

Women's CEO Global Alliance Policy and Procedures

Mission: The Women's CEO Global Alliance – a Behavioral Health Leadership Roundtable commits to teaching, learning, and mentoring ourselves and other women while inspiring unity, trust, and leadership in the behavioral health field.

Vision: Changing the Face of Leadership

Members

All members are to be female

1. Full Membership

- Voting member
- Is defined in the application process to be:
 - Organization provides services directly to client/patient in the behavioral health/addiction treatment field, and
 - Organization has at least 5 employees, and
 - Complete responsibility and authority of the entire organization, and
 - Has authority to hire and fire the employees in your company.OR
 - Previously been a CEO for at least 5 years for a company providing services in the behavioral health/addiction treatment field and currently hold a corporate/principle officer position.

2. Emeritus Membership

- Voting member
- Pays 50% of membership dues
- Is defined to be a retired woman that formally met the full membership criteria as outlined in the application process

3. Associate Membership

- Non-voting membership category
- Bi-annual dues at full membership dues rate
- Is defined as a woman that works for an organization that provides services in the behavioral health/addiction treatment field and that organization has at least 5 employees

4. Sustaining Roundtable Membership

- Must meet Full Membership or Emeritus Membership criteria
- Sign up in this category for a minimum of a 3 year period unless organization or CEO is disbanded or no longer in position
- Membership Dues are \$4500 which includes:

- Annual dues
 - Annual Retreat Registration fee
 - Logo on website and all retreat materials
 - Acknowledgement at annual meeting
 - Rotating sponsorship banner on website
 - Invited to the annual Board of Director dinner
- Benefits of membership include all members having access to membership contact list, discounted rates to retreats, networking opportunities, etc. The membership committee is tasked with developing and implementing a more detailed list of membership benefits.
 - Membership dues for Full, Emeritus, and Associate members shall be reviewed annually by the Board of Directors. On an annual basis the dues structure shall be established for all membership categories. A non-refundable fee shall be submitted with the application for membership, which shall include all necessary documentation required to meet the specified criteria for membership. All dues shall be applicable to membership for the calendar year in which received and there shall be no prorating for a partial year. Any waivers, additional fees or dues, or changes in the dues structure will be established by the Board of Directors. Members who have not paid their dues in a calendar year, will be given one quarter in the following year to pay both the previous dues and the dues of the current year, or they will be dropped from membership and so notified. The Board of Directors shall be notified when any members are dropped from the membership list. _
 - Notice to members of Membership dues will be sent 60 days prior to the start of the fiscal year. (January 1-December 30)
 - Qualified CEOs can attend one retreat then must become a member before coming to subsequent retreats
 - Each member must sign the Membership Code of Conduct Agreement upon acceptance of membership

Board of Directors

- Numbers: Minimum of 3 directors but no more than 21 directors
- Board Membership Expansion: Ratio shall be a minimum of 3 directors and not to exceed maximum of 20% of total Full and Emeritus Memberships rounded to the closest odd number. (If membership declines, retain current board size until which time membership grows to increase board.)

- Review of board size based on membership will occur at the annual meeting to determine additional board position numbers.
- Nomination , Election and Term
 - Chair of Governance Committee will be assigned to develop specific procedures including:
 - Maximum number of nominees
 - How ballots are created and counted, suggestions for review are below:
 - The Governance Committee shall prepare a ballot.
 - The ballot shall provide no more than two (2) persons for each position up for election.
 - The ballot shall be mailed to the entire voting eligible membership no less than sixty (60) days prior to the Annual Meeting.
 - All ballots must be returned thirty (30) days prior to the annual meeting.
 - The Ballots will be tabulated by the Governance Committee Chair and the results communicated to the Board Chair who will announce the results of the election at the Annual Meeting. Immediately following the annual meeting the results will also be communicated to the entire membership.
- Full and Emeritus Members elect the Board of Directors to 5 year terms.
- Maximum number of terms to be served will be determined.
- The Board of Directors elect Officers of the Board
- The Officers of the Board are appointed annually
- Each Board of Director must sign the Board of Director Agreement upon acceptance of Director position
- Each Board Member must annually sign Conflict of Interest Statement.

Meeting Procedures

- Board of Directors to meet bimonthly on 3rd Wednesday from 3:30 – 4:30 pm Mountain Time in January, March, May, July, September, November or mutually agreed upon time in this timeframe.
- Procedure for how to announce regular meetings to be 48 hour notice by email.

- Membership Meeting will occur annually at the lunch on the first day of the retreat
 - Agenda to include:
 - Announcement of Board of Directors
 - Committee Reports
 - Acknowledgement of Founding Roundtable Members
 - Acknowledgment of Sustaining Members
 - Awards and Honors
 - Strategic Plan Announcements including grants awarded or received
- Full and Emeritus members vote on board of directors at annual meeting or special meeting if needed by ballot. Specific ballot details to be set by Governance Committee.
- Founding Roundtable
 - Defined as original 11 members
 - Annually invited to Board of Director hosted dinner and meeting on evening prior to start of annual retreat for fellowship
 - Suggestion is to appoint a historian to the Board of Directors for as long as a Founding Roundtable member is available if not already represented on the Board. This will be a non-voting position.
 - Will be on website as Founding Roundtable to acknowledge initial effort in time and resources
 - Will be acknowledged at annual meeting.

Committees

Committees with Board Authority

- Must have at least one board director unless otherwise stated in bylaws

Finance Committee

- Responsibilities include: creating, implementing, and monitoring all budgets, expenses, and revenues of the organization and ensuring financial sustainability, compliance with all 501c3 requirements and assurance of Directors and Officers insurance.

Audit Committee (created when required by law)

Executive Compensations Committee (created when required by law)

- Must have at least two board directors

Advisory Committees

- Must meet a minimum of quarterly.

- Minutes to be submitted using template provided within 7 days to Board of Director Secretary to include attendance, time, topics covered, suggestions made, actions requested from the Board.
- Must be authorized by the Board and must not speak on behalf of the Board or take actions unless prior approval is given.

Governance / Membership Committee

- Responsible for Recruitment, Orientation, on-going training with new and potential board members, nomination and election process development, ensuring that the annual meetings (agenda and awards) and elections are held.
- Responsibilities include dues and processing/approving membership applications, hardship process for those unable to pay dues, creating and implementing detailed members benefits, membership list including addresses and emails, welcome letter, orientation and communication with new members

Marketing Committee

- Responsibilities include communication, website, branding, printing and all retreat materials. Development of materials to support other committees to ensure branding. Obtaining retreat sponsorships.

Retreat Logistics Committee

- 5 year standing committee (2017-2022)
- Responsibilities include obtaining location for gatherings, rate negotiations, meals, works with Chief Financial Officer to sign contracts
- Responsibilities include create theme for retreat, obtain speakers, set agenda, develop program.
- Assist in obtaining sponsorships
- Develop learning manual for CEO Retreat and large Retreat

Historical Committee

- Responsible for the Declaration of Sentiments, Timeline/Potential Book

Development Committee

- Responsible for grant writing and raising additional funds

Fee Structure

- Current fee structure
 - \$295 for one day CEO retreat
 - \$495 for CEO only retreat (small retreat)
 - \$595 for CEO and Other Woman retreat (large retreat)
 - \$995 annual membership dues
- \$100 fees discount for bringing another woman

- Current sponsorship levels and cost
 - Fees and opportunities are created by the Retreat Logistics Committee

Revocation of Membership

- A violation of misconduct is reported in writing to governance/membership committee.
- Governance/Membership Committee reports to the Board of Directors as a whole.
- Board of Directors investigates the claim of misconduct.
- If the claim is founded, any Member may have their Membership revoked or terminated by affirmative vote of the Board of Directors, whenever the best interests of Women's CEO Global Alliance will be served.
- If the claim is founded, the member is notified.
- Member who issued complaint will be notified of outcomes in writing.
- Notwithstanding the foregoing, a Member of the Corporation shall be dropped from the Membership rolls of the Corporation for: (1) failure to pay dues, or (2) inability to meet membership criteria.

Records and Reports

- Director and Officers insurance is to be obtained and maintained in good standing at all time.

- Finance Committee Chair is tasks with creating process for record keeping including expense reports, maintaining receipts, and separation of duties.

Officers

6/17/14 Elected

(Serve 5 year rotating terms with initial terms staggered)

| <u>Position</u> | <u>Director</u> | <u>Term</u> |
|--|------------------------|--------------------|
| President | Becky Flood | (2014-2019) |
| Vice President | Debbie Thomas | (2014-2019) |
| Secretary | Debbie Thomas | (2014-2019) |
| Chief Financial Officer (Treasurer) | Marcie Chambers | (2014-2019) |

Expansion 1/2017 -

| | | |
|---------------------|----------------------|--------------------|
| Board Member | Denise Holden | (2017-2022) |
| Board Member | Josie Herndon | (2017-2022) |