

american **CAMP** association®

(adopted 2/12/13 by NCOL)

Operating Code

National Council of Leaders (NCOL)

I. ESTABLISHMENT

- A. The National Council of Leaders serves as an Advisory Body to the National Board of Directors.
- B. The ACA National Board voted to accept the recommendation of leaders at the Fall 2010 meeting of volunteers from sections, affiliates and field offices the Council of Delegates be sunsetted and a instead a new National Council of Leaders (NCOL) be created.
- C. The NCOL consists of two members and one alternate per local office who are selected by the local council of leaders and affiliate boards in which he or she is a member. The term of each NCOL representative will be staggered for three years, and in no year will a local office have two, new representatives.

II. PURPOSE

- A. The NCOL as a body serves as an important communications, policy and membership conduit between the ACA Board of Directors, Executive Staff and Local Members. Members of the NCOL are a key source of information on strategy, policies, activities and programs of ACA. As representatives of their constituencies, NCOL members are charged with bringing emerging issues, thoughts, concerns, and questions to the assembly that contribute to the success of ACA's mission.
- B. The NCOL objectives and goals are as follows:
 - Support ACA's mission, strategic goals and programs
 - Provide a conduit between local members (including LCOL's and Affiliate Boards) and the Board of Directors
 - Obtain and convey constituent views and ideas, particularly those related to implementation of ACA growth strategies to the appropriate ACA leadership, governing board, or executive staff.
 - Regularly communicate ACA information, strategic goals, and programs to constituents so he/she is recognized as a member of the NCOL.
 - Attend and be prepared by reading materials for all NCOL assembly meetings
 - Provide input on critical issues
 - Serve on work groups, task forces and focus groups
 - Actively recruit new ACA members and help retain current members
 - Encourage and be committed to actively developing new people to serve as leaders for all levels of the ACA organization.
 - Provide input to the association on regional and national issues that is relevant to a diverse group of camp, youth development and educational professionals who are implementing delivery of the camp experience in various shapes and forms.

III. ORGANIZATION (reference all appropriate organizational policies)

- A. NCOL representatives (two per local office) and alternates (one per local office) are selected by their local councils or affiliate boards. Qualifications include:
 - ACA member in good standing
 - Ability to work in a change environment and understand that the NCOL model is flexible and dynamic
 - Have a clear understanding of the ACA 20/20 Vision
 - Ability to think about national and global issues
 - Ability to be flexible and able to adjust to the changing dynamics related to the methods of feedback, including electronic methods
 - Ability to commit to a high level of discovery and information collection, as well as offering feedback to the Board of Directors and Executive Staff.
 - Ability to share information and opinions that may not be their own.
- a. Use the Decision Making Protocols to ensure team assignments are reflective Q/evaluation/DecisionMakeProtocol.doc
- B. The ACA CEO serves as a non-voting, ex-officio member to both the NCOL and the National Board, providing the chief staff linkage. National Board members are invited to attend meetings of the NCOL, including the in-person meeting that takes place in conjunction with the National Conference.
- C. The chair is either the ACA National President, or the appointee of the ACA National President
- D. A staff liaison, appointed by and serving at the direction of the CEO, supports the NCOL by working with the ACA National President or appointed chair. The staff liaison (in coordination with other staff) facilitates communications, online meeting needs via webinar, web updates, meeting logistics, Steering Committee support, and other needs as warranted. The staff liaison works at the direction of the CEO.
- E. The NCOL reports to the National Board and will make reports available as requested by the Board. The NCOL has adopted transparency as a working norm, and as a result, posts all its meeting notices, agendas and meeting notes online on accessible pages to members and the public. Advances in technology will continue to inform and support rapid response mechanisms.

IV. OPERATING PRINCIPLES

A. Conflict of Interest: The Commission/Committee/Task Force commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Commission/Committee/Task Force members. Accordingly: (this is a board policy and may not be revised in any manner)

- 1. Members must represent unconflicted loyalty to the interests of the Association. This responsibility supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other Boards, Committees or staffs. It also supersedes the personal interest of any member acting as a consumer of the Association's services.
- 2. Members must avoid conflict of interest with respect to their Commission responsibility.
 - i. When the Commission is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall

absent herself or himself without comment from not only the vote but also from the deliberation.

- ii. Commission members must not use their positions to obtain employment for themselves, family members, or close associates. Should a member desire employment, he or she must first resign.
3. Commission members may not attempt to exercise individual authority over the Association except as explicitly set forth in Board policies. Commission Members' interactions with public, press, or other entities must recognize the same limitation and the inability of any Commission member to speak for the Commission except to repeat explicitly stated Commission decisions.
4. Commission Members will respect the confidentiality appropriate to issues of a sensitive nature.

B. Authority:

1. Commission/Committees/task forces may not speak or act for the Association except when formally given such authority for specific and time-limited purposes.
2. Committee business shall be conducted only at officially called meetings of committees.
3. When a committee or task force is established, a written charge shall be made which identifies the committee's work product and the specific decision-making authority given.
4. Except as defined in written Committee Charge, no committee has authority to commit the funds or resources of the Association.

V. MEETINGS

- A. The NCOL will meet four times throughout the year, with a minimum of one in-person meeting that will take place in conjunction with the National Conference. Other meetings will take place via webinar. The Steering Committee may call special meetings as needed, which may involve smaller groups with representation tied to the topic. ACA, being an Indiana corporation, must distribute agendas ten (10) days in advance of any official NCOL meetings.
- B. ACA committee meetings will not be scheduled in conflict with major religious observations including but not limited to: Good Friday, Passover*, Easter, Rosh Hashanah (two days)* Yom Kippur*, Christmas* *observance begins evening before.
- C. Conflict of Interest statements shall be distributed to all NCOL members for signature on an annual basis, during the in-person meeting of the NCOL in conjunction with the ACA National Conference.
- D. The NCOL has the authority to vote on the following as reflected by current Indiana law: a.) dissolution of the corporation b.) sale of substantially all the assets c.) merger of the Corporation d.) amendment of articles of incorporation (unless modifications are minor, i.e., changing a registered agent and e.) revising the membership structure/membership rights (COD, NCOL, etc.) The Operating Code will be reviewed on an annual basis to ensure current law is reflected.
- E. Meeting notes are taken for all in-person meetings and webinars. Notes are made accessible online.
- F. The staff liaison serves as the budget manager and works to reflect the priorities established by the Steering Committee.
- G. The NCOL is not required to provide an annual performance report:

- H. The staff liaison will prompt the Steering Committee to review the code on an annual basis. The staff liaison will provide any updates available relative to Indiana law affecting not-for-profit corporations.