

ALPHA SIGMA PHI FRATERNITY

- GRAND COUNCIL POLICIES (As of 9/17/16)
 - LINKAGE PLAN (As of 11/11/10)



THE VISION OF ALPHA SIGMA PHI FRATERNITY IS...

TO BETTER THE WORLD THROUGH BETTER MEN

THE MISSION OF ALPHA SIGMA PHI FRATERNITY IS...

TO BE THE CO-CURRICULAR AND CONTINUING ORGANIZATION OF CHOICE

THE PURPOSE OF ALPHA SIGMA PHI FRATERNITY IS...

TO BETTER THE MAN, THROUGH THE CREATION AND PERPETUATION OF BROTHERHOOD FOUNDED UPON THE VALUES OF CHARACTER: SILENCE, CHARITY, PURITY, HONOR, AND PATRIOTISM.

POLICY TYPE: ENDS 3

END 1.0: To Better the World through Better Men 3

END 1.1 Growth 3

END 1.2 Member Development 3

END1.3 Undergraduate Housing 3

POLICY TYPE: EXECUTIVE LIMITATIONS 4

POLICY 2.0 - GLOBAL EXECUTIVE CONSTRAINT 4

POLICY 2.1 - TREATMENT OF BROTHERS 4

POLICY 2.2 - TREATMENT OF CHAPTERS 5

POLICY 2.3 - TREATMENT OF STAFF 5

POLICY 2.4 - FINANCIAL PLANNING/BUDGETING 6

POLICY 2.5 - FINANCIAL CONDITION AND ACTIVITIES 6

POLICY 2.6 - EMERGENCY CEO SUCCESSION 7

POLICY 2.7 - ASSET PROTECTION & BUSINESS CONTINUITY 7

POLICY 2.8 - COMPENSATION AND BENEFITS 8

POLICY 2.9 - COMMUNICATION AND SUPPORT TO THE BOARD 9

POLICY 2.10 - VALUES AND CEREMONIES 10

POLICY TYPE: GOVERNANCE PROCESS10

POLICY 3.0 - GLOBAL GOVERNANCE COMMITMENT 10

POLICY 3.1 - GOVERNING STYLE 10

POLICY 3.2 - BOARD JOB DESCRIPTION 11

POLICY 3.3 - AGENDA PLANNING 12

POLICY 3.4 - THE GRAND SENIOR PRESIDENT’S ROLE 12

POLICY 3.5 - BOARD MEMBERS' CODE OF CONDUCT 13

POLICY 3.6 - BOARD COMMITTEE PRINCIPLES 14

POLICY 3.7 - BOARD COMMITTEE STRUCTURE 15

POLICY 3.8 - COST OF GOVERNANCE 15

POLICY TYPE: BOARD-CEO LINKAGE16

POLICY 4.0 - GLOBAL GOVERNANCE-MANAGEMENT CONNECTION 16

POLICY 4.1 - UNITY OF CONTROL 16

POLICY 4.2 - ACCOUNTABILITY OF THE CEO 16

POLICY 4.3 - DELEGATION TO THE CEO 17

POLICY 4.4 - MONITORING CEO PERFORMANCE 17

GRAND COUNCILOR TERMS18

ANNUAL WORKPLAN19

OWNERSHIP LINKAGE PLAN20

BOARD MEMBER ACCOUNTABILITY20

GRAND COUNCIL ELECTION PROCESS21

GRAND COUNCIL CONFLICT OF INTEREST CLAUSE22

POLICY TYPE: ENDS

END 1.0: To Better the World through Better Men

END 1:1: Expand chapters and colonies, increase resources, and augment the number of alumni who are engaged with local chapters.

(Monitored Annually in June)

1. Expand Fraternity membership through increasing the numbers of chapters and colonies on college and university campuses.
2. Expand Fraternity membership through increasing the number of individual chapter and colony members on college and university campuses.
3. Increase non-dues revenue to ensure that all aspects of Fraternity growth are supported by necessary infrastructure, fiscal and other resources, and staffing.
4. Augment the number of alumni who are engaged with local chapters by enhancing volunteer opportunities and engage and maintain strong and sustainable connections with local Alpha Sigma Phi chapters.

END 1:2: Provide relevant and holistic development experiences that align with our Values.

(Monitored Annually in June)

1. Design and deliver programming that contributes to undergraduate learning, retention and success.
2. Expand leadership development programs, experiences and positions for undergraduate and alumni.
3. Encourage regular and intentional service and philanthropic opportunities for all members.

END 1:3: Provide all undergraduate members the opportunity for a safe and positive living environment.

(Monitored Annually in June)

1. Empower CLVEN to provide undergraduate members and alumni advisors with information and resources to develop living environments that are safe, healthy, and promote student engagement and learning.
2. Significantly increase non-dues revenue to better support chapter housing on campus wherever possible.

POLICY TYPE: EXECUTIVE LIMITATIONS

POLICY 2.0 - GLOBAL EXECUTIVE CONSTRAINT
(Monitored Annually in January)

The CEO shall not cause or allow any practice, activity, decision, or organizational circumstance which is either unlawful, imprudent or in violation of accepted Fraternal policies or commonly accepted business and professional ethics.

POLICY 2.1 - TREATMENT OF MEMBERS
(Monitored Annually in October)

With respect to interactions with members or those applying to be members, the CEO shall not cause or allow conditions, procedures, or decisions that are unsafe, undignified, or unnecessarily intrusive.

Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Use methods of collecting, reviewing, transmitting, or storing member information that fail to protect against improper access to the material elicited.
2. Fail to provide appropriate accessibility and privacy in national facilities.
3. Fail to establish with members a clear understanding of what services may be expected and what services may not be expected.
4. Fail to inform members of this policy.
5. Fail to provide a way for members to be heard if he believes that he has not been accorded a reasonable interpretation of his protections under this policy.
6. Fail to provide a means for a member to submit an appeal to the Grand Council (and/or Grand Chapter) on the grounds that he has not been offered a reasonable interpretation by the CEO under this policy.
7. Fail to establish a mechanism to capture member complaints.
8. Fail to have the opportunity for every brother to attend a nationally developed and executed values-based character development opportunity, within one year of initiation.
9. Fail to produce and distribute an Annual Report to all interested members of the fraternity electronically and/or hardcopy delineating major initiative status and the general state of the fraternity.

POLICY 2.2 - TREATMENT OF CHAPTERS
(Monitored Annually in October)

With respect to the treatment of chapters or those applying to be chapters, the CEO may not cause or allow conditions that are unfair or undignified.

Alpha Sigma Phi Grand Council Policy Manual

Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Fail to provide a chapter or those applying to be a chapter its rights provided under the Constitution and Bylaws of Alpha Sigma Phi and this policy, as well as a list of the services they should expect to receive.
2. Fail to acquaint a chapter or those applying to be a chapter with the CEO's interpretation of the protections under this policy.
3. Prevent a chapter or those applying to be a chapter from grieving to the board when (A) internal grievance procedures have been exhausted and (B) the chapter or those applying to be a chapter allege that board policy has been violated to its detriment.
4. Fail to have a mechanism to track complaints from chapters or those applying to be chapters.
5. Fail to have chapters/colonies be assigned a Grand Chapter/Colony Advisor (GCA).
6. Fail to have GCA roles and responsibilities properly documented and effectively communicated to the GCA and the group he is assigned to mentor.
7. Fail to provide an opportunity for GCA's to participate in a specific training on his roles and responsibilities within one year of assignment as GCA.
8. Fail to provide each GCA with annual feedback on his performance and the performance of his Chapter Council as measured against an established set of criteria.
9. Fail to provide alumni with regular communications regarding their chapter and/or the national organization.
10. In Lieu of a Chartering Petition, fail to provide a recommendation from the host's Greek Advisor or like professional and a staff recommendation indicating how the petitioning group met benchmarks established by the CEO at the onset of expansion on the campus in question when an undergraduate group seeks Chartering approval.

POLICY 2.3 - TREATMENT OF STAFF (Monitored Semiannually in October and March)

With respect to the treatment of paid staff and volunteers, the CEO may not cause or allow conditions that are unfair, undignified, disorganized, or unclear.

Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Operate without written personnel policies that clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions, such as nepotism and unjustified preferential treatment.
2. Discriminate against any staff member for expressing an ethical dissent.

3. Fail to provide protection to those who bring financial mismanagement and other matters to the attention of the CEO or the Grand Council in accordance with the Sarbanes-Oxley Act of 2002, as amended.
4. Prevent staff from grieving to the board when (A) internal grievance procedures have been exhausted and (B) the employee alleges that board policy has been violated to his or her detriment.
5. Fail to acquaint staff with the CEO's interpretation of their protections under this policy.

POLICY 2.4 - FINANCIAL PLANNING/BUDGETING
(Monitored Quarterly in August, November, February and May)

Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from board's Ends priorities, risk fiscal jeopardy, or fail to be derived from a multiyear plan.

Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Fail to include credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
2. Plan the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period
3. Reduce the current assets at any time to less than twice current liabilities, exclusive of transactions that result from liability insurance billing. For Liability insurance billings, at no time should the amount due to FRMT exceed the amount due from chapters.
4. Provide less for board prerogatives during the year than is set forth in the Cost of Governance policy.

POLICY 2.5 - FINANCIAL CONDITION AND ACTIVITIES
(Monitored Quarterly in August, November, February and May)

With respect to the actual, ongoing financial condition and activities, the CEO shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from board priorities established in Ends policies.

Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Expend more funds than have been received in the fiscal year to date unless the debt guideline (below) is met.
2. Indebt the organization in an amount greater than can be repaid by certain, otherwise unencumbered revenues within 60 days.
3. Fail to maintain funds for three months of operation, exclusive of funds held in trust or other restricted funds.

4. Conduct inter-fund shifting from restricted funds in amounts greater than can be restored to a condition of discrete fund balances by certain, otherwise unencumbered revenues within 60 days.
5. Place at risk neither funds held in reserve nor funds held in trust by investments that are not liquid in short term, nor by investments that do not guarantee a reasonable rate of return. Suggested investments include Money Market accounts or mutual funds, short-term Certificates of Deposit, U.S. Treasury Bills, short term Notes and short term Bonds.
6. Allow tax payments or other government ordered payments or filings to be overdue or inaccurately filed.
7. Fail to report a single purchase or commitment of greater than \$ 10,000. Splitting orders to avoid this limit is not acceptable. In conjunction with the fiscal year-end reports, vendor commitments that cumulatively exceeded \$10,000 will be provided. Payments to credit card companies for the sole purpose of financing other purchases shall be exempt from this limitation.
8. Acquire, encumber or dispose of real property.
9. Fail to aggressively pursue receivables after a reasonable grace period.
10. Fail to ensure that Foundation grant funds are used for educational programs and scholarships consistent with IRS standards.
11. Fail to adhere to Foundation grant policies and processes.
12. Fail to require that all customers contribute a fair share of costs.
13. Make any purchase: (a) wherein normally prudent protection has not been given against conflict of interest; (b) of over \$10,000 without having obtained comparative prices and quality; (c) of over \$10,000 without a stringent method of assuring the balance of long term quality and cost.
14. Allow for the expenditure from the Reserve Fund of more than the earnings for the prior fiscal year or 5% of the total corpus, without Council approval.

POLICY 2.6 - EMERGENCY CEO SUCCESSION

(Monitored Annually in January)

In order to protect the board from sudden loss of CEO services, the CEO may have no fewer than one other executive familiar with all board and CEO issues and processes and the CEO shall not fail to have a written CEO succession plan with all access codes and keys maintained outside the national office.

POLICY 2.7 - ASSET PROTECTION & BUSINESS CONTINUITY

(Monitored Annually in January)

Alpha Sigma Phi Grand Council Policy Manual

The CEO shall not allow corporate assets to be unprotected, inadequately maintained or unnecessarily risked. Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Fail to insure against theft and casualty losses to at fair market value minus the deductible and against liability losses to board members, staff, volunteers and Alpha Sigma Phi itself in an amount greater than the average for comparable organizations.
2. Subject plant and equipment to improper wear and tear or insufficient maintenance.
3. Unnecessarily expose the organization, its volunteers, board or staff to claims of liability.
4. Fail to protect intellectual property from loss or significant damage.
5. Fail to establish a document retention and destruction plan that meets requirements of the Sarbanes-Oxley Act of 2002, as amended.
6. Receive, process or disburse funds under controls that are insufficient to meet the board-appointed auditor's standards.
7. 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.
8. Endanger the organization's public image or credibility, particularly in ways that would hinder its accomplishment of mission.
9. Fail to maintain a Continuity of Operations (COOP) plan for headquarters services, including but not limited to phone, email, computer data and services, and physical mail operations.

POLICY 2.8 - COMPENSATION AND BENEFITS

(Monitored Annually in August)

With respect to employment, compensation, and benefits to employees, consultants, contract workers and volunteers, the CEO shall not cause or allow jeopardy to fiscal integrity or public image.

Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Change his compensation and benefits.
2. Promise or imply permanent or guaranteed employment to any current or prospective employee.
3. Establish or change 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 full time employees though differential benefits to encourage longevity are not prohibited.

Alpha Sigma Phi Grand Council Policy Manual

- C. Allow any employee to lose benefits already accrued from any foregoing plan.
 - D. Treat the CEO differently from other key employees.
4. Adjust compensation unless it is commensurate with documented performance standards and documented performance appraisal.
 5. Allow a breach of confidentiality or sharing of information of executive compensation other than with his assigns, the members of Alpha Sigma Phi's Grand Council, financial auditors or the Alpha Sigma Phi Foundation as related to remuneration directly related to Foundation grants.

POLICY 2.9 - COMMUNICATION AND SUPPORT TO THE BOARD (Monitored Annually in July)

The CEO shall not permit the board to be uninformed or unsupported in its work.

Further, without limiting the scope of the foregoing by this enumeration, the CEO shall not:

1. Fail to provide to the board the CEO's interpretations of the ends and priorities of the board.
2. Neglect to submit monitoring data required by the board (see policy on Monitoring CEO Performance) in a timely, accurate and understandable fashion, directly addressing provisions of board policies being monitored.
3. Let the board be unaware of relevant trends, anticipated adverse media coverage, material external and internal changes, and particularly changes in the assumptions upon which any board policy or ends have previously been established.
4. Fail to advise the board if, in the CEO's opinion, the board is not in compliance with its own policies on Governance Process and Board-CEO Linkage, particularly in the case of board behavior, detrimental to the work relationship between the board and the CEO.
5. Fail to provide as many staff and external points of view, issues and options as needed for reasonably informed board choices.
6. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and incidental.
7. Fail to provide monthly incidental information reports such as chapter closures, chapter discipline, unsafe conditions, expansion, recruitment, and alumni engagement
8. Fail to provide a mechanism for official board, officer or committee communications.
9. Fail to deal with the board as a whole except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the board.

10. Fail to communicate with the entire board of upcoming linkage opportunities for board members to participate in.
11. Fail to report in a timely manner an actual or anticipated noncompliance with any policy of the board.
12. Fail to supply for the consent agenda all items delegated to the CEO yet required by law or contract to be board-approved, along with the monitoring assurance pertaining thereto.

POLICY 2.10 – VALUES AND CEREMONIES
(Monitored annually in July)

The CEO shall not:

1. Fail to protect content that appears only in the esoteric sections of the Fraternity's Ritual Book.
2. Allow the verbal or written use of the above mentioned esoteric content beyond the scope of use expressly permitted by the Grand Council or Grand Chapter of Alpha Sigma Phi.
3. Fail to provide a quality ritual experience which emphasizes the Values espoused by the Fraternity.
4. Allow any alterations, edits, deviations or enhancements to any of the ceremonies without prior approval of the Grand Council.

POLICY TYPE: GOVERNANCE PROCESS

POLICY 3.0 - GLOBAL GOVERNANCE COMMITMENT
(Monitored Annually in January)

The purpose of the board, on behalf of undergraduate and alumni brothers and chapters, is to see to it that Alpha Sigma Phi (a) achieves appropriate results for appropriate persons at an appropriate cost, and (b) avoids unacceptable actions and situations.

POLICY 3.1 - GOVERNING STYLE
(Monitored Annually in January)

Consistent with our Fraternal values and ethics, the board will govern with an emphasis on (a) outward vision rather than an internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of board and chief executive roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactivity rather than reactivity.

Accordingly:

1. The Council will cultivate a sense of group responsibility. The Council, not the staff, will be responsible for excellence in governing. The Council will be the initiator of policy, not

Alpha Sigma Phi Grand Council Policy Manual

merely a reactor to staff initiatives. The Council may use the expertise of individual members to enhance the ability of the Council as a body, rather than to substitute the individual judgments for the Council's values.

2. The Council will direct, control and inspire the organization through the careful establishment of broad written policies reflecting the Council's values and perspectives. The Council's major policy focus will be on the intended long-term impacts outside organizational operations, not on the administrative or programmatic means of attaining those effects.
3. The Council will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as compliance with board policies, attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability.
4. Continual Grand Council development will include orientation of new Grand Council members in the Council's governance process and periodic Council discussion of process improvement.
5. The Council will allow no officer, individual or committee of the Council to hinder or be an excuse for not fulfilling its commitments.
6. The Council will monitor and discuss the board's process and performance at each meeting. Self-monitoring will include comparison of Council activity and discipline to policies in the Governance Process and Board-CEO Linkage categories.

POLICY 3.2 - BOARD JOB DESCRIPTION

(Monitored Annually in January)

Specific job outputs of the board, as an informed agent of the ownership, are those that ensure appropriate organizational performance.

Accordingly:

1. The board will produce the link between the organization and the ownership.
2. The board will produce written governing policies, which, at the broadest levels, address each category of organizational decision.
 - A. Ends: Organizational products, impacts, benefits, outcomes, recipients, and their relative worth (what good for which recipients at what cost).
 - B. Executive Limitations: Constraints on executive authority, which 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.

Alpha Sigma Phi Grand Council Policy Manual

- D. Board-CEO Linkage: How power is delegated and its proper use monitored; the CEO's role, authority, and accountability.
3. The board will produce assurance of CEO performance (against policies in 2a and 2b).
4. The board must approve any/all mergers or acquisitions with/of other (inter)national fraternities.
5. The board must approve any/all changes to any of our Ritual Ceremonies, unless such power has been reserved to the Grand Chapter.

POLICY 3.3 - AGENDA PLANNING ***(Monitored Annually in January)***

To accomplish its job products with a governance style consistent with board policies, the board will follow an annual agenda which (a) completes a re-exploration of Ends policies annually 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 cycle will start with the board's development of its agenda for the next year.
 - A. Consultations with selected groups in the ownership, or other methods of gaining ownership input will be determined and arranged in the first quarter, to be held during the balance of the year.
 - B. Governance education, and education related to Ends determination, (e.g. presentations by futurists, demographers, advocacy groups, staff, etc.) will be arranged in the first quarter, to be held during the balance of the year.
3. Throughout the year, the board will attend to consent agenda items as expeditiously as possible.
4. CEO monitoring will be included on the agenda if monitoring reports have been received since the last board meeting.
5. CEO remuneration will be decided after a review of monitoring reports received in the last year during the month of June.

POLICY 3.4 – THE GRAND SENIOR PRESIDENT'S ROLE ***(Monitored Annually in January)***

The Grand Senior President assures the integrity of the board's process and occasionally represents the board to outside parties.
Accordingly:

1. The job result of the Grand Senior President is that the board behaves consistently with its own rules and those legitimately imposed upon the Grand Chapter.
 - A. Meeting discussion content will be only those issues which, according to board policy, clearly belong to the board to decide, not the CEO.
 - B. Deliberation will be fair, open, and thorough, but also timely, orderly, and kept to the point.
2. The authority of the Grand Senior President consists in making decisions that fall within topics covered by board policies on Governance Process and Board-CEO Linkage, with the exception of (a) employment or termination of a CEO and (b) where the board specifically delegates portions of this authority to others. The Grand Senior President is authorized to use any reasonable interpretation of the provisions in these policies.
 - A. The Grand Senior President is empowered to chair board meetings with all the commonly accepted power of that position (e.g., ruling, recognizing).
 - B. The Grand Senior President has no authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas. Therefore, the chairperson has no authority to supervise or direct the CEO.
 - C. The Grand Senior President may represent the board to outside parties in announcing board-stated positions and in stating chair decisions and interpretations within the area delegated to him.
 - D. The Grand Senior President may delegate this authority, but remains accountable for its use.

POLICY 3.5 - BOARD MEMBERS' CODE OF CONDUCT

(Monitored Annually in January)

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

1. Members must have loyalty to the ownership, unconflicted by loyalties to staff, other organizations, and any personal interest as a brother.
2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - A. There will be no self-dealing or business by a member and the organization except when openness and appropriate competition are ensured.
 - B. When the board is to decide upon an issue, about which a member has an unavoidable conflict of interest, that member shall absent himself without comment from not only the vote, but also from the deliberation.

Alpha Sigma Phi Grand Council Policy Manual

- C. Board members will not use their board position to obtain employment in the organization for themselves, family members, or close associates. Should a board member apply for employment, he must first resign from the Board.
 - D. Members will annually disclose their involvement with other organizations, with vendors, or any other associations, which might produce a conflict.
3. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in board policies.
- A. Members' interaction with the CEO or with staff must recognize the lack of authority vested in individuals except when explicitly board authorized.
 - B. Members' interaction with public, 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. Members will not make individual judgments of CEO or staff performance.
4. Members will respect the confidentiality appropriate to issues of a sensitive nature.
5. Members will be properly prepared for board deliberation.
6. Members will contribute financially to the best of their ability each year and at least at the minimum GSP level (alumni) and Cardinal & Stone level (undergraduates).
7. Members will positively confront other board members when their behavior is inconsistent with the common good and these policies.

POLICY 3.6 - BOARD COMMITTEE PRINCIPLES

(Monitored Annually in January)

Board committees, when used, will be assigned so as to reinforce the wholeness of the board's job and so as never to interfere with delegation from board to CEO.

Accordingly:

- 1. Board committees are to help the board do its job, not 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 not to conflict with authority delegated to the CEO.
- 3. Board committees cannot exercise authority over staff. Because the CEO works for the full board, he will not be required to obtain 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 which has helped the board create policy on some topic will not be used to monitor organizational performance on that same subject.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group which is formed by board action, whether or not it is called a committee and regardless whether the group includes board members. It does not apply to committees formed under the authority of the CEO.

POLICY 3.7 - BOARD COMMITTEE STRUCTURE
(Monitored Annually in January)

A committee is a board committee only if its existence and charge come from the board, regardless whether board members sit on the committee. The only board committees are those which are set forth in this policy. Unless otherwise stated, a committee ceases to exist as soon as its task is complete.

1. Nominations Committee
 - A. Product: Properly screened potential board members – consistent with the timeline and process outlined in this Policy Manual.
 - B. Authority: To incur costs of no more than what was allocated in the governance budget and no more than 20 hours of staff time per annum.
2. Audit Committee
 - A. Product: An audit, conducted by a third-party, recommended for acceptance by the October Grand Council meeting.
 - B. Authority: To incur costs of no more than what was allocated in the governance budget for the audit.

POLICY 3.8 - COST OF GOVERNANCE
(Monitored Annually in January)

Because poor governance costs more than learning to govern well, the board will invest in its governance capacity.

Accordingly:

1. Board skills, methods, and supports will be sufficient to assure governing with excellence.

Alpha Sigma Phi Grand Council Policy Manual

- A. Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing member 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, fiscal audit.
 - C. Outreach mechanisms will be used as needed to ensure the board's ability to listen to owner viewpoints and values.
2. Costs for training, chartering attendance, meetings and a third-party audit will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.

POLICY TYPE: BOARD-CEO LINKAGE

POLICY 4.0 - GLOBAL GOVERNANCE-MANAGEMENT CONNECTION

(Monitored Annually in December)

The board's sole official connection to the operational organization, its achievements and conduct will be through a Chief Executive Officer titled President/CEO.

POLICY 4.1 - UNITY OF CONTROL

(Monitored Annually in December)

Only officially passed motions of the board are binding on the CEO.

Accordingly:

1. Decisions or instructions of individual board members, officers, or committees are not binding on the CEO 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 CEO can refuse such requests that require, in the CEO's opinion, a material amount of staff time or funds or is disruptive.
 - a. The CEO must inform the board member or committee of that refusal.

POLICY 4.2 - ACCOUNTABILITY OF THE CEO

(Monitored Annually in December)

The CEO 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 CEO.

Accordingly:

1. The board will never give instructions to persons who report directly or indirectly to the CEO.
2. The board will refrain from evaluating, either formally or informally, any staff other than the CEO.
3. The board will view CEO 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 CEO performance.

POLICY 4.3 - DELEGATION TO THE CEO

(Monitored Annually in December)

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

Accordingly:

1. The board will develop policies instructing the CEO to achieve certain results, for certain 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.
2. The board will develop policies, which limit the latitude the CEO may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies.
3. As long as the CEO uses *any reasonable interpretation* of the board's Ends and Executive Limitations policies, the CEO is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.
3. The board may change its Ends and Executive Limitations policies, thereby shifting the boundary between board and CEO domains. By doing so, the board changes the latitude of choice given to the CEO. But as long as any particular delegation is in place, the board will respect and support the CEO's choices.

POLICY 4.4 - MONITORING CEO PERFORMANCE

(Monitored Annually in December)

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

Accordingly:

1. Monitoring is simply to determine the degree to which board policies are being met. Data, which do not do this, will not be considered to be monitoring data.

Alpha Sigma Phi Grand Council Policy Manual

2. The board will acquire monitoring data by one or more of three methods: (a) by internal report, in which the CEO discloses 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, and (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 standard for compliance shall be *any reasonable CEO interpretation* of the board policy being monitored.
4. All policies, which instruct the CEO, 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.

GRAND COUNCILOR TERMS

Councilor Terms:	Elected 1	Term Limit	Elected 2	Term Limit
Greg Kroencke*	2016	2018*		
David Yonenson	2016	2020		
Tom Brown	2014	2018		
Scott Grissom	2014	2018		
Rodney Rusk	2012	2016	2016	2020
Josh Orendi	2012	2016	2016	2020
Jeff Hoffman	2012	2016	2016	2020
Matt Maurer	2010	2014	2014	2018
Byron Hughes	2010	2014	2014	2018
	Installed	Term Limit		
Christian Barnes	July 2016	July 2017		
Ryker Moore	July 2016	July 2017		
Sam Harris	August 2015	July 2017		
Dan Duncan, Grand Historian	2016	2018		
Scott Schwartz, General Counsel	2016	2018		

*Does not count as full term

ANNUAL WORKPLAN

<u>Policy</u>	<u>Method</u>	<u>Frequency</u>
Global Executive Constraint	Internal	Annually
Treatment of Brothers	Internal	Annually
Treatment of Chapters	Internal	Annually
Treatment of Staff	Internal	Semiannually
Financial Planning/Budgeting	Internal	Quarterly
Financial Condition & Activities	Internal	Quarterly
	External	Annually
Emergency CEO Succession	Internal	Annually
Asset Protection	Internal	Annually
	External	Annually
Compensation & Benefits	Internal	Annually
Communication & Support	Internal	Semiannually
Ends	Internal	Annually

July

2.9, 2.10

August

2.4, 2.5, 2.8

October

2.1, 2.2, 2.3

November

2.4, 2.5

December

4.0, 4.1, 4.2, 4.3, 4.4

January

2.0, 2.6, 2.7; 3.0, 3.1, 3.2, 3.3, 3.4; 3.5, 3.6, 3.7; 3.8

February

2.4, 2.5

March

2.3

May

2.4, 2.5

June

1:1, 1:2, 1:3

OWNERSHIP LINKAGE PLAN

In order that the Grand Council may improve its linkage with the owners of the fraternity, and develop a better understanding of the dynamic and varied needs of those owners, the Grand Council as a whole and each member individually, shall commit to certain objectives.

Grand Council Objectives:

Hold regular board meetings that are open to all brothers, undergraduate and alumni.

Individual Member Objectives

Each year, each member of the Grand Council will be expected to participate in a national event. (i.e. Burns, Academy of Leadership, NLC, Pledge Ceremony, Colonization Ceremony, Initiation Ceremony, Chartering Ceremony or other event scheduled in conjunction with the Fraternity staff)

Other Duties:

- Attend local events at the request of the President & CEO and/or local chapter organizations, time permitting.
- Identify one development or volunteer prospect and facilitate their involvement in the organization, with the goal of transitioning this volunteer into an office holder or active supporter of the organization.

BOARD MEMBER ACCOUNTABILITY

If a member fails to fulfill their responsibilities to the board and to Alpha Sigma Phi Fraternity, they shall be subject to a Grand Council membership review and possible removal from the board subject to the Constitution and By-Laws of Alpha Sigma Phi Fraternity.

- As the Grand Council is composed entirely of volunteers, it is important that such reviews be conducted in a collegial and open atmosphere, keeping in mind that the best interest of Alpha Sigma Phi Fraternity and respect for the individual members should be the guiding principles at all times.

GRAND COUNCIL ELECTION PROCESS

1. The Nominations Committee shall consist of nine voting members. The nine voting members shall be the current 3 Undergraduate Grand Councilors, 4 Undergraduate Board of Advisor members (selected by the other members of the Undergraduate Board of Advisors) and 2 Alumni Board of Advisor members (selected by the other members of the Alumni Board of Advisors). The names of these members will be posted on the website. In the event there are less than 3 Undergraduate Grand Councilors, then the number of Undergraduate Board of Advisor members shall be increased to provide a Nominations Committee of nine voting members.
2. The Chairman and Vice-Chairman of the Nominations Committee shall be the two senior most members among the Undergraduate Grand Councilors and shall be appointed by the Grand Senior President.
3. The Immediate Past Grand Senior President and a past member of the Grand Council (appointed by the Grand Senior President and confirmed by the Grand Council) shall be the facilitators for the Nominations Committee. These facilitators shall work to ensure a fair process with robust participation from the nine voting members. The facilitators shall not have a vote in the process.
4. The application process will be launched January 15 of a Grand Chapter year with the deadline for applications being March 15.
5. Formal nominations will not be accepted. Interested candidates only need to submit a cover letter and resume.
6. The list of candidates, along with their cover letter and resume, will be posted on the Fraternity website.
7. The Grand Council will develop and approve an objective judging rubric in which all candidates will be evaluated. Grand Council members up for election will not be part of this process. This rubric will be distributed to the Nominations Committee for their usage.
8. Phone interviews must be conducted at least 90 days prior to the start of Grand Chapter with candidates selected for a face-to-face interview determined no later than 75 days prior to the start of Grand Chapter.
9. To the extent practical, there must be at least twice as many face-to-face interviews scheduled as positions to be elected on the Grand Council.
10. The professional staff will manage all logistics of the process which includes but is not limited to: promoting the application process, scheduling phone interviews, scheduling face-to-face interviews, scheduling committee meetings, etc.

Grand Council Conflict of Interest Clause

Grand Council members, who have certain financial interests that may affect their impartiality in dealing with matters presented to the Grand Council for consideration may not vote or be a part of discussions on such matters. Such a conflict of interest exists for any individual who may receive a direct or indirect personal financial gain or who may gain unfair business advantage resulting from the confidential information provided to them as a member of the Grand Council. All possible conflicts of interest that you may have as a member of the Grand Council should be listed below as an open declaration of such conflicts.

Possible Conflicts: _____

Grand Council member: _____

Grand Council Member's Signature _____

Date: _____