Rules of Association

2017
Section 1: Mission

Brandeis National Committee is dedicated to providing philanthropic support to Brandeis University, a distinguished liberal arts and research university founded by the American Jewish community. Its membership is connected to the University through fundraising and through activities that reflect the values on which the University was founded: academic excellence, social justice, non-sectarianism and service to the community.

Section 2: Organization

The Brandeis National Committee (BNC) is the successor to the Brandeis University National Women’s Committee. As the result of a 2008 strategic planning process, the organization’s name was changed on July 01, 2008.

The BNC is a part of Brandeis University, Waltham, Massachusetts (the University) and has all the responsibilities and privileges of any division of the University. The University shares governance with the BNC, and the role of BNC’s governing body is to guide, advise, and make recommendations to the University about opportunities or challenges concerning the BNC’s mission and objectives.

The National Center of BNC is located on the Brandeis University campus, and is structurally connected to the Office of Development.

Any person who supports the purpose of BNC shall be eligible for membership in the BNC.

BNC may create local constituent organizations, with a minimum of seventy-five members, to be known as “chapters.” These Rules of Association and the policies and procedures of BNC and the University shall guide each chapter. Each chapter shall adopt as its name “Brandeis National Committee, (name of community) Chapter.”

BNC may also establish regions composed of multiple chapters in given geographic areas. Upon recommendation, the National President shall decide the area to be covered and the chapters to be included, after consultation with other National Officers.

Section 3: Governance

BNC adheres to the following model of shared governance with the University:

A. National Officers

The National Officers shall consist of the president and up to five Vice Presidents. National Officers shall undertake the responsibilities of their respective positions immediately upon assuming office.

B. National Executive Committee (NEC)

The National Executive Committee (NEC) is the governing body and the sole executive committee/board of the BNC. It NEC members guide, advise, and make recommendations to the University about opportunities or challenges concerning the BNC’s mission and objectives. They serve as counselors, providing vision and feedback. They may affirm specific proposals or indicate consensus about directions and issues. NEC members bring expertise, add prestige, and help attract like-minded individuals to the
organization. Neither the NEC nor its members are authorized to conduct operations; the University has financial, legal, and managerial responsibility for BNC.

The NEC will be composed of Brandeis National Committee (BNC) members and a minimum of three representatives appointed by Brandeis University. A minimum of fifteen (15) and maximum of twenty-five (25) members may serve simultaneously. The NEC will comprise the National Officers in Paragraph A above (a national president, up to 5 vice presidents) and representatives of BNC chapters. The University’s appointed members may include any combination of senior and professional staff and other representatives. The Vice President of Development of the University and the Executive Director of the BNC shall sit on the NEC ex officio. The Vice President of Development of the University shall be considered one of the University appointees, while the Executive Director of the BNC shall be considered a BNC appointee.

To cast a formal vote, a majority of the NEC, including the National President and at least one Vice President must participate in discussion and the vote itself.

University officials not included in the number of members, but whom the Senior Vice President of Development may invite from time to time, may attend meetings of the NEC as guests or observers.

From time to time, the NEC may invite non-NEC members of BNC to participate in the meeting to report on, or to engage in a discussion of, a particular issue or topic. Non-NEC members of BNC who have not been asked to participate may attend meetings, but as observers only. Observers will not be recognized during the proceedings, but a brief time may be set aside at the end of the meeting when observers may ask questions and/or offer comments.

The NEC reserves the right to convene in executive session, without guests, observers, or professional staff.

Volunteer members of the NEC will not be reimbursed for their travel and expenses, except that NEC members may receive reimbursement to conduct training for fundraising, financial compliance, and leadership in the chapters within the approved training budget of the National Center. The National President may receive reimbursement for her/his travels to chapters to provide training, inspiration, and connection within the approved president’s expense budget of the National Center.

C. Nominating Committee and Nominating Process

The Nominating Committee will be comprised of 8 members, including the National President and BNC Executive Director and the Vice President of Development. A majority of Nominating Committee members, including the Chair, will be selected from among the members of the NEC, but the Nominating Committee shall include at least one chapter representative who is not an NEC member.

The Nominating Committee will seek recommendations from the NEC and make nominations to the University for the National Offices of President, Vice President(s), and other representatives. Chapters will be encouraged to submit suggested candidates to the Nominating Committee via e-mail. In preparing its proposed slate, the Committee will seek national diversity and representation on the NEC.

All recommendations for officers and members of the NEC will be subject to the approval of the President of the University.
The Nominating Committee will review members of the Leadership Council Committee described in Section 5 below, and make recommendations for new members.

**D. NEC Terms of Office and Rotation**

Members of the NEC, with the exception of University staff and any student representatives, are elected for a three-year term and may be re-nominated and serve a second three-year term. There will be a two-year mandatory absence from the NEC before eligibility for re-election after two consecutive terms.

Officers and Chairs will serve a full three (3) year term and can be re-nominated for a second three-year term in addition to any years just completed as an NEC member. There will be a two-year mandatory absence from the NEC after serving two consecutive three-year terms before regaining eligibility for the NEC.

**E. NEC Meetings**

The NEC shall meet at least two (2) times annually. At least forty-five (45) days’ notice of NEC meetings shall be sent to each member of the NEC by mail, fax, or e-mail.

Minutes taken at meetings shall be available online.

**F. Resignation from Office**

Any member of the NEC may resign at any time in writing or verbally, subject to written confirmation by the National President or Executive Director.

NEC members who miss two (2) consecutive meetings without offering a reasonable explanation shall be considered to have tendered a resignation.

**G. Vacated Positions**

In the event of a vacancy on the NEC, the Nominating Committee shall be convened to make a recommendation to fill it.

**Section 4: Roles and Responsibilities**

**A. National President**

As leader of the organization and its volunteers, the BNC National President will represent the BNC constituency to the University and the University to the BNC constituency; the Executive Director will consult with the National President on substantive matters of policy. The National President:

- Is an individual with a commitment to Brandeis, with leadership qualities, an understanding of philanthropy, expertise in fundraising, and a willingness to make a leadership donation;
- Focusses on fundraising and inspires members and connects them to the University;
- Serves as Chair of the NEC and presides at all national meetings.
B. National Vice President

- Serves as a member of the NEC;
- Performs in area of responsibility assigned by the National President;
- Leads and plans with team members to achieve established goals;
- Performs other functions, as may be assigned;
- Performs duties of the National President in the order designated by the National President when the National President is absent or unable to serve.

C. National Executive Committee Member

The primary role of the NEC is to identify and deliberate on policy issues concerning the BNC in furtherance of its mission. All members of the NEC, including the National President and Vice Presidents, have specific responsibilities and may function as committee chairs. In addition, NEC members serve as liaisons to the chapters and regions, providing inspiration and enhancing the flow of effective communications.

NEC members:

- Make a minimum annual gift of $1,000 as part of their service. The gift requirement shall not apply to professional staff of the University;
- Explain to others why they support Brandeis;
- Help identify and recruit new members and major donor prospects;
- Solicit individuals on behalf of Brandeis University;
- Attend chapter and region functions as an advocate for the support of the University;
- Perform responsibilities as assigned and agreed to.

Section 5: Standing Committees

Except for the Nominating Committee, which will follow the guidelines stated above, members of standing committees will be selected by the NEC and, to provide diversity and/or particular expertise, may include individuals who are not members of the NEC, provided that every standing committee shall include at least two NEC members. All Chairs of a Standing Committee shall be members of the NEC.

Each standing committee will consist of no fewer than six BNC and University representatives, and will meet by conference call. The National President of the BNC and the Executive Director of the BNC will serve ex officio on every committee and may be represented on committees by their delegates, but their participation, or the participation of their delegates, in all committee business is not required.

Standing Committees:

Fundraising Committee

The Fundraising Committee identifies major donor prospects and collaborates with professional staff to connect them to Brandeis. They serve to open doors to donors and prospective donors for the University’s major gifts officers. Committee members act as role models for fundraising and may solicit contributions for current support and/or capital campaigns. They guide and mentor chapters in fundraising activities, programs, and events.
Budget & Finance Committee
The Budget & Finance Committee provides input into the priorities of the national budget in consultation with the University and in accordance with the University’s budget planning process. The Committee reviews the chapters’ bank balances, monthly financial reports, and P & L statements, and reports to the NEC 4 times a year. The committee will also work with the BNC executive and financial staff to improve BNC data recovery, reporting and record-keeping processes on an as-needed basis.

Learning Opportunities Committee
The Learning Opportunities Committee recommends policies and standards of quality for all BNC educational programming and serves as a sounding board to assess the curricula of such BNC programs and the use of Brandeis materials. It reviews chapter study groups, book discussions, and other programs, and provides feedback on new university programs and offers counsel and advice. Committee members seek out, encourage, and provide information and support to study group leaders in the chapters.

Region Presidents Committee
The Region Presidents Committee evaluates the performance of chapters in formation, continuation, transition, and decline, and oversees adherence to national criteria for becoming and remaining an organized BNC chapter. It analyzes data from the chapters for all major components of the organization, including fundraising, membership recruitment and re-enrollment, financial compliance, and peer-led curriculum to determine if a chapter is fulfilling the BNC’s mission, and makes recommendations to open, to close, and to merge chapters.

Membership Committee
The Membership Committee recommends policies and strategies for recruitment of new BNC members and re-enrollment of current members.

Leadership Development Committee
The Leadership Development Committee develops ways to identify and train both current and emerging BNC leaders to enhance their leadership skills in order to strengthen their connections to Brandeis University and the Brandeis National Committee. It conducts training workshops for regions and chapters and collaborates with the Region Presidents Committee when appropriate.

Goals and Awards Committee
The Goals and Awards committee reviews communications and programming conducted within the BNC chapters on a yearly basis. In recognition of a chapter's hard work, these awards are given in appreciation of reaching their goals and their efforts in supporting Brandeis University.

Leadership Council Committee
The Leadership Council has two primary objectives: to cultivate new leaders and to renew and strengthen connections with existing and past leaders. Leadership Council members will be active BNC members and serve as roving ambassadors for the BNC and Brandeis. Council members will be asked to help identify donors, give and solicit gifts, bring Brandeis and BNC news to the chapters and provide inspiration to connect people to the organization.

A minimum annual gift of $500 will be required for membership on the Leadership Council. Chapters and chapter leaders may submit suggested candidates to the Nominating Committee by email. All
recommendations for the Leadership Council will be subject to the approval of the President of the University.

**Mentoring Committee**

Members of the Mentoring team will provide support to chapter leaders. They will be the conduit to those who have attended chapter leader training sessions and will continue to provide both encouragement and inspiration to enable their success.

**Section 6: National Center**

The National Center is the organization’s headquarters. The National Center’s staff provides information and support to the chapters and their members.

**A. Employees in the National Center**

All BNC staff are employees of the University, and the University is responsible for their hiring, review, dismissal, and job descriptions.

**B. BNC Executive Director**

The executive director shall be selected by the University and the BNC. The executive director shall report to the University Institutional Advancement (IA) Office and shall consult with the National President, especially on substantive matters of policy.

The Human Resources Department develops the Executive Director’s job description with feedback from the IA’s office and the BNC National President.

The Executive Director develops job descriptions for her/his staff within the parameters of the University’s Human Resources Department.

**Section 7 – Chapters**

BNC and its chapters are a part of Brandeis University and must adhere to University policies.

- No chapter or region is permitted to hire full-time or part-time employees or consultants of any nature or status without explicit prior written authorization of the National Center and the University. All payments of any nature to any such employees or consultants within chapters or regions must be made directly by the University.

- Chapters and their members may not enter into a lease agreement or contract. All legal or financial documents requiring a signature must be forwarded to the National Center for approval.

- Political Endorsements
  - Chapters should refrain from inviting a candidate for public office to speak during an election year.
  - Members must not use the name, seal, or logos of the University in a way that implies official University endorsement of a political candidate or political position.
Chapters may not use their own websites to post campaign literature or to endorse a political candidate.

- Chapter members may not send political messages by using either BNC or Brandeis University e-mail.

**Section 8: Finances**

The Executive Director is responsible for planning and submitting balanced BNC budgets within the University budget cycle.

BNC’s financial data shall be included in the University’s annual audit and financial statements, and shall be prepared and reviewed to be consistent with the University’s policies and procedures and generally accepted accounting principles.

Each chapter shall follow such accounting practices and employ such forms and vouchers as BNC and the University shall specify or supply, in accordance with University financial and other policies and procedures, generally accepted accounting principles, and applicable state and federal law.

The fiscal year of BNC and its chapters shall be from July 1 to June 30 of the following year, consistent with that of the University.

**Section 9: Amendments**

These Rules of Association are intended to conform with all applicable state and federal law and University policy.

Amendments may be made when required by BNC and/or University policy or are advisable in view of applicable state and federal laws (“Conforming Amendments”). Conforming amendments shall be reviewed in advance by the BNC National President and the Executive Director, and shall be implemented upon the approval of the President of the University.

A task force of BNC members, consisting of volunteer leaders and professional staff, and an appointee from the University Provost’s office shall review and update BNC Rules of Association and policies in accordance with University policies and procedures.

**Section 10: Effective Date**

These Rules of Association shall be effective as of October 2017, and they replace, in their entirety, the Rules of Association dated March, 2016.