) In response to POD's current strategic plan, what would you like to see POD accomplish over the next three years?
- 4) How might your leadership style contribute to POD achieving those goals?

The Nominations and Election Committee will present all eligible candidates to the Core Committee. The self-nomination materials and all discussion regarding the candidates will be treated as confidential and must not be circulated/discussed outside of Core.

Election Process: The Core Committee will review and discuss the statements of the candidates presented. If there are only two candidates, election will be by simple majority vote. If there are three or more candidates, there will be a multiple-step election process:

- 1) Each voting member will rank order their preferences by giving 3 points to the first choice, 2 points to their second choice, and 1 point to their third choice (if there are four candidates, the points will be allocated accordingly – 4, 3, 2, 1 – and so on).
- 2) These votes will be tallied and the candidate receiving the fewest points will be removed from consideration.
- 3) The Core Committee then will vote on the remaining candidates. When only two candidates remain, the election will be by simple majority.

The newly elected President Elect shall be officially informed of her/his election and welcomed by the President; the President also must promptly inform the other candidates of the election result. The election results may be announced at the conference and in other ways, but only after all candidates have been notified of the result.

III.A.3. Office of the President

Section I.B of the Bylaws and Section III.A.2.a outline the election process and term of the President.

The President has the following duties:

- Chairs the Executive Committee.
- Presides at Core Committee meetings, including establishing the agenda and structuring the process and use of time for the Core Committee meetings as well as tracking the implementation of decisions.
- Presides at the annual membership meeting traditionally held at the conference.
- Coordinates the work of the Past President, the President Elect and all committees by asking for their reports, and submitting their reports to the Core Committee at Core Committee meetings.

- Supervises, and coordinates the annual evaluation of, the Executive Director.
- Performs such administrative functions as signing official documents and letters and providing a President's column for the newsletter.
- Works closely with the Executive and Finance Committees in managing the fiduciary affairs of the organization, including the development of the budget.
- Prepares a brief annual report to the membership in one newsletter. It may include an overview of key issues, membership, budget, and other items deemed important.
- As a representative of POD, attends meetings of other organizations relevant to the mission of POD and acts as a liaison with other organizations.
- Performs other duties as appropriate to the office of President.
- Serves on the Finance Committee.
- Serves as Executive Committee liaison to the Conference Committee.
- Serves as Executive Committee liaison to an agreed upon cluster of committees and facilitates chair support and connections for those committees, as described in section III.B.2. Committee liaison assignments will be agreed upon during the Executive Committee spring meeting.

The President shall have access to resources necessary for performing the duties of the office, including:

- Travel, lodging, and meal expenses, reimbursement for the Core Committee meetings and annual POD conference including the conference registration fee, and other travel approved by the Executive Committee;
- The President will have use of funds designated to conduct the responsibilities of the office from the budget approved at the Spring Core meeting at the conclusion of which s/he becomes President Elect and will continue to have access to that amount until the end of term as Past President.
- Complimentary exchange registration for any other organization with which POD has exchange agreements.
- Miscellaneous administrative expenses as approved by the Executive Committee;
- Lifetime membership in POD, awarded at the conclusion of the term as Past President;
- Membership in and, if included in the POD budget that is approved annually by Core, travel to conferences sponsored by the Society for Teaching and Learning in Higher Education, the Historically Black Colleges and Universities, and the International Consortium of Educational Development.

III.A.4. Office of the Past President

The Past President's one-year term begins after serving one year as President.

The Past President has the following duties:

- Chairs the Governance Committee, and the Nominations and Elections Subcommittee of the Governance Committee;
- Serves on the Awards Committee
- Serves as Executive Committee liaison and to an agreed upon cluster of committees and facilitates chair support and connections for those committees, as described in section

III.B.2. Committee liaison assignments will be agreed upon during the Executive Committee spring meeting.

- Chairs any search committees needed for the position of Executive Director;

The Past President will continue to have access to the funds designated to conduct the responsibilities of the office from the budget approved at the Spring Core meeting until the end of term.

- Travel, lodging, and meal expenses reimbursement for the Core Committee meetings and annual POD conference including the conference registration fee and other travel approved by the Executive Committee.

III.A.5 Office of the President Elect

The election process for the President Elect is outlined in the Bylaws (I.B) and Guidelines (III.A.2.1).

Once elected but before her/his term begins, the new President Elect will:

- Join the Executive Committee as a non-voting member until her/his term begins at the end of the spring Core meeting, when she/he becomes a voting member of the Executive Committee;
- Join the Governance and Finance Committees to become familiar with organizational procedures prior to assuming the role of President Elect; and
- Attend spring Core meeting immediately before becoming President Elect.

Once her/his term begins, the President Elect becomes a full member of the Executive Committee and

- Serves on the Governance and Finance Committees; and
- Serves as Executive Committee liaison and to an agreed upon cluster of committees and facilitates chair support and connections for those committees, as described in section III.B.2. Committee liaison assignments will be agreed upon during the Executive Committee spring meeting.

The President Elect shall have access to the resources necessary for performing the duties of the office, including travel, lodging, and meal expenses reimbursement for the Core Committee meetings and annual POD conference, including the conference registration fee and other travel approved by the Executive Committee.

The President Elect will have use of funds designated to conduct the responsibilities of the offices of President from the budget approved at the Spring Core meeting at the conclusion of which s/he becomes President Elect.

Article B: Standing Committees

III.B.1 General Guidelines for Standing Committees

Standing committees include the following:

- Awards and Recognition Committee

- Conference Committee
- Diversity Committee
- Electronic Resources and Communications Committees (ECRC)
- External Partnerships and Outreach Committee (EPOC)
- Finance Committee
- Governance Committee
- Graduate and Professional Student Development Committee
- Grants Committee
- History Committee
- Membership Committee
- Professional Development Committee
- Scholarship Committee
- Small Colleges Committee

Details specific to each standing committee, including the committee charge, membership, and descriptions of the standing committees follow in later sections.

General Guidelines for Committees: This section outlines guidelines pertinent to most committee work. Information about the composition and operating procedures of specific committees, including exceptions to these guidelines, is included in each committee's section in these Guidelines (below).

Committees will ordinarily conduct business by means of face-to-face meetings at the annual conference, by telephone, mail, or electronic means. They shall report semi-annually to the Core Committee and Executive Committee.

Terms of Service and Membership: Membership on POD committees is open to all members of the organization, and members shall be invited to declare their interests at least annually by a call in the newsletter and on the POD listserv. Unless otherwise specified in these descriptions, the term of membership on standing committees shall be no more than three years, and such terms will be renewable at the discretion of the committee. Standing committees will consist of at least 4 persons to spread the workload and involvement of POD's membership in key decision-making.

Conflict of Interest Statement for POD Committees

Several POD standing committees manage calls for proposals for members to receive grants, awards, or internships, to be presenters/hosts for POD-sponsored events and institutes, or to review artifacts for publication. In accordance with PODs values of inclusion, evidence-based practices, and ethical practices, committees who manage CFPs must make public and transparent the selection criteria and processes for these opportunities.

POD recognizes that those who serve on committees are likely to have a deep interest in the mission of that committee, and also that serving on a committee is an excellent way to learn about its programming in more depth. To help avoid potential conflicts of interest, we ask that committee members disclose to the chair of committees on which they serve any interest in submitting proposals. This will allow the chair to arrange subcommittees so that no members

with a potential conflict of interest can have any role in the review/selection process or see competing proposals during that application cycle.

Individual committees may also create their own Conflict of Interest Statements with more specific recommendations.

III.B.2 Standing Committee Chairs

Committee chairs are responsible for overseeing and organizing the work of the committee, including but not limited to the following:

- communicating tasks, timelines and processes to committee members
- communicating on behalf of the committee to Core
- communicating regularly with the designated liaison from the Executive Committee to assure that committee work is aligned with POD's overall mission and strategic plan
- submitting semi-annual reports
- document committee work and use of budget
- in consultation with the POD president and the specific standing committee, preparing someone to take over as chair
- collaborating with the Executive Director and other committee chairs, where appropriate.
- designate Core liaison

If the chair is not a member of Core, another member of Core (who is not one of the presidential officers) will join the committee to represent the committee in Core Committee work. Unless otherwise specified in these Guidelines, committee chairs shall be appointed by the President in consultation with the members of the relevant standing committee and with consideration given to recommendations from the Core Committee, the Executive Committee, or other interested persons.

Chairs will serve a term of up to three years. An extension of the chair's term may be requested by a majority of the members of the committee, and this request should be submitted in writing to the President. Two models of chair succession exist:

- chairs serve up to but not exceeding three years and
- chairs serve a three-year term according to the POD President model, spending one year in each of the following roles: past, current, and incoming chair.

If the chair must step down in the middle of a term, the President will consult with committee members and Core before appointing a new chair.

Communication between Committees and Core: The committee chair, on behalf of and in consultation with the committee members, submits biannual reports to Core one month before the Fall and Spring Core meetings each year. The report must include material requested by Core, such as:

- Informational items: include a timeline and list of tasks accomplished by the committee since the last Core meeting;
- Action items: list of items that require a Core Committee vote, including any changes in

the charge, composition or timeline of the committee from what is stated in the Governance Manual, or any significant changes in the way the committee functions (e.g., POD publications going from paper to online-only format);

- Budget requests: requests for funding can be made in the spring reports only because the budget is approved by Core at the March meeting. No budget requests are to be included in the fall committee reports. Funding requests need to be made each year for committee work, including for continuing or long-term expenses.

Some committees communicate information or action items to the Core Committee between the reports via email. Details specific to individual committees can be found in each committee's section below.

III.B.3. Awards Committee

Charge

The purpose of the Awards Committee is to oversee all awards and recognition programs of the organization and to receive and review suggestions for new or expanded forms of awards and recognition. The following awards and recognition programs are in the purview of this committee:

- The Spirit of POD Award
- The Robert J. Menges Award for Outstanding Research in Educational Development
- The POD Innovation Award
- The Christine A. Stanley Award for Diversity and Inclusion Research in Educational Development

Membership

The Awards Committee will have at least seven members, beyond the committee chair, and operates with a strong subcommittee structure.

The membership consists of: Core's Executive Committee representative (to Awards), the chair of each award subcommittee (Spirit of POD, Menges, Innovation, and Stanley), and two additional members-at-large. The chair, who serves a 3-year term, should be a past or current Core member. The committee members will have terms of three years, renewable once for an additional three years.

Chair Structure & Responsibilities

The chair coordinates the work of the committee and subcommittees, communicates with Core about the work of the committee and subcommittees, and leads regular meetings of the full committee. The chair also serves on the subcommittees as needed, and may serve in place of Core's Executive Committee representative. The subcommittee chairs coordinate the selection process for their respective awards.

Operating Procedures to Create New Awards

1. Proposals for new awards may originate within any POD Network committee or subcommittee.

2. Proposals will be provided in writing to the chair of the Awards committee. The Awards chair, in consultation with the Awards committee members, will provide feedback, allowing the originating group to respond before submitting the final proposal to Core for a vote to approve or deny the creation of the award.
3. Proposals shall include the following information:
 - a. Award name
 - b. Purpose
 - c. Eligibility criteria (if any beyond being a POD Network member)
 - d. Selection criteria
 - e. Operating procedures (e.g., processes, timelines)
 - f. Budget
4. If an award is to be named after an individual, the following process shall be followed:
 - a. The rationale for using the name should be provided in the proposal (e.g., past contributions to the award's area of focus, POD Network leadership, etc).
 - b. Once the award has been approved by Core, a representative of Core (typically a member of Core's Executive Committee) will contact the individual to seek their permission to use their name for the award. If the individual is deceased, the Core representative will contact a family member to seek permission.
5. Once an award proposal is approved by Core, the following process shall be followed:
 - a. A new subcommittee is formed as part of the Awards committee.
 - b. The Awards committee chair works with those who submitted the proposal (including the chair(s) of the originating committee) to identify a chair for the new subcommittee.
 - c. The subcommittee chair drafts governance manual text (based on the proposal approved by Core) that follows the template used in existing award subcommittee descriptions.
 - d. The Awards committee members review the proposed governance manual text and finalize it for submission to Core for a vote of approval. Once approved, the text is added to the governance manual and adapted for use on the POD Network website.
 - e. The subcommittee chair solicits members as per the approved membership description and the subcommittee launches its work.

The Spirit of POD Award Subcommittee

Each year, the Spirit of POD (SPOD) subcommittee will have the option of presenting a Bob Pierleoni Spirit of POD Award. The Spirit of POD Award is one way the POD Network can recognize members who have made selfless contributions through their long-time professional service to the organization and lifetime achievements within the educational development profession.

Membership

The subcommittee will have at least six members, beyond the chair. Membership consists of: a Core Executive Committee representative; recent past award recipients who are willing to serve; and up to three other members who have an overall knowledge of the POD Network and its membership as a result of having served on the Core committee. The POD Network's Executive Director is an ex-officio member of the subcommittee. All SPOD subcommittee members must be POD Network members. The chair of the subcommittee will be determined

by the chair of the Awards committee. SPOD subcommittee members will have terms of three years, renewable once for an additional three years. Ideally members' terms will be staggered to ensure continuity. The subcommittee chair's term will normally be three years.

Award Criteria

This award honors POD Network members who make significant, long-lasting contributions to POD Network members, the organization as a whole, and the educational development profession. Nominations must be submitted to the SPOD subcommittee chair by a POD Network member through the online nomination form; self-nominations are not accepted.

Recipients of this award should reflect some combination of the attributes listed below (and further defined in the rubric), but they may also contribute positively in other ways:

1. Have an established history of serving the POD Network, including
 - a. Sharing knowledge, experience, materials, ideas, and support;
 - b. Exercising innovative leadership in the organization;
2. Contribute substantially to the profession of faculty, instructional, and organizational development;
3. Exemplify the philosophy, principles, and practices of the POD Network;
4. Be actively involved in the POD Network for at least 10 years.

In short, the SPOD subcommittee members will identify recipients for the award who are recognized as having exemplary records of contributing to the POD Network while embodying the spirit of the organization.

Normally no more than one award will be given in one year and sometimes no award will be made; in rare circumstances, a second award in one year is possible at the discretion of the SPOD subcommittee members. Award recipients must be a POD Network member. A POD Network member may only receive this award once.

Operating Procedures

1. The Bob Pierleoni Spirit of POD Award subcommittee shall have the responsibility of deciding when an award is to be given on the basis of the eligibility of possible recipients. The award will not necessarily be given annually; thus, the subcommittee will make a selection only when a clear choice compels them to act.
2. Nominations should be actively solicited from the membership throughout the year via electronic communications (e.g., the POD google group) sent by the subcommittee chair and/or the POD Network's Executive Director and will have a deadline of 4-6 weeks before the annual conference (i.e., mid- to late-September). The call for nominations should indicate that the POD Network President, Past President, President Elect, and members of the SPOD subcommittee are not eligible to receive the award. Additionally, the call will also note that SPOD subcommittee members are not eligible to serve as nominators and/or provide their names or narrative in support of a nomination. To help avoid such conflicts of interest, the call will list all subcommittee members' names to inform potential nominators whom they should avoid contacting. Nominators should solicit and include examples of the nominee's contributions from other POD Network members to strengthen the case and demonstrate a convergence of evidence.

3. When a nomination has been submitted, the subcommittee chair will confirm with the POD Network's Executive Director that the person has a current POD Network membership and has been an active member for at least 10 years. Only nominations meeting these criteria will be considered for the award.
4. The SPOD subcommittee will meet electronically before the annual POD conference to deliberate on the nominations. Only the nomination material submitted should be considered during the deliberations. Members will also normally meet at the conference to discuss the award process.
5. To assist with the deliberation process, subcommittee members should be guided by the following criteria determined by those who have reviewed nominations for a number of years.

Effective nominations in the past have included the following:

- Support from more than one individual from more than one institution/organization;
- Narratives and quotes – rather than a series of bullet points – woven into the nomination that explain and illustrate the nominee's contributions;
- Examples of attributes that address as many criteria above as possible (although not all required).

Subcommittee members will also apply the rubric criteria:

- *Service to the POD Network and its membership* – Sustained, substantial, and above and beyond routine contributions to the POD Network.
 - *Sharing* – Examples of the nominee freely sharing knowledge, experience, materials, ideas, and/or support with other POD Network members (e.g., face-to-face, email, listserv).
 - *Innovative Leadership in the POD Network* – Demonstrated internally through work on committees, conferences or institutes, publications, practices, and/or externally through extending POD's reach, visibility and affiliations.
 - *Contribution to Profession/Field* – Demonstration of contributions to faculty, instructional and organizational development (e.g., through scholarship, signature program that improves practice, recognition of teaching center, etc.).
 - *Exemplifies POD Network Principles/Philosophy/Practices* – Confirmation through examples of generosity of spirit, kindness, compassion, sincerity, and civility.
 - *POD Network Membership* – active engagement in POD for at least 10 years.
 - *Range of Support for Nomination* – Nomination is supported by individuals from a variety of institutions.
6. The SPOD subcommittee members will seek consensus to determine each recipient. Subcommittee members should avoid conflicts of interest and not be involved in the preparation of any nominations.
 7. All nominations received should be acknowledged either directly by the subcommittee chair or automatically via the online system being used for nomination submission (text for automated receipt message: "Thank you for your nomination submission. Spirit of POD Awards are announced at the annual Fall conference."). Each year any unsuccessful nominator should also receive a standardized feedback message to help promote future nominations [recommended email wording: "Due to the limited number of Spirit of POD Awards conferred, we encourage the re-nomination of worthy candidates, with careful

attention to enhancing nomination submissions based on the award criteria (a note of guidance: after a third unsuccessful nomination, an award is unlikely).”] The message to unsuccessful nominators should only be sent out after the annual conference and should be sent by the subcommittee chair.

8. When an award is to be presented, the subcommittee chair will arrange for the production and delivery of the physical award in time for the conference.
9. The chair of the subcommittee will present the award at the annual POD Network conference awards dinner.
10. The award shall be announced in a timely manner in the POD Network newsletter and on the POD Network website.
11. The award description on the POD Network website will be reviewed at least once a year and updated before the call for nominations is released.

The Robert J. Menges Award Subcommittee

The Robert J. Menges Award for Outstanding Research in Educational Development was established in recognition of Robert J. Menges. Bob Menges was and remains an honored scholar and whose long years of work and contributions to teaching and learning and faculty and educational development in higher education can be characterized by his spirit of caring consultation, active participation, and rigorous research. This award honors sessions by POD Network members at our annual conference that reflect Bob Menges’ values and approaches to his work. He loved to create studies out of ideas, and he practiced a wide variety of methodologies and designs. As a result, this award recognizes original research, quantitative or qualitative, that leads to systematic investigation and evidence-based conclusions that can enrich our understanding within the educational development field.

Membership

The subcommittee will have at least four members, beyond the subcommittee chair. The membership consists of a Core Executive Committee representative, a member of POD’s Scholarship Committee, and at least two POD members at large. Ideally, at least one at-large member will be a past Menges Award recipient. The chair of the subcommittee will be determined by the chair of the Awards committee. The term for subcommittee membership, beyond Core’s Executive representative, will be a maximum of three years, with the possibility of renewal for one additional three-year term. The subcommittee chair’s term will normally be three years. An individual may not serve on the subcommittee in years they self-nominate for the award.

Award Criteria

The selection criteria are as follows:

- An accepted conference session proposal, self-identified as sound and rigorous research in any area appropriate to the mission of the POD Network that will help advance the field of educational development.
- A complete, extended research award proposal including:
 - strength and clarity of research question;
 - presentation of research approach;
 - relationship to the field of educational development, previous research, and/or theoretical frameworks; and
 - coherence across data, analysis, findings, and conclusions.

- The research project should be complete or nearly complete so that findings can be described and assessed.
- Award recipients must be a POD Network member.

Operating Procedures

1. This award shall be presented annually at the conference.
2. Approximately 6 months before the annual conference date, the subcommittee chair shall contact all those with accepted proposals who expressed an interest in pursuing the award in their conference proposal submission to ensure that they are still interested in applying for the award. If they plan to apply, the chair will send out an electronic submission form for them to complete and return. The submission form provides a template prompting applicants to provide required information about their research project and to verify that they are a POD Network member.
3. The chair will collect and process all submission forms (record and number them and ensure that all identifying information has been removed), verify membership status with the POD Network's Executive Director, and then share submissions from verified members with the subcommittee members for review.
4. The review committee uses the Menges award rubric, provided by the subcommittee chair, to assess the proposals and facilitate consistency in reviews. The chair compiles the reviews and, as needed, convenes a subcommittee meeting to discuss discrepant reviews and reach a consensus regarding awards to be made.
5. Both recipients and non-recipients who submitted proposals should be notified of the review outcome by the subcommittee chair before the annual conference.
6. Recipients should be in attendance at the conference. The session(s) selected shall be described as the "Robert J. Menges Award for Outstanding Research in Educational Development" in the conference program, which shall also include an explanatory paragraph of this award recognition. The subcommittee chair works with the Conference Committee to ensure that each award-winning session is highlighted in the conference program and that appropriate space is reserved.
7. The presenters of the award-winning session(s) are to be recognized with a plaque. The chair of the subcommittee will present the plaque at the annual POD Network conference awards dinner. The ordering of the plaque(s) and the maintenance of records relating to the award shall be the responsibility of the Executive Director once notified by the subcommittee chair.
8. The award shall be announced in a timely manner in the POD Network newsletter and on the POD Network website.
9. The award description on the POD website will be reviewed at least once a year and updated before the call for submissions is released.

The POD Innovation Award Subcommittee

The POD Innovation Award, formerly known as the Bright Idea Award, recognizes POD Network members who have implemented creative ideas for educational development. This recognition is presented at the annual conference. The purpose of the award is twofold:

1. To encourage participants to share their ideas with colleagues in the POD Network.
2. To recognize those working in any area of educational development: faculty, graduate student, instructional, or organizational development.

Membership

The subcommittee will have at least four members, beyond the subcommittee chair. The membership consists of a Core Executive Committee representative, and at least one member who is a previous award recipient. The chair of the subcommittee is determined by the Awards committee chair. The term for subcommittee membership, beyond Core's Executive representative, should be a maximum of three years, with the possibility of renewal for one additional term. The subcommittee chair's term will normally be three years. An individual may not serve on the subcommittee in years they self-nominate for the award.

Award Criteria

The following are the criteria for award selection:

- Originality: The extent to which the idea is new or a creative adaptation of an existing idea.
- Scope and impact: Breadth and length of the impact will be considered.
- Transferability: Ease of adaptability to other campus environments.
- Effectiveness: Is the program cost and time effective?

Award recipients must be a POD Network member.

Operating Procedures

1. The award is given at the annual conference.
2. The call for applications occurs approximately 3 months before the conference (start of August), and applications are submitted electronically. Detailed instructions for applications shall be maintained on the POD website, and will include that applicants need to verify that they are POD Network members when submitting their application.
3. When applications are received, the subcommittee chair will confirm with POD's Executive Director that each person has a current POD Network membership. The applications of verified members will move forward for consideration.
4. Subcommittee members do two rounds of review on the applications, the first to make an initial short list and a second to identify the finalists (normally six).
5. The finalists will be invited to prepare a poster and brief handout for the conference poster session. The award criteria outlined previously are used to identify the finalists and the award recipient.
6. Subcommittee members attend the poster fair and then participate in a face-to-face meeting to identify the award recipient. Typically only one award is given each year.
7. All finalists are recognized by the subcommittee chair at the annual POD Network conference awards dinner, with the award recipient's idea being presented last.
8. The ordering of the physical award and the maintenance of records relating to the award shall be the responsibility of the Executive Director once notified by the subcommittee chair.
9. The award shall be announced in a timely manner in the POD Network newsletter and on the POD website.
10. The award description on the POD Network website will be reviewed at least once a year and updated before the call for submissions is released.

The Christine A. Stanley Award for Diversity and Inclusion Research in Educational Development seeks to honor individuals who, like Dr. Christine Stanley (former POD Network president in 2000-2001 and chair of the Diversity Committee from 1993-1999), have demonstrated unequivocal commitment to advancing research on diversity and inclusion issues in educational development.

The purpose of the award is three-fold:

- to raise the awareness of and advance theory about diversity and inclusion related issues in educational development
- to contribute to increased understanding of best practices on diversity and inclusion related issues in educational development
- to recognize how POD's values of diversity and inclusion are reflected in the everyday practice of educational development.

Membership

The subcommittee will have at least five members, beyond the chair of the subcommittee. Membership consists of: a Core Executive Committee representative; at least one member who, at the time of appointment, serves on the POD Diversity Committee; at least one past Stanley Awardee (once an award has been given), and two POD Network members-at-large. Ideally, at least one member-at-large is on POD's Scholarship Committee. The subcommittee chair will be determined by the Awards committee chair. The term for subcommittee membership should be a maximum of three years, with the possibility of renewal for one additional term. The subcommittee chair's term will normally be three years. An individual may not serve on the subcommittee in years they self-nominate for the award.

Award Criteria

All applications are welcome, but applicants must be POD Network members when applying for the award.

To apply for this award, self-nominators must submit a full manuscript highlighting their diversity-related research that has been accepted by or published in a peer-reviewed platform in the field of educational development within the last 18 months.

The manuscript must:

- show an awareness of both educational development scholarship and relevant scholarship on diversity and inclusion;
- reflect relevant POD Network values (e.g., collegiality, inclusion, diverse perspectives, advocacy and social justice, distributed leadership, innovation, evidence-based practices, respect/ethical practices); and
- have a central argument about diversity and inclusion through educational development (whether that be among faculty, students, or educational developers) or engage contemporary scholarship on diversity and inclusion in educational development or in teaching and learning.

Examples of diversity and inclusion related issues in educational development may include:

- access to greater numbers of international students and supporting students/staff/faculty of color in higher education;
- students living through economic downturns amidst rising educational costs;
- accessibility and support for students with disabilities on campus and accessible instructional design;
- technology in relation to affordability and accessibility of higher education;
- public demand for internationalized curricula that better reflect global higher education;
- increased visibility of LGBTQ students, faculty, and staff in higher education; and
- institutional, national, and/or international models for successful diversity- and inclusion-related educational development work.

Awards will be given to manuscripts that reflect original research. Research may be quantitative or qualitative, and may be based on experimental studies, participant observation, practitioner research, or other methodologies that lead to systematic investigation and evidence-based conclusions. The number of awards (up to three per year) will be determined based on the quality of submissions.

Operating Procedures

1. Approximately 6 months before the annual conference date, the subcommittee chair shall distribute a call for applications to the POD Network membership.
2. Applicants will submit a full manuscript of up to 35 pages, double-spaced written in English, by June 1st. Submissions should redact identifying information to ensure a blind review. Applicants should also verify that they are a POD Network member.
3. When submissions are received, the subcommittee chair will confirm with POD's Executive Director that each applicant has a current POD Network membership (not all authors need be members – just the applicant). The submissions of verified members will move forward for consideration.
4. The subcommittee, in coordination with the POD Diversity Committee, may recognize up to three shortlisted applicants in the Diversity Committee White Paper, to be released at the POD Annual Conference.
5. All applicants will be notified by the subcommittee chair about their submission result.
6. The awardee(s) will be announced by the subcommittee chair at the awards dinner at the annual POD Network conference.
7. The ordering of the plaque(s) and the maintenance of records relating to the award shall be the responsibility of the Executive Director once notified by the subcommittee chair.
8. The award shall be announced in a timely manner in the POD Network newsletter and on the POD Network website.
9. The award description on the POD Network website will be reviewed at least once a year and updated before the call for submissions is released.

III.B.4 Conference Committee

Charge

The Conference Committee is responsible for the organization of POD's annual conference, including all programmatic and logistical aspects.

Membership

There are generally five members on the Conference Committee:

- 2 Conference Co-Chairs
- 2 Program Co-Chairs
- The POD Executive Director
- The current President serves as Core liaison

Chair Structure & Responsibilities

Conference Co-chairs are suggested by the previous year's Conference Co-chairs and officially selected by the POD President and the Executive Committee. Conference Co-chairs oversee all aspects of the conference, with the exception of site selection, registration and proposal review, selection and scheduling. Conference Co-chairs serve for one year.

Program Co-chairs are selected by the incoming conference Co-chairs and oversee all aspects of the proposal review process and scheduling of the conference program components. Program Co-chairs serve for one year.

The POD Executive Director has prime responsibility for budget and logistics relating to conference organization and implementation and works in close cooperation with the conference and program Co-Chairs. The Executive Director oversees all matters pertaining to the selection of the conference site as well as registration and collection of conference participant fees. The Executive Director also serves as the official signatory for hotel or other contracts related to the implementation of the conference event.

All members of the Conference Committee are expected to:

- Attend weekly meetings for the 11 months leading up to the conference
- Complete a three-day site conference visit in the spring preceding the conference
- Arrive at the conference site one to two days prior to the conference and stay for the duration of the conference.

All Conference Committee travel, food and lodging expenses for the spring site visit as well as the conference itself are paid for by the POD Network.

Operating Procedures and Policies

In addition to the responsibilities noted above, The Conference Committee is responsible for the appointment and oversight of conference coordinators and volunteers. All conference volunteers are invited and appointed by the conference Co-Chairs, often working in close consultation with Program Co-Chairs.

Structure

While the Conference Committee does not have any subcommittees, its members work closely with the several coordinators and volunteers. All conference coordinators and volunteers are invited and appointed by the Conference Co-Chairs, working in close consultation with Program Co-Chairs. Coordinators include:

1. *Session Coordinators*, in conjunction with the Program Co-chairs, oversee the proposal review processes for each respective session type. There are one to two Coordinators for each session type:
 - Pre-conference Workshops Coordinator
 - Interactive Sessions Coordinator
 - Research Sessions Coordinator
 - Roundtable Sessions Coordinator
 - Poster Sessions Coordinator
2. *Topical Interest Group Coordinator*, responsible for organizing facilitators for TIG sessions in the conference program. Additionally, the TIG coordinator is charged with TIG session evaluation.
3. *Expeditions Facilitator*, responsible for the identification and planning of the educational expeditions and works closely with the Conference Committee in doing so.
4. *Job Fair Coordinator*, responsible for organization of the Job Fair and communication with all Job Fair participants.
5. *Conference Evaluation Coordinators*, members of the Core Committee who determine, in consultation with the Conference Committee, the forms and the process to be used for the evaluation of sessions and the conference overall.
6. *Registration Desk Volunteer Coordinator*, gathers volunteers to help at the registration desk, provides the names of volunteers and their schedule to the Executive Director and assists at the registration desk during peak registration times.
7. *Newsletter Editor*, prepares the copy for the conference newsletter and, with the assistance of the Executive Director and conference Co-Chairs, arranges for the reproduction and distribution thereof.
8. *Resource and Materials Fair Coordinator*, obtains the names of registrants for the Fair from the Executive Director. After obtaining the list of registrants from the Executive Director, the Resource and Materials Fair Coordinator communicates with Resource Fair registrants and oversees the set-up for the event and assists participants on-site as needed.
9. *Roommate Assistance Coordinator*, collects names and lodging preferences of persons wanting a roommate at the conference and then connects these individuals.
10. *POD Innovation Award Coordinator*, The coordination of the POD Innovation Award process is separate from the conference. However, the award is presented at the conference, and recipients display their ideas as part of the Resource and Materials Fair. This Coordinator informs the Executive Director as to the number of display poster boards needed for the Fair. The planning of the awards ceremony is to be coordinated with the conference Co-Chairs.

11. *Newcomers' Orientation Facilitator*, plans the scheduling of this event with the conference Co-Chairs.
12. *Volunteer Proposal Reviewers*
Proposal reviewers volunteer by responding to a call sent out by the Conference Committee. They may be asked to review up to six proposals in one of several names topics of expertise or interest. All proposal reviewers must be current members of POD.
13. *Conference Volunteers*
Other conference volunteers staff the welcome desk, and assist with minor logistical matters on excursions.

III.B.5. Diversity Committee

Charge

The Diversity Committee (DC) serves as an advocate to POD by advising members of the Core Committee on ways to sustain and improve the organization's efforts toward valuing diversity. Formed in 1993, as a result of a strong call from individuals within the membership, the Committee's goals are focused on 1) recruitment and retention of members from underrepresented groups and institutions in POD and in the faculty/instructional development community more broadly and 2) the cultivation of greater critical attention to questions of diversity in our work. Underrepresented groups are defined as, but not limited to, members who identify as racial and/or ethnic minorities; lesbian, gay, bisexual, or transgendered individuals, and individuals who are disabled. Underrepresented institutions are defined as, but not limited to, historically black colleges and universities (HBCUs), native American tribal colleges, Hispanic serving institutions (HSIs) or Hispanic area colleges and universities (HACUs), or Minority Serving Institutions (or those aspiring to become MSIs).

Membership

The Diversity Committee is open to membership from all interested POD members. The DC Executive Board is elected from within the group; whenever possible, a member of the Executive Board also serves as Core Liaison to the DC. All other current POD members who are interested in the work of the DC may consider themselves DC Affiliates and may participate in discussion forums on the DC listserv and are invited to attend the annual DC business meeting at the national conference.

Executive Board Structure & Responsibilities

The Diversity Committee Executive Board (EB) consists of a Chair, Vice Chair, Past Chair, Assessment Coordinator, Diversity Grants Coordinator, Assistant Coordinator for Travel Fellowships, and Assistant Coordinator for Internship Grants. If no member of the EB is a member of the Core Committee (and so able also to serve as Core Liaison), then a separate Core Liaison will be chosen to serve on the Executive Board.

Past Chair (one-year term) - Responsibilities include mentoring the Chair; advising the EB on matters related to the grants program, POD conference, and other matters regarding issues of diversity and inclusiveness in the organization; overseeing any ad hoc projects or sub-

committees as needed; and other responsibilities as assigned by the EB.

Chair (one-year term) - Responsibilities include mentoring the Vice Chair; providing leadership and vision to the Executive Board; initiating and chairing conference calls; encouraging strategic planning; submitting Core reports (twice annually in late February and September) including annual budget requests; appointing new EB members in consultation with the EB and pending CORE approval; and other responsibilities assigned by the EB. This position is typically successor to the Past Chair position. The Chair's conference responsibilities include:

- Encouraging DC affiliates to review conference proposal submissions.
- Inviting people to submit sessions, as individuals and as teams.
- Communicate DC conference events to the DC affiliates and the POD membership.
- Setting agenda for and chairing annual business meeting.

Vice Chair (one-year term) - Responsibilities include mentoring the Diversity Grants Coordinator; performing DC Chair responsibilities when the Chair cannot be available (see Chair Description); submitting quarterly newsletter entries; submitting proposal for annual POD-Sponsored grant awardees session at national conference (in consultation with Diversity Grants Coordinator); participating in board conference calls; co-chairing annual business meeting; and other responsibilities assigned by the board. This position is typically successor to the Chair position. The Vice Chair's conference responsibilities include:

- Communication with conference program chair or co-chairs to coordinate events at the DC sponsored reception, Annual DC Business Meeting, and Annual Travel and Internship Grant Awardees Concurrent Session and securing their placement in the conference program.
- Communication with Chair about conference arrangements, changes, and updates, including notices of progress, deadlines, and any issues that may require input from the larger Committee.
- Work with the Excursions Committee to highlight events that reflect the diverse POD community.

Assessment Coordinator (one-year term) – Responsibilities include working with the Diversity Grants Coordinator to assess the on-going impact of the DC's efforts, in particular the impact of the grants program. The Assessment Coordinator will develop and maintain systems for short-term and longitudinal assessment of the impact of the Travel Fellowship and Internship programs, as well as report relevant data via the DC's wikiPODia page. In addition, the Assessment Coordinator serves as the DC's archivist, keeping track of the DC's history and updating the DC wikiPODia site with relevant information (such as our email archive). This position may be successor to the Vice Chair position. The Assessment Coordinator's conference responsibilities include:

- updating the DC wikiPODia page with conference-relevant information
- sharing data about the grants program at the DC Business Meeting
- taking notes at the DC Business Meeting and then distributing them to the DC listserv following the conference

Diversity Grants Coordinator (one-year term) - Responsibilities include facilitating Internship and Travel Grant inquiries and distributing application information to the EB, coordinating

selection process, reporting award recommendations to the CORE, coordinating award process with POD Executive Director, updating POD website and wikiPODiA grants information, and reporting recipient names to DC affiliates and POD membership on listserv, and in quarterly newsletter. The Grants Coordinator is also a member of the EB and participates in all meetings. This position may be successor to Vice Chair position. The Grants Coordinator's conference responsibilities include:

- Inviting grant recipients to be present at the reception, and coordinating with the Chair to see that they get introduced during the annual meeting and that their names are listed in the conference program.

Assistant Coordinator for Travel Fellowships (one-year term) – This position may be successor to the Diversity Grants Coordinator or Assessment Coordinator positions and responsibilities include assisting the Grants Coordinator in facilitating the travel grant process and performing Grants Coordinator responsibilities when the Grants Coordinator is not available (see Diversity Grants Coordinator). The Assistant Coordinator for Travel Fellowships is also a member of the EB and participates in all meetings, records minutes of EB's meetings, and distributes minutes to EB members via email following each meeting.

Assistant Coordinator for Internship Grants (one-year term) - This position may be successor to the Diversity Grants Coordinator or Assessment Coordinator positions and responsibilities include assisting the Grants Coordinator in facilitating the internship grant process and performing Grants Coordinator responsibilities when the Grants Coordinator is not available (see Diversity Grants Coordinator). The Assistant Coordinator for Internship Grants is also a member of the EB and participates in all meetings and serves as liaison for grant awardees at the national conference.

Core Committee Liaison (three-year term or for the duration of the liaison's membership on the Core Committee) – Typically, the liaison holds one of the above roles on the Executive Board, as well as membership on the Core Committee (otherwise, a DC affiliate from the Core will be asked to serve as Core Liaison). The Liaison's duties include representing DC interests to the Core committee and communicating relevant Core business to the DC Executive Board.

Operating Procedures and Policies

Further details and resources regarding these procedures can be found on the DC's wikiPODiA page: <http://sites.google.com/site/podnetwork/pod-committee/diversity-committee>

1. *Grants Program*: The DC will be responsible for overseeing the Diversity Grants award process, which includes the Donald H. Wulff Diversity Travel Fellowship and the Faculty/TA Internship Grant Program:
 - A. *The Donald H. Wulff Diversity Travel Fellowships Program* seeks to increase participation by people from historically underrepresented racial and ethnic groups in the U.S. and/or underrepresented institutions in the field of educational development (here used as an umbrella term to encompass what may also be called faculty development, TA development, instructional development, organizational development, etc.). The grant is named in honor of the memory of former POD President Don Wulff in recognition of his

longstanding commitment to diversity and inclusiveness and his efforts to establish the Diversity Committee, the Internship Grants, and the Travel Grants Program.

The travel grant program awards up to \$1,000 to individuals (and up to \$2,000 for teams of two or more) to support their travel to the annual POD Conference. Applicants do not need to be previous members of POD but will need to join POD before attending the conference.

The POD Diversity Committee gives preference to individuals who would join POD and contribute to its mission over the long term, as well as those with particular interests in questions of diversity in educational development. Former grant recipients who have not received more than one award in the past may also apply for a second grant, with priority consideration being given to second-time applicants who have remained active members of POD's Diversity Committee. Underrepresented institutions include, but are not limited to the following: 1) Historically Black Colleges and Universities, 2) Native American Tribal Colleges, 3) Hispanic Serving Institutions or Hispanic Area Colleges and Institutions, and 4) Minority Serving Institutions (or those aspiring to become MSIs).

- B. *The Educational Development Internship Program* seeks to provide a POD member institution with funding up to \$5,000 in order to support an internship position related to educational development in higher education. The internship is meant to provide an individual with a broad introduction to the field of educational development (here used as an umbrella term to encompass what may also be called faculty development, TA development, instructional development, organizational development, etc.).

The goals for the Internship Program are:

- To provide a person from an historically underrepresented racial and/or ethnic group in the U.S. with career exploration opportunities in educational development (with preference given to individuals from traditionally underrepresented institutions and/or those with particular interests in questions of diversity in educational development);
- To support the intern's attendance at the annual POD Conference either at the beginning or end of the grant period.

The grant award will be allocated as follows:

- Up to \$4,000 will be awarded to the institution to fund the internship;
- Up to \$1,000 will be available to the intern for attendance at the POD Conference.

Institutions that are awarded the Internship grant must join POD as an institutional member before the 2010 conference.

Procedures regarding both grants are as follows:

- The DC's spring report will include a budget request to fund the following year's travel and internship grants;

- Following the Core spring meeting—if the budget request is approved—the Grants Program Team will make any needed updates to the proposal process/materials on the DC’s wikiPODiA page;
- the Grants Program Team will send out the call for grant proposals in April (using multiple means of communication) and will field any questions;
- following the proposal deadline (typically mid-May), the Grants Program Team will collate and distribute proposals to the full Executive Board;
- typically in early June the Chair convenes (at the request of the Grants Coordinator) an Executive Board meeting to review the proposals;
- the Grants Coordinator writes up the award recommendations and a description of the grants process, which the DC Chair then forwards on to the POD Executive Director;
- Upon the approval of the Core Committee, the Grants Coordinator contacts all those who submitted proposals with news and feedback regarding their acceptance;
- the Grants Coordinator requests that the Executive Director send an announcement to the POD membership regarding the grant recipients and also sends the recipient list to the Conference Committee Program Co-Chairs.
- the Vice Chair submits an announcement of the grant recipients to the POD quarterly newsletter.
- the Grants Coordinator asks the POD President to send an email congratulating the president of the institution that has received the Internship Award.

2. *POD-Sponsored Session*: The DC will be responsible for coordinating the DC’s POD-Sponsored Session at the annual conference.

Procedures are as follows:

- The Vice Chair will use feedback from the previous year’s session—along with input from the Executive Board—to write and submit the DC’s session proposal according to the spring deadline announced by the Executive Director.
- If the DC session is accepted, then the Grants Coordinator will communicate expectations to grant recipients (once chosen) about their role in the session.
- The Chair and Vice Chair will facilitate the session at the annual conference, distributing feedback forms to all participants (if the conference organizers do not provide forms, then the Executive Board will develop and print their own).
- If the DC’s own forms were used, then the Assistant Grant Coordinators will share the work of typing up the feedback gathered and distributing it to the Executive Board and the Executive Director.

3. The DC will be responsible for organizing other events meant to make visible the work of the DC at the annual conference. Procedures are as follows:

- The Chair will set the agenda for and lead the annual DC Business meeting
- The Chair will send announcements regarding all DC-sponsored events at the conference to the POD membership (via the POD listserv, the DC listserv, and the list maintained by the Executive Director)
- The Chair will host the Diversity Committee Reception, along with the Grants Subcommittee Chair

- The Chair is sometimes also asked to lead the “Diversity in the Classroom” Topical Interest Group discussion
- The Vice Chair oversees organization of the Diversity Committee Reception, communicating with the Conference Committee about reserving a room and equipment. If possible, the Vice Chair will have a poster made that lists all the award recipients
- The Vice Chair will also reserve space at a local restaurant for the Diversity Committee Dinner and make notices regarding the dinner to hand out at the DC Reception.

III.B.6 Electronic Communications and Resources Committee

Charge

The purpose of the Electronic Communications and Resources Committee (ECRC) is to advise on and facilitate the implementation of policies and practices regarding POD’s use of digital and communication resources to include, but not to be limited to, the POD website, POD electronic discussion/ mailing lists, WikiPODia and the POD Network Twitter account. These policies and practices could include issues related to the structure and content of the website, website maintenance, the number and nature of discussion lists for dialogue within and beyond the organization and guidelines for postings to the website or listservs. While the Scholarship Committee is responsible for print or electronic literature intended for more than temporary communication (such as books, videos, journals, and electronic journals), the Electronic Communications and Resources Committee (ECRC) could assist as needed in the electronic dissemination of these publications

Membership

The committee will consist of at least five members with interest and expertise in appropriate areas. Current members of POD are welcome to join ECRC, particularly those who have expertise in or are supportive of using digital and communication resources to support POD’s work.

Chair Structure & Responsibilities

The chair serves a three year term as chair-elect, chair and past-chair. The chair or past chair serves as the liaison to the executive committee and facilitates the yearly elections for officers. Chair-elect and chair positions are voted upon and implemented at the Fall meeting at the annual conference. Nominations are taken ahead of time and voted upon by electronic survey.

Leadership positions include:

The *Past Chair* serves as the liaison with the conference committee to help facilitate the use of the wiki and/or website for the annual conference. The past or current chair also organizes the Tweet team for the annual conference and promotes the use of Twitter between conferences. The past chair serves as the liaison with the conference committee and facilitates the election of officers each year.

The *Current Chair* oversees one of the current projects, most likely as the website coordinator.

The *Chair-elect* oversees one of the current projects along with one or two coordinators. The chair oversees and organizes the entire committee and will oversee the another project and process.

Project Coordinators: Project coordinator positions are filled with volunteers who would like to be active on that project and also be a part of the committee's leadership. Project coordinators include at least two Wiki coordinators (one of whom may be the Chair Elect). As part of the leadership team, they are included in the leadership meetings and communication. Project coordinators may later move into the chair position.

The progression of leadership for the ECRC unfolds over a four-year period in terms of titles: Project Coordinator, Chair-Elect, Chair, Past-Chair. Because the nature of the projects that the ECRC coordinates, the commitment to these leadership positions are goal-oriented instead of time-oriented. A leader will take responsibility for a project and see it through to the end, even if the completion of the project occurs after the year's term for the office.

Operating Procedures

The ECRC oversees and promotes the wiki, the website and the Twitter account in collaboration with the Core committee, executive committee and conference committee. The committee shall also discuss other related matters referred to it by the Core Committee or suggested by members and shall make recommendations for action to the Core Committee.

Currently only POD members are able to post to WikiPODia. Only select individuals are allowed to post tweets using the PODNetwork Twitter account: The Executive Directors, the President, the chair of the conference committee and the chair of the ECRC.

Structure

The dynamic nature of the technologies and resources the ECRC works with mean changes from year to year, so these subcommittees remain flexible and open to adopting a new application or project to work on. Current subcommittees (2011-12) include:

1. *WikiPODia Group:*

Oversee, promote and participate in the creation of content on WikiPODia.

Includes members of ECRC, chair-elect, wiki coordinators

The Wiki coordinators (and chair-elect) communicate with the members of the group on a regular basis. Members monitor the listserv for likely topics that can be collated and posted on WikiPODia. The group also works with the conference committee on preparing pages for conference presenters.

2. *Website Group*

Oversee the functionality of the website and the design and implementation of a new website with new functionality. Participate in the writing of the RFP for the new website, the vendor review and selection process, and project management of the new website development process. The chair leads this group and works with the executive director as the liaison with the chosen web design company.

The chair communicates with the members of the web group regularly to manage this project. The chair serves as the project management in coordination with the executive

director.

3. *Tweet Team*

- One person designated to Tweet using the PODnetwork twitter account and to organize a small group of avid tweeters to post tweets during the conference using a specific hashtag.
- Includes the Head Tweet, who is a member of ECRC, and team members recruited from among membership
- Head Tweet can tweet using PODNetwork Twitter account or their own Twitter account. Puts out the call for people to join the Tweet team and promote the use of Twitter and the hashtag for all conference participants to use for tweets during the conference.

Policies for POD-Members only Listserv

The POD Members only listserv is used for carefully selected announcements related directly to matters of pressing POD business. It is not a replacement for the POD Network News (newsletter), nor is it a replacement for the open POD discussion listserv. Only current members of the POD Network are registered on this listserv, and announcements on this listserv are available only to POD members. The listserv is maintained and accessed by the Executive Director, and it is hosted by the University of Notre Dame.

III.B.7. Finance Committee

Charge

The purpose of the Finance Committee is to assist the Core Committee in meeting its fiduciary responsibilities to POD members and the general public by ensuring that the organization is in good financial health. In particular, the Finance Committee provides oversight on behalf of the Core Committee to ensure that POD's assets are protected and that its resources are used appropriately and effectively to help fulfill the organization's mission.

The Finance committee provides guidance to the Executive Director and the Executive Committee on the development, review, and revision of annual and long-range financial plans. It develops and recommends policies to safeguard the organization's assets and ensures that the organization maintains accurate and complete financial records.

Membership

The Finance Committee consists of nine members, consisting of:

- 1) FC Chair, who must be a member of the Core Committee
- 2) President
- 3) President Elect
- 4) Executive Director (non-voting)
- 5) Core Member
- 6) Core Member
- 7) At-Large Member
- 8) 1 additional member, *either Core or at-large*
- 9) Past FC Chair

To ensure succession planning, one Core member should join the committee every year (at the Spring meeting). Members serve 3-year terms unless asked to continue for an additional year by the Chair. (In cases where the Past FC Chair has already had her/his membership term extended by one year, the Past Chair's membership term may be extended by one additional year. In cases where a member rotating off of FC is elected as President, that person would continue to serve, first as President Elect, then as President, before rotating off.)

Because this is a small committee with significant responsibilities, members should not be serving as the Chair of another committee while serving as a member of the Finance Committee.

Financial expertise is not a requirement of members, however members should be willing and able to put work to expand their skills to fulfill the charge and meet emerging needs.

Chair Structure & Responsibilities

The Chair of the Finance Committee is typically a current or immediate past member of the Core Committee. Finance Chair vacancies are filled by requesting Core Committee members to self-nominate. The final selection and appointment of the Chair is made by the President, with input from the Executive Committee.

The Finance Chair serves on the on the Executive Committee and reviews monthly reconciliations and monthly bank statements.

Operating Procedures and Policies

All actions of the Finance Committee are guided by the "Fiscal Policies" section of the Governance Manual.

1. Review all POD financial reports produced by the Executive Director.
2. Monitor financial reports for compliance with federal, state, and other reporting requirements.
3. Monitor investments by reviewing financial statements and recommend changes as needed.
4. Review preliminary draft of the annual budget prior to the spring Core meeting.
5. Review unbudgeted requests for use of operating reserves proposed by the President, and which may exceed the approved operating budget.
6. Review membership and major program fees proposed by the Executive Director.
7. Conduct annual review of "Fiscal Policies" section of the Governance Manual.
8. Conduct annual review of internal control policies and procedures of the organization.
9. Meet at least once a year at the annual conference.

Structure

All members of the Finance Committee participate in all committee discussions and decisions.

Gifts Subcommittee

Description

The purpose of the Gifts Subcommittee is to begin the process of developing a gifting program within POD. The POD community has an esprit de corps that is truly unique in the

loyalty and good will enjoyed and displayed by its members. The program will offer members a way to express their appreciation for the support and collegiality provided by POD over the years. A successful gifting program will enable expansion of our organizational capacity and revenue base in order to better serve our membership.

Membership

The Chair of the Gifting Subcommittee is determined by a vote of the full Finance Committee. Subcommittee members are solicited from the Finance Committee, the POD membership, and by invitation.

Operating Procedures

1. Write a Case for Support to be reviewed and approved the Executive and Core Committees.
2. Develop format and content for two appeals per year. The subcommittee will recommend specific dates, but the following will guide the decisions:
3. Fall appeals will be distributed prior to the annual conference.
4. Spring appeals will be distributed prior to April 15.
5. Propose an investment strategy for cash donations, appreciated securities, and bequests.
6. Decide whether to establish an endowment, the income from which would support various projects, and/or to create a gift fund that is spent and replenished with additional gifts.

III.B.8. Governance Committee

Charge

The Governance Committee advises the Core Committee on issues pertaining to Bylaws and Guidelines of the POD Network and oversees the updating of the Governance Manual in accordance with Core Committee decisions. Through the Nominations and Election Subcommittee, they also oversee the nominations and election process and assure that it conforms to the Bylaws.

Membership

The Governance Committee shall be composed of the POD President Elect; the Past President; two Core Committee members; one member at-large; and the Executive Director as an ex-officio, non-voting member.

Chair Structure & Responsibilities

The Past President chairs this committee.

Operating Procedures and Policies

The Governance Committee will identify needed revisions and additions to the POD Governance Manual twice annually, following each Core Committee meeting. If the revisions or additions are connected with the business of a committee, that committee will be asked to propose a draft revision or addition for approval by the Core Committee at the next scheduled Core Committee meeting.

Suggestions for policy changes may be submitted at any time to the Past President, and any such requests shall be considered in a timely fashion.

Within two weeks after each Core Committee meeting, the Executive Director will make the changes in the Governance Manual and distribute the changes to the Core Committee and appropriate committee chairs.

Every 2 years beginning in 2012 (e.g., 2016, 2020, etc.), the Governance Committee will conduct a thorough review of the entire Governance Manual. This review should evaluate not only the clarity and organization of the Governance Manual, but also should consider whether the Manual describes existing practices within POD. This review should produce a report to the spring Core meeting (2012, 2016, etc.) that includes recommended revisions to the Manual or to POD's practices, for Core's consideration and vote.

III.B.9. Graduate & Professional Student Development (GPSD) Committee

Charge

The purpose of the Graduate and Professional Student Development (GPSD) Committee, established as a standing committee of POD in spring 2003, is to address common concerns and issues among professional developers of graduate students and postdoctoral fellows; foster a sense of community for those engaging in graduate student professional development (whether as developers, students, faculty, or administrators); facilitate a sharing of resources and collaborative projects; provide background and information to the larger group of faculty developers; contribute to the scholarship of graduate student professional development; foster career development of graduate students; and take a leadership role in contributing to and further defining the field of graduate student professional development. Additionally, the Committee connects with other groups and organizations whose activities and interests have a similar focus, such as ITA developers, international partners in TA development, PFF groups, professional associations, and other POD committees that have related interests.

Membership

The GPSD Committee is composed of seven members (1 chair and 6 members) who are selected by the broader GPSD interest group. Membership in the GPSD Committee is open to any member of POD, including faculty, graduate student professional developers, graduate students, professional students, postdoctoral fellows, visiting scholars, and administrators. A minimum of two years of POD membership is required to serve on the Committee. If no member of the GPSD Committee is a member of Core the chair will identify a "GPSD liaison" from Core to facilitate communication between the two groups.

Chair Structure & Responsibilities

Responsibilities of the GPSD Committee *Chair* include:

- Facilitating and coordinating the work of the Committee and maintaining regular communication with subcommittee chairs and the larger GPSD interest group.
- Keeping POD's Executive Committee liaison apprised of the work of the Committee and providing biannual reports on the work of the Committee to POD's Core Committee.
- Acting as a liaison to other POD committees for matters pertaining to graduate student

professional development. When appropriate, the chair delegates responsibilities to subcommittee chairs.

- Soliciting and compiling biannual reports from subcommittee chairs and distributing the compiled report to the Committee for feedback and comment.
- Ensuring that the GPSD Breakfast is scheduled at the POD Conference and overseeing room setup.
- With input from the Committee, articulating the agenda for the annual GPSD breakfast at the POD conference and moderating the breakfast meeting.
- In collaboration with committee and with input from the interest group (comprised of attendees at the annual breakfast), formulating goals for the coming year and communicating those goals to Committee and interest group members.
- Maintaining the lists of interest group and subcommittee members and updating lists annually after the POD conference and as changes occur.
- In consultation with the GPSD committee, selecting the GPSD Committee Conference Sub-Committee Chair, who communicates with the conference chair(s).
- Outlining and presenting to the Core Committee any budget requests or other proposals that have been approved by the Committee and need the clearance of the Core Committee.
- Updating the Committee's section of POD's governance manual as needed.
- Coordinating the annual GPSD Award. (See "Operating Procedures and Policies.")

Operating Procedures and Policies

1. *Committee Selection Procedures*

Committee members will each serve a three-year term. Those who would like to be on the Committee will self-nominate by writing a statement of interest. Self-nominations will be solicited after the conference. Nominees must have two years of POD membership. If the number of self-nominations is greater than the number of open positions, elections will be held in the fall with votes cast by attendees at the most recent GPSD breakfast (e.g., via anonymous online survey). Membership on the Committee will officially begin and end in the winter of the following year, after the conclusion of elections/appointments.

2. *Chair Selection/Transition Procedures*

After two years of a chair's three-year term, the Committee will select a "chair elect" at its annual business meeting at POD. The chair-elect will work jointly with the chair on the responsibilities named above. The chair-elect will then assume the chair position the following year.

3. *GPSD Awards*

Each year, pending approval of the GPSD Committee's annual budget request to the POD Core Committee, the GPSD Committee will make "GPSD Awards" to support attendance at POD for advanced graduate and professional students, as well as those with a postdoctoral appointment. In consultation with the GPSD Committee and the "GPSD liaison" to Core, the Chair will write and distribute the request for applications. The award will be publicized on the POD listserv, among other avenues. In consultation with the Committee, the chair will formulate a rubric for making awards, in alignment with the call for applications. The Chair and the Outreach Subcommittee head will review each application. If an applicant's

undergraduate, graduate, or postdoctoral institution is the same as the Chair or Outreach Subcommittee head's, an alternate reviewer from among the subcommittee chairs will be utilized to rank the applicant.

Structure

The GPSD Committee consists of a number of subcommittees. Each subcommittee is chaired by a member of the Committee and is composed of members from the larger graduate student professional development interest group. Subcommittees currently include Conference Planning, Program Assessment, Publication, Outreach and Governance. The areas represented by the subcommittees may be reviewed each year at the annual GPSD business meeting at POD and revised if necessary.

Responsibilities of Subcommittee Chairs

Subcommittee chairs are responsible for organizing, facilitating, and reporting on the work of the subcommittee. In dialogue with subcommittee members, subcommittee chairs will establish goals for their work annually after the POD conference and seek input and final approval on the proposed agenda from the Committee. Subcommittee chairs keep the Committee apprised of the status of their work and seek input as needed. Subcommittee chairs meet as a committee annually at the POD conference prior to the breakfast meeting and give input to the breakfast agenda. As needed, they present on work at the annual breakfast.

Role of GPSD Conference Subcommittee Chair

1. Work with the POD program chair or co-chairs to ensure that graduate student professional development issues are represented in all aspects of the program and that sessions with GPSD-related content are communicated to interest group members.
2. Solicit and submit names of graduate student developers who are willing to review proposals. This list should include GPSD subcommittee chairs and interest group members.
3. Communicate with GPSD Committee Chair to keep her/him apprised of conference progress and deadlines and any questions that may need input from the larger Committee.

III.B.10. Grants Committee

Charge

Each year the POD Network will have the option of providing funding for grants that support the mission of the organization. The purpose of the Grants Committee is to oversee the announcement of the Grant Program and the selection and award process.

Membership

The Grants Committee shall consist of at least five members, at least two of whom shall be previous recipients of grants.

Operating Procedures and Policies

1. The Grants Committee spring report will include a budget request for a specific amount

of grants funding for the upcoming year.

2. The Core Committee will vote on this request at the spring meeting.
3. Following the spring meeting, the Grants Committee will announce the call for proposals to the membership (through multiple channels, e.g., newsletter, email to membership, web site, listserv). The announcement will include the following: the purpose for the grants, eligibility, due date, amount available, submission process, evaluation criteria and review process, names of the current Grants Committee members, grant time period, and obligations of grant recipients. It is helpful to make available examples of previous projects that have been funded.
4. The Grants Committee chair will receive the grant proposals and will provide copies without any person's or institution's name to the members of the committee for blind review. The chair facilitates the evaluation process and does not vote. Members of the Grants Committee will use the announced criteria to conduct a blind review of the submissions, the committee will vote and meet online if necessary for discussion, and the chair will make a recommendation for funding to the Core Committee (usually in July). This Core Committee vote takes place in the summer.
5. Grant recipients and non-recipients will be notified through an official letter from the Grants Committee chairperson by August 1. Because POD promotes formative processes, general feedback from the evaluating committee will be available upon request to non-recipients.
6. Individuals submitting proposals for the POD Grants Program must have been a POD member for at least 12 months. Dissertation research may not be funded through the POD Grants Committee.
7. Recipients submit a progress report in January and a final report in September. They submit their research project to the POD conference and/or To Improve the Academy. They cite POD Grants funding in all presentations and publications.

III.B.11. History Committee

History

The first history of POD was written by Joan North and Stephen Scholl in 1979 in the *POD Quarterly*. Three histories of faculty development were produced in the 1990s. Diane Morrison was commissioned for two thousand dollars to write a history of POD, which was completed in 1992 as *Intimacy or Impact? The Evolution of the POD Network*. Richard Tiberius wrote an article on POD's history in 1995, and Karron Lewis published an article on the history of faculty development in 1996.

The History Committee began as the Archives Committee in the late 1990s, with Joyce Povolacs Lunde and Peter Frederick as co-Chairpersons, Christine Stanley as the Core liaison, and with the other members being Delivee Wright, Susan Kahn, and Ken Zahorski. Peter Frederick visited the Archives when they were at Valdosta, Georgia, in the fall of 1999 and decided on "things to throw out, save, and categorize in various ways." After the Archives were established at the University of Nebraska-Lincoln in 2000, the co-Chairpersons became co-Historians. Joyce Povolacs Lunde resigned as co-Historian position in 2001, and Diane Morrison took her place but seems to have soon left. In the fall of 2003, Peter Frederick also resigned. Dakin Burdick became the new Historian and in 2012, the History Committee was created as a new standing

committee.

Charge

- To oversee the preservation of official records and history of POD.
- To gather and preserve members' memories of POD.
- To assist the Executive Committee in questions regarding the history of POD and academic development.
- To inform the public about POD history in particular and academic development history in general.
- To encourage research on the history of academic development, particularly where it can inform current leaders in the field.

Membership: Anyone interested in helping fulfill the charge of the History Committee may join.

Chair Responsibilities: The Chair will oversee the work of the committee, including:

- Coordinating the development of the POD Archives with their lead archivist. The Chair should coordinate donations from POD members to the Archives. Before donating to the Archives, donors need to sign permission forms that should then be sent to the Archives.
- Coordinating the development of the Digital Commons at the University of Nebraska-Lincoln.
- Serving as Liaison to the Executive Director in the maintenance of the histories of POD membership, presidencies, and conferences.
- Liaise with the Executive Director to select official records to preserve. There should be a regular schedule for when the Executive Director sends records to the POD Archives. Those records should be approved for release to the public by the Executive Committee. Restriction upon the records to be released should be identified. For example, records that show Social Security numbers and financial data on members should NOT be sent to the Archives or shared in the Digital Commons.
- Construct the committee reports (fall and spring) and budget requests (spring) to be sent to Core.
- Find writers for the "Reconnecting with Our Past" byline in the *POD Network News*. Articles should be 1,000 to 2,000 words in length.

Operating Procedures & Policies:

1. Whenever possible, the Committee will meet each fall at the POD conference.
2. At least four weeks before the fall conference, the current Chair will issue a call to all Committee members for self-nominations to the Chair Elect position.
3. No sooner than two weeks after that call, the current Chair will invite History Committee members to elect the Chair Elect via a simple majority (secret ballot) online vote to be conducted within the span of a week.
4. The new Chair Elect takes office at the start of the fall meeting at the conference.
5. The term of service for each Chair is three years, serving as Chair Elect, Chair, and Past-Chair for one year each. The aim is to provide training and transition for each Chair.

III.B.12. Membership Committee

Charge

Membership Committee

a. Charge

The Membership Committee advises the Core and Executive Committees on a range of membership topics, including but not limited to marketing, recruiting, retention, membership benefits, membership satisfaction, and trends in membership.

b. Membership

The Membership Committee shall have an Executive Board and general committee members associated with projects. The Executive Board is elected from the general membership. General membership is open to any member of POD.

c. Structure

The Membership Committee's Executive Board consists of a Chair, and at least three (3) but no more than five (5) additional members. The Executive Board must always have at least one member currently serving on the Core Committee and acting as liaison to Core. Whenever possible, the Chair shall be a member of the Core Committee. In the rare event that no Executive Board member is serving on the Core Committee, a Core Committee member will be appointed to serve as core representative. The President and Executive Director serve as non-voting, ex-officio members.

d. Responsibilities of Chair

Responsibilities of the Membership Committee Chair include:

- Facilitate and coordinate the work of the committee and maintain regular communication with the Executive Board and the general members of the committee.
- Act as liaison to other POD committees for matters pertaining to membership issues. When appropriate, the Chair delegates responsibilities to the Executive Board and/or general members.
- Oversee the development of biannual reports, distribute the compiled reports to the full committee for feedback and comment, and submit final reports to the Executive Director in a timely manner. In the fall, submit as well a one-page summary of committee activities for inclusion on the POD website.

- In collaboration with the Executive Board and with input from the general members, formulate goals for the coming year and identify resources needed to carry out the work.
- Outline and present to the Core Committee any budget requests or proposals that have been approved by the committee and need the approval of the Core Committee.
- Maintain a list of Executive Board members and general members.
- Maintain an archive of committee resources, including, for example, project calendars and outlines, meeting minutes, member lists, and committee reports.
- Request general committee members to reconfirm their interest in participating in committee work annually.
- Oversee the Executive Board selection process.
- Regularly review and update, as needed, the Committee's section of POD's governance manual.

e. Responsibilities of the Executive Board

The Executive Board is responsible for setting the committee's overall strategic direction. Board members also serve as coordinators for developing and on-going projects, which includes organizing, facilitating, reporting on the status of projects, and seeking input as needed.

g. Responsibilities of General Committee Members

General committee members support projects initiated and overseen by the Executive Board.

h. Term Limits

Executive Board members, including the Chair, serve up to three-year terms. Terms begin and end immediately following the Spring Core Committee meeting. The out-going Chair remains with the committee and support the Executive Board for an additional year as Past Chair so that transfer in leadership is seamless and efficient. The Past Chair serves as mentor to the incoming Chair.

Executive Board members may not serve consecutive terms but may continue to serve on the general committee without interruption.

There is no term limit for general committee members. The Chair will request general committee members to reconfirm their interest in participating in committee work annually following the fall Core meeting.

i. Executive Board Selection Procedures

Selection of the Executive Board, including the Chair, will consist of self-nomination, vote by the full membership committee, and approval by the President. Details include:

- Following the Fall Core Meeting, the Chair will identify which Executive Board members will be completing their terms.
- Prior to the Spring Core Meeting, the Chair will solicit self-nominations from the general membership committee for open seats on the Executive Board. Nominees must be active members of POD and have at least two years of POD membership. If no self-

nominations are received from the general membership committee, self-nominations will be solicited first from the Core Committee and then the full organization membership via the POD listserv. Self-nomination will consist of a brief statement of interest, a list of recent activities related to POD committee work, and a short list of goals or aspirations for the Membership Committee.

- The Chair will collect all self-nominations and make them available to the full membership committee for review.
- If there are two or more self-nominations for any open position, elections will be held, with votes cast via anonymous online survey. In the event of a tie, the current Executive Board, in consultation with the President, will make the final selection.
- If an Executive Board member is unable or unwilling to complete their full term, self-nominations will be requested and the position filled off-cycle and as quickly as possible. If the Chair position is vacated, an appointed member of Core will assume chair responsibilities until a new chair is selected.

III.B.13. External Partnerships and Outreach Committee (EPOC)

Charge

Working in close collaboration with the Executive Committee, the External Partnerships and Outreach Committee will be composed of an overarching body

1. that oversees processes and policies related to partnerships and outreach for the organization, including funneling requests from potential partners or ideas for POD Network initiatives to the committee whose charge most closely aligns with the focus;
2. that manages the prioritizing and vetting processes involved in committing to partnerships; and
3. that coordinates work of the subcommittees devoted to specific outreach, partnership, and collaborative functions.

The mission of the External Partnerships and Outreach Committee is

- to provide oversight for the POD Network’s full range of partnerships;
- to promote and cultivate strong working relationships and informational exchanges between the POD Network and other organizations with similar missions;
- to receive and help vet partnership requests from external non-profit and for-profit entities;
- to help prioritize, and where necessary limit, requests as well as proactively target strategic and timely areas of focus for outreach and collaboration.

The committee will establish and regularly update guidelines and processes for engaging with other organizations, projects, or partnerships outside of the POD Network, whether regional, national, or international; whether non-profit or for-profit entities. *Note: “outreach” work that falls under the purview of this committee is outreach for the purposes of establishing external partnerships. Outreach intended to increase or enhance membership within the POD Network falls under the purview of the Membership Committee.*

Membership

The overarching committee of the External Partnerships and Outreach Committee shall consist of at least seven members, including co-chairs (specified below), one additional member of the Core Committee, subcommittee chairs, and one at-large member. The committee is co-chaired by a past or current Core member who serves a 3-year term as co-chair in collaboration with the current Past President. Subcommittees will generally consist of 5-7 members.

Co-Chair Structure & Responsibilities

The co-chairs coordinate the work of the subcommittees, communicate with Core about the committee's work, and lead regular meetings of the full overarching committee.

Structure

The POD Network has historically engaged in targeted outreach to other organizations on international, national, and regional levels, and it will continue to do so in ways that are both strategic and sustainable. Increasingly, the POD Network also been approached about potential collaboration by a broad range of other U.S. and international organizations and entities, both non-profit and for-profit, necessitating a more thorough process for discerning which relationships to invest in as well as where to draw firm boundaries.

Partnership and outreach work related to the POD Network as a whole will find an organizational home in one of the three subcommittees below, or in the POD Network standing committee whose charge most closely aligns with it (e.g., PDC, ECRC, etc.):

1. *International Organizations and Partnerships Subcommittee*, devoted to
 - a) Develop and communicate EPOC guidelines and policies for international projects, initiatives, or partnerships that take place under the auspice of the POD Network.
 - b) Prioritize and maintain partnerships with educational development affiliates outside of the USA.
 - c) Serve as liaison between the convener(s) of POD Network-sponsored international projects in close collaboration with the Executive Committee.

2. *National Organizations and Partnerships Subcommittees*, devoted to projects that
 - a) Develop and maintain partnerships with appropriate U.S. organizations, e.g., discipline-specific associations or targeted corporate entities;
 - b) Facilitate mutual participation in conferences and activities among the POD Network and related organizations.
 - c) Involve collaboration with other U.S. partners on educational development projects, initiatives, or products.

3. *Regional Organizations, Professional Groups and Partnerships*, devoted to fostering projects and initiatives at the regional level, including, but not limited to, maintaining linkages with existing regional development organizations within the United States and to promoting further development and functioning of regional groups within the POD Network.

Two current subcommittees fall within the International and National Categories and are devoted to 1) developing international projects or partnerships, or engaging in international

educational development initiatives and to 2) STEM Education Initiatives in the national arena. The commitments and focuses of these subcommittees may shift over time in consultation with the overarching committee.

Operating Procedures for Partnership and Outreach Subcommittees

Each subcommittee will, as relevant to its designated area of focus,

- a) Work in accordance with the guidelines for POD Network Partnerships and Outreach.
- b) Create an annual plan, including overall goals, along with priorities and actions that maintain existing partnerships and/or create new linkages as appropriate.
- c) Develop and implement strategies to facilitate the POD Network's participation in external partnerships and outreach and generally promoting the POD Network.
- d) Develop and implement strategies for networking, communication, partnerships, agreements, and/or collaborations with other organizations.
- e) Confirm plans, guidelines, and strategies with the overarching External Partnerships and Outreach Committee members and the co-chairs of the External Partnerships and Outreach Committee.

Guidelines for POD Network Partnerships and Outreach

With collaboration as a core value, the POD Network embraces and advances appropriate collaborations and partnerships with other organizations or companies whose work supports the field of educational development within higher education.

POD Network partnerships or outreach may take several forms: short-term, often *project-based collaborations*; longer term *professional affiliations* or reciprocal *contractual relationships* with other academic or non-profit organizations, businesses, or corporate entities.

Most strategic partnerships will be initiated by the POD Network through the processes outlined below.

In the event that the partnership request is initiated from an external entity, the Executive Director will serve as first point of contact and will direct the request to the External Partnerships and Outreach Committee for consideration or for re-routing to the appropriate standing committee. Proposals for partnerships should be reviewed and vetted by the standing committee most closely aligned with the nature / focus of the request. Any requests with broad organizational implications that surpass the reach of standing committees, or that cut across multiple standing committees, will be vetted by the External Partnerships and Outreach Committee. In either case, after initial vetting of a proposal, EPOC will then bring any motions to the Executive Committee and fully constituted Core committee for approval.

POD Network partnerships recommended by Core may require formal execution by the Executive Committee.

All potential partnerships will be considered using the following criteria:

- Partnerships should align with and support the mission, values, goals, and long-term sustainability of the POD Network;

- Partnerships should demonstrate potential positive impact on the POD Network, POD Network membership and/or the field of educational development;
- Partnerships should reflect the ethical guidelines consistent with our practice, including respect for the confidential nature of our work;

Additionally, the following criteria should be considered for most partnerships but there may be conditions where they do not apply at all:

- Partnerships should be based on the principles of reciprocity and mutual benefit;
- Partnerships should be public and transparent to all stakeholders.

POD Network members who have been approved to undertake any partnerships or initiatives should do so as representatives of the POD Network first, not as individuals seeking primarily to promote their individual careers (including selling books, offering workshops, etc.) or to pursue personal financial gain.

Before undertaking work on any partnership on behalf of the POD Network, a mutually agreed-upon and signed Memorandum of Understanding (MOU) must be in place. The Executive Director will work with leaders / coordinators of approved initiatives to develop and finalize the process with partners. If there is any profit sharing with organizations, it needs to be included in the MOU.

Approved partnerships will require a formal, written exchange of terms, conditions, renewal options, respective responsibilities, financial agreements, stakeholders, maintenance, or other related items before taking effect. The Executive Committee will oversee this step of the process.

In order to sustain long-term partnerships, agreements will specify the organizational or role-based stakeholders, e.g., an agreement is made with “the editor of *To Improve the Academy*” or with “the chair of the X Committee,” not with an individual who will rotate out of that position.

These guidelines and principles will be made available to the public and the POD Network membership through publication on the POD Network website. Any changes to these policies and procedures will be reported on in the POD Network Newsletter.

Currently, the POD Network participates in a number of different types of external partnerships and outreach, including those with *vendors*, *affiliates*, *partners*, and as *consultant* or as a *public endorsement with reciprocal benefit*.

a. Vendor

The POD Network contracts with commercial businesses for a number of goods and services. For the most part, these vendor relationships are not formal partnerships. They come in three distinct types: 1. contractual service providers, 2. conference vendors, and 3. contractual partners. Transactions between the POD Network Executive Director and contractual service providers or conference vendors (using a previously established process) do NOT fall under the purview of the EPOC committee. All other contractual partnerships for which there is a reciprocal relationship should follow the EPOC guidelines and vetting process.

b. Affiliate

Affiliations are with professional societies that have shared interests and publically stated or available support. Organizational-level affiliations are typically maintained through the Executive Director or Executive Committee. Partnerships with an affiliate may occur if the POD Network approaches or is approached by an affiliate to collaborate on a specific project or initiative, in which case the proposal should follow the partnership process outlined in the GM.

c. Partner

POD Network partnerships consist of reciprocal financial or other substantive relationship with other businesses or corporations.

d. Consultant

When POD Network leaders, on behalf of the POD Network, are asked to provide consultation for a project, product, or initiative, these requests should be vetted through the EPOC committee. POD Network leaders should distinguish between personal and organizational consultations, when serving in a leadership position.

e. Public Endorsement

Before agreeing to publically endorse a project, product, or initiative, the POD Network should be directly involved in the creation, sponsorship, or evaluation of such a product. Any public endorsement must be aligned with the criteria named above for potential partnerships. POD Network leaders should distinguish between personal and organizational endorsements, when speaking as an individual.

POD Network Partnership Process

Committees will consider potential partnership requests through the evaluation of the partnership criteria above.

Step 1: Application

POD Network Members, in conversation with EPOC, may nominate potential partnerships for consideration. At the same time, potential external partners may reach out to the POD Network leadership directly.

Potential partners (with or without POD Network member sponsors) will apply directly to the External Partnerships and Outreach Committee and may contact Executive Director Hoag Holmgren as first point of contact. The EPOC committee will either direct applications to the most appropriate standing committee for consideration or, in the case of large-scale, organization-wide partnerships, will undertake vetting itself.

The application will consist of the following elements (*Note: Items do not have to appear in order. If there is existing documentation for the partnership, applicants are encouraged to include that in lieu of or in addition to these items.*):

1. Contact Information for all stakeholders involved in the partnership. As noted above, to sustain long-term partnerships, agreements will specify the

organizational or role-based stakeholders, e.g., an agreement is made with “the editor of X” or with “the chair of the Y Committee,” not with an individual who will rotate out of that position.

2. Abstract of the Proposed Partnership, including stakeholders involved, length of partnership, and primary activities.
3. Statement of purpose for the partnership (should include attention to partnership criteria, as above). Statement may not exceed 3 pages in length.
4. Disclosure of any legal, financial, or other compliance issues relevant to the partnership. Draft or sample contracts are encouraged.
5. Other relevant information regarding the potential partner (e.g. URLs, brochures, annual reports).

Step 2: Committee Review

The appropriate committee will review the partnership application using a rubric applying the criteria listed above in a timely fashion, not to exceed 60 days from receipt. The committee may choose to consult other experts in order to reach a decision, but the involvement of consultants should be noted in the recommendation if forwarded for consideration.

Approval will follow the established procedures for that committee (e.g. majority vote). Should a proposal be rejected at any stage in the process, the Executive Director will contact the applicant directly.

Step 3: Executive Committee and Core Committee Approval

Once approved by the appropriate committee, the committee Core representative will forward the recommendation to the EPOC committee, and then to the Executive Committee, which would then determine whether to bring the proposed partnership to the next full Core meeting (or to a virtual discussion between face-to-face meetings) for consideration.

The fully constituted Core committee will serve to approve all partnership proposals, once vetted by the appropriate standing committee, EPOC, and the Executive Committee. The Core committee may choose to accept the committee recommendations, reject the recommendations, or send the proposal back to the EPOC committee for further information or revision.

The Executive Committee is responsible for considerations of organizational capacity. Their review of applications will take into consideration whether proposed partnerships are feasible and sustainable with the current level of POD human and financial resources.

Step 4: Execution

The Executive Committee will oversee the execution of the partnership agreement,

including any and all documents, e.g. MOUs, contracts, or other terms, unless otherwise specified in the partnership agreement.

III.B.15. Professional Development Committee

Charge

The Professional Development Committee (PDC) oversees and assists the organization in responding to the diverse professional development needs of POD members at various career stages and different institutional types in several ways. For example, the PDC periodically surveys the membership to determine professional development needs and it develops, offers, and assesses programming in a variety of venues.

Prompted by calls from the membership to provide opportunities for continuing education, particularly given increasingly complex demands on developers in higher education, the number of mid-career developers, and the growing emphasis on organizational development, the Core Committee reconstituted and refocused this committee in 2008. Previously, the PDC had been active intermittently in delimited projects.

Membership

The Professional Development Committee is open to membership from interested POD members. New members will be recruited as needed through open calls to the membership and through recommendations of current committee members. Ideally, at least three members of the PDC will be current members of the Core Committee. Committee members will serve three-year terms that may be renewable at the pleasure of the committee. The size of the membership for the Professional Development Committee may fluctuate and will be determined by the Chair, Past Chair, and Chair Elect in relation to the size and complexity of current work and professional development offerings.

Chair Structure and Responsibilities

The committee uses a Chair, Chair Elect and Past Chair rotation. Normally the Chair Elect is appointed within the committee and then formally approved by the President as the term of the previous Chair ends. The chair will serve a one-year term, working closely during that term with the Past Chair and Chair Elect. If the Chair is not a member of the Core Committee, committee members who also serve on the Core Committee will function as liaisons between the PDC and Core.

Structure

While the structure for this committee may be flexible in order to accommodate changing professional development needs and programming over time, the PDC normally accomplishes its work through a changing set of subcommittees and ad hoc committees chaired by its members. Particularly for more expansive projects, these subcommittee chairs may recruit additional help from outside the committee. In addition, one or more committee members may serve as liaisons to other committees, such as the Conference Planning Team.

Operating Procedures and Policies:

Assisting the organization in responding to the diverse professional development needs of POD members, the committee has developed policies and procedures related to standing events for

which it has ongoing responsibility. These policies and procedures relate to the identification of event topics and facilitators, calls for proposal, providing supporting logistics, and evaluating the effectiveness of the professional development opportunities.

Professional Development Opportunities related to Organizational Development.

Currently the Committee manages two ongoing projects specifically targeted at mid-career faculty developers with a focus on organizational development:

1. *POD-AAC&U Organizational Development Institute:* Immediately before the AAC&U Annual Meeting/Conference, POD conducts a one-and-half-day institute targeted at POD members. The committee is responsible for recruiting experienced facilitators for the institute and for working with POD's Executive Director, the AAC&U Conference Coordinator and the Institute facilitators on supporting logistics.

As part of the POD-AAC&U collaboration, the Committee also recruits facilitators for two POD-sponsored sessions at the AAC&U Conference: a 3-hour pre-conference session and a concurrent session. The target audience for these sessions is AAC&U members and conference attendees.

The committee has developed a detailed set of operating procedures for the Institute and POD-sponsored sessions.

2. *Bi-annual Leadership Institute:* On behalf of POD, the committee managed a successful ad hoc proposal submitted by Michigan State University for a Leadership Institute, primarily targeted at POD members. In future years, the Committee will issue a call for proposals for the Institute to be offered in off years of the bi-annual POD Institute for New Faculty Developers, formerly named the International Institute for New Faculty Developers (IINFD).

The committee is developing a process for the call for proposals.

POD Institute for New Faculty Developers (POD INFD). In cooperation with the Executive and Core Committees, the Committee manages the call for proposals process for institutions wishing to sponsor the Institute including the review of proposals and recommendation of the sponsoring institution for Core approval.

Online Programming. On behalf of POD, the Committee manages experimental online programming projects as part of our ongoing collaboration with Jossey-Bass and Wiley.

Presence at POD Conference. The Committee maintains a presence at the POD conference, normally through a POD-sponsored session related to professional development.

III.B.15. Scholarship Committee

Charge: The mission of the Scholarship Committee is to support the POD Network's strategic goal of "advancing evidence-based practice" through the fostering of the development,

application, and dissemination of research, scholarship, and creative works related to educational development and the membership of the POD Network.

Membership: The Scholarship Committee is open to all interested members of POD. The editors of POD-sponsored publications (see list below in Section 5) will serve as ex officio members.

Chair Structure & Responsibilities: The chair serves a three year term as chair-elect, chair and past-chair. The chair or past chair serves as the liaison to the Core committee, facilitates the yearly elections for subcommittee chairs, and oversees meetings of the executive committee (which consists of chair elect, chair, past chair, and four subcommittee chairs). Chair-elect and subcommittee chair positions are voted upon and implemented at the Fall meeting at the annual conference. The executive committee is also responsible for communicating and coordinating the work of the Scholarship Committee with other POD committees, especially the Membership and Grants committees.

Subcommittees

The Scholarship Committee will have three standing subcommittees.

- *Subcommittee on Scholarship Development*
- *Subcommittee on Scholarship Application*
- *Subcommittee on Scholarship Dissemination*

4.1 Subcommittee on Scholarship Development

This subcommittee is charged with supporting and mentoring new scholars in the field and identifying new opportunities for scholarly work.

The Subcommittee on Scholarship Development oversees the following programs and initiatives:

- A. POD Starter Kits
- B. Liaison to Grants Program

The Subcommittee works closely with the grants committee to ensure coordinated support for new scholars and new scholarly projects.

- C. New Publications

The Subcommittee oversees requests for new POD-sponsored publications.

Proposals for new publications, either print or electronic, may be made by any POD member to the Scholarship Development Subcommittee and, after review, such proposals with the recommendation for action by the full Scholarship Committee, will be presented to the POD Core Committee, which will approve or reject these proposals. Proposals should be received by the Scholarship Development Subcommittee by January 15 or July 15 for consideration at either of the respective Core meetings that follow these dates.

Publications should relate to the mission of POD. Proposals shall include a description of the proposed publication, a rationale for its publication by POD, and a work plan including the names of members who will be involved to the extent possible.

- D. Professional development opportunities and resources

The Scholarship Development subcommittee will also identify, promote and/or disseminate

opportunities, mentoring programs, and print and electronic resources intended to encourage and inform the development of research, scholarship, and creative work by POD members, especially in the early stages of the scholarship process.

4.2 Subcommittee on Scholarship Application

This subcommittee is charged with facilitating effective applications of scholarship in the field, including those initiated by or through the subcommittee and those developed by POD members.

A. Online Directory

The subcommittee maintains an accessible online directory of POD researchers and scholars.

B. Survey support

The subcommittee will review requests for POD-sponsored surveys, requests for data from POD-sponsored surveys, maintain the schedule for POD-sponsored surveys, and communicate recommendations to POD Executive Committee, according to the guidelines the Review Process and Criteria defined on the Scholarship Committee's wikiPODia page, under the heading "Resources for Conducting Research," and subheadings "Access to Data from POD-sponsored Surveys" and "Requests to Conduct POD-sponsored Surveys." See <http://sites.google.com/site/podnetwork/Home/topics-for-discussion/resources-for-conducting-research#TOC-Database-Resources>

The subcommittee will schedule, disseminate, collect, and archive questions and data from the POD Membership Survey, as developed by the POD Membership Committee.

C. Research Projects

When appropriate interest and support is available, the Scholarship Application Subcommittee may choose to initiate, facilitate and/or conduct collaborative research projects that advance the mission and goals of the organization.

Proposals for new research projects may be made by the Scholarship Application Subcommittee and, after review, such proposals with the recommendation for action by the full Scholarship Committee, will be presented to the POD Core Committee, which will approve or reject these proposals. Proposed projects should relate to the mission of POD and the proposals must include a description of the project (including methodology and nature of evidence collected), a rationale (including literature review) and a work plan (including a timeline and the names of members who will be involved to the extent possible).

D. Professional development opportunities and resources as related to research/scholarship/creative works

The Scholarship Application subcommittee will also identify, promote and/or disseminate opportunities and print and electronic resources intended to broaden, deepen, and otherwise facilitate research, scholarship, and creative projects by POD members, especially as they extend the application and impact of their work and advance the field of educational development.

4.3 Subcommittee on Scholarship Dissemination

This subcommittee is charged with education, communication, distribution, and dissemination

of completed research, scholarship, and creative works,

- A. POD Speaks (when approved)
- B. Publication Agreements

Publishers: The Core Committee, with advice from the Scholarship Dissemination Subcommittee and the Executive Committee, will determine the publisher for all POD publications. Negotiations will be conducted by the Executive Director in consultation with the publication's author(s) and/or editor(s) and with the Executive Committee and/or the Core Committee. The Scholarship Dissemination Subcommittee and the Executive Director will conduct periodic reviews of agreements with publishers and advise the Core Committee on all related matters.

Authors and Editors: Authors or editors of POD publications will sign a letter of agreement relating to the substance and timetable for completion of the publication. This agreement shall include a statement on royalties or no royalties.

- C. Copyright, Revisions, & Permissions

Copyright: POD publications will carry a copyright with the following permission printed underneath: "The contents of this volume have been copyrighted to protect the authors. Nevertheless, consistent with the networking and resource-sharing functions of POD, readers are encouraged to reproduce these materials for noncommercial educational and research use as long as the source is identified and the integrity of the materials is preserved." Use of copyrighted materials in other publications intended for sale requires written permission of the Executive Director. Those who have obtained this permission shall cite the original source and furnish POD with two copies of the final publication.

Revisions: When existing stock of a publication is depleted or when a publication has not been reviewed for a period of two years, the Scholarship Dissemination Subcommittee shall undertake a review to determine if revisions and/or a reissue are recommended. Revised manuscripts will follow the publications procedures outlined below. Reissues will follow all but the review and design stages, unless recommendations for change have been made by the Committee.

Permissions: Requests for reprint permission from *To Improve the Academy* shall be handled by the Executive Director. The Scholarship Dissemination Subcommittee shall recommend the fee schedule, if any, for reprint permissions. A listing of reprint requests shall be provided annually to the Scholarship Committee by the Executive Director and the appropriate editors. Permission to reprint may be granted only if the request is for a purpose in accord with the mission of POD.

- D. Professional development opportunities and resources

The Scholarship Application subcommittee will also develop and distribute opportunities and resources intended to facilitate the dissemination of research and evidence-based practice in the field.

5. POD Sponsored Publications

Unless otherwise designated, oversight for POD sponsored publications (listed below) falls under the purview the subcommittee on scholarship dissemination.

5.1 To Improve the Academy: A Journal of Educational Development

Description: *To Improve the Academy* is a scholarly journal relating to faculty, TA, instructional, and organizational development. The contents of the journal may come from sessions that have been presented at the annual POD conference, but other manuscripts are also encouraged. The issues should reflect the mission of POD and maintain a consistent quality and appearance. Each volume should contain the approved statement on the “Ethical Guidelines.”

Selection of Editors: The Editor and Associate Editor of *To Improve the Academy* will be appointed by the Core Committee with recommendations from the Publications Committee, and this process shall include assessment of editorial skills. To encourage interested persons to come forward, a self-nomination form shall be sent to the membership. Self nominations shall be returned to the next editor of *To Improve the Academy*, who will work with the members of the Scholarship Committee to choose the associate editor. If the associate editor or editor are unable to complete their terms, the Scholarship Committee will review past self-nominations and appoint a replacement.

To Improve the Academy Editorial Board: The TIA Editorial board serves is to advise the editors of TIA on policy, procedures, strategic directions, and other issues relevant to the flourishing of the publication. The Editorial Board is advisory to the TIA editors and, ultimately, to the POD network and its leadership.

Responsibilities: The Member of the Editorial Board will

- a. Recommend policies and procedures for journal operations, marketing, and related activities
- b. Oversee negotiations with TIA publisher(s) (to be recommended to CORE)
- c. Develop short- and long- range planning for the content and dissemination of TIA
- d. Promote both the quality and quantity of work published in TIA, as appropriate

Membership and Terms: The TIA Editorial Board shall consist of eight (8) members, to include the following:

1. TIA Editor (ex-officio)
2. TIA Associate Editor (ex-officio)
3. Previous TIA Editor (ex-officio)
4. Current POD President (or designated representative) (ex-officio)
- 5-8. POD Members (1 member will be from outside the U.S.)

The Editor of *To Improve the Academy*, in consultation with the Chair of the Scholarship Committee, will oversee the process by which members of the Editorial Board are selected. General Editorial board members will serve two-year terms. Ex-Officio members will serve as their terms indicate. Initial terms will be staggered so that half of the general members rotate off the committee each year. The TIA Editor will serve as Chair of the Editorial Board. General Editorial board members will serve two-year terms. Ex-Officio members will serve as their terms indicate.

Selection of Reviewers Reviewers of *To Improve the Academy* shall be chosen from the POD membership through a self-nomination process. The editorial team will select reviewers. A call for reviewers will be issued to the general membership on an as-needed basis. Reviewers are then chosen from qualified self-nominations. Reviewers will remain eligible to review until such time as they choose to be removed from the pool of reviewers for the journal.

Responsibilities and Terms of Service of Editors and Reviewers The editor is responsible for soliciting manuscripts, managing communication, working with reviewers to decide on acceptances, editing and proofreading the volume, and working with the Executive Director and the publisher through the production and dissemination process. Both the Editor and the Associate Editor shall serve two-year terms, and the Associate Editor shall succeed to the position of editor.

Dissemination: To Improve the Academy shall be made available electronically to all members as part of their membership benefit and can be accessed through the POD Network website. Members will be notified when new issues are made available. All authors shall receive electronic copies of their proofs upon publication.

5.2 *Thriving in Academe*

Description: Thriving in Academe is a four-page article on teaching and learning in higher education, published as a collaboration between POD and the National Education Association (NEA). "Thriving" appears as a column in the NEA periodical publication *The Advocate*. Each publishing year will involve 5-6 articles, depending on the NEA publishing schedule.

Terms of Service and Selection of Editor The editor of Thriving in Academe is appointed by the Scholarship Committee and on the basis of self-nomination, and the process shall include assessment of editorial skills. The current editor of the series shall receive a complimentary subscription to the series.

Distribution The readership of *The Advocate* is approximately 150,000. It is available free, online, and distributed in print form to NEA members.

5.3 *POD Starter Kits (under consideration Spring 2016)*

5.4 *POD Speaks (under consideration Spring 2016)*

5.5 *A Guide to Faculty Development (2nd edition)*

6. General Policies for POD Publications

6.1 *Design*

It shall be the policy of the POD Network that all printed publications, including flyers, announcements, and advertisements printed by the organization display the POD Network logo. Certain publications may also have their own logo. Wherever possible, the POD Network logo shall be printed in color. POD publications should adhere to all other approved branding guidelines, as applicable.

6.2 *Sustainability*

The POD Network will attempt to use recycled paper and will request soybean-based,

environmentally-responsible ink in the printing of all documents and publications. Wherever feasible, a notice (recycled paper and soybean-based ink icon) will be included to demonstrate the POD Network's commitment to recycling.

6.3 Distribution

Decisions on how to distribute POD publications will be made by the Core Committee on the recommendation of the Scholarship Committee. Decisions to distribute publications as part of the membership benefit will be made based on overall budget implications. The dissemination of publications will be coordinated by the Executive Director, who will fill orders directly or work with publishers for direct distribution.

6.4 Pricing

Decisions on how to price new POD publications will be made by the Executive Director and the publisher, based on printing and other costs associated with supporting the storage and dissemination of the publications. A two-tiered pricing system will be set up, with a lower price for POD members and a higher one for non-members.

6.5 Royalties

Authors of POD publications that are printed by POD will not receive royalties on the sales of these publications. If publications are produced by a commercial publisher that pays royalties, the royalties will be divided between POD and the author at the rate of 20%/80%. If the publication is an edited one, then the "author" is considered to be POD, and there is no sharing of royalties.

III.B.16. Small College Committee

Charge

To create community around common interests among faculty developers at small colleges and universities; to promote awareness of challenges and opportunities at small colleges and universities to the POD community; and to facilitate conference sessions at POD and provide resources that would be most helpful to our colleagues.

Membership

The Steering Committee is composed of the current chair, the immediate past chair, the chair-elect, and any Core Committee members among the ranks. General membership is open to anyone identifying as a faculty developer at a small college or university. The Small College listserv (SC-POD), with 325 members as of Fall 2011, is considered the official membership list of the Small College Committee.

Chair Structure & Responsibilities

The chair serves for a two-year term. Individuals in the chair role serve for six years total on the Steering Committee (two years each as chair-elect, chair, and immediate past chair). The chair is elected at the annual business meeting of the Small College Committee, which is held at the POD conference. The chair:

- convenes the Steering Committee for planning purposes as needed;

- identifies a Core Committee liaison if he or she is not a Core Committee member;
- schedules and runs the business meeting at POD;
- promotes the offering of sessions of interest and of value to Committee members;
- works with the Steering Committee to identify conference sessions of interest to faculty developers at small colleges and universities;
- distributes that list to the Small College listserv;
- identifies a facilitator for the Small College TIG;
- reports Committee activities to the Core Committee.

Article C. Officers and Executive Director

III.C.1. Office of the Executive Director

General: The Executive Director:

- Must be an active member of the POD Network.
- Must be able to attend all Core Committee meetings and represent POD at other meetings as designated by the Core Committee or the President.
- Must have demonstrable managerial, public relations, record-keeping, desktop publishing, and accounting skills.
- Must be capable of serving as a public relations liaison between POD and other organizations as well as with individuals who seek information about POD.
- Must be willing to accept appointment as Executive Director for a minimum of two years; extensions will be subject to the mutual agreement of the President, the Core Committee, and the Executive Director.
- Must provide at least a six-month notice of resignation and be willing to spend time training a replacement.

Governance: The Executive Director shall be an ex-officio, non-voting member of the Executive Committee and the Core Committee. He or she shall attend all Core Committee meetings and special committee meetings as appropriate. The Executive Director shall be bonded for a sum adequate to protect the POD Network from loss.

Responsibilities: The Executive Director shall be responsible for the following.

- 1) Distribution and Maintenance of Documents.
 - prepare and distribute mailings to members and potential members;
 - prepare and mail routine correspondence;
 - maintain inventories of POD assets;
 - contribute in an orderly manner the appropriate documents to the archives of the organization;
 - prepare and mail other documents as needed.
- 2) Membership.
 - support and facilitate the work of the Membership Committee;

- maintain accurate membership records;
- receive, log, and deposit membership checks and purchase orders;
- pursue an active membership renewal campaign;
- answer questions about POD membership;
- distribute receipts acknowledging payment of membership dues;
- prepare, print and distribute a membership directory with cross references by state, institution, country, and region;
- process paper work related to complimentary memberships.

3) Financial Affairs.

- maintain accurate financial records;
- receive, log, and deposit membership checks and purchase orders;
- maintain appropriate balances in all bank accounts;
- receive, log, and deposit all receipts in appropriate accounts;
- prepare and mail invoices for all memberships, sales, and services;
- maintain the official checkbook register of the association;
- maintain a computer-based accounting system;
- provide the Core Committee with budget reports at each Core Committee meeting;
- provide the Executive Committee and the Finance Committee with quarterly financial reports;
- periodically inform committee chairs of budgetary and financial matters as appropriate;
- prepare the draft of the annual budget proposal for the President's final preparation of the budget proposal;
- help the conference chair prepare the conference budget.

4) Record Keeping.

- record and distribute minutes of Core Committee meetings, membership meetings, and other meetings as needed, including electronic minutes of Core/Executive Committee decisions made other than during regular Core Committee meetings;
- keep on file and make available to members as requested all committee reports, minutes, records, and other governance documents of the organization;
- maintain all official and legal papers of the association;
- work closely with a certified public accountant approved by the Executive Committee in preparing and filing tax forms and other documents needed to maintain the organization's tax exempt status;
- prepare materials for financial audits.

5) Publishing.

- provide computer desktop publishing design and layout for POD publications, announcements, newsletters and other printed materials;
- print and distribute camera-ready print and html copies of Teaching Excellence;
- create and prepare brochures and other marketing materials for POD publications;
- ensure that the POD logo is used in a proper manner on all POD publications;
- prepare mailings for bulk mail distribution;

- ensure that appropriate materials and information are posted in a timely manner on the POD website.
6. Selection of Conference Sites
 - serve as the official meeting planner for the POD Network;
 - provide recommendations to the Core Committee related to site selection;
 - conduct site visits as directed by the Core Committee;
 - prepare written reports that summarize site visits;
 - work with selected conference sites in the preparation of contracts;
 - sign conference site contracts on behalf of the POD Network.
 7. Conferences
 - receive and process conference registrations and respond to members' questions/concerns;
 - process payments for conference expenses;
 - serve as liaison with conference coordinator(s);
 - serve as liaison with conference resort/hotel staff;
 - coordinate staffing of the registration desk at the POD Conference;
 - prepare and print conference materials;
 - make arrangements for payment of hotel rooms, receptions, meals, special events at conferences and Core Committee meetings;
 - make meal arrangements for Core Committee at conferences;
 - provide final conference expense and income information to all interested parties.
 8. Committee Support
 - track Core Committee members' terms of office;
 - maintain records of other committee chairs and membership rosters and terms of service;
 - provide Core Committee members and other committee members with whatever documents and support are required for the performance of their duties;
 - maintain centralized records for all committees;
 - maintain a list of current committee agenda items.
 9. Inventory.
 - maintain, as needed, inventory records of association-owned assets, including computer hardware and software, books, display board, etc.;
 - maintain an inventory of POD Network records;
 - provide the President with a written summary of the POD inventory prior to the end of each fiscal year.
 10. Public Relations
 - respond as quickly as possible to all questions, concerns, and requests for information and refer, as appropriate, questions to the President or other members of the Executive or Core Committees or to Committee chairs;
 - facilitate networking among members and non-members;
 - develop and maintain relationships with other organizations, as directed by the Core

Committee and in accord with POD policies.

11. Policies

- working closely with the Past President, prepare and contribute to the ongoing review of written policies to improve the governance and operation of the POD Network;
- maintain the Governance Manual for the organization and other interested persons in coordination with the Governance Committee;
- prepare and maintain a Conference Manual for conference planners ;
- prepare and maintain other manuals needed that pertain to policies.

12. Other

- purchase and prepare awards and gifts as needed, including gifts for departing officers and Core members, key conference personnel, and outside speakers for the conference;
- in cooperation with the President, prepare an annual report to the membership to be presented at the annual membership meeting and published in the POD NETWORK NEWS;
- carry out such other duties as determined by the officers, Executive Committee, and the Core Committee.

Institutional Commitment: If the position is housed or based at a college or university, the institution:

- must provide a written letter of support for the position;
- must have telephone, fax, copying, printing, mailing facilities, and internet and web access available for carrying out the work of the POD Network Office;
- must have adequate office and storage space to support the presence of the POD Network administrative office functions on the local campus.

Selection Process: When a vacancy occurs, a search committee chaired by the Past President and composed of the Executive Committee, one Core Committee member and one member at-large appointed by the Past President, shall post the position to the membership. The search committee will conduct the search and make a recommendation to the Core Committee who shall make the selection.

Evaluation: Once a year, prior to the spring Core meeting, the Executive Director will be evaluated by the President in consultation with the Executive Committee.

- The Executive Committee will consult with Core Committee members, and the Executive Director.
- When the evaluation has been completed, the President will complete a written statement that will be presented during a meeting with the Executive Director and later distributed to the Executive Committee.
- The Executive Director will respond with an action plan for the ensuing year. This plan will be distributed to the Executive Committee.
- The evaluation and action plan will be consulted during any major decisions regarding the Executive Director (e.g., remuneration, resources). Any recommendations will be

brought to the attention of the Core Committee.

Resources: The Executive Director shall have access to the following funds for performing the duties of the office:

- Travel, lodging, meal expenses and complimentary conference registration for annual and spring Core Committee meetings and other travel approved by the Executive Committee;
- Payment for services as negotiated by the Executive Committee and specified in a written contract.

III.C.1.1. Mailing Lists

The Executive Director is authorized to provide mailing labels of POD Network members to other nonprofit organizations, institutions, consultants, publishers, and other commercial enterprises so long as the intended use is consistent with the POD mission and does not jeopardize the organization's not-for-profit status.

Mailing labels may be provided for such purposes as position announcements; conference, workshop or seminar announcements; and new book announcements. Labels may be provided for other purposes so long as the Executive Director is assured that the intended use is not detrimental to the mission and goals of the POD Network. The cost for mailing labels shall be established by the Core Committee and there shall be a differential cost for members and non-members.

Mailing labels may be provided in pressure-sensitive format or electronic form (for one-time use only). All mailing labels sold to other organizations or individuals shall include the following statement:

Enclosed are the mailing labels you requested. This set of labels, containing the names and addresses of POD Network members, is provided to you for the use you quoted to us on the telephone or in written or electronic communication. The labels are provided for one-time use only and may not be photocopied or otherwise duplicated. We appreciate your respect of our members' right to privacy.

Article D. Members

III.D.1. Membership and Classes of Members

Membership Types

There are nine types of membership:

- individual membership
- institutional membership (covers a minimum of three individuals from the same institution; additional persons may be added. See below.)
- international membership (all non-North American members)
- international institutional membership (up to three individuals from the same institution)

- student membership
- retired membership
- international retired/student membership
- lifetime membership (all Past Presidents)
- complimentary membership

Membership year

The membership year shall be as determined by the Core Committee.

Dues

As per the Bylaws, the amount of dues per year shall be established by a simple majority vote of the Core Committee. The Executive Director will report the dues rates to Core annually, and the dues rates will be posted on the POD web site and in other appropriate venues.

Membership Meeting

As per the Bylaws of the POD Network, it shall be the policy of the organization to conduct a general membership meeting during the annual conference. Topics to be covered at the annual meeting must include financial status and membership status. The following may also be included, as needed: committee and task force progress reports, and intended changes to bylaws or operating procedures. Time shall be provided for a general question-and-answer session.

The POD Network President shall preside over the general membership meeting.

The Core Committee or the Executive Committee may convene an open meeting of members to review matters of policy and program priorities in the POD Network. Such meetings will normally occur at the annual conference, but may be scheduled at other times provided notice of the meeting is published in the POD Network News at least 45 days prior to the meeting. If provided a written request from 25 or more members, the President must convene a meeting of the membership at the annual conference or at another venue that is acceptable to the requesting members in years when there is no annual conference. The request to the President must be received at least 45 days prior to the beginning of the conference. The request should clearly indicate the intended purpose of the requested meeting.

Complimentary Memberships

The POD Network will provide complimentary membership to individuals or appointed or elected officials of organizations which benefit or complement the mission and/or services of the POD Network.

Implementation

Nominations for complimentary memberships may be submitted at any time to the POD President or Executive Director. All nominations shall be reviewed by the Executive Committee, which is charged with reviewing the nominations for relevancy and making a recommendation to the Core Committee.

POD Past Presidents are automatically awarded a Lifetime Membership beginning with the membership year following their term of office as Past President.

Keynote speakers at the annual POD Conference who are not already members shall automatically be granted a one-year complimentary membership in the organization.

One complimentary membership shall be provided to the archivist at the institution housing the POD archives so as to facilitate orderly contributions of print materials to the archives.

All complimentary memberships shall be reviewed annually by the Executive Committee and reported to the Core Committee.

International Development Assistance Program

Annually up to four complimentary international memberships may be extended to persons new to membership in the POD Network and resident in “developing countries”. This complimentary membership, renewable to a maximum of three years, is provided in recognition of the importance of offering networking possibilities for the nurturing of faculty and instructional programs in developing institutions.

Also a part of this program is the occasional provision of materials, i.e., past volumes of *To Improve the Academy*.

It is most likely that the suggestion for candidates for this complimentary membership program or the provision of materials will come from the Executive Director, as the main point of contact for interested persons. Any such membership or the provision of materials shall be approved by the Executive Committee before implementation.

III.D.2. Conflict of Interest Policies

All officers of POD, members of the Core Committee, all staff, and all POD members working on POD Committees have the obligation to make and implement decisions to further the purpose of POD rather than personal gain.

If any of the above are involved in transactions that involved them, their close associates or family, or the organizations to which they or their family or associates belong, financially or personally, the person should disclose, at the beginning of the transaction, the precise nature of their involvement. They should also disclose continuously any associations that could give rise to a future conflict of interest.

Disclosures should be made to the Executive Committee of POD in writing or by electronic mail. Requests for review in cases where the person is uncertain that a conflict exists should also be directed to a member of the Executive Committee. The Executive Committee shall decide whether a conflict of interest exists and, if so, recommend that the person involved not be present during consideration of the matter with which there is a potential conflict.

Article E. Fiscal Policies

III. E. 1. General Fiscal Policies

These policies shall be reviewed annually by the Finance Committee, which will recommend revisions and additions as needed to the Core Committee.

Fiscal Year: July 1 – June 30

III. E. 2. Budget Process

The Core Committee formally adopts an annual budget in sufficient advance of the start of each fiscal year to enable the Executive Director and committees to begin planning and to allow accounting systems to be setup. The budget is typically adopted at the Spring Core meeting.

1. Budget requests from standing committees are included in committee reports submitted before the Core Committee spring meeting.
2. The Executive Director drafts an annual budget.
3. The draft budget is then reviewed and amended collaboratively by the Executive Director, President, and the Finance Committee Chair.
4. The amended draft budget is reviewed or further amended by the Finance Committee, which then forwards the draft budget to the Executive Committee.
5. The Executive Committee submits the budget to the Core Committee for discussion and approval at its spring meeting.
6. If budget corrections are needed after Core approval (i.e., in light of 4th quarter review of previous fiscal year finances), the Finance Committee will include these as an informational item in its fall report to the Core Committee.

Normally, the organization's annual budget will balance or produce a surplus (i.e., projected revenue will equal or exceed projected expenses).

In conjunction with the annual budget, or at other times as needed, the Executive Committee or the Finance Committee may request the use of operating reserves for unplanned expenditures ("off-cycle budget requests"). The request must be approved by both committees. These expenditures may not exceed the available funds.

The Executive Director will inform the President and the Chair of the Finance Committee of unexpected or unbudgeted expenses and unanticipated fluctuations between quarterly reports.

III. E. 3. Audits

The Finance Committee recommends that full audits be conducted on a 3-5 year cycle, or more frequently if the organization experiences a significant change in its finances. For example, the cycle might be revised if revenue sources become more complex or if POD experiences financial problems (e.g., extended decline in membership). More frequent audits may be requested by the President, Executive Committee, Finance Committee, or Core Committee.

III. E. 4. Fiscal Responsibilities of the Executive Director

Internal Control Policies and Procedures

The Executive Director shall maintain a set of internal control policies and procedures designed to protect the organization's assets. The President will review the internal controls with the Finance Committee annually or as requested. To the extent possible, controls should be consistent with the expectations set out in the Generally Accepted Accounting Practices (GAAP), specifically those for non-profits. POD's Internal Financial Controls are determined by and maintained as part of the official records of the Finance Committee.

Reports

The Chair of the Finance Committee and the Executive Director will report on the financial health of the organization at each regular meeting of Core and at other times as needed.

The Executive Director will report quarterly to the Finance Committee (and upon request to the President and the Core Committee) on the fiscal health of the organization.

Quarterly Reports

The Executive Director will provide the Finance Committee with the following set of Quarterly Reports within 45 days of the end of each quarter:

1. Statement of Financial Position (Balance Sheet)

This statement is a 'snapshot' of the organization's financial health on a specific date. It shows the current value of items owned by the organization, including assets, liabilities, and net assets. Assets include cash, goods in stock, amounts owed to the organization by debtors, and fixed assets (assets used by the business and not for resale, e.g. computer equipment). Liabilities include amounts owed by the organization for goods and services. Net assets, sometimes referred to as working capital, is the difference between total current assets and total current liabilities and is what finances the business on a day-to-day basis.

2. Statement of Activities (Income Statement / Profit & Loss Statement)

This statement reports the *amount of change* in each budget category. POD traditionally has reported its activities in a format that compares budgeted, actual, and year-to-date (YTD) figures.

3. Statement of Cash Flows

This statement reports on checking, savings, and other short term-investments (typically less than 3 months). This report reconciles the change in net assets to the changes in the cash reported on the statement of financial position. There are three sections of the statement – operating activities, investing activities, and financing activities. To date, POD has never engaged in financing activities.

These reports should conform to expectations set out in the Generally Accepted Accounting Practices (GAAP), specifically those for non-profits.

Historical Reports

The Executive Director will prepare and maintain historical and trend data on:

- Membership fees, revenue, and numbers
- Conference fees, revenue, numbers, and costs
- Publication prices, revenue, and costs

- Comparable records for other programs and projects.

This information will be provided within a reasonable time period at the request of the President, Finance Committee, and/or Core Committee. Conference committee members and POD-sponsored event organizers (e.g., INFD, LDI) may request relevant historical program data.

III. E. 5. Financial Holdings

The Core Committee approves guidelines to govern the use of POD's financial holdings, including operating funds, operating reserves, and investment revenue, to support fulfillment of POD's mission and enhance service and benefits to members.

The Executive Director, in collaboration with the President and the Finance Committee Chair, will review the status of all holdings and applicable fiscal policies on an annual basis, or more frequently as needed. The Finance Committee may also initiate this review. The Executive Director and Finance Committee Chair will report to the Core Committee the results of its review of the status of the holdings and fiscal policies.

The Core Committee, serving as POD's Board of Directors, has established two categories of holdings, each of which is described in detail below:

1. Operating Funds
2. Operating Reserves
 - a. Emergency funds
 - b. Investments
 - i. High-yield savings
 - ii. Mutual fund account

The Core Committee, based on the recommendation of the Finance Committee, has established guidelines for management of POD's emergency and investment funds and agreed to work with a professional financial advisor to manage investments and inform fiscal decision-making. The Finance Committee is responsible for identifying and recommending a financial advisor, who must be approved by the Core Committee.

1. Operating Funds

The operating funds provide the President and Executive Director with access to adequate funds to manage the normal ebb and flow of revenue and expenses over the fiscal year and to provide additional security to the organization in the event of a short-term clerical error. The amount required may change significantly with changes in staffing or other centralized operating expenses, such as the annual conference.

Operating funds are held in bank accounts established to cover the regular and projected monthly expenses:

- Checking/Credit Card Purchases
- Credit Card Processing

As part of the monthly reconciliation process, the Executive Director and/or a professional

accountant (certified CPA) will monitor cash flow activity and assess impact on future expenses and revenues. Additionally, as part of the regular review of finances and bank statements, the Finance Committee Chair will review credit card expenditures.

The following policies will govern the management of the Operating Funds:

- Cash in the checking and credit card accounts will be included in the annual accounting (i.e., paid back within the same fiscal year).
- The President and the Executive Director, as the President's designee, will have access to all funds in the cash accounts to conduct POD business as outlined in the annual approved budget without prior approval from the Finance Committee or Core Committee.
- If interest rates and spending plans warrant, funds in excess of \$5000 in the Operating Funds may be considered for transfer to investment accounts.

2. Operating Reserves

Operating Reserves include all funds not necessary for the day-to-day operations of the organization. The Operating Reserves are divided into two primary subcategories: emergency funds and investments.

a. *Emergency Funds*

The purpose of the emergency funds is to ensure continued operations under unforeseen circumstances of an urgent nature. Examples of such circumstances include, but are not limited to, the cancellation of a program, exceptional expenses without simultaneous revenue, fire, or other catastrophic event.

The following policies will govern the management of the emergency holdings:

- The principal amount required for the emergency holdings will be 50% of the basic annual expenses, in order to create a six-month buffer should the organization run into financial difficulties. Basic expenses shall include: Executive Director's salary, office expenses, publications, committees, and professional fees. This amount will be recalculated at the end of each fiscal year. Emergency funds do not include conference expenses, which are protected by annual purchase of conference cancellation insurance.
- In the event of a temporary slow cash flow period, and with the approval of the President and the Finance Committee Chair, the Executive Director may temporarily borrow funds from the emergency funds. Transfer of funds should only be approved if a plan for repayment of the emergency funds accompanies the request. Repayment should occur within one year of the transfer.
- In all other cases besides a temporary slow cash flow period, the President and the Executive Director must have approval from the Core Committee to access any of the funds in the emergency holdings. If emergency holdings are used, the President will propose to the Core Committee a repayment schedule appropriate to the particular circumstances.
- The emergency holdings will be invested only under circumstances that protect the principal amount. The best available interest rate should be sought for these holdings.

- The emergency holdings should be invested in assets that are sufficiently liquid so as to be available on short notice. If invested in securities with maturation dates, these should be staggered to maximize availability and minimize the penalties for early withdrawal.
- Interest earned from emergency holdings will be invested according to the principles described in Investments (see below), unless needed to meet the required amount (50%) for the principal as outlined above.

b. Investments

The purpose of all POD investments is to generate revenue to support and sustain the organization. These holdings include existing investments, investment income, donations, and excess operating funds. If the emergency funds exceed the required 50% of annual basic expenses, the excess amount may be moved from the emergency funds and added to investments, based upon the discussions of the Finance Committee.

Investments Principal Amount

POD's investments will function as would an endowment with the objective of producing a return of \$5,000-10,000 every 1-2 years for the purpose of funding off-cycle budget requests and Special Projects (described below). Investment funds are not intended, and should not be used, to supplement operating expenses. The initial target amount for the principal in the investment accounts shall not be less than the emergency funds (50% of annual basic expenses).

The principal amount is expected to grow through investment income and donations, but the principal amount will not be lowered. If no off-cycle budget requests or Special Projects are proposed or funded, the funds should be used to augment the principal. This will preserve its real value by allowing adjustments for inflation and foster additional growth, which can result in a greater return in subsequent years.

The Finance Committee is responsible for monitoring the investments and the returns and making recommendations to the Executive Committee about whether to: fund an off-cycle budget request, announce a Call for Special Proposals, hold back the funds to accumulate a larger amount, or return funds to principal.

Investment Strategy

The Core and Finance Committees identified the following principles to guide and inform the organization's overall investment strategy:

- Preservation of principal
- Income
- Growth with very little risk

In addition, POD's objective for its investments is to construct a moderately conservative, diversified portfolio, with low to moderate volatility.

To ensure that the above principles are upheld and that POD's financial goals are met, the

Finance Committee has recommended that POD's investments be diversified across a variety of investments. Diversification is an appropriate strategy to abide by the principles above, yet still have an opportunity to generate income. In collaboration with a financial advisor, the Finance Committee will be responsible for distributing the investment funds across the following three types of investments.

1. *Fundamental*: These investments typically include stocks, bonds, money market funds, and mutual funds. The amount of risk associated with Fundamental Investments depends on the distribution of the investments and the types of stocks and bonds. A key point with fundamental investments is that they are not actively managed (i.e., the companies and bonds in which you are invested do not change). Growth occurs over time through dividends or bond maturity, and investors expect to keep the holdings for many years before selling.
2. *Tactical*: These investments are actively managed, but relatively conservative. They are less vulnerable to a down or volatile market, but they are more diversified and offer higher-earning investments when the market is up.
3. *Guaranteed Return*: These are investments with a guaranteed set return over a specific period of time (e.g., CDs, money market funds, annuities, and short-term bonds); non-profits are not permitted to purchase annuities.

As part of its regular review of financial records, the Finance Committee will make recommendations about how the funds are distributed across these investment types. The Finance Committee will ensure that the overall strategy aligns with approved principles and goals, but may make adjustments in the diversification of the funds. The Core Committee will be informed of significant changes.

In order to comply with the Dodd-Frank provision and to mitigate the risk of CPO Registration, POD will not invest in futures, swaps, or derivatives.

Donations

As a non-profit organization, POD is able to accept gifts of cash and bequests; in time, the organization may be able to expand the kinds of donations it can accept (e.g., property). Unrestricted donations will be integrated into POD's investment funds and will function as a type of endowment for the organization. However, if a gift or bequest is explicitly donated to fund a specific program or cover an operating expense, such funds may be included in the Operating Funds.

The Executive Director will maintain records of all donors, donation amounts, and any special restrictions.

Special Projects Fund

The fund for Special Projects is the intended outcome of the investment strategy. Revenues generated from POD's investments may be set aside for off-cycle budget requests or Special Projects that further the mission of the organization or benefit the membership. Special Projects must be proposed by a standing committee or Special Interest Group. The only limitation on Special Projects funding is that the project must benefit the organization and/or the membership.

The Finance Committee will identify the total funds available for Special Projects when the amount available is between \$5,000-\$10,000, which may not occur every year, depending upon investment income and off-cycle budget requests. At that time, all standing committees and Special Interest Groups will be invited to submit a Special Project proposal using the process outlined by the Finance Committee.

Funding Process for Special Projects

In Spring 2011, the Core Committee approved the following process for disbursing funds for Special Projects. POD's standing committees are expected to submit proposals to the Executive Committee. The Executive Committee evaluates the proposals and makes a recommendation to the Core Committee, which makes the final decision.

Proposal Submission and Review Process

While the timing of the Request for Proposals will be determined by the availability of the funds, standing committees will need at least one month to develop a proposal. The Finance Committee will be responsible for developing the submission process and the evaluation rubric. In the past, typical proposal requirements have included: project goals and description; description of the rationale for the project; details about the project's expected implementation; an outline of the budget, including anticipated future resource needs; a plan for evaluating and reporting on the effectiveness of the project; and a final report submitted to Core.

Insurance

The POD Network will purchase the following four types of insurance to protect the organization and its officers, members, and property:

- A business liability policy will be maintained to protect the POD Network against claims of negligence and to protect POD records, inventory, supplies, and equipment.
- A surety bond or employee dishonesty policy will be maintained on the Executive Director and any employees of the POD Network who are involved with financial matters. The Finance Committee will ensure that requirements of the bond or policy are being met.
- The POD Network will maintain professional liability insurance to protect the Core Committee and the organization.
- Catastrophic or event insurance will be purchased each year for the conference.

Payments to the Executive Director

Monthly payments to the Executive Director are made via direct bank deposit. The Executive Director's pay is recorded in the monthly Chase account statements and summarized in the quarterly reports.

Reimbursements

Individuals requesting reimbursement from the POD Network for expenses incurred on behalf of the organization will be made only if the requests are in compliance with the following policies:

- Requests for reimbursements must be sent to the Executive Director within 60 days of the date on which the expenses were incurred.

- Receipts are required for all expenses and may be sent to the Executive Director via email or postal mail, with an itemized summary of expenses.
- Unbudgeted requests for reimbursement must be approved by the Executive Committee.
- Authorized mileage will be reimbursed at the current IRS-approved rate. This includes reimbursement for the Executive Director's mileage for approved POD business.
- Airline ticket costs, accompanied by a receipt, will be reimbursed at the lowest available advance-purchase coach fare.
- Expenditures for personal items such as phone calls, personal email charges, or alcoholic beverages are not reimbursable. An exception to the alcohol policy may be made for the President's reception during the fall conference, not to exceed \$500.