



**American Association  
of Teachers of German**

**BOARD OF DIRECTORS  
HANDBOOK**

*Revised March 2025*

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**This handbook is a perpetual work in progress meant to guide board members who carry out their duties. This handbook may, like other AATG internal documents, change regularly to improve operations.**

**The handbook is a guide meant to carry out the spirit of the constitution and bylaws of the organization which are the legally binding documents that govern the AATG.**

**The constitution, bylaws, policies and other internal documents are located online:**

**<https://www.aatg.org/policies>**

The current version of this document was last updated in March 2025.

## **About the AATG:**

### Mission Statement

The American Association of Teachers of German supports the teaching of the German language and German-speaking cultures in elementary, secondary and post-secondary education in the United States.

Our Mission: The AATG promotes the study of the German-speaking world in all its linguistic, cultural and ethnic diversity and endeavors to prepare students as transnational, transcultural learners and active, multilingual participants in a globalized world.

The AATG is governed by a Board of Directors consisting of 11 members including a president, vice-president, treasurer, equity officer, presiding officer of the chapter presidents' assembly, and six regional representatives. The teaching level of Board members is balanced and alternates between post-secondary and pre-collegiate at each election. The AATG employs five staff members and has physical offices located in Cherry Hill, New Jersey outside Philadelphia.

The American Association of Teachers of German strives to:

- Promote the highest quality of the teaching and research of the language, literature, and cultures of the German-speaking world, and expand teaching and research at all levels and in all settings.
- Define and promote the highest standards for teachers and learners of the language, literatures, and cultures of the German-speaking world.
- Emphasize the importance and obligation of providing increased access to, and equity in, all German program offerings at all levels for all students, including those from multiracial, multicultural, and multiethnic backgrounds, and for students in diverse geographic settings.
- Foster relationships within the language teaching profession, the teaching profession in general, and the educational establishment at large.
- Communicate to policy makers and the public the rationale, substance, and value of learning German, as well as the conditions for effective language teaching and learning.
- Strengthen the structure of the Association and its communication with its members.
- Continue to improve the quality of present services and to develop programs for a diverse membership.

The AATG was founded in 1926 by college and high school teachers in the New York city area. On December 18, 1926, the first meeting of the organizers took place at Columbia University. Major work on the constitution took place in 1927, and the publication of the first issue of the German Quarterly in January 1928. In that first issue, AATG president Camillo von Klenze from the College of the City of New York wrote: "...it becomes imperative for us teachers of German to use every legitimate means of improving the position of German in our schools, colleges, and universities. The first step ...is the formation of an organization embracing all teachers of German in every part of the country. Only by enthusiastic cooperation can we hope to accomplish anything tangible." The AATG continues a strong tradition of supporting teachers of German from pre-kindergarten to graduate programs in American universities.

## Relevant Documents for Board Members

- AATG Policies: AATG policies are posted along with the date of their last revision for all members to view publicly. <https://www.aatg.org/policies>
- IRS Nonprofit Status: The IRS maintains records regarding the nonprofit status of registered organizations in the US: <https://www.irs.gov/charities-non-profits/tax-exempt-organization-search>
- Meeting Minutes: Current members of the board of directors shall have access to a digital repository of board minutes for the current year and prior two years.
- Archives of the Organization: The Ohio State University serves as the repository of AATG's records, with rights of property and copyright on all materials deposited. The records will be available without restriction.

## **Board of Directors' Duties**

### ***General Duties***

Board members are elected for two-year terms, with the exception of the treasurer who is appointed and the Executive Director who serves Ex-Officio. Board members are bound to follow the Constitution and Bylaws, which outline the general duties of the organization. For reference, please always refer directly to the most current version of the constitution and bylaws. As stewards of the organization, the board of directors is bound act according to standard principles of nonprofit boards including:

#### Duty of Care

Duty of care means that board directors must give the same care and concern to their board responsibilities as any prudent and ordinary person would manage their personal matters.

At a minimum, the following responsibilities fall under this duty:

- Participating actively in meetings of the association
- Serving on at least one committee
- Working to advance the nonprofit's mission and goals
- Practicing oversight of programs and activities
- Choosing a qualified executive director and taking part in annual evaluations of the chief executive officer
- Monitoring the budget and financial reports
- Engaging in strategic planning and goal setting

The time commitment for a board member is typically 3-5 hours weekly. Some positions like those on the steering committee require a higher time commitment.

#### Duty of Loyalty

Duty of loyalty means board directors must place the organization's interests ahead of personal interest or interests of other organizations. Board members must publicly disclose any conflicts of interest and not use board service for personal or commercial gain. If a conflict of interest arises, board members should declare it to the board and possibly recuse themselves from decisions where a conflict may be present.

#### Duty of Obedience

Duty of obedience means that board directors must make sure that the nonprofit is abiding by all applicable laws, policies, and regulations and does not engage in illegal or unauthorized activities. The duty of obedience also means that board directors must carry out the organization's mission in conjunction with the purpose stated in their nonprofit organization's registration forms and follow the rules outlined in the constitution and bylaws.

### Duty of Confidentiality

The duty of confidentiality means board members must keep certain types of information confidential. They must not use the information they see or hear in the scope of their position for personal gain.

### Duty to Disclose

Duty to disclose requires board members to be forthright in their speech and behavior. If they have information that would influence their decisions or impact the decisions of other board members, they have a duty to make that information known and possibly recuse themselves. If a board member becomes aware of fraud or malfeasance, they have a duty to disclose this to the organization.

*Adapted from "Fiduciary Duties" by Board Effect:*

### **Self-Assessment**

The Board of Directors annually assesses and reflects on its performance in carrying out key board responsibilities. Sample questions are found in Appendix 1.

### ***Specific Duties***

*(Board positions marked with a \* automatically serves on the steering committee)*

#### Duties of President\*

- A. The President shall be a voting member of the Board of Directors and shall have such powers and perform such duties as pertain to the office of President, and such other powers and duties as may be required by law, by these Bylaws, or may be prescribed from time to time by the Board of Directors.
- B. The President shall preside at all meetings of the Association, the Board of Directors, and the Steering Committee.
- C. The President is empowered to appoint committees and their members to fulfill the aims and carry out the programs of the Association. All such appointments are subject to the advice and consent of the Board of Directors.

#### Duties of Vice President\*

The Vice President shall be a voting member of the Board of Directors and shall perform such duties as the President, or the Board of Directors may assign.

- B. The Vice President shall serve as Acting President in the event that the President is unable for any reason to fulfill the duties of the office or to continue in office.

#### C. Duties of the Equity Officer\*

The Equity Officer shall chair the DEI Committee; and assist in monitoring the climate within the organization on DEI issues, assist in articulating goals to improve programs and services, and serve as a member of the [AATG Bias Response Team](#) and a point person for bias incident and/or harassment reporting. Every third year, the members shall elect an Equity Officer. Candidates for the position of Equity Officer should be chosen alternately from the primary or secondary school level and the college or university level.

#### D: Duties of Treasurer\*

The Treasurer shall be appointed by the Board of Directors for a period of three years and shall be a voting member of the Board of Directors. The Treasurer may not serve for more than two consecutive terms.

The Treasurer shall have the responsibility of overseeing all financial records of the Association, which shall be audited annually by a Certified Public Accountant. The Treasurer shall submit a report on the financial status of the Association and the auditor's report to the Board of Directors at least once a year. These reports shall be published by the Association.

The Treasurer shall be responsible for the preparation of an annual budget for the ensuing fiscal year and shall present it to the Board of Directors for discussion and approval or amendment. At the Annual Business Meeting, the Treasurer shall report to the membership on the financial status of the Association.

#### E: Duties of Secretary\*

The Secretary shall keep the minutes of all meetings of the Association, the Board of Directors, the Steering Committee, and any other meetings. In the event that the Secretary is prevented from attending any such meeting, the President shall designate someone to take the minutes.

F: Duties of the Chapter Officer Representative: The Chapter Officer Representative on the Board of Directors will organize the annual Chapter Presidents' meeting and can consult with chapters on operations. Nominees for this position should be current, outgoing, or have been Chapter Officers (President, Secretary, Treasurer, Regional Representative) within the past 3 years. They will be elected to a 3-year term, similar to the regional representatives. The candidates can come from any region or AATG chapter.

#### G:\*Duties of the Steering Committee:

The Steering Committee of the Board of Directors shall consist of the President as chair; the Vice President, the Treasurer, the Secretary, the Equity Officer and, as a nonvoting member, the Executive Director. The Steering Committee shall act for the Board of Directors when the Board is not in session and shall report actions taken as a committee to the Board. It shall also act in an advisory capacity to the President.

#### **Duties of Regional Representatives**

The regional representatives support the chapters in their region by:

- Promoting membership in the AATG
- Relaying information about available German teaching positions
- Attending local chapter events when possible
- Being a resource person for local chapters
- Working together with chapter presidents to send out regional updates/newsletters
- Having an updated list of members
- Encouraging and supporting inactive chapters to renew their chapters
- Having knowledge and resources for supporting schools who are in danger of losing their programs
- Acknowledging the positives in their region (individual members, programs, students, etc.)
- Being in contact with local colleges and promoting AATG to teacher candidates
- Working with chapters to showcase AATG membership benefits



- Being aware of all the AATG website has to offer
- Conducting an (online) forum with the presidents in their region at least once a year

The regional representatives serve as a member of the Board of Directors by:

- Attending in-person and on-line meetings of the Board of Directors in their entirety
- Serving on one or more standing and/or ad hoc committees as appointed by the President
- Assuming special duties as assigned by the President
- Familiarizing themselves with the AATG Constitution and By-Laws and association policies
- Discussing meeting agenda items as necessary with key leaders in their region prior to meetings
- Providing a written or oral report of meetings when appointed to represent the AATG
- Keeping abreast of emerging professional issues and bringing such issues to the attention of the President and Executive Director

### **Board member Eligibility**

- Knowledge of Duties: Information on the responsibilities and benefits of serving on the Board of Directors should be sent to all nominees prior to selection of candidates by the Nominating Committee. Nominees are encouraged to contact present Board members and the Executive Director for further information on the position.
- Nominees must be available for all Board of Directors meetings during their term.
- Regional representatives must be a resident of their region at the time of ballot distribution. Should a geographic move occur thereafter, that representative will be expected to continue to serve the interests of that region. A representative who cannot do so, will have the option to resign.
- If a vacancy should occur during the course of the year in any position on the Board of Directors other than that of President or Vice-President, the President, subject to the approval of the Board of Directors, shall appoint a member of the Association representing the same region and level of instruction to fill the vacancy until the next regular election.

### **Recusal**

- The members of the AATG Board of Directors and its committees accept the obligation to render judgments that are derived from the evidence submitted to the committee and that are fair, without prejudice, and based on the appropriate and applicable rules, guidelines, and evaluation rubrics. To achieve these goals, it may sometimes be necessary for individual members of a committee to recuse themselves from deliberations and decisions in specific cases, such as when a member of the board of a committee applies to participate in a summer seminar. If the implementation of this policy results in a committee number that is less than a quorum, the President may be asked to provide alternate members for the specific case that has brought about this situation.

**Meetings:**

Board members are expected to attend all meetings of the organization, and to communicate to the board president when attendance is not possible. If meetings are in person, and institutional funding is not available to the individual, AATG will cover all registration, travel and lodging expenses for board members according to the current travel policy.

The following are the standing meetings for board members

- Quarterly Board Meetings of the Full Board  
The president shall establish a schedule of at least four meetings annually for the full board. This schedule is established at the beginning of the year and sent to board members in advance.
- Annual Member Meeting  
A meeting of all current AATG members shall occur annually. At this meeting, AATG leadership shall report to the membership at large on the state of the organization, and matters requiring a vote all members shall be presented in advance for member consideration This may include, for example, voting on changes to bylaws and the constitution, as well as conferral of honorary members and fellows.
- Annual Conference or Convention.  
The board of directors shall determine the place and time for an annual conference or convention where members may meet and present their research and attend professional development sessions.
- Annual Awards Ceremony.  
AATG shall have an annual awards ceremony, virtually or in person to present awards of the association.
- Annual Chapter Leadership Meeting.  
AATG Shall have a meeting with the board of directors to speak with chapter leaders. Each chapter shall be entitled to send two representatives to the meeting.
- Annual Board Budget Meeting:  
The board of directors shall meet to approve the budget for the following year in a formal vote.
- Ad hoc meetings. The president may call additional meetings of the board of directors, or the steering committee as needed.
- Board Training meeting  
New board members are required to attend a board training annually to discuss nonprofit association management as well as legal and fiscal responsibilities. Current board members are welcome to attend this meeting as well

### CALENDAR of ACTIVITIES for Board Members

Month	Events
January	New Fiscal year begins! Start process for Audited Financial Review- Board members review Appointment Letter when posted. The treasurer leads on this.
February	Summer Scholarship Winners chosen- Professional Development Committee Activity Conference: LAD (JNCL)- Board members should possibly attend. NGE Level I registration opens
March	Q1 Board Meeting -Online Spring Newsletter- Board members invited to contribute Board members invited to contribute. President and ED always write a short article. Regional Conferences during the spring (NECTFL, SWCOLT, SCOLT, CSCTFL, PNCFL, Possible Board Attendance)
April	Finalize external audit with accountant (File IRS 990 for AATG National) Board members review financial audit with Treasurer leading NGE Prizewinners Announced NGE Level I testing period
May	NGE Writing Committee Meeting Annual Awards Call for Elections and Opens: Board Members can encourage nominations but may not nominate or write letters of support for awards. Chapter leadership should actively nominate and write letters instead. Annual Nomination for new Board members elections opens: (Board president appoints nominating committee and works to ensure appropriate representation on the board)
June	Summer Newsletter: Board members invited to contribute. President and ED always write a short article. Q2 Board Meeting Online Summer Study Programs Depart
July	Award Nominations due July 15. Awards Committee activated and returns items within 2 weeks.
August	August 1: Nominating committee returns vetted slate of candidates to board for approval. IDT Conference (Every 4 years, every 2 is Zwischenkonferenz) Board usually sends president to IDT.
September	Elections during the month of September Back to class! Encourage participation in AATG programs and prepare for fall meetings.
October	Q3 Board Meeting-Online

	<p>Fall newsletter: Board members invited to contribute. President and ED always write a short article.</p> <p>Teach German Day October 4</p> <p>NGE Level 2-4 registration opens</p> <p>Summer Scholarship competition opens</p>
November	<p>Annual AATG Conference (In Person)</p> <p>Annual Board Strategy meeting (In Person)</p> <p>Annual Awards Ceremony (Online)</p> <p>Chapter Presidents Meeting (Online)</p> <p>Week of Giving: Fundraising Committee leads</p>
December	<p>Q4 Meeting (Board budget approval Meeting for next fiscal year)</p> <p>Annual Member Meeting (Voting and Motions) - Online</p> <p>Winter Newsletter: Board members invited to contribute. President and ED always write a short article.</p> <p>NGE Level 2-4 testing period opens</p> <p>ED personal review conducted by board, President leads</p> <p>Annual Board Member Training</p>

## **Board Meeting Logistics and Official Board Records**

- Materials for board meetings shall be made available for the current year and two years prior. The president may request minutes from any previous years, when available.
- The president or a designee presides over meetings of the board of directors.
- The following reports are given at each Board of Directors meeting: President; Executive Director; Treasurer; Committees may submit reports as needed.
- The board uses a consent agenda model for reports, which are approved as a group. Individual reports may be removed from the consent agenda by request of any board member for amendments.
- Meetings may be in person or virtual
- The standard rules for board meetings shall be Robert's Rules of Order. The board may establish additional parliamentary rules as needed.
- Minutes and board records from previous decades are available at the Official AATG Archive at [The Ohio State University](#).

## **Fiduciary Responsibilities**

One of the board's primary responsibilities is a fiduciary responsibility to the organization. In practice, this means acting a trustee of the organization and acting in the organization's best interest. This includes knowing about nonprofit laws, regulations, nonprofit financial practices, reviewing the financial records of the organizations carefully, and asking questions when something is not clear.

A fiduciary responsibility is an ethical commitment that prevents parties from acting in their own self-interest and instead in the best interest of the organization. For nonprofits, this responsibility enables them to fulfill their missions. Board members must be aware of their fiduciary duties and what constitutes a breach of responsibility. Lack of understanding or being underinformed about these duties can result in improper governance, organizational liabilities and legal implications.

### ***Overview of AATG Finances***

As a registered nonprofit 501(c)3 organization, AATG is committed to financial stability and integrity. The organization has several layers of checks and balances meant to ensure long-term financial health and sustainability so that we can continue to support teachers and learners of German for the next generation!

AATG relies on multiple revenue streams to maintain sustainability. A general overview of our organization provides a glimpse of how we are financially structured:

# AATG: Supporting Teachers and Students since 1926

## WHO WE ARE

The American Association of Teachers of German supports the teaching of the German language and German-speaking cultures in elementary, secondary and post-secondary education in the United States. The AATG promotes the study of the German-speaking world in all its linguistic, cultural and ethnic diversity, and endeavors to prepare students as transnational, transcultural learners and active, multilingual participants in a globalized world.

## WHAT WE OFFER

- 1 Student Scholarships (Summer exchange programs in Germany for high school students)
- 2 Teacher Scholarships (Professional development programs in the US, Germany, and Austria)
- 3 Direct support for schools (Program supplies, funding for projects, and stipends for teachers)
- 4 Annual initiatives (Support for partners like the German Embassy and Educational Foundations)

## HOW DOES AATG FUND ITS WORK?



## GIVING OPPORTUNITIES

The **AATG Endowed Scholarship Fund** was established in 1997 to support study abroad in German-speaking countries. This fund has been used to support fully funded scholarships for high school students taking part in AATG summer programs.

The **Friends of AATG Endowment** was founded to support the association and ensure the continuation of AATG's programs and services to German teachers in the US.

The **AATG Professional Development Fund** supports German teachers in professional development at all levels of instruction (K-16).

Contributing to the **AATG General Fund** helps support the day-to-day operation of the organization. A donation to this fund goes to where the funds are needed most at any given time.

### Custom Giving:

Interested in funding a new endowment, a bequest, or a specific cause? Reach out to our Executive Director to start a conversation: [mike@aatg.org](mailto:mike@aatg.org)

The AATG is a 501(c) (3) non-profit public charity. All gifts and donations are 100% tax deductible.

**DONATE NOW!**



856-795-5553 | [info@aatg.org](mailto:info@aatg.org) | [www.aatg.org](http://www.aatg.org)  
112 Haddontowne Court #104, Cherry Hill, NJ 08034

## What happens to money I donate to AATG?

There are two types of gifts AATG generally receives: Designated and Undesignated. Undesignated gifts (such as to the general fund) go to the areas most urgently in need and may be utilized immediately. Designated gifts go to the area of designation and are invested to provide returns over time, such as an established endowed fund. These gifts may only be used for the donor's designated purpose and may not be reallocated. The funds are typically invested and are governed by an investment policy statement and guidelines from a general Investment Policy. Our funds are professionally managed (currently by Raymond James) and our financial partner is also bound by these governing documents. Donors interested in designating funds to

a new endowment must contact the executive director prior to making a donation or bequest to ensure that the funds may be utilized according to the donor's wishes.

***Who verifies or audits AATG financial information?***

AATG engages an independent CPA annually to provide a full audit of AATG revenues and expenses as well as prepare our annual IRS 990 Federal Tax return. The audit ensures that our accounting is correct, and that no financial impropriety has occurred. A summary of the past year's audit may be requested by members through email. Non-members may request a printed overview of our annual audit documents by sending a self-addressed, stamped envelope to AATG at 112 Haddontowne Ct #104, Cherry Hill, NJ 08034

***What financial reporting is available?***

The AATG Treasurer position on the board of directors makes quarterly reports to the board and an annual report to membership. Member questions regarding financial matters may be directed to the treasurer or executive director.

Public reporting: All registered nonprofits in the US are required to file tax returns with the IRS. You can find annual and historical IRS related documents for AATG as well as other nonprofit organizations at the IRS Nonprofit Search Center. AATG's IRS identification is EIN: 23-1944578 | Cherry Hill, NJ, United States.

**Fundraising & Development**

AATG Board members are expected to be active fundraisers for AATG when possible. They should, as a function of their duty of loyalty, prioritize fundraising for the AATG above other organizations, with the exception being for their place of full-time employment. Fundraising need not mean that individuals donate large sums of funds themselves. Donating time and making connections that result in fundraising are just as important as individual donations. AATG will establish a Fundraising Committee on which the Treasurer shall serve as a member. The committee is charged with soliciting donations and planned giving requests, as well as advising on fundraising for all endowed funds. The committee will maintain an official development policy that must be approved by the board of directors.



## **Board of Directors Internal Committee Descriptions (Board Members Only-Appointed by the Board President)**

### **Awards:**

Develops rubrics and evaluates nominations for AATG Annual awards.

Meeting Frequency: 2/3 times annually.

### **Finance (A permanent standing committee)**

Develops the long-term investment policy; reviews the budget and financial statement; reviews and recommends all policies concerning fiscal matters; recommends membership categories and fees to the Board of Directors; recommends to the Board of Directors the AATG's budget.

Consists of at least four members of the Board of Directors, including the Treasurer who serves as chair.

Meeting Frequency: 1 x annually

Important Dates & Deadlines: Early December for budget preparation

### **Professional Development**

Evaluates and makes decisions on professional development programs for AATG members. This includes but is not limited to the seminars and courses offered in Germany, Austria, Switzerland, as well as in the United States for teachers and student-teachers.

Meeting Frequency: 3 or 4 times annually

Important Dates & Deadlines:

### **Research and Scholarship**

Oversees matters of research and scholarship, particularly in the areas of literary and cultural studies. The committee helps shape the Convention in the areas of literary and cultural studies, organizes the MLA and GSA sessions, and serves as liaison to other organizations with a focus on research or scholarship.

Meeting Frequency:

Important Dates & Deadlines:

### **Steering Committee**

Conducts business between meetings of the Board of Directors; meets prior to the Board of Directors meeting, and the Secretary reports on its deliberations to the Board of Directors. All policy decisions of the Steering Committee are subject to ratification by the Board of Directors.

Annually reviews Policy Handbook and recommends changes to the Board of Directors in its report. The President shall appoint no more than four members of the Board of Directors, including the Treasurer, to act as a Steering Committee. The Executive Director shall be a member of the Committee, but shall have no vote on it.

Meeting Frequency: As needed

Important Dates & Deadlines: Annual review of Executive Director in each December

## **Special Interest Groups (SIGS)**

SIGs may be formed by the Board of Directors or by groups of 25 members or more to provide continuous networking and information sharing on a specific topic or area of interest.

The Board of Directors approves the formation of each SIG and periodically reviews the activity of each SIG.

To be a member of a SIG, an individual must be a member of AATG.

Each SIG shall determine its own leadership structure.

A member of the Board shall be appointed by the President to serve as board liaison to a SIG and all current SIGS will be listed here with links to their respective pages/sites online:

<https://www.aatg.org/sig>

### **Approved SIGS: Alle lernen Deutsch (SIG)**

Fosters the recruitment of students and teachers from underrepresented groups to the teaching and learning of German. The committee disseminates information about underrepresented populations in the teaching and learning of German in the US and creates materials for the German classroom that highlight the diversity of German-speaking countries.

### **FL-A-CH (Liechtenstein, Austria, Switzerland) (SIG)**

Promotes the teaching of Liechtenstein, Austria, Switzerland, and other German speaking regions in German language instruction at the K-16 level. Works with FL-A-CH government agencies to develop award programs and to increase support for teachers.

### **German for Professional Purposes (SIG)**

Focuses on the study of Fachdeutsch and the integration of business, technology, science, and engineering in German instruction in the US.

### **Community College Committee (SIG??)**

Focuses on issues specific to AATG members teaching at two-year colleges in the US. The committee provides support to AATG members teaching at these institutions, and their students in an effort to address the unique needs of these programs to the overall benefit of articulation and quality of instruction.

### **Kinder- und Jugendliteratur Committee (SIG)**

Promotes the use of children's and adolescent literature in the teaching and learning of the German language and cultures of the German speaking countries. The committee provides support to German teachers and instructors by developing teaching materials and sponsoring professional development.

### **Sprach- und Samstagsschulen Committee (SIG)**

Focuses on curricular and pedagogical issues of particular interest to AATG members who teach and work at the Sprach- und Samstagsschulen in the US.

### **External Committee Descriptions and Charges (Appointed by the president annually)**

Active committees may submit an annual report in October, to be reviewed by the Board of Directors. The reports should include the frequency and date of meetings, general discussions, and any recommendations for the board. The reports are meant to be brief and not arduous for the committees to complete. Committees that report back immediately, such as award committees, need not submit an annual report to the board unless recommendations for changes are needed.

### **Awards**

Various committees are established to determine the winners of AATG national awards. Each committee is chaired by a member of the board of directors. Other members are appointed by the president. Board members should be active in soliciting nominations and making recommendations for policies procedures, and improvements in the awards program.

<https://www.aatg.org/awards>

Meeting Frequency: 2 or 3 times per award

Important Dates & Deadlines: May and July 15 when awards are due and decisions are to be rendered within two weeks including a write-up of the awardees.

### **Diversity, Equity, and Inclusion Committee: (A permanent standing committee)**

Each year the President shall appoint a committee of not more than six regular members, which includes the chair, to provide oversight on issues of diversity, equity, and inclusion. The chair of the committee shall be the equity officer of the board of directors. The committee members will be evenly split between K-12 and post-secondary AATG members and each shall serve for three years. After a three-year term, or when there is a vacancy, the President shall appoint a replacement. There will be no consecutive terms for any committee member, and no one may serve more than two terms total over the course of a person's cumulative AATG membership.

Meeting Frequency:

Important Dates & Deadlines:

### **NGE Committee**

The NGE Committee is composed of German-teaching professionals from various high schools, colleges, and universities across the country. The Committee will have two co-chairs and six members who work in pairs to draft the exams. The Committee is responsible for collecting content, writing questions, conducting fatal flaw review, reviewing the final version of the draft exams for quality control, and attending the annual writing workshop. Committee members are required to follow the National German Exam Test Developer Handbook as a reference guide throughout the exam writing process.

In addition to developing annual exams, the committee is responsible for analyzing the previous year's test taker data. Co-chairs will assist NGE Coordinator in reviewing data from the Electronic Testing Platform to review for statistical irregularities prior to official score release.

Meeting Frequency: One in-person writing workshop to occur annually in spring. Virtual meetings scheduled as needed (two-three times annually)

#### Important Dates & Deadlines:

- Orientation in early fall
- Writing teams submit sources for exam by mid-November
- Co-chairs review sources and suggest best sources to writing teams by mid-December
- Writing teams submit the first draft of exams and co-chairs review and suggest edits in early spring
- In mid-late spring, all writing teams submit final draft of exams for feedback by the rest of the committee
- Face-to-face meeting occurs mid-late spring to finalize upcoming year's exams and review prior year's testing data
- NGE Coordinator to upload exam to Lingco Platform over the summer so that it is ready for review by committee members by mid-summer.

<https://nge.aatg.org>

#### **Convention Program Committee**

Solicits, evaluates, and selects program sessions; advises on events and provides feedback to the board on the annual convention. Consists of three people appointed by the President.

Meeting Frequency: Very Frequent

Important Dates & Deadlines: TBD

#### **Fundraising Committee**

The Fundraising Committee shall work with the Board of Directors and the Executive Director to develop a fundraising plan to ensure progress toward annual and long-range funding goals, set priorities for fundraising efforts, evaluate plans and strategies, and support the AATG through the planning and implementation of fundraising events and campaigns.

Meeting Frequency: 2 or three times annually, with particular attention paid to the week of giving

Important Dates & Deadlines: The AATG Week of Giving is the second week of November annually.

<https://www.aatg.org/products/donations>

#### **Honorary Members and Fellows Committee**

Nominates and selects candidates for the association's honorary members and fellows.

Meeting Frequency: 2 or three times annually

Important Dates & Deadlines: Nominations are due September 1, annually. Fellows and Members are elected by the membership at the annual member meeting in the last quarter of the calendar year.

<https://www.aatg.org/honorary-members>

#### **Investment Committee (A permanent standing committee)**

Provides oversight of all AATG investments and makes recommendations for investment strategy and/or the rebalancing of the investment portfolio. The Chair of the committee

actively works with the executive director in determining the annual dispersals from the restricted endowments

Meeting Frequency: 1X annually, and Chair meets with Executive Director as needed

Important Dates & Deadlines: January 1 (Begin of Fiscal Year) when endowment dispersals are determined

### **Nominating Committee (A permanent standing committee)**

Develops and presents a slate of candidates for all (open) elected positions on the Board of Directors; consists of 5 people with appropriate regional and level representation, including one member from the previous year who serves as chair. The nominating committee is a proactive group that seeks to diversify the board of directors. It should vet candidates for suitability for board service and ensure that the duties of the AATG board members are known to those who accept nominations.

Meeting Frequency: 2 or three times

Important Dates & Deadlines: May-August. A slate of candidates (with bios) is presented to the board no later than August 1

<https://www.aatg.org/governance>

### **Special Scholarship Committees**

Scholarship and grant committees that are not under the auspices Professional Development Committee are determined by the Executive Director in consultation with the Director of International Programs and Scholarships.

Meeting Frequency: 1x per committee, possibly 2

Important Dates & Deadlines: December 15-January 15 and February 15-March 1 are active periods to determine scholarships

<https://www.aatg.org/annual-programs>

Scholarships offered on an annual basis include

Delta Phi Alpha Scholarships are determined by the Delta Phi Alpha Committee

AATG/PAD NGE Scholarship

Endowed Scholarship Fund

Käthe Wilson Scholarship

Audre Lorde Scholarship

Delta Phi Alpha Post-Graduate Scholarship

Delta Phi Alpha National Award for Undergraduate Students

NGE Post-Graduate Scholarship

## **Award Logistics**

### Description of how appointments are made and who appoints them.

- A selection committee consisting of 3 members, one of which is a member of the Board of Directors and serves on the Awards Committee, is appointed to select award recipients. The member of the Board of Directors serves as chair of the selection committee for each award. Awards Committee members are assigned to chair the selection of 2-3 awards. One member chairs:
  - K-12 awards (2 selection committees)
    1. Outstanding German Educator K-8
    2. Outstanding German Educator 9-12
  - Post-secondary awards (2 selection committees)
    1. Outstanding German Educator
    2. FL-A-CH Award
  - FL-A-CH and Friend awards (2 selection committees)
    1. Friend of German Award
    2. GAPP Coordinator Award
  - Centers of Excellence (2 selection committees)
    1. K-12
    2. Post-secondary
- Appointments for award selection committees are made by the President with consultation with the members of the Awards Committee. Past recipients of awards should be considered when making appointments. Appointments are contingent upon the approval of the Board of Directors.
- The chair of the Awards Committee will write the commendations of the Outstanding German Educator and Friend of German award winners.
- Candidates for each award shall submit dossiers up to 30 pages and follow carefully the directions outlined.

### **Special Award Guidelines for Board members**

- Members of the Board of Directors are not eligible for nomination for any award vetted by the Board of Directors during their time of service and for two years immediately following.
- No member of the AATG Board of Directors may write a letter of support for any award nominee or actively shepherd the nomination of an award candidate.

## **Policies to prevent Corruption and Malfeasance**

1. The AATG Board of Directors commits itself, and the members of the Board of Directors commit themselves, to ethical, professional, prudent and lawful conduct including appropriate use of authority and appropriate decorum.
2. Board members must represent unconflicted loyalty to the interests of the American Association of Teachers of German, Inc. ("AATG"). Members must avoid conflict of interest with respect to their fiduciary responsibility and any personal interests, which may relate to the business of AATG, including areas of employment, issues about which the Board of Directors may take action or positions and in all other Board of Directors dealings.
3. Each Board member will annually attest to any actual or potential area(s) of conflict through a "Conflict of Interest" disclosure document. Members will annually disclose any involvement, including their involvement with any other organizations, vendors or individuals which might produce a conflict of interest.
4. If a member finds himself or herself in unavoidable conflict of interest during Board discussions or decisions, that member will absent himself or herself without comment from not only the vote but also the deliberation or discussion.
5. Individual Board members may not attempt to exercise authority with any individual except as it relates to specific assignments explicitly delegated by the Board of Directors.
6. Individual members may not instruct the President or other staff member on any "official" matter before the Board of Directors unless explicitly delegated by the Board to do so.
7. Only the Board of Directors will evaluate the performance of the Executive Director.
8. When Board members interact with the public, including the press, they must recognize that no Board member speaks for the Board except to repeat explicitly stated Board decisions or unless designated by the President/Executive Director to speak on behalf of the Board of Directors.
9. Board members will respect confidentiality appropriate to issues before the Board of Directors.
10. In addition to the foregoing, the Board of Directors and its members shall be bound by the following Code of Ethics and Conflict of Interest Policy governing the ethical standards for all AATG volunteers and staff.

### **Introduction and Applicability**

The Code of Ethics and Conflict of Interest Policy ("Code") of the American Association of Teachers of German, Inc. ("AATG") establishes the ethical standards for Associates of AATG. For this purpose, the term "Associate" means volunteers and staff.

It is every Associate's responsibility to discharge his or her duties in a manner that promotes and preserves public trust, proper stewardship, and confidence in the integrity of AATG. Associates should respect and comply with AATG rules and regulations, should observe high standards of conduct, and should participate in establishing and maintaining such high standards. Adverse consequences, including termination of staff or removal of a volunteer from a governance position, can potentially result from the failure to comply with the Code.

It is the continuing duty of all Associates to review and assess his or her conduct in light of the provisions of the Code. Each Associate shall seek either in writing or in person the advice of his or her supervisor when a reasonable doubt regarding an ethical consideration arises.

### **Performance of Duties**

- AATG Associates shall endeavor at all times to perform duties properly, diligently, and in as courteous a manner as possible.
- No Associate shall alter, destroy, mutilate, conceal, or fail to make required entries on any record within the Associate's control.
- Associates with reporting responsibilities shall provide full, fair, accurate, timely and understandable disclosure in any reports required by AATG. Associates shall comply with applicable governmental rules and regulations. Associates shall act honestly and ethically.
- No Associate shall discriminate on the basis of race, religion, national origin, gender, sexual orientation, age, disability, or marital status in the conduct of services for AATG.
- Associates who are attorneys, certified public accountants, or members of other professional groups are bound by the appropriate professional duties and code of conduct of their respective professions.

### **Abuse of Position and Conflict of Interest**

AATG is a nonprofit, tax-exempt organization. Maintenance of its tax-exempt status is critical both for its continued financial stability and for public support. AATG is subject to scrutiny by and is held accountable to governmental authorities as well as to the public. Consequently, there exists among AATG, its Associates, and the public a fiduciary duty, which carries with it a duty of loyalty.

Associates have the responsibility of administering the affairs of AATG honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of AATG. Associates shall use the resources, property, and funds under the Associate's



control judiciously and solely in accordance with prescribed policy and in the best interest of AATG. Furthermore, Associates shall exercise the utmost good faith in all transactions, and they shall not use their positions with AATG or knowledge gained therein for their personal benefit or to secure unwarranted privileges for or from another person or entity. The interests of AATG must be the first priority in all decisions and actions.

No board member shall accept, solicit, or agree to accept any gift, favor, complimentary service, or other thing of value in exchange for contractual agreements. Supplier selections and purchasing decisions must always be business decisions made on the basis of merit: by comparing and evaluating price, quality, performance, and suitability. Decisions must not be influenced by any other factor, such as personal relationships, gifts, hospitality, or anything else of direct or indirect value.

### **Areas in Which Conflict May Arise**

Conflicts of interest may arise in the relations of Associates with any of the following third parties:

- Persons and firms supplying goods and services to AATG (vendors and professionals), including but not limited to:
  - Construction services.
  - Professional services, including accounting and legal services.
  - Contracts with individuals, including consultants and part-time staff.
  - Persons and firms from whom AATG leases property and equipment.
  - Persons and firms with whom AATG is dealing or planning to deal in connection with the purchase or sale of real estate, securities, or other property.
- Donors, volunteers, and others supporting AATG.
- Agencies, other nonprofits, and associations that affect the operations of AATG.
- Entities from whom AATG receives grants.

### **What is a Conflict of Interest?**

A conflict of interest exists if you have a personal interest that could influence your decisions or actions related to AATG. This includes situations where you, a family member, or a close associate could benefit financially or otherwise from a decision you make on behalf of AATG.

### **Common Situations that Create Conflicts:**

- **Financial Ties:** You have a significant financial relationship (e.g., partner, major shareholder, executive) with another company that does a lot of business with AATG. This is considered a conflict if the payments between AATG and that company exceed a certain threshold (5% of either organization's annual revenue or \$100,000, whichever is greater).
- **Personal Gain:** You receive compensation for services related to AATG's transactions.
- **Misuse of Resources:** You use AATG's resources (time, staff, equipment, etc.) for personal benefit or for purposes not approved by AATG.
- **Gifts and Loans:** You accept gifts or loans from organizations or individuals who do business or want to do business with AATG. Small gifts under \$200 are generally acceptable if they don't influence your judgment. Gifts over \$200 should be reported to the Board Chair or Executive Director. **Never accept cash gifts or cash equivalents like Venmo or Paypal.**
- **Debts:** You owe a significant amount of money to AATG like invoices unpaid for the institution you represent.
- **Endorsements:** As a board member, you should not use your AATG affiliation to endorse products or services. You can promote your own academic work, but don't use your board title in doing so.

#### **Travel and Accommodation:**

- It's generally acceptable for board members to have travel, accommodation, and meal expenses covered when giving talks or presentations, if there's no expectation of influencing AATG decisions in return.

#### **Transparency and Resolution**

If you have any questions about whether a situation creates a conflict of interest, it's crucial to discuss it with the Board of Directors for guidance and a final decision.

The areas of conflicting interest listed in **Areas in Which Conflict May Arise**, and the relationships in those areas that may give rise to conflicts, as listed in **Nature of Conflicting Interest**, are not exhaustive. Conflicts may arise in other areas or through other relationships. It is assumed that Associates will recognize such areas and relation by analogy.

The fact that one of the interests described in **Nature of Conflicting Interest** exists does not necessarily mean that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances, it is necessarily adverse to the interests of AATG.

However, it is the policy of AATG that the existence of any of the interests described in **Nature of Conflicting Interest** must be disclosed before any transaction is consummated. It shall be the continuing responsibility of Associates to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make any necessary disclosures. In deciding whether a transaction might constitute a conflict of interest ask yourself these questions:

- Would the transaction be prudent, be in good faith, and be in the best interests of AATG?
- Would the transaction affect any decision I will make at AATG?
- How would the transaction seem to others within AATG – Would they think it might affect how I perform my activity/job for AATG?
- How would it look to someone outside of AATG, such as a donor, a public watchdog group, the State Attorney General, or the newspaper?

### **Disclosure**

Each Associate shall immediately report violations of the Code of Ethics and Conflict of Interest, criminal law, or the attempt to induce another to violate these standards or violate criminal law, in accordance with established policies. A failure to report a violation is itself a violation of the Code. If you request anonymity, AATG will not disclose your identity.

### Fraud Reporting Policy

This policy applies to any irregularity involving employees or members of the Board of Directors as well as grantees, consultants, vendors, contractors or any other parties with a business relationship with the AATG. Any investigative activity required will be conducted without regard to the suspected wrongdoer's length of service, position, title or relationship to the AATG.

The Executive Director and the Board of Directors are responsible for the detection and prevention of fraud, misappropriation and other irregularities. Fraud is defined as the intentional, false representation or concealment of a material fact for the purpose of inducing another to act upon it to his or her injury. Fraud includes, but is not limited to, the following:

- Self-dealing, private inurement and private benefit (i.e., association assets being used for personal gain or benefit).
- Supplying false or misleading information about the association's financial documents, including the tax return.
- Providing false information to or withholding material information from the association's auditors.

- Payment for services or goods that are not rendered or delivered.

An employee who discovers or suspects fraudulent activity should immediately contact, as he or she deems appropriate, any member of the Steering Committee of the Board of Directors. The President and/or the Executive Director will coordinate all investigations with legal counsel, while keeping the full Steering Committee informed. If the reported allegations are made against the President and/or the Executive Director, the investigation will be handled by any other member of the Steering Committee and outside legal counsel. Any member of the Steering Committee included in the complaint will be excused from deliberations. The employee or other complainant, to the extent practicable, will remain anonymous by making a report through any of the above individuals. Any identification about the sender will be removed unless necessary for the investigation. The Steering Committee, to the extent practicable, will treat all information received confidentially. Further, the Steering Committee will acknowledge receipt of any complaint within five business days, providing notification to the employee or other complainant of the steps involved for the review, investigation and resolution of the complaint.

Members of the Steering Committee will have free and unrestricted access to all association records and premises. The Steering Committee has the primary responsibility for the investigation of all suspected fraudulent acts as defined in the policy. If the investigation substantiates that fraudulent activities have occurred, the Steering Committee will issue reports to appropriate personnel and, if appropriate, to the Board of Directors through the Finance Committee. Decisions to prosecute or refer the examination results to the appropriate law enforcement or regulatory agencies for independent investigation will be made in conjunction with legal counsel and the Steering Committee, as will final decisions on disposition of the case. If an investigation results in a recommendation to terminate an individual, the recommendation will be reviewed for approval by the Executive Director and/or the Board of Directors, and if it is determined appropriate, by outside counsel, before any such action is taken.

Investigation results will not be disclosed to or discussed with anyone other than those who have a need to know. All inquiries concerning the activity under investigation from the suspected individual, his or her attorney or representative, or any other inquirer should be directed to the Steering Committee. No information concerning the status of an investigation will be given out.

The Steering Committee is responsible for the administration, interpretation and application of this policy. Any revisions to the policy will be submitted to the Board of Directors for approval.

## **AATG Office**

The AATG Professional Staff maintain a hybrid office environment, with a physical office located in Cherry Hill, NJ. The national office is incorporated at the physical office in Cherry Hill, and employees shall consider the location and time zone their official time and place of work.

### Review and Inspection by the board

- Every fifth year, a committee may be appointed by the board to conduct an on-site and virtual review of the National Office operation, and to report their findings to the Board of Directors as a whole.
- The Executive Director will include in the Annual Report to members the actions taken pursuant to the recommendations of the office assessment committee.
- Evaluation and compensation of professional staff  
As a part of the annual budget approval process, the Executive Director determines a lump sum for office staff compensation for the coming fiscal year and distributes the funds as appropriate. This is reflected in the annual budget under salaries and benefits.
- The Executive Director is evaluated annually by the Board of Directors. The review must be completed by the fiscal year end on December 31. Feedback from the board and goals for the following year should be communicated in writing. Salary adjustments or bonuses must be communicated by the board president to the financial director or payroll administrator. It is the President's responsibility to appropriately archive the annual review and to pass on the information to the next president.

## **Honorary Members and Honorary Fellows**

AATG's highest honors are bestowed upon Honorary Members and Fellows which is an honor that the board of directors puts to a member vote based on the recommendation of a committee.

### **Honorary Members**

Distinguished Germanists or specialists in second language acquisition with a focus on *Deutsch als Fremdsprache*, to a number not to exceed thirty, residing in any country, may be elected to honorary membership. A maximum of three new Honorary Members may be elected each year.

The Committee on Honorary Members/Fellows suggests that the following criteria be used by members of the Association in proposing individuals for honorary membership:

1. Nominees should be recognized scholars of international stature who have contributed to the advancement of Germanic studies in the fields of literary studies, linguistics, second language acquisition, or pedagogy or distinguished K-12 educators with significant regional and/or national impact.
2. They should be committed to the purposes of the Association, namely, the fomenting of friendly relations among Germanists and the promotion of a sympathetic knowledge and understanding of the language, literatures, and cultures of German-speaking peoples.
3. Nominees are usually the authors of important works dealing with German language, literature, linguistics, or language acquisition, and have been recognized by memberships in academies or institutes that deal with those disciplines.

### **Honorary Fellows**

Distinguished men and women of letters, to a number not to exceed thirty, residing in any country, may be elected Honorary Fellows. A maximum of three new Honorary Fellows may be elected each year.

The Committee on Honorary Members/Fellows suggests that the following criteria be used by members of the Association in nominating as honorary fellows “distinguished men and women of letters”:

1. The term “men and women of letters” is to be interpreted in a broad sense. Nominees may be distinguished scholars or professionals in German studies fields outside language and literature; or they may be creative writers or essayists.
2. Like honorary members, they should be committed to the purposes of the Association, namely, the promotion of a sympathetic knowledge and understanding of the language, literatures, and cultures of German-speaking countries.
3. Nominees for honorary fellowship should have achieved recognition on a national or international level through their scholarly or creative accomplishments. They may, typically, be the recipients of prizes and will have been honored by membership in appropriate academies or societies.

### **Procedures**

1. The Committee on Honorary Members/Fellows consists of three members, who serve for three years. The committee members are appointed by the President, who also appoints the Committee Chairperson for a period of three years. Each member of the Committee on Honorary Members/Fellows may make

nominations. In addition, any active AATG member – individually or through a chapter of the Association – may nominate persons as honorary members or fellows directly to the Committee on Honorary Members/Fellows by writing to the Chairperson. Nominations by individual AATG members need to be accompanied by a petition supported by ten or more members.

2. The Committee expects to receive the following material:
  - A. A formal letter of nomination signed by the nominator(s), which details the qualifications of the nominee for membership. The letter should be responsive to the criteria outlined above.
  - B. It is incumbent upon those making a nomination to provide a curriculum vitae and other biographical data. The information must include the place and date of birth of the nominee, his or her educational background, a record of his or her professional career, a list of honors, prizes, and memberships, and a list of publications with dates. The completeness and accuracy of such information are essential if the nominators expect a favorable decision.
3. The Chairperson of the Committee provides the committee members with the materials. The Committee reviews the qualifications and chooses by a majority of votes the names of the person(s) who will be recommended.
4. Honorary Membership/Fellowship in the Association may be conferred, upon recommendation of the Board of Directors, by a majority of the members present and voting at the Annual Business Meeting of the Association. The Committee Chairperson will prepare biographical sketches of nominees for distribution to the Board of Directors and the membership at the Annual Business Meeting.
5. Both honorary members and fellows must be living at the time of the annual meeting. The Association does not elect membership posthumously.

#### **Privileges of Honorary Members/Fellows**

Honorary member/fellows receive certificates of election, signed by the President and the Executive Director of the Association. Honorary Fellows enjoy all privileges of the Association except the right to vote.

## **Signature Programs of the AATG**

***NATIONAL GERMAN EXAM***

***AATG PROFESSIONAL JOURNALS: THE GERMAN QUARTERLY AND DIE UNTERRICHTSPRAXIS***

***SUMMER STUDY PROGRAMS***

***ACADEMIC HONOR SOCIETIES***

***ANNUAL FUNDED SCHOLARSHIPS AND GRANTS***

***AATG ANNUAL AWARDS***

### Program and Services Review

Similar to a full office review every five years, the AATG office may be asked by the board to formally evaluate each AATG-sponsored program, publication, and services as to its quality and effectiveness. A typical review answers the following questions:

1. What is the current status of the program/service?
2. What has been especially successful?
3. What needs improvement?

In cases of financial urgency, a cursory review may be requested at any time focusing on financial solvency of any AATG signature program as a part of the annual review.



## Appendix

### Appendix 1: AATG Board of Directors Self-Assessment Questionnaire

	Strongly Agree	Agree	Disagree	Strongly Disagree	Don't Know	Not Applicable
<b>Section 1: Board of Directors &amp; Staff Roles</b>						
The roles and responsibilities of the Board of Directors are clearly defined and separate from those of AATG staff.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Board of Directors takes the primary responsibility for setting the organization's policies.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Board of Directors delegates to the executive director sufficient authority to lead the staff and carry out the organization's mission.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Board members do not interact with staff directly to influence staff behavior or program management without first coordinating with and getting the agreement of the executive director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comments:						

### Section 2: Policy Making Practices\*

If a new policy is needed for the Board of Directors or the organization as a whole, the issue is clearly presented to and discussed by the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The full Board of Directors approves all new organizational policies before they are implemented.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The organization's policies are effectively communicated to all Board members.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Board of Directors reviews policies at least every two years and updates them as needed.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Board of Directors understands its role in regard to policy making and does not interfere with areas belonging to staff.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* Policies exist for key areas such as finance, human resources, safety, conflicts of interest, legal and ethical compliance, and any other functions unique to the organization's work.

Comments:

Section 3: Planning Practices

- The organization's mission and purpose are clearly understood and accepted by the Board of Directors.
- The mission and purpose of the organization are reviewed by the Board of Directors each time strategic planning takes place to ensure that they are aligned with current program activities.
- The members of the Board of Directors reach consensus on a vision that communicates where the organization will be headed over the next 3-5 years.
- The full Board of Directors collaboratively reviews and updates the organization's strategic plan at least every two years.
- Staff develop and carry out annual action plans based on the board-approved strategic plan.
- The Board of Directors is thoroughly briefed by the staff on annual plans developed by staff.

Comments:

Section 4: Fiscal Management Practices

- The organization's annual budget is fully discussed and understood by the Board of Directors prior to approval.
- The fiscal health of the organization is regularly reviewed and any necessary Board of Directors actions are taken thoughtfully but quickly.
- Board of Directors leadership takes steps to ensure that fiscal reports are thoroughly understood by all members.
- The annual report of the organization's independent auditor is reviewed by the Board of Directors and any necessary actions are taken in a timely way.
- Board of Directors members are fully aware of their legal responsibilities for the organization's fiscal management.
- The Board of Directors periodically engages in long-range fiscal planning to ensure an adequate flow of financial resources to the organization over time.

Comments:

### Section 5: Fundraising Practices

The organization's fund raising needs and strategies are understood by the Board of Directors.

The Board of Directors has a clear policy on board members' responsibility to participate in fundraising efforts.

Board of Directors members play an active role in the organization's fundraising efforts.

Comments:

### Section 6: Board of Directors Structure and Practices

The Board structure (committees, meeting schedule, communications, etc.) allows it to get work done in a timely and effective way.

Board committees streamline work processes and increase effectiveness.

The Board of Directors size is about right.

The members' terms on the Board of Directors are about the right length.

The Board of Directors consciously selects and prepares board officers for their leadership responsibilities.

Board members have a working knowledge of the organization's by-laws.

Comments:

### Section 7: Board Committees

The Board of Directors regularly evaluates the need for ad hoc and standing committees and revises the structure as necessary.

Ad hoc and standing committee assignments generally reflect the interests and expertise of individual members.

Standing and ad hoc committees complete their tasks in an effective and timely way.

Board members actively participate in standing committee activities.

Standing and ad hoc committees report on their progress to the Board of Directors in a timely way, but at least quarterly.

Each standing committee establishes its goals and plans at the beginning of the fiscal year and then modifies them as needed.

Comments:

### Section 8: Board Meetings

- The Board of Directors meetings schedule has the right number and length of meetings.
- The agendas of Board of Directors meetings and supporting written material are provided in advance of meetings.
- Steering committee and standing committee members contribute items to meeting agendas.
- Board of Directors meetings are generally well-run and make good use of members' time.
- The Board of Directors uses brainstorming effectively to help solve problems creatively.
- The Board of Directors thoroughly examines all aspects of major issues and makes fully informed decisions.

Comments:

### Section 9: Board Membership & Orientation

- The areas of expertise, skills, and other factors needed to be an effective Board of Directors for the organization are adequately represented among current board members.
- The Board of Directors successfully assesses the expertise, skills, and other contributions needed from potential new members to maintain or increase effectiveness.
- The Board of Directors actively recruits new board members based on identified needs and not merely to fill a board vacancy.
- The Board of Directors and staff inform new board members about responsibilities and important organizational information through a structured orientation.
- The Board of Directors annually assesses the knowledge and skills needs of its members and addresses any identified gaps in an annual board development plan.

Comments:

## Section 10: Board of Directors - Executive Director Relationship

- The Board of Directors uses a structured and participatory process to recruit and hire the organization's executive director.
- The Board of Directors has approved a written job description that clearly spells out the executive director's responsibilities and authority.
- The Board of Directors formally assesses the executive director's performance at least annually based on objectives established at the beginning of the fiscal year.
- The Board of Directors provides the executive director with ongoing feedback regarding job performance in addition to any formal assessments.
- Board members provide the necessary support that allows the executive director to carry out the role successfully.
- The Board of Directors supports and provides input into the executive director's professional development and ensures availability of resources, if needed.

Comments:

## Section 11: Monitoring & Evaluation Practices

- Board members are adequately knowledgeable about the organization's programs and services.
- The Board of Directors periodically reviews with the executive director the possibilities of adding new programs and services, and modifying or discontinuing current programs and services.
- The Board of Directors keeps itself informed of the organization's performance against predetermined plans and goals.
- The effectiveness of the Board of Directors and committee structure is assessed at least every two years.
- The Board of Directors annually assess the board members' satisfaction with their participation on the board.
- The Board of Directors regularly evaluate the effectiveness of its meetings.

Comments: