

V. Policies - Board of Directors

5.1 AGENDA

INTRODUCTION:

The Board of Directors meets as scheduled at the Annual Meetings and Educational Meetings and other times as needed during the year, and also conducts business by conference call or through other electronic means, with the agenda established as needed.

POLICY:

1. Members of the Board of Directors shall have the privilege of generating agenda items for the next board meeting up to 30 days before the next meeting. Other items may be brought up at the meeting and discussed as time permits.
2. The proposed agenda and written material shall be forwarded to Board of Directors members in advance of the next meeting.
3. The president is responsible for preparing the agenda for the Board of Directors.
4. A tentative Board of Directors agenda will be forwarded to member boards 30 days prior to the meeting.

Adopted April 12 - 13, 1990, confirmed by the Executive Committee April, 1995. Revised by the Board of Directors, September 1998, October 2004.

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5.2 DUTIES AND RESPONSIBILITIES

INTRODUCTION:

Members of the ASWB Board of Directors must be aware of their fiduciary responsibilities to the association, and must not use their affiliation with ASWB in ways that compromise the integrity of the association and its examinations.

POLICY:

1. Directors are prohibited from teaching an examination preparatory course or providing individualized instruction in relation to taking the ASWB examinations for a period of three years after rotation from the Board of Directors, and they are prohibited perpetually from revealing item content.
2. The Board of Directors will keep accurate minutes of actions taken at meetings, and will make these minutes available to member boards in accordance with provisions in the ASWB bylaws. Directors will respect the confidentiality of discussions held in executive session.
3. All members of the Board of Directors are expected to sign the following Statement of Commitment:

I am aware of my duties and responsibilities as an elected (officer and) member of the Board of Directors. I affirm that I will strive, to the best of my ability, to faithfully attend meetings of the board; to carry out the duties and responsibilities of this position as provided in the Bylaws and assigned to me from time to time; to hold in confidence information which I receive as an (officer and) board member, releasing only information as authorized by the Bylaws, the Board of Directors or the policies of the Association; to abide by and uphold the Bylaws of the Association and to support and aid the other officers and the board in upholding the Bylaws of the Association; and to endeavor to fulfill the highest personal and professional standards in carrying out these duties and responsibilities. I know of no conflict of interest that would jeopardize my ability to fulfill the above commitments.

Adoption October 2, 2004.

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5.3 CONDUCT OF BUSINESS

INTRODUCTION:

The Board of Directors conducts the business of the association in accordance with ASWB bylaws, and structures its meetings, discussions, and voting processes in ways that emphasize full participation and consensus while supporting diverse viewpoints.

POLICY:

1. The President acts as presiding officer for all board meetings. The President Elect/Past President shall act as presiding officer in the President's absence. In the absence of both the President and President Elect/Past President, presiding officer duties shall be assumed by, in order, the Secretary and the Treasurer.
2. The presiding officer shall refrain from making motions or offering seconds, and shall cast votes on motions only in the case of a tie, or in situations in which a majority vote would be otherwise unobtainable due to number of board members present
3. All board decisions shall be recorded in minutes as consensus decisions. Vote counts, dissenting votes, and abstentions will be recorded only at the request of the presiding officer or the dissenting/abstaining board member(s).
4. Board actions taken through electronic meetings shall be reviewed and confirmed at a subsequent in-person meeting of the Board.

Approved by the Board of Directors, May, 2010.