

# **RURITAN NATIONAL**



## **HANDBOOK FOR NATIONAL OFFICERS DIRECTORS AND COMMITTEES**

Revised Edition  
August 2023  
(HNODC)

## **BACKGROUND AND PURPOSE**

Every office in the Ruritan organization carries with it the requirement of service by an individual. Having accepted one of these positions you have indicated that you are willing to exert full effort and expend the time required to fulfill the demands of office. Your acceptance automatically suggests that you have agreed to offer yourself to Ruritan in whatever way you may be called upon to do so by proper authority, even if it means extending your service beyond the normal stated confines of your office.

Each officer, immediately upon election, should become thoroughly familiar with the responsibilities, duties, and scope of the position. Whatever the undertaking, the officer must always keep alert to the purposes and goals of Ruritan. Vision must outreach the narrow boundaries of bare responsibilities, for Ruritan can grow only as its leaders' chart new, more progressive courses.

This handbook will help you better understand your duties and those of your fellow officers. It will also help you to picture the relationship of your position with others, so that you may cooperate more closely with your fellow officers without overlapping their duties.

This handbook should not be considered an all-inclusive detailing of your responsibilities. It is designed as a convenient guide to help you with the essentials of your office and to direct your thinking into constructive channels. Good luck! Ruritan is counting on you!

## **NATIONAL BOARD OF DIRECTORS (NBOD)**

The NBOD shall consist of the National President, President-Elect, Secretary, Treasurer, Immediate Past President and 21 elected Directors, with the Executive Director serving as an advisor.

The order of business at any NBOD meeting shall be the agenda set by the National President and adopted by the NBOD. The NBOD should be informed of agenda items at least 10 days prior to each NBOD meeting. However, the NBOD may discuss items that are not on the agenda, but no action may be taken on such items—except for items referred to the NBOD by the EXCOM. In accordance with the Bylaws, the EXCOM may need to refer items to the NBOD for consideration even though the items have not been referred to the NBOD 10 days prior to the NBOD meeting.

Reports of the EXCOM and Budget and Finance (Audit) committees shall be acted upon at the meeting presented. For other committees of the NBOD, when a committee proposal is initially presented to the NBOD, limited debate and modification is allowed. When voted upon, it shall immediately become policy.

**Exception:** Bylaws changes require a 2/3 vote when first presented. Once the NBOD approves a change to the National Bylaws, the change(s) must be ratified by 2/3 vote of the delegates at the next National Convention.

Time limits should be included in any original action approved by the NBOD, if desirable and appropriate.

### **NBOD - EFFECTIVE USE OF**

- A NBOD member should accept the responsibility of office by serving Ruritan to the best of their ability.
- If the NBOD member does not have the time or commitment and the will to be a true servant of Ruritan, that person should not have accepted the honor.
- A NBOD member should have thorough knowledge of Club, District, and National Bylaws.
- A NBOD member should be familiar with National Policies.
- A NBOD member when assigned to one or more Ruritan district/area, is a voting member of the district cabinet, and is expected to attend district cabinet meetings.
- A NBOD member should work closely with the district/area governor regarding problem clubs.
- The National Office will notify NBOD member(s) on a quarterly basis of any clubs in the assigned district/area which are below charter strength, not reporting, or have delinquent debt, with instructions to take appropriate actions. A NBOD member will be responsible for monitoring clubs in the assigned district/area which are below charter strength, not reporting, or have delinquent debt. Quarterly written reports will be

forwarded to the National President explaining what action was taken with reference to clubs below charter strength, clubs not reporting, or clubs with delinquent debt.

- A NBOD member will emphasize growth and development in the assigned district/area and encourage organizing new clubs.
- A NBOD member may be assigned to represent the National President at a district or area meeting or function.
- When a NBOD member is assigned by the National President to represent Ruritan National at a district convention, Ruritan National may provide the NBOD member with a script that should be followed closely.
- A NBOD member should always use tact and diplomacy as a representative of Ruritan National.
- The members of the NBOD are requested to send a report to the President of Ruritan National quarterly, showing the progress on the Ruritan programs in their assigned districts (such as club GDMR, club improvement, etc.) (See BDM Mar 1960 and BDM Mar 1995).

Rationale: To rescind old policy and to provide a more current list of responsibilities for NBOD members. (*BDM Aug 1999, motion no. 16*)

## **NBOD - RESPONSIBILITIES OF**

- Establishing all policies essential to the welfare of the organization. Any policy changes affecting the handbooks approved by the NBOD after the spring meeting would not be reflected in the handbook for that year, except as an insert sheet.
- Formulating and implementing policies and programs for the advancement of Ruritan. No questionnaires or circular letters will be sent by a member of the NBOD that would in any way affect other members of the board or national policy without the approval of the NBOD.
- Approving budgets and financial reports.
- Ensuring an annual audit of accounts by a certified public accountant.
- Providing instruction and guidance for all Ruritan officers.
- Maintaining an agreement with the Trustees of the Ruritan National Foundation as specified in the Ruritan National Bylaws.
- Reviewing status of all clubs at the January NBOD meeting and taking appropriate action at that time.
- Review the status of districts below 20 clubs annually. Recommendations would be based specifically on the needs of that district and would not be considered precedent setting, nor would a decision concerning one district necessarily have to apply to all districts.
- Implementing the provisions of the Bylaws of Ruritan National.

## **NBOD – RESPONSIBILITIES OF MEMBERS**

### **PRESIDENT**

- Preside at Annual conventions and NBOD and EXCOM meetings.
- Call meetings of NBOD and EXCOM and select time and place of these meetings.
- Prepare a stimulating program of work for the year. This program shall be prepared with the assistance of the Executive Director and submitted to the EXCOM for study and approval.
  - Final approval will be made by the NBOD.
- Refer any proposed changes in policies, program operating procedures, or budget matters to the appropriate committee for study and submission to the NBOD.
- Study the budget previously approved by the NBOD and recommend to the Budget and Finance (Audit) committee any changes deemed necessary.
- Work with national treasurer in keeping expenditures within the budget.
- Ensure that National officers, directors, and committee chairs carry out their assignments.
- Appoint all National committees.
- Represent Ruritan National at appropriate functions or designate some other Ruritan representative as a substitute. Expenses are paid from the National President's budget unless reimbursable from another travel expense allowance.
- Promote an effective district program by working with National Directors in assisting the district governors and other district officers.
- May work with the administrative staff in conducting the Summer Leadership Conference.
- Attend district conventions or designate the President-Elect, a director, or some other appropriate Ruritan National representative to substitute. This representative would be charged with the responsibility of installation of district officers. Expenses are paid from the National President's budget unless reimbursable from another travel expense allowance.
- Sign charters and sign certificates of appreciation to the district governors, national directors, and also sign club community service certificates.

### **PRESIDENT-ELECT**

- Serve as a member of the EXCOM and NBOD and preside in the absence of the National President.
- Assist the National President in attaining goals set for the year.
- Serve as member of the Budget and Finance (Audit) Committee.
- Work with the administrative staff in conducting the district governors' training at the National Convention.
- Work with the administrative staff in conducting the Summer Leadership Conference.
- Attend district conventions and non-Ruritan functions at the request of the National President.

- Refer any proposed changes in policies, program operating procedures, or budget matters to the appropriate committee for study and submission to the NBOD.
- Submit reports of activities to National President quarterly.
- Serve as chair of the "Long Term Planning Committee (LTP)." Serve as ex officio member of the seven committees of the NBOD.
- Appoint area zone governors prior to November 1 to serve a one-year term beginning the following January 1.
- In January, just prior to ascending to the office of President, appoints three persons to serve on the Nominating Committee at the following year's national convention.
- Each year at the August National Board of Directors' (NBOD) Meeting, appoints a NBOD Parliamentarian for the following Ruritan calendar year to include the National Convention meeting of the NBOD. The Parliamentarian may or may not be a Ruritan member and shall be approved by the NBOD no later than the January NBOD meeting.

## **SECRETARY**

- Keep a record of all meetings of the EXCOM, NBOD, and National Convention.
- Serve as a member of the EXCOM and NBOD
- Serve as National Historian.
- Maintain the Ruritan National Policy Manual (RPM)/ the Handbook for National Officers, Directors, and Committees (HNODC), and the National Convention Guidelines Handbook (NCGH). (*BDM Aug 2014, motion no. 6B*)
- Sign charters.
- Submit reports of activities to National President quarterly.

## **TREASURER**

- Receive a certified record of all deposits directly from the bank and withdrawals from the checking account and keep a current balance.
- Serve as a member of the EXCOM, the NBOD, and the Budget and Finance (Audit) Committee.
- Present financial reports at meetings of the EXCOM, the NBOD, and at the National Convention.
- Ensure all checks covering disbursements are countersigned.
- Shall, through the Executive Director, sign all checks, keep all securities in the designated depositories, and maintain proper records of same.
- Review at appropriate intervals, the financial records maintained by the Executive Director.
- Work with the National President in keeping expenditures within the budget.
- Explain the annual audit at meetings of the EXCOM, NBOD, and National Convention.
- Work closely with all persons receiving convention money and periodically each day, collect and deposit money.
- Submit reports of activities to National President quarterly.
- Submit a summary of all reserve accounts at each NBOD meeting,

- The national treasurer or their designee submits a report at each NBOD meeting of the travel expenses paid to each Board member for the year to date.
- Responsible for overseeing delinquent dues. When deemed necessary, work with the District Governor and National Representative to work with the clubs that are in arrears of more than two quarters. The National Treasurer has the authority to offer a payment plan.

## **DIRECTORS**

- Attend all meetings of the NBOD. The National President sets the time, place, and agenda of the meeting.
- Serve on National committees as assigned by the National President.
- Develop policies and plans to govern Ruritan.
- Plan for utilizing the services and maintaining the interest of outgoing national and district officers.
- Consider and act on all matters pertaining to procedure, policy, program, and budget.
- Serve as a voting member of the district cabinet in assigned district and help with club membership, growth and retention, and club improvement.
- Represent Ruritan National at district meetings and non-Ruritan functions within assigned district or districts.
- Report on district progress at NBOD meetings.
- Inform district officers of actions taken by the NBOD.
- Submit reports of activities to National President quarterly.
- Assist the district governor in conducting the combined cabinet meeting.
- Be personally responsible for trying to bring each club in assigned district above charter strength of 16 members. When club membership reaches 16 members, advise Ruritan National Office explaining what was done to reach this goal.
- Assist with leadership training and instruction as requested.
- Serve as members of the "Long Term Planning Committee" (one director from each year's class).

## **IMMEDIATE PAST NATIONAL PRESIDENT**

- Chair Budget and Finance (Audit) Committee.
- Report for and represent Board Advisory committee at NBOD and EXCOM meetings.
- Perform other duties as assigned by the National President.

## **EXECUTIVE DIRECTOR**

### ***General Description of Relationship to NBOD***

The Executive Director's primary responsibilities are to assist the NBOD in governing and leading Ruritan by providing day to day management and administration of Ruritan resources including facilities, equipment, finances, and staff. As the elected leaders of a volunteer service organization, the NBOD makes and implements policy and provides the resources to achieve the goals of Ruritan.

The Executive Director provides the NBOD timely and accurate information to assist the NBOD in making sound decisions and establishing organizational policies.

The NBOD employs the Executive Director who, in turn, employs, and has direct authority over paid staff. The Executive Director supervises staff in providing day-to-day administrative and management service to Ruritan volunteers throughout the Ruritan organization.

The EXCOM, along with input from other BOD members, will evaluate the performance of the Ruritan National Executive Director in November each year and report the evaluation to the BOD at the BOD meeting held in conjunction with the Ruritan National Convention.

The NBOD has approval authority over personnel policies and practices of Ruritan, including budgets for wages and salaries.

Although the NBOD may delegate to the Ruritan National EXCOM specific authority regarding employment agreements with and evaluation of the Executive Director, the Executive Director is ultimately hired by and is responsible to the entire NBOD.

The Ruritan National Executive Director is the Chief Administrator and Chief Operating officer (CAO/COO) of both the Ruritan National Corporation and the Corporation's subsidiary organization, The Ruritan National Foundation. The Executive Director provides assistance to the Ruritan National Foundation Trustees and their Chief Executive Officer and Trustee Chair the Foundation President, in a manner similar to that provided to the NBOD.

By corporate resolution, the Executive Director is authorized to sign checks and other financial instruments, negotiate and sign contracts, enter into loan agreements, and in general, enter into legal and financial agreements on behalf of Ruritan National and The Ruritan National Foundation. The Executive Director serves as an advisor of the NBOD and the Ruritan National Foundation Board of Trustees, as well as all national standing and temporary committees. The Executive Director may employ, supervise, and terminate employees as needed to meet the needs of the organization.

The Executive Director has responsibilities in major areas of work as follows:

### ***Administration and Office Management***

The Executive Director assists the National Officers, NBOD, and The Ruritan National Foundation transact Ruritan's business by conducting activities that include but are not necessarily limited to the following:

- Maintaining club and district membership and financial records.
- Preparing budget proposals and monitoring budget expenditures.
- Assisting the Corporation and Foundation President in preparing meeting agendas.
- Planning and preparing for NBOD, Trustee, and committee meetings and other meetings as needed, including providing a written report to NBOD at all meetings.
- Planning for and conducting an Annual Convention, including site visits, making recommendations, and securing NBOD approval of convention sites; negotiating and signing contracts; moving office personnel and equipment to convention sites; and on-site supervision.

- Planning for and conducting an annual Foundation Fellowship Weekend, including site visits, contract negotiation, detailed planning, and on-site supervision.
- Planning for and conducting the annual Summer Leadership conference, including proposing agendas, contracting for facilities and services, planning details, and on-site supervision.
- Providing administrative assistance to NBOD members for the preparation and distribution of minutes of meetings.
- Approving purchases and invoices, maintaining bank records, managing investments, and paying bills and invoices for goods and services.
- Employing, administering, and supervising support staff.
- Assisting volunteer committees prepare for, conduct, and document meetings, and document meetings and conference calls.
- Procuring and maintaining office equipment.
- Integrating the latest communication technologies into Ruritan (Internet web pages, e-mail, etc.).
- Publishing Ruritan magazine, leadership handbooks, and other publications to inform and educate Ruritan members.
- Maintaining records on and administering the Ruritan Awards recognition program.
- Operating a Ruritan supply sales and shipping function.
- Protecting Ruritan's tax-exempt status by filing with IRS and other governmental bodies.
- Maintaining and controlling registered trademarks and logos.
- Providing orientation and in-service training to staff.
- Assisting the NBOD in orienting and providing leadership training to volunteer leaders at Club, District, and National levels.
- Procuring and maintaining liability insurance and other insurances for the protection of Ruritan clubs and national leaders.
- Monitoring and reporting on the investment of Ruritan funds.
- Maintaining the Ruritan Memorial at Holland, VA.
- Maintaining the Ruritan office building and grounds.
- Interacting with local governments, civic, and business organizations in the Home Office community area.

### ***Program Functions***

The Executive Director assists the Officers, NBOD and Trustees in the work of the NBOD and Foundation by working with these elected leaders through various standing and ad-hoc committees. In this role, the Executive Director helps to generate ideas for program development, research and analyze these ideas for presentation to governing bodies of Ruritan and implement programs that are approved by such governing bodies. Areas for such program development include but are not limited to:

- Publicity and Public Relations
- Publications
- Awards and Recognition (National Advancement)
- Leadership Development.
- Membership Growth and New Club Development
- Bylaws
- Youth Activities

- Convention Site Negotiation and Program Planning
- Scholarships
- Disaster Assistance

### ***Public and Organizational Liaison***

The Executive Director represents and explains Ruritan to the public through speaking engagements, media releases and interviews, and industry meetings and conferences. The Executive Director participates in civic service industry committees and alliance groups; receives and channels public inquiries; interacts with local, regional, and national governmental elements; and interacts with other service organizations e.g., the Service Club Leaders Conference (SCLC). The Executive Director develops, enters into, and maintains service and affiliate partnerships with organizations that further the cause of Ruritan after NBOD approval.

### **Qualifications**

- The incumbent of this position must have the physical and mental abilities to perform the activities and functions as listed above.
- A minimum education level of a bachelor's degree or equivalent work experience in management is required.
- A master's degree or MBA is desired. Prior business management experience and experience working for or serving on boards of volunteer service organizations is highly desired.
- Highly refined oral and written communication skills and a working knowledge of office automation equipment, personal computers, and associated office software are required.
- The incumbent must have experience at managing paid staff and at guiding, encouraging, and motivating non-profit organization volunteers.

*(Approved by EXCOM Jan 23, 2002, and NBOD Jan 24, 2002)*

## **NBOD – COMMITTEES - STANDING**

After annual election results of new directors are known, the incoming National President in consultation with the incoming National President-Elect will assign the new directors to NBOD committees, giving consideration to directors' stated preference, as well as, giving consideration to their background and experience. The senior board member of each committee will assume the position as chair unless the senior member chooses not to serve as chair. The president will then consult with the members of that particular committee and thereafter the president shall name a committee chair.

The NBOD shall be divided into committees with each National Director serving one or more committees. Business of the NBOD will normally be referred to the proper committee for study and recommendations. Any proposal to be presented to the NBOD from the membership shall be included in a letter to the Executive Director and it will be referred to the proper committee for consideration.

The chair of each standing committee selects the location of committee meetings with the approval of the National President. Chairs are encouraged to meet at the National Office to ensure availability of needed resources.

Committees should meet prior to the Spring NBOD meeting. Committees can meet other times during the year with the agreement of the Executive Director (for scheduling and budget purposes) and approval of the National President. Committees are responsible for their own minutes, approved by the committee, prior to adjournment and given to National Office staff for printing and distribution. Recommendations to the NBOD must be given to the National Office at least ten days prior to the NBOD meeting for inclusion in the agenda.

Any act of the chair of any Ruritan National committee must be approved by a majority of the committee.

All members of these committees shall be reimbursed by Ruritan National for all reasonable and ordinary expenses in connection with the work of the committee. Expenses cannot be reimbursed for called (special) committee meetings held in conjunction with a National Convention.

## **ADVANCEMENT**

The Advancement committee shall be composed of three (3) members, all of which shall be members of the NBOD.

## **DUTIES**

- Proposing ways of improving the effectiveness of local Ruritan clubs in serving the community, districts, and areas in implementing the programs and policies of Ruritan National.
- Reviewing and recommending changes in club bylaws; and also, national bylaws as related to district and area administration.
- Encouraging and fostering patriotic observations at club, district, and area functions.
- Reviewing and recommending improvements in the Ruritan Community Service Merit Program, including Community Service Guides and Community Service Merit Awards.
- Reviewing and recommending improvements in the Ruritan of the Year Program, including the selection process and appropriate awards and recognitions.
- Reviewing and recommending improvements in other Ruritan National Award and Recognition programs which come under the purview of the Ruritan National Advancement Committee.
- Reviewing and recommending improvements on all matters governing club, district, and area administration, including district conventions.

## **BOARD ADVISORY (BAC)**

The Board Advisory Committee shall be composed of the three immediate Past National Presidents. The senior member will serve as chair and the junior member will serve as secretary and make reports to the NBOD. The Executive Director will serve as an advisor. All recommendations of the committee will be presented directly to the NBOD, Long Term Planning Committee, and/or appropriate committee.

### **DUTIES**

Includes but not restricted to the following:

- Serve as liaison between the Association of Past National Presidents and the NBOD.
- Work closely with EXCOM regarding maintenance and repair needs, etc., of the physical plant and grounds of the National Office.
- Take on assignments from the EXCOM that are not otherwise performed by one of the seven (7) Standing Committees.
- Investigate ways to earn income in addition to dues and refer to the Budget and Finance (Audit) Committee.
- Promote Ruritan Forever Program.
- Annually the committee will revisit the structure and performance of Ruritan National.
- The committee is encouraged to meet at the Ruritan National Convention, Founders' Day Celebration, and/or National Foundation Fellowship weekend.
- Secretary/Reporting member will provide the Executive Director with a copy of all motions 30 days prior to NBOD meetings.
- Shall serve as the National Convention Site Committee. (*BDM Jan 2012, motion no. 4*)
- They will recommend to the NBOD, a city or cities and the convention facilities in which the annual convention might be held, at least two (2) years in advance of the convention. The recommendation should include cost of rooms, meals, parking, and other pertinent information. The Board of Directors may reject or give approval to the recommendation. (*BDM Aug 2014, motion no. 2A*).

## **BUDGET AND FINANCE (AUDIT)**

This Budget and Finance (Audit) committee shall be composed of the immediate Past National President, who shall serve as chair, the President-Elect, the Treasurer, and two (2) non-NBOD members appointed by the National President with one (1) non-NBOD appointed each year for a term of two (2) years. The Executive Director shall serve as an advisor. Any vacancy (of a non-NBOD member) shall be filled by appointment of the National President for the unexpired term.

### **DUTIES**

- Makes recommendations concerning policy to the NBOD pertaining to financial management, so as to ensure that desired objectives are carried out and that the organization operates in a fiscally sound and prudent manner.
- Presents annually at the summer NBOD meeting a detailed operating budget for the organization for the next fiscal year. The projected summary budget should also be

prepared for the next four years. As part of the detailed operating budget, a convention budget will also be developed. Budgets presented to the NBOD shall include comparative information for at least the most two recent fiscal years, the current year budget, and actual to date.

- Works with staff to develop financial assumptions to be used for planning purposes.
- Recommends to the NBOD convention registration and other fees.
- Recommends to the NBOD any proposed changes in member and club fees.
- Monitors actual financial performance compared to planned performance and provides guidance to management regarding mid-year corrections as needed.
- Approves the engagement annually of an independent CPA to provide audit services.
- Monitors to ensure adequate programs and processes are in place to protect the corporation's assets. This includes, but is not limited to, internal controls and insurance coverage.
- Recommends to the NBOD policies regarding reserves needed.
- Establishes investment guidelines and periodically monitors the investment performance against established comparative indices.
- Approves programs to generate revenues from sources other than member and club fees. Programs requiring significant capital or involving major initiatives will also require NBOD approval.

## **BYLAWS (GOVERNANCE)**

The Bylaws (Governance) committee shall be composed of three (3) members of the NBOD, with one (1) new member appointed each year by the National President for a three-year term.

### **DUTIES**

- Studying and suggesting proposed changes to the national, district, and club Bylaws.
- Drafting the wording of Bylaws changes for approval by the NBOD.
- Serving as the Bylaws committee at National Conventions.

### **NOTE:**

*As required by the National Bylaws, the Executive Director of Ruritan National, at least 30 days before the annual National Convention, shall notify all clubs of the proposed bylaws changes as determined by action of the NBOD.*

## **EXECUTIVE (ExCom)**

The EXCOM will be composed of National President, President-Elect, Secretary, Treasurer, and Immediate Past President, as provided for in the National Bylaws. The Executive Director shall serve as an advisor.

### **DUTIES**

- Taking appropriate action as provided in the Bylaws or by resolution of the NBOD.

- Reviewing all phases of Ruritan activity and making such recommendations to the NBOD as it may deem necessary. These recommendations to be printed and presented to the NBOD.
- Cooperating with the Executive Director in implementing policies and plans formulated by the NBOD.
- Making recommendations to the NBOD on all items of business not assignable to another committee.
- Reviewing status of all clubs prior to the January NBOD meeting and recommend appropriate action at that time.
- One member, in addition to the President-Elect who serves as chair, will serve on the Long-Term Planning Committee for the duration of their service.
- The EXCOM, along with input from other BOD members, will evaluate the performance of the Ruritan National Executive Director in November each year and report the evaluation to the BOD at the BOD meeting held in conjunction with the Ruritan National Convention. Overseeing the retention of an attorney.

## **GROWTH, DEVELOPMENT, AND MEMBER RETENTION (GDMR)**

The Growth, Development, and Member Retention Committee shall be composed of at least three (3) members, all of whom shall be members of the NBOD.

### **DUTIES**

- Proposing objectives (goals) and plans for a unified GDMR program addressing clubs, districts, and areas. Studying procedures for club GDMR, then making appropriate recommendations to the NBOD.
- Working with the national staff, NBOD, district officers, and area officers in implementing the GDMR Program.
- Reporting to the NBOD at each meeting on the progress of the GDMR program.
- Promoting meetings, workshops, seminars, and related programs in support of Ruritan GDMR programs.
- Encouraging clubs directly through various media resources (Ruritan National Magazine, district, zone, Club Newsletters) to actively recruit new members, retain existing members, reclaim previous members, and to actively work with district/area officers in organizing new clubs.
- Reviewing annually the status of districts below 20 clubs and making recommendations to the NBOD on each district individually.

#### **Note:**

*Recommendations should be based on the needs of a specific district, and not necessarily apply to all such districts.*

- Providing follow-up supervision for all newly organized clubs, districts, areas; and liaison with existing areas, as appropriate.

## **LEADERSHIP DEVELOPMENT (LDC)**

The Leadership Development Committee shall be composed of three (3) members, which shall be members of the NBOD. Each year, the National President shall appoint one (1) National Director for a three (3) year term.

### **DUTIES**

- Make recommendations to the Executive Director and/or NBOD, as appropriate, concerning duties and responsibilities of the Leadership Development Coordinators (LDCs).
- Make recommendations to Executive Director, including pro-analysis and evaluation of current training program.
- Under Direction of President-Elect and in Coordination with the administrative staff, plan and carry out the Summer Leadership Conference.
- Develop an evaluation instrument for use in compiling statistics and other information for the purpose of making recommendations to the Executive Director.

## **PUBLICATIONS (PUBS)**

The Publications Committee shall be composed of five (5) members, three (3) of which shall be members of the NBOD.

### **DUTIES**

- Making a continuous review of existing publications and making recommendations for improvement to the NBOD.
- Preparing new publications as determined by the NBOD.
- Revising existing Ruritan publications.
- Preparing policy changes for handbooks approved by the NBOD. Any changes affecting the handbooks approved by the NBOD after the spring meeting would not be reflected in the handbooks for that year except as an insert sheet.
- Assist the National office in developing and revising report forms as needed.

## **PUBLICITY & PUBLIC RELATIONS (P&PR)**

The Publicity and Public Relations Committee shall be composed of three (3) members of the NBOD, with one (1) new member appointed each year by the National President for a three (3) year term.

### **DUTIES**

- Being responsible for both pre-National and post-National Convention Publicity.
- Serving as Publicity Committee at National Convention.
- Developing a comprehensive Ruritan P&PR program (suggest use of audiovisual material, television, radio, newspapers, and newsletters)
- Conducting P&PR Workshops (50 minutes) each at the National Convention.

- Preparing and arranging for dissemination of P&PR materials to Ruritans and other interest groups and individuals.

## **YOUTH ACTIVITIES (YAC)**

The Youth Activities Committee shall be composed of at least three (3) members, all of whom shall be members of the NBOD.

### **DUTIES**

- Proposing ways of providing clubs, districts and areas more opportunities to work with and better serve the needs of youth.
- Proposing ways for clubs to identify and develop leadership qualities in local youth.
- Developing and maintaining liaison with youth related organizations that will help Ruritan meet the needs of young people.
- Developing and maintaining networking capability through district Youth Activity Coordinators to organize and coordinate youth activities among districts.
- Working with the Publications committee in developing youth related publications for dissemination to youth, Ruritans, and other interested groups or individuals.
- Working with the appropriate staff and other board committees in developing and maintaining a comprehensive public relations program for publicizing youth activities.
- Providing direction to the development, operation, and evaluation of youth Ruritan clubs.
- Assist the National President in presenting the awards for “Rudy Youth of the Year” and “Ruri-teen of the Year” and any other awards that are presented to youth at the National Convention. *(BDM Apr 2010, motion no. 18)*
- Hold an annual Youth Leadership Conference. *(BDM Aug 2007, motion no. 19)*
- The Annual Youth Conference site selection is the choice of the Youth Activities Committee. If the YAC chooses to move the site, they will do the proper research along with the Executive Director making sure the move is in the best interest of the youth and Ruritan National before bringing the new site selection to the National Board of Directors. *(BDM Aug 2017 motion no. 8)*
- Youth Committee staff members will request recommendations for the Youth Advisory Committee in January to be received by February 15th. Youth Committee will review and recommend candidates to the National President for appointment at the Spring meeting of the board. Youth Advisory Committee will serve as advising youth members to the Youth Committee via electronic communication. Members of the Youth Advisory Committee may be requested to attend the Youth Camp. *(BDM March 2016, Motion 7)*

## **CHAPLAIN**

The Chaplain shall be a member of the NBOD and is appointed by the National President.

### **DUTIES**

- Providing for invocation at all NBOD meetings and prayer before meals.
- Promoting attendance by all Ruritans at religious services at National Conventions.

## **LONG-TERM PLANNING COMMITTEE**

The Long-Term Planning Committee (LTP) will plot the course for Ruritan for the rolling five-year period. The President will appoint the initial committee including a representative from each NBOD year (serve their full term), an ExCom representative, who would serve for their full term. A new first year director will be appointed each year thereafter. The committee will be chaired by the President-Elect and the Executive Director will be the Advisor. This plan includes a five-year growth program to incentivize members and districts to help Ruritan be successful growing. To stress the importance of this committee, this committee is anticipated to meet bi-monthly and attendance requirements will be in place on this committee. If three consecutive meetings are missed, a new committee member may be appointed.

## **PROJECT FOCUS**

Project Focus (Funding Our Communities Under Stress), is a 501 (c) (3) program created by the the Ruritan National Board of Directors for humanitarian aid and disaster relief in our communities and implemented through local, requesting Ruritan Clubs.

Relief would be in the form of grants to assist requesting Ruritan clubs.

## **RURITAN NATIONAL FOUNDATION (RNF)**

The Ruritan National Foundation is administered by five trustees, who are elected by the delegates at the Ruritan National Convention. Each trustee must be a member of a Ruritan club while serving in office.

The trustees meet at least twice a year to conduct the business of the RNF.

The purpose of the RNF is to manage and maintain a trust for the encouragement, promotion, and financing of the charitable, educational, and benevolent principles and activities of Ruritan clubs and of Ruritan National.

Presently the RNF is involved in educational scholarship programs.

Officers and their duties are as follows:

### **PRESIDENT (RNF)**

- Preside at RNF meetings.
- Receive and assist with the processing of applications for grants and loans.
- Meet with the NBOD at the pre-convention meeting and provide a report concerning the activities of the RNF.

- Provide a report to attendees at the Annual National Convention concerning the activities of the RNF.
- Work with Executive Director of Ruritan National on the promotion of the RNF.

### **VICE PRESIDENT (RNF)**

- Preside in the absence of the RNF President.
- Work with RNF treasurer in maintaining proper records.
- Assist the RNF President in accomplishing purpose of the National Foundation.

### **SECRETARY (RNF)**

- Keep a record of all meetings and distribute to members.
- Serve in other areas as directed by the RNF President.

### **TREASURER (RNF)**

- Record all funds and deposit the funds in a bank as authorized by the RNF trustees.
- Shall, with the Executive Director, sign all checks, keep all securities in the designated depositories, and maintain proper records of same.
- Evaluate and recommend to the RNF trustees the most advantageous place or places to invest funds.
- Present financial reports at each RNF meeting and at each National Convention.

### **TRUSTEES (RNF)**

- Manage and maintain a trust for charitable, educational, and benevolent activities.
- Set policies to govern the RNF in accordance with the Ruritan National Bylaws.
- Design and distribute forms for applicants seeking financial aid.
- Evaluate applications.
- Make proper awards to qualified applicants.
- Maintain surveillance of invested funds.
- Re-evaluate all investments periodically and re-invest where necessary.
- See that proper notes are signed on all loans and that collection is made at the proper time.
- Conduct other business pertaining to the RNF and in accordance with the Ruritan National Bylaws and agreement between Ruritan National and the RNF.

### **EXECUTIVE DIRECTOR**

- The Executive Director of Ruritan National shall serve as Executive Director of the RNF.
- The Executive Director shall, with the RNF treasurer, sign all checks, keep all securities in the designated depositories, and maintain proper records of same.

## **NBOD - EXPENSES**

A member of the NBOD is entitled to be reimbursed by Ruritan National for all reasonable and ordinary expenses in connection with work as a national officer or director as spelled out below.

To pay for motel/hotel rate for lodging regardless of single or double rate (*See BDM Aug 1990*). Reimbursement for lodging from Ruritan National to those persons eligible for one night only prior to a meeting unless because of distance traveled, an additional nights lodging is required. (*See BDM Mar 1980*).

## **EXPENSES - MONITORING OF**

Expense vouchers submitted by NBOD members will be closely monitored by use of an excel spreadsheet. The spreadsheet will list each NBOD member and provide an ongoing amount each has claimed at a given point in time. The expenses will be tracked monthly by the Executive Director and national staff and reviewed quarterly by the national treasurer and EXCOM. Expenses considered excessive or in question will be discussed with the specific NBOD member for resolution.

## **EXPENSES - NATIONAL CONVENTION**

National officers and directors are entitled to be reimbursed for expenses concerning National Conventions for which they hold office for the entire duration of the National Conventions, including the Convention at which they retire. All newly elected national officers and directors will not be reimbursed for any expenses for the National Convention at which they are elected unless their expenses are otherwise provided for.

## **EXPENSES - NATIONAL PRESIDENT AND NATIONAL PRESIDENT-ELECT**

The National President and President-Elect are entitled to be reimbursed for expenses up to the amount designated in the general budget items "President's Travel" and "President-Elect's Travel." However, it is noted that action by the NBOD at the Aug 2003 meeting, motion no. 17, removed the caps on the President's and President-Elect's travel. The Executive Committee will closely monitor all travel expenses to include travel of the President and President-Elect.

## **EXPENSES NATIONAL SECRETARY, TREASURER, IMMEDIATE PAST PRESIDENT AND DIRECTORS**

The National Secretary, Treasurer, Immediate Past President, and Directors may claim expenses for attendance at the following functions:

- NBOD meetings and National Conventions
- National committee assignments meetings
- Attendance at pertinent functions within assigned district or districts and/or areas
- Attendance at district conventions as assigned by the National President.

The above expenses will be reimbursed from the line item related to directors' travel.

## **Expenses for which the above NBOD members will not be reimbursed:**

- Travel and lodging outside their assigned district(s) and/or areas.
- Travel and lodging related to attendance at state meetings.
- Travel and lodging related to RNF fellowship weekend.
- Travel and lodging related to Founders' Day celebration.

## **EXPENSES (GENERAL) PAID BY RURITAN NATIONAL FOR ALL MEMBERS OF THE NBOD**

- Lodging – (Must attach receipt)
- Meals - \$15.00 per day (Includes tips)
- Mileage – 30 cents per mile
- Tolls for roads, bridges, and parking.
- Travel by bus, train or air (Receipt must be attached to voucher)
- Taxi and shuttle fares, including tips.
- Telephone calls (Must list calls)
- Postage

## **EXPENSES - VOUCHERS**

Expense vouchers submitted with line items which are dated more than 90 days prior to the submission date, are considered to have been submitted "late" and those line items will not be paid. The Executive Director may approve the late line items, at his discretion, if the total amount of late line items on the voucher is less than \$250.00. The Executive Director must seek approval from the Executive Committee to approve any "late" line items exceeding a total of \$250.00. The Executive Committee may approve the late line items, at its discretion, if the total amount of late line items on the voucher is less than \$750.00 and the approval would occur within the same fiscal year in which the expenses were incurred. The Executive Committee must seek Board Approval for any "late" line items totaling more than \$750.00 or for those which would be approved in a different fiscal year from the one in which they were incurred.

*(BDM March 2017, motion no. 1)*

1. Vouchers should be filled out correctly.
2. Sign and date the voucher
3. Each day's expenses are to be accounted for separately.
4. Any amount listed in column six (6) must be explained in column two (2).
5. Mileage and travel instructions:
  - A. If travel is by automobile, show mileage in column three (3). Multiply mileage from column three (3) by the amount shown in column four (4) to get a mileage amount to be reimbursed.
  - B. If public transportation (air, bus, or train) is used, leave column three (3) blank and show fare in column four (4).
  - C. If automobile rental is used, reimbursement will be limited to use of a mid-size car.
6. The total of columns four (4), five (5), and six (6), should equal the total of column seven (7).

## **POLICIES**

In addition to the following policies, please see the CDOH, or website to familiarize yourself with the Ethics Policy, Email Policy, Ruritan Policy on Sexual and Other Unlawful Harassment, and Policy for conducting Inspections/Audits of Districts or Clubs.

## **CONFIDENTIALITY POLICY**

It is the policy of Ruritan National that any unauthorized disclosure or distribution by any means including electronic transmission or copying of Ruritan National's confidential information, or that of its employees, volunteers, donors, or donees, is prohibited. Employees are expected to keep confidential all information which they receive in the course of their employment except to the extent necessary in carrying out their official duties.

Any information that an employee, volunteer or board member learns as a result of providing services to Ruritan National that is not otherwise publicly available, whether about Ruritan National, its donors or donees, co-workers, or colleagues, constitutes confidential information.

Ruritan National values the protection of confidential information. During the course of service for Ruritan National an employee or volunteer may learn confidential information, such as financial, personal, or medical matters affecting the lives of other employees or volunteers, or those served by Ruritan National, or those affecting the business operations of Ruritan National.

No employee or volunteer shall disclose or use any information that is available solely as a result of the volunteer's or employee's affiliation with Ruritan National to any person not authorized to receive such information without the expressed authorization of Ruritan National or to use to the disadvantage of Ruritan National any such confidential information.

Employees, volunteers, and board members should never disclose confidential information to anyone who is not employed by Ruritan National and should only disclose confidential information to those employed by or providing services to Ruritan National if there is a business need for another to know such information to assist in fulfilling the Ruritan National's mission or to render emergency assistance.

Any employee who discloses confidential information learned from his/her work for Ruritan National will be subject to disciplinary action including possible termination. Unauthorized disclosure by volunteers and board members will subject the volunteer/board member to comparable sanctions.

Employees who improperly use or disclose trade secrets or other confidential information will be subject to disciplinary action, up to and including termination of employment and legal action, even if they do not actually benefit from the disclosed information.

## **CONFLICT OF INTEREST POLICY**

Ruritan Members should be aware that conflicts of interest can arise through various relationships including, but not limited to, family relationships, economic relationships and personal or intimate relationships. Conflict of Interest is created when:

- A director, officer, trustee, or employee, is a party to a contract, or involved in a transaction with Ruritan National for goods or services
- A director, officer, trustee, or employee has a material financial interest in a transaction between Ruritan National and an entity in which the director, officer, trustee, employee, or a family member has an interest or relationship.
- A director, officer, trustee, employee, (or a family member of the foregoing) is engaged in some capacity or has a material financial interest in a business or enterprise that competes with Ruritan National

A conflict of interest arises when a director, officer, trustee, or staff member has a personal interest that conflicts with the interests of Ruritan National or arises in situations where a director, officer, trustee, or staff member has divided loyalties (also known as a “duality of interest”).

A conflict arising out of a personal interest can occur in situations that result in inappropriate financial gain to persons in authority at Ruritan National and can lead to financial penalties and violations of IRS regulations. Situations or transactions arising out of a conflict of interest also can result in either inappropriate financial gain or the appearance of a lack of integrity in Ruritan National decision-making process.

Other situations may create the appearance of a conflict, or present a duality of interests, with a person who has influence over the activities or finances of Ruritan National.

Typically, persons who are affected by a conflict-of-interest policy are Ruritan National's directors, officers, trustees, and senior staff. In some cases, a major donor could also be in a conflict situation. Ruritan National takes a broad view of conflicts and directors, officers, trustees, and staff, are urged to think of how a situation/transaction would appear to outside parties when identifying conflicts or possible conflicts of interest.

A person who must consider whether he/she has a conflict includes any person serving as a director, officer, trustee, employee, or a major donor to Ruritan National or anyone else who is in a position of control over Ruritan National or who has a personal interest that is in conflict with the interests of Ruritan National.

Staff should disclose to their supervisor/Executive Director and board members should disclose to the President of the Board as soon as they become aware that a conflict, potential conflict, or appearance of a conflict exists.

Board and staff are urged to disclose conflicts as they arise as well as to disclose those situations that are evolving that may result in a conflict of interest. Advance disclosure must occur so that a determination may be made as to the appropriate plan of action to manage the conflict.

Employees should avoid situations in which they may be called upon to negotiate or do business with an organization in which the employee (or close relative of the employee or other person with whom the employee has a close personal relationship) has substantial ownership or other interest.

Because of the potential for a conflict of interest, all employees considering or having employment, performing services or consulting work outside Ruritan National must have prior written approval from the Chief Professional Officer and may not accept fees for service when representing Ruritan National.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to his or her supervisor or the President who shall determine, in cooperation with the Executive Committee, whether there exists a Conflict of Interest that is subject to this policy.

All such circumstances should be disclosed to the board or staff, as appropriate, and a decision made as to what course of action the organization and/or individuals should take so that the best interests of Ruritan National are not compromised by the personal interests of stakeholders in the nonprofit.

After identifying the issue, matter or transaction with respect to which a conflict exists, a director/officer with a conflict shall withdraw from any further involvement in that issue, matter or transaction unless a majority of the disinterested directors/officers shall determine that the conflict is (i) immaterial or not adverse to the interests of Ruritan National or (ii) the benefits of allowing the person with the conflict to participate in the discussion or consideration, but not the final decision, outweigh the dangers; in which case the person may participate in the discussion, study or consideration of the issue, matter or transaction, but not the final discussion or decision.

The minutes of the Board of Directors of Ruritan National at which the disclosure of any conflict of interest is made, shall reflect that the disclosure was made and whether the member with the conflict withdrew, after making full disclosure of the matter in question and the conflict and was not present for the final discussion of the matter and any vote thereon.

## **WHISTLEBLOWER PROTECTION POLICY**

Ruritan National's Code of Ethics and Conduct ("Code") requires directors, officers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of Ruritan National are required to practice honesty and integrity in the discharge of their duty, and to comply with all applicable laws and regulations.

It is the responsibility of all directors, officers and employees to comply with the Code and to report violations or suspected violations in accordance with this Whistleblower Policy.

No director, officer, or employee who in good faith reports a violation of the Code shall suffer harassment, retaliation, or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within Ruritan National prior to seeking resolution outside Ruritan National.

It is the intent of Ruritan National to adhere to all laws and regulations that apply to the organization and the underlying purpose of this policy is to support the organization's goal of legal compliance. The support of all employees is necessary to achieving compliance with various laws and regulations. An employee is protected from retaliation only if the employee brings the alleged unlawful activity, policy, or practice to the attention of Ruritan National and provides Ruritan National with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to employees that comply with this requirement.

Ruritan National will not retaliate against an employee who in good faith, has made a protest or raised a complaint against some practice of Ruritan National or of another individual or entity with whom Ruritan National has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy.

Ruritan National will not retaliate against employees who disclose or threaten to disclose any activity, policy, or practice of Ruritan National that the employee reasonably believes is in violation of a law, rule, or regulation mandated pursuant to law or is in violation of a clear mandate or public policy concerning the health, safety, welfare, or protection of the environment.

If any employee reasonably believes that some policy, practice, or activity of Ruritan National is in violation of law, a written complaint must be filed by that employee with the Executive Director or the Board President.

The Code addresses Ruritan National's open door policy and suggests that employees share their questions, concerns, suggestions or complaints with someone who can address them

properly. In most cases, an employee's immediate supervisor is in the best position to address an area of concern. If the employee is not comfortable speaking with their immediate supervisor or is not satisfied with the supervisor's response, then the employee is encouraged to speak with anyone in management that they are comfortable in approaching. Supervisors and managers are required to report suspected violations of the Code of Conduct to the Executive Director of Ruritan National, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when you are not satisfied or uncomfortable with following Ruritan National's open door policy, individuals should contact the Executive Director of Ruritan National directly.

Ruritan National's Executive Director is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code and, at his discretion, shall advise senior management and/or the Executive Committee. The Executive Director has direct access to the Executive Committee of the Board of Directors.

The Budget and Finance Committee of the Board of Directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Executive Director or Executive Committee shall immediately notify the Budget and Finance Committee of any such complaint and work with the committee until the matter is resolved.

Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation and appropriate corrective action will be taken if warranted by the investigation.

### **2022 Log of changes**

22-01-12 HNODC – LDC duty WRT Summer Leadership Conference.  
22-01-13 HNODC – President duty WRT Summer Leadership Conference.  
22-01-14 HNODC – President-Elect duty WRT Summer Leadership Conference.

### **2023 Log of changes**

2023 HNODC – Conflict of Interest Policy  
2023 HNODC – Whistleblower Policy  
2023 HNODC – Confidentiality Policy  
2023 HNODC – Inserted sections of RIM and policies into HNODC where applicable