



**Colorado School Counselor
Association
BOARD POLICIES**

Introduction

This handbook is designed to aid a person who is accepting an office or a committee position on the Colorado School Counselor Association (CSCA). This handbook is a continuing cooperative project involving past and present officers, committee chairpersons, and the American School Counselor Association (ASCA). It is organized to answer questions such as:

What are the Ends Policies of the Colorado School Counselor Association?

What is the structure within this organization?

What are the policies regarding particular topics?

What are my responsibilities now that I have accepted a position?

What are the duties of the position?

Who can I contact to assist me in fulfilling my responsibilities?

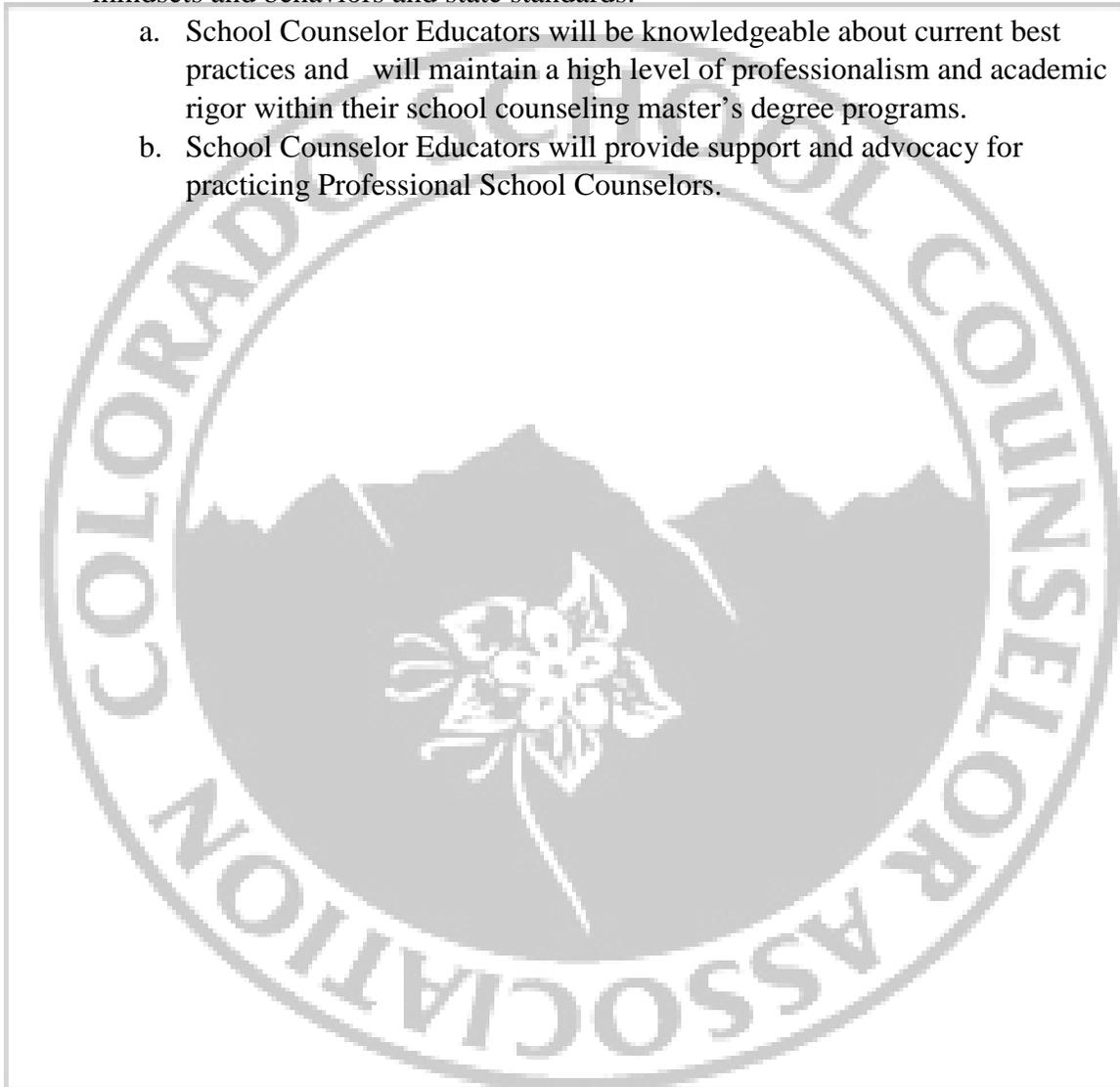
As you embark on your leadership role in CSCA, please remember it is not the acceptance or responsibility, but the fulfillment of your role and duties that determines the growth and development of both the association and you as a professional school counselor.

CSCA Ends Policies Shall Be:

1. In order to provide a unified understanding of the school counselor's role, all stakeholders and school counselors will have awareness and understanding of the ASCA National Model including the ASCA Mindsets and Behaviors and state standards and how they relate to school counselor effectiveness.
 - a. Professional School Counselors in Colorado will have an understanding and awareness of, at minimum, the professional code of ethics and the ASCA National Model.
 - b. Administrators will have understanding of the ASCA National Model and how it relates to school counselor effectiveness.
 - c. Teachers and parents will have an understanding of the relationship between the school counselor's role and student achievement.
 - d. Legislators will have an understanding of how the ASCA national model effects student achievement.

2. Professional School Counselors will be transformational leaders and advocates for the school counseling profession.

3. School Counselor Educators will be knowledgeable about the role and function of Professional School Counselors as defined by the ASCA National Model including mindsets and behaviors and state standards.
 - a. School Counselor Educators will be knowledgeable about current best practices and will maintain a high level of professionalism and academic rigor within their school counseling master's degree programs.
 - b. School Counselor Educators will provide support and advocacy for practicing Professional School Counselors.



Policy Type: Board-Management Delegation
Policy Title: Global Board-Management Delegation

The Board's sole official connection to the operational organization, its achievements, and conduct will be through the Executive Director.

Policy Type: Board-Management Delegation
Policy Title: Unity of Control

Only officially passed motions of the Board are binding on the Executive Director.

1. Decisions or instructions of individual Board members, officers, or committees are not binding on the Executive Director except in rare instances when the Board has specifically authorized such exercise of authority.
2. In the case of Board members or committees requesting information or assistance without Board authorization, the Executive Director can refuse such requests that require, in the Executive Directors opinion, a material amount of staff time or funds, or are disruptive.

Policy Type: Board-Management Delegation
Policy Title: Accountability of the Executive Director

The Executive Director is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Executive Director.

1. The Board will never give instructions to persons who report directly or indirectly to the Executive Director.
2. The Board will not evaluate, either formally or informally, any staff other than the Executive Director.
3. The Board will view Executive Director performance as identical to organizational performance so that organizational accomplishment of Board-stated Ends and avoidance of Board-proscribed means will be viewed as successful Executive Director performance.

Policy Type: Board-Management Delegation
Policy Title: Delegation to the Executive Director

The Board will instruct the Executive Director through written policies that prescribe the organizational Ends to be achieved and prescribe organizational situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

1. The Board will develop policies instructing the Executive Director to achieve specified results, for specified recipients, at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined

levels and will be called Ends policies. All issues that are not ends issues as defined here are means issues.

2. The Board will develop policies that limit the latitude the Executive Director may exercise in choosing the organizational means. These limiting policies will describe those practices, activities, decisions, and circumstances that would be unacceptable to the Board even if they were to be effective. Policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies. The Board will never prescribe organizational means delegated to the Executive Director.
3. As long as the Executive Director uses any reasonable interpretation of the Board's Ends and Executive Limitations policies, the Executive Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and pursue all activities. Such decisions of the Executive Director will have full force and authority as decided by the Board.
4. The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and Executive Director domains. By doing so, the Board changes the latitude of choice given to the Executive Director. But as long as any particular delegation is in place, the Board will respect and support the Executive Director's choices.

Policy Type: Board-Management Delegation

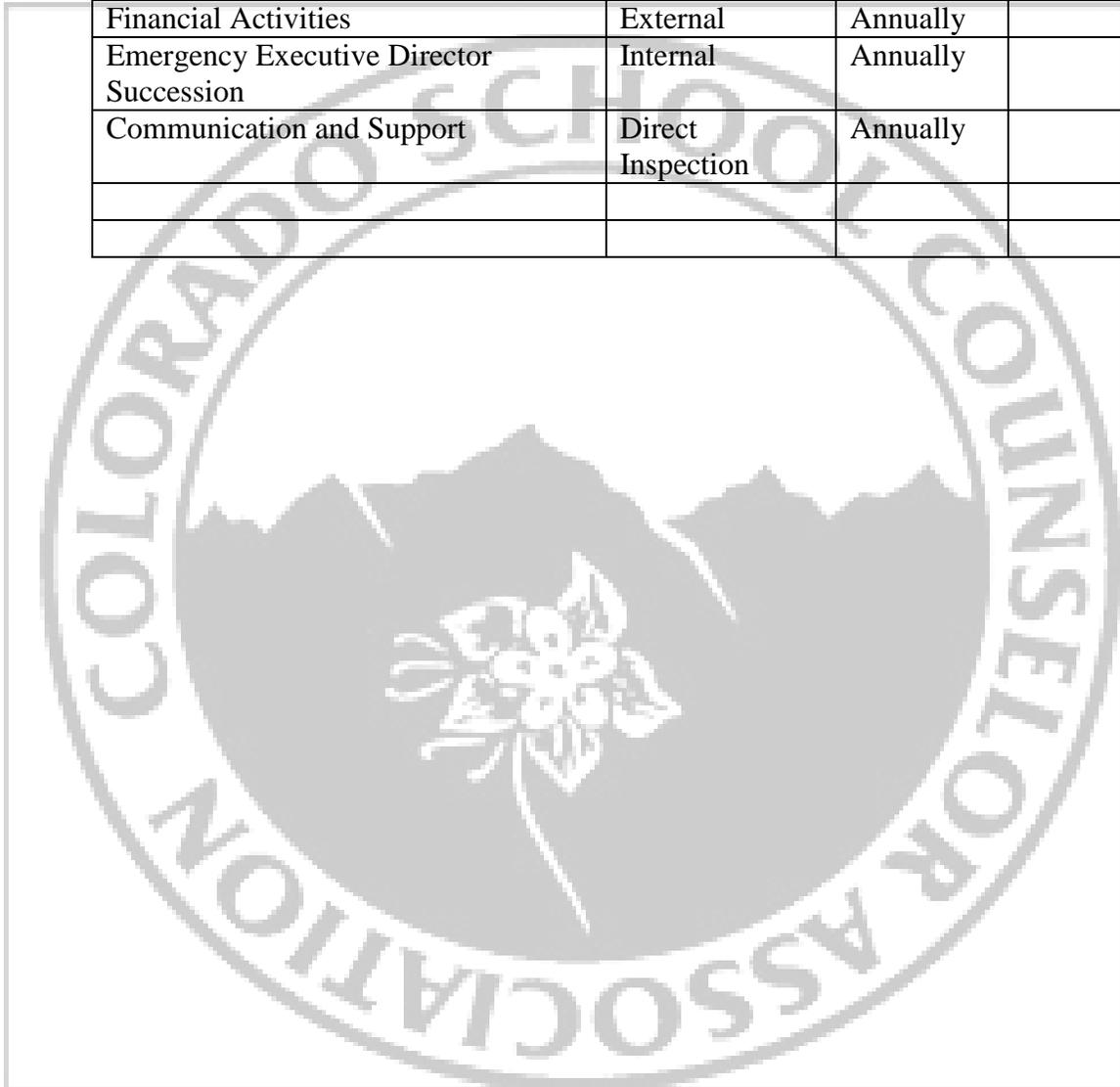
Policy Title: Monitoring Executive Director Performance

Systematic and rigorous monitoring of Executive Director job performance will be solely against the only expected Executive Director job outputs: organizational accomplishment of Board policies on Ends and organizational operation within the boundaries established in Board policies on Executive Limitations.

1. Monitoring is simply to determine the degree to which Board policies are being met. Information that does not do this will not be considered to be monitoring information.
2. The Board will acquire monitoring information by one or more of three methods:
 - a. By internal report, in which the Executive Director discloses interpretations and compliance information to the Board.
 - b. By external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies.
 - c. By direct Board inspection, in which a designated member or members of the Board assess compliance with the appropriate policy criteria.
3. In every case, the Board will judge (a) the reasonableness of the Executive Director's interpretation and (b) whether data demonstrate accomplishment of the interpretation.
4. The standard of compliance will be any reasonable Executive Director interpretation of the Board policy being monitored. The Board is the final arbiter of reasonableness, but will always judge with a "reasonable person" test rather than with an interpretation favored by Board members or by the Board as a whole.

5. All policies that instruct the Executive Director will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule:

Policy	Method	Frequency	Month
Treatment of Consumers	Internal	Annually	
Treatment of Staff	Internal	Annually	
Financial Planning and Budgeting	Internal	Quarterly	
Financial Condition	Internal	Quarterly	
Financial Activities	External	Annually	
Emergency Executive Director Succession	Internal	Annually	
Communication and Support	Direct Inspection	Annually	



Policy Type: Executive Limitations
Policy Title: Global Executive Constraint

*The **Executive Director/Executive Board** will not cause or allow any organizational practice, activity, decision, or circumstance that is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics and practices.*

Policy Type: Executive Limitations
Policy Title: Treatment of Consumers

*With respect to interactions with consumers or those applying to be consumers, the **Executive Director/Executive Board** will not cause or allow conditions, procedures or decisions that are unsafe, untimely, undignified, or unnecessarily intrusive.*

The **Executive Director/Executive Board** will not

1. Elicit information for which there is no clear necessity.
2. Use methods of collecting, reviewing, transmitting, or storing consumer information that fail to protect against improper access to the material.
3. Fail to operate facilities with appropriate accessibility and privacy.
4. Fail to establish with consumers a clear understanding of what may be expected and what may not be expected from CSCA.
5. Fail to inform consumers of this policy or to provide a way to be heard for persons who believe they have not been accorded a reasonable interpretation of their rights under this policy.

Policy Type: Executive Limitations
Policy Title: Treatment of the Governing Board

*With respect to the treatment of the Board, the **Executive Director/Executive Board** may not cause or allow conditions that are unfair, undignified, disorganized, or unclear. The **Executive Director/Executive Board** also will not cause or allow the **Governing Board** to be uninformed or unsupported in its work.*

The **Executive Director/Executive Board** will not

1. Allow the **Governing Board** to be unaware of any actual or anticipated noncompliance with any Ends or Executive Limitations policy of the **Governing Board** regardless of the **Governing Board**'s monitoring schedule.
2. Allow the **Governing Board** to be without decision information required periodically by the **Governing Board** or let the **Governing Board** be unaware of relevant trends.
3. Allow the **Governing Board** to be unaware of any significant incidental information it requires including anticipated media coverage, threatened or pending lawsuits, and **relevant** internal and external changes.
4. Allow the **Governing Board** to be unaware that, in the **Executive Director/Executive Board**'s opinion, the **Governing Board** is not in compliance with its own policies on Governance Process and Board-Management Delegation,

- particularly in the case of **Governing** Board behavior that is detrimental to the work relationship between the **Governing** Board and the **Executive Director/Executive Board**.
5. Present information in unnecessarily complex or lengthy form.
 6. Allow the **Governing** Board to be without a workable mechanism for official **Governing** Board, officer, or committee communications.
 7. Deal with the **Governing** Board in a way that favors or privileges certain **Governing** Board members over others, except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the **Governing** Board.

Policy Type: Executive Limitations

Policy Title: Treatment of Staff

*With respect to the treatment of paid and volunteer staff, the **Executive Director/Executive Board** may not cause or allow conditions that are unfair, undignified, disorganized, or unclear.*

- The **Executive Director/Executive Board** will not
1. Operate without written personnel rules that (a) clarify rules for staff, (b) provide for effective handling of grievances, and (c) protect against wrongful conditions such as nepotism and grossly preferential treatment for personal reasons.
 2. Retaliate against any staff member for expression of dissent.
 3. Fail to acquaint staff with the **Executive Director/Executive Board's** interpretation of their protections under this policy.
 4. Allow staff members to be unsupported in their work.

Policy Type: Executive Limitations

Policy Title: Compensation and Benefits

*With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the **Executive Director/Executive Board** will not cause or allow jeopardy to financial integrity or to public image.*

- The **Executive Director/Executive Board** will not
1. Change the **Executive Director/Executive Board's** own compensation and benefits, except as those benefits are consistent with a package for all other employees.
 2. Promise or imply permanent or guaranteed employment.
 3. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
 4. Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses in revenue,
 5. Establish or change pension benefits so as to cause unpredictable or inequitable situations, including those that
 - a. Incur unfunded liabilities.

- b. Provide less than some basic level of benefits to all fulltime employees, though differential benefits to encourage longevity are not prohibited.
- c. Allow any employee to lose benefits already accrued from any previous plan.
- d. Treat the **Executive Director/Executive Board** differently from other key employees.

Policy Type: Executive Limitations

Policy Title: Emergency Executive Director Succession

*To protect the **Governing Board** from sudden loss of Executive Director services, the Executive Director will not permit there to be fewer than two other **Governing Board and/or staff** members sufficiently familiar with Board and **Executive Director/Executive Board** issues and processes to enable either to take over with reasonable proficiency as an interim successor.*

Policy Type: Executive Limitations

Policy Title: Financial Planning/Budgeting

*The **Executive Director/Executive Board** will not cause or allow financial planning for any fiscal year or the remaining part of any fiscal year to deviate materially from the **Governing Board**'s Ends priorities, risk financial jeopardy, or fail to be derived from a multiyear plan.*

Financial plans will not

1. Omit credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.

Policy Type: Executive Limitations

Policy Title: Financial Condition and Activities

*With respect to the actual, ongoing financial conditions and activities, the **Executive Director/Executive Board** will not cause or allow the development of financial jeopardy or material deviation of actual expenditures from **Governing Board** priorities established in Ends policies.*

The **Executive Director/Executive Board** will not

1. Enter into any agreements/or contracts that do not support the Ends policies or are imprudent, unlawful or unethical.
2. Expend more funds than have been received in the fiscal year to date unless the **Governing Board**'s debt guideline is met.
3. Incur debt in an amount greater than can be repaid by certain and otherwise unencumbered revenues within 60 days.
4. Use any funds allocated to long-term investments.
5. Conduct inter-fund shifting in amounts greater than can be restored to a condition of discrete fund balances by certain and otherwise unencumbered revenues within 30 days.

6. Fail to settle payroll and debts in a timely manner.
7. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
8. Make a single purchase of greater than **\$75,000**. Splitting orders to avoid this limit is not acceptable.
9. Make a single commitment of greater than **75** percent of the current annual budget. Splitting orders to avoid this limit is not acceptable.
10. Allow the issuance of a check greater than **\$2,000** with fewer than two signatures.
11. Acquire, encumber, or dispose of real estate.
12. Fail to aggressively pursue receivables after a reasonable grace period.
13. Enter into agreements or commitments with organizations in which a staff member has an ownership interest.

Policy Type: Executive Limitations

Policy Title: Asset Protection

The **Executive Director/Executive Board** will not cause or allow corporate assets to be unprotected, inadequately maintained, or unnecessarily risked.

The **Executive Director/Executive Board** will not

1. Fail to insure adequately against theft and casualty and against liability losses to **Governing** Board members, staff, and the organization itself.
2. Allow unbonded personnel access to material amounts of funds.
3. Subject facilities and equipment to improper wear and tear or insufficient maintenance.
4. Unnecessarily expose the organization, its **Governing** Board, or its staff to claims of liability.
5. Make any purchase (a) wherein normally prudent protection has not been given against conflict of interest; (b) of more than **5** percent of the current annual budget without having obtained comparative prices and quality; (c) of more than **5** percent of the current annual budget without a stringent method of assuring the balance of long-term quality and cost. Orders will not be split to avoid these criteria.
6. Fail to protect intellectual property, information, and files from loss or significant damage.
7. Receive, process, or disburse funds under controls insufficient to meet the **Governing** Board-appointed auditor's standards.
8. Compromise the independence of the **Governing** Board's audit or other external monitoring or advice, such as by engaging parties already chosen by the **Governing** Board as consultants or advisers.
9. Invest or hold operating capital in insecure instruments, including uninsured checking accounts and bonds of less than AA rating at any time, or in non-interest-bearing accounts except when necessary to facilitate ease in operational transactions.
10. Endanger the organization's public image, its credibility, or its ability to accomplish Ends.

11. Change the organization's name or substantially alter its identity in the community.
12. Create or purchase any subsidiary organization.



Policy Type: Governance Process

Policy Title: Global Governance Process

The purpose of the Board, on behalf of school counselors, is to see to it that CSCA (a) achieves appropriate results for appropriate persons for an appropriate cost (as specified in Board Ends policies) and (b) avoids unacceptable actions and situations (as prohibited in Board Executive limitations policies).

Policy Type: Governance Process

Policy Title: Governing Style

The Board will govern lawfully, observing the principles of the Policy Governance model.

1. The Board, not the staff, will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to staff initiatives.
2. The Board will make a clear distinction between Board and Executive Director roles.
3. The Board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives.
4. The Board will emphasize outward vision rather than internal preoccupation and strategic leadership more than administrative detail. The Board's major policy focus will be on the intended long-term impacts outside the staff organization, not on the administrative or programmatic means of attaining those effects.
5. The Board will encourage diversity in view points,
6. The Board will focus on the future rather than past or present, and will act actively rather than reactively.
7. The Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the Board can change its Governance Process policies at any time, it will scrupulously observe those currently in force.
8. Continual Board development will include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvement.
9. The Board will cultivate a sense of group responsibility and collective rather than individual decisions. The Board will not use the expertise of individual members to substitute for the judgment of the Board, although the expertise of individual members may be used to enhance the understanding of the Board as a body. The Board will allow no officer, individual, or committee of the Board to hinder or serve as an excuse for not fulfilling group obligations.
10. The Board will monitor and discuss the Board's process and performance at each meeting. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-Management Delegation categories.

Policy Type: Governance Process

Policy Title: Board Job Description

*Specific job products of the **Governing** Board, as an informed agent of the **membership**, are those that ensure appropriate organizational performance.*

1. The Board is the linkage between the **membership** and the operational organization.
2. The Board writes governing policies that realistically address the broadest levels of all organizational decisions and situations.
 - a. Ends: The organizational impacts, benefits, outcomes; recipients, beneficiaries, impacted groups; and their relative worth in cost or priority
 - b. Executive Limitations: Constraints on the Executive Director that establish the prudence and ethics boundaries within which all executive activity and decisions must take place
 - c. Governance Process: Specification of how the Board conceives, carries out, and monitors its own task
 - d. Board-Management Delegation: How power is delegated and its proper use monitored; the Executive Director role, authority, and accountability
3. The Board ensures successful organizational performance on Ends and Executive Limitations.
 - a. To accomplish its job products with a governance style consistent with Board policies, the Board will follow an annual agenda that (a) completes a re-exploration of Ends policies and (b) continually improves Board performance through Board education and enriched input and deliberation.
 1. The cycle will conclude each year on the last day of **June** so that administrative planning and budgeting can be based on accomplishing a one-year segment of the Board's most recent statement of long-term Ends.
 2. The Board's development of its agenda for the next year includes:
 - a. Consultations with selected groups in the ownership or other methods of gaining ownership input will be determined, arranged and held during the current year.
 - b. Governance education and education related to ends determination (presentations by futurists, demographers, advocacy groups, staff, and so on) will be determined, arranged and held during the current year.
 - c. A Board member may recommend or request an item for Board discussion by submitting the item to the President **prior to** the Board meeting **and at the discretion of the Prez.**
 3. Executive Director monitoring will be on the agenda if reports have been received since the previous meeting, if plans must be made for monitoring through direct inspection by the Board, or if arrangements for third-party monitoring must be prepared.

Policy Type: Governance Process

Policy Title: President's Role

The President is a specially empowered member of the Board who ensures the integrity of the Board's process and, secondarily, occasionally represents the Board to outside parties.

1. The assigned result of the President's job is that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - a. Meeting discussion content will consist solely of issues that clearly belong to the Board to decide or to monitor according to Board policy.
 - b. Information that is neither for monitoring performance nor for Board decisions will be avoided or minimized and always noted as such.
 - c. Deliberation will be fair, open, and thorough but also timely, orderly, and kept to the point.
2. The authority of the President consists in making decisions that fall within topics covered by Board policies on Governance Process and Board-Management Delegation, with the exception of areas where the Board specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions in these policies.
 - a. The President develops Board meeting agendas and sends them to Board members preferably 14 days prior to a meeting. The President is empowered to chair Board meetings with all the commonly accepted powers of that position, such as ruling and recognizing.
 - b. The President may represent the Board to outside parties in announcing Board-stated positions and in stating President decisions and interpretations within the area delegated to that role.
 - c. The President may delegate his or her authority as described in Governing Process policy 3c, but remains accountable for its use.

Policy Type: Governance Process

Policy Title: Board Members' Code of Conduct

The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

1. Members must demonstrate loyalty to the **membership**, unconflicted by loyalties to staff, other organizations, or any personal interest as consumers.
2. Members must adhere to the ASCA Ethical and Legal Standards for School Counselors and the ASCA Ethical and Legal Standards for Leaders of School Counselor Associations.
3. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - a. There will be no self-dealing or business by a member with the organization. Members will annually disclose their involvements with other organizations or

- with vendors and any associations that might be reasonably seen as representing a conflict of interest.
- b. When the Board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member will withdraw without comment not only from the vote but also from the deliberation.
4. Board members may not attempt to exercise individual authority over the organization.
 - a. Members' interaction with the Executive Director or with staff must recognize the lack of authority vested in individuals except when explicitly authorized by the Board.
 - b. Members' interaction with the public, the press, or other entities must recognize the same limitation and the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.
 - c. Except for participation in Board deliberation about whether the Executive Director has achieved any reasonable interpretation of Board policy, members will not express individual judgments of performance of employees or the Executive Director.
 5. Members will respect the confidentiality appropriate to issues of a sensitive nature.
 6. Members will be properly prepared for Board deliberation.
 7. Members will support the legitimacy and authority of the final determination of the **Board**.

Policy Type: Governance Process

Policy Title: Board Committee Principles

Board committees, when used, will be assigned to reinforce the wholeness of the Board's job and never to interfere with delegation from Board to Executive Director.

1. Board committees are to help the Board do its job, never to help or advise the staff. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will normally not have direct dealings with current staff operations.
2. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order to prevent conflict with authority delegated to the Executive Director.
3. Board committees cannot exercise authority over staff. The Executive Director works for the full Board, and will therefore not be required to obtain the approval of a Board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore a Board committee that has helped the Board create policy on some topic will not be used to monitor organizational performance on that same topic.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.

6. This policy applies to any group that is formed by Board action, whether or not it is called a committee and regardless of whether the group includes Board members. It does not apply to committees formed under the authority of the Executive Director.

Policy Type: Governance Process

Policy Title: Cost of Governance

The Board will invest in its governance capacity because poor governance costs more than learning to govern well.

1. Board skills, methods, and supports will be sufficient to ensure governing with excellence.
 - a. Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing members' skills and understandings.
 - b. Outside monitoring assistance will be arranged so that the Board can exercise confident control over organizational performance. This includes but is not limited to financial audit.
 - c. Outreach mechanisms will be used as needed to ensure the Board's ability to listen to owner viewpoints and values. This includes but is not limited to surveys, focus groups and opinion analyses.