

GOVERNANCE MANUAL
OF
THE ASSOCIATION FOR CLINICAL PASTORAL EDUCATION, INC.

OPENING STATEMENT

The Governance Manual clarifies certain sections in the By-laws and specifies the functions, elections and terms of office of commissions, committees, and advisory councils in ACPE. Periodically, this Manual should be updated by the Board of Directors. The Manual is subordinate to the By-laws of ACPE.

ARTICLE 1. DEFINITIONS AND ABBREVIATIONS

No commentary necessary.

ARTICLE 2. IDENTIFICATION AND PURPOSE

Section 2.02, Purpose.

This statement reflects one of the central purposes of the Association without being restrictive. The purpose and mission of the Association requires discussion by the Association and in particular by the Board of Directors. Attention to the purpose of the Association and discussion of it should clarify the values which empower the Association and determine its missions. This discussion should be ongoing.

ARTICLE 3. MEMBERS

Section 3.01, Members.

Types and classes of ACPE membership shall be reviewed regularly by the Board. Membership categories include the following:

- ACPE Certified Educator (Active and Retired)
- ACPE Accredited Center
- Spiritual Care Professional (Active and Retired)
- Denomination/Faith Group/Agency Member
- Seminary Member
- International Affiliate Member

Section 3.02, Membership Maintenance.

These requirements shall be strictly enforced.

ARTICLE 4. MEETINGS OF MEMBERS

Section 4.03, Place of Meeting.

The Annual Member meeting will be held at the time and place of the Annual Conference.

Section 4.04, Quorum.

This section specifies that five percent (5%) of the members with voting rights [Section 3.03], will constitute a quorum; i.e., If there are 2,000 voting members, then 100 members must be present at a Members Meeting. The need to have members present at the meeting should be publicized by the Board.

ARTICLE 5. BOARD OF DIRECTORS

Section 5.01, Number and Qualifications.

From time to time, the Board may appoint a person or persons to represent the Association in other organizations or associations where it is deemed beneficial for ACPE. The current appointments [2017] include: Journal of Pastoral Care Publications Board of Managers (nominated by the Leadership Development Committee [LDC]); Joint Commission on Accreditation of Pastoral Services (nominated by LDC); and, Commission on Ministry in Specialized Settings [COMISS] Network (Chair, Chair-elect/Past-Chair, and Executive Director).

In addition, the Board may appoint a person or persons to further the mission of ACPE in ways which are not assigned to other entities within the Association. The current appointments [2017] include: History Coordinator and International Liaison.

Annually the Board of Directors will participate in training on Accreditation standards, policies and procedures.

Section 5.05, Meetings.

The Board shall meet at least two times a year at a time and place determined by the Board. The Annual Meeting of the Board will be held in conjunction with the Annual Conference. A regular meeting of the Board will be held in the Fall [Per Board action Spring 2000, Motion #7: Effective 2003; timing revised per board, effective Spring 2009].

The proposed Board agenda, along with all available reports, should be received by Board members no less than two weeks in advance of each board meeting [Spring 1995, Motion 14].

ARTICLE 6. COMMISSIONS AND COMMITTEES

Section 6.01, Standing Commissions and Committees.

The By-laws establish three standing commissions: Accreditation, Certification, and Professional Ethics. The By-laws establish two standing committees: Leadership Development Committee and Finance and Audit.

STANDING COMMISSIONS: ACCREDITATION

Section 6.02, Duties.

The Accreditation Commission shall implement the procedures on accreditation of CPE centers, clusters, systems, and CPE programs as required and defined by ACPE Standards and make all accreditation decisions for the Association as defined by the ACPE Standards.

In addition, the Commission shall:

1. Submit the minutes of their meeting to the next succeeding meeting of the Board for review, as well as to the national Association office for the record.
2. Work with the Board of Directors to propose changes to the Board in ACPE Standards when such changes seem necessary in light of their work on behalf of the Association.
3. Prepare and update a policies and procedures manual for approval by the Board.
4. Annually participate in training on Accreditation standards, policies and procedures.

Section 6.03, Election of Members.

1. The Accreditation Commission shall be comprised of 15 members: Chair, Chair-elect, eleven (11) educators, one (1) practitioner, and one (1) public member.
2. The Leadership Development Committee (LDC) nominates officers and members for the Accreditation Commission; Commission officers and members are elected by the ACPE membership annually. The Commission will include educators, a practitioner and a public member.
3. Commission members may serve three-year terms and may succeed themselves one time after serving a full term. In the event someone completes a term of office for another member, they are still eligible to complete two full terms of office [Spring 2001, Motion 42]. Members are assigned to classes by the LDC.
4. Commission chairs may serve a 2-year term and may not succeed themselves. Commission chair-elects/vice-chair will serve a two-year term, has full voting rights, and may act on behalf of the chair when the chair is absent or unable to fulfill her/his role.

STANDING COMMISSIONS: CERTIFICATION

Section 6.02, Duties.

The Certification Commission shall implement the procedures on certification of Clinical Pastoral Education Educators as required and defined by ACPE Standards and make all certification decisions on behalf of the Association as defined by ACPE Standards. In addition, the Commission shall:

1. Submit the minutes of their meeting to the next succeeding meeting of the Board for review, as well as to the national Association office for the record.
2. Work with the Board of Directors to propose changes to the Board in ACPE Standards when such changes seem necessary in light of their work on behalf of the Association.
3. Prepare and update a policies and procedures manual for approval by the Board.
4. Annually participate in training on Accreditation standards, policies and procedures.

Section 6.03, Election of Members.

1. The Certification Commission shall be comprised of 15 members: Chair, Chair-elect, eleven (11) educators, one (1) practitioner, and one (1) public member.
2. The Leadership Development Committee (LDC) nominates officers and members for the Certification Commission; Commission officers and members are elected by the ACPE membership annually. The Commission will include educators, a practitioner and a public member.
3. Commission members may serve three-year terms and may succeed themselves one time after serving a full term. In the event someone completes a term of office for another member, they are still eligible to complete two full terms of office [Spring 2001, Motion 42]. Members are assigned to classes by the LDC.
4. Commission chairs may serve a 2-year term and may not succeed themselves. Commission chair-elects/vice-chair will serve a two-year term, has full voting rights, and may act on behalf of the chair when the chair is absent or unable to fulfill her/his role.

STANDING COMMISSIONS: PROFESSIONAL ETHICS

Section 6.02, Duties.

The Professional Ethics Commission shall review complaints brought against an ACPE member, educator, center/program, or structures and take action on violations of ACPE Standards regarding ethics and professional practice. In addition, the Commission shall:

1. Submit the minutes of their meeting to the next succeeding meeting of the Board for review, as well as to the national Association office for the record.
2. Work with the Board of Directors to propose changes in ACPE Standards to the Board when such changes seem necessary in light of their work on behalf of the Association.
3. Prepare and update a policies and procedures manual for approval by the Board.

Section 6.03, Election of Members.

1. The Professional Ethics Commission is comprised of eleven (11) members: Chair, Chair-elect, and nine (9) ACPE certified educators.
2. The Leadership Development Committee (LDC) nominates officers and members for the Professional Ethics Commission; Commission officers and members are elected by the ACPE membership annually. The Commission will include educators, a practitioner and a public member.
3. Commission members may serve five-year terms and may not succeed themselves. In the event someone completes a term of office for another member, they are still eligible to complete one full term of office [Spring 2001, Motion 42]. Members are assigned to classes by the LDC.
4. Commission chairs may serve a 2-year term and may not succeed themselves. Commission chair-elects/vice-chair will serve two-year terms, has full voting rights, and may act on behalf of the chair when the chair is absent or unable to fulfill her/his role.

STANDING COMMITTEES: LEADERSHIP DEVELOPMENT COMMITTEE (LDC)

Section 6.02, Duties.

1. Review the composition of all boards, commissions, committees, councils, task forces and other entities of the Association to assess the balance of the entities regarding inclusion of all constituency groups within the Association.
2. Report its findings regarding inclusiveness to the Board, the governing bodies of the various regions, and the membership of the Association.
3. When possible, suggest a plan of action to ensure a move towards inclusiveness.
4. Solicit and review nominations for creating a slate of candidates for contested election for association officers, commissioners and committee members.
5. Collaborate with all leadership bodies to provide appropriate leadership development opportunities for members, especially related but not limited to association service.
6. Submit the minutes of their meetings to the next succeeding meeting of the Board for approval, as well as to the national Association office for the record.

Section 6.03, Election of Members.

1. The Leadership Development Committee is comprised of seven (7) members: Chair (who is ordinarily the immediate past-chair of the Board of Directors), three (3) members elected by Association members and three (3) members appointed by the ACPE Board of Directors.
2. The Chair may serve a two-year term and may not succeed him/herself.

STANDING COMMITTEES: FINANCE AND AUDIT [est. Fall 2006, Motion #19]

Section 6.02, Duties.

1. Review, with the Executive Director, the annual budget.
2. Formulate and monitor the financial policies of the Association.
3. In consultation with the Accreditation and Certification Commissions, recommend fees to the Board.
4. Ensure the annual certified audit.
5. Review ACPE financial statements for the operating budget, annual conference budget and networks' accounts.
6. Submit the minutes of their meetings to the next succeeding meeting of the Board for approval, as well as to the national Association office for the record.

Section 6.03, Appointment of Members.

1. The Leadership Development Committee nominates committee members to the Board, who appoints these persons. Consideration is given to ensure appropriate diversity [Spring 2001, Motion 39 w/Amendment] and expertise in finance, accounting and/or business management.
2. The Finance Committee is composed of the Association Treasurer who serves as the Chair, the Chair of ACPE Board of Directors, the Executive Director and four (4) at-large members elected by the ACPE membership. Members may serve three-year terms and may succeed themselves one time after serving a full term. Members are assigned to classes by the LDC.

BOARD APPOINTED COMMITTEES:

The Board may appoint committees to attend to specific work of the Association. All members of these committees are appointed by the Board. Each committee is comprised of a Chair, Chair-elect, and nine members (three (3) classes of three (3) members each) unless otherwise indicated. As a part of the reorganization of 2016, the following committees were created:

BOARD APPOINTED COMMITTEES: ADVOCACY COMMITTEE

Section 6.02, Duties.

1. Engage appropriate parties and inform members regarding national and local legislation affecting ACPE centers including Medicare Pass-through, FLSA, corporate mergers, etc.
2. Equip members for professional presentation to hospital administration, legislators, and other public figures.
3. Develop marketing and education, including continuity with ACPE branding.
4. Continuing to advocate for ACPE with strategic partners and collaborate on shared issues.

Section 6.03, Appointment of Members.

All committee members are appointed by the Board. The committee is comprised of a Chair, Chair-elect, and nine members (three (3) classes of three (3) members each).

BOARD APPOINTED COMMITTEES: CURRICULUM/EDUCATIONAL RESOURCES COMMITTEE

Section 6.02, Duties.

1. Gather, evaluate, and publicize educational tools and resources for Level I/II curricula.
2. Increase support for creativity and consistency in Level I/II educational programs.
3. Provide models for assessment of Level I/II student learning to support educators across the association.
4. Develop a CEU system for ACPE that increases accountability and collaborates with our cognate groups.

Section 6.03, Appointment of Members.

All committee members are appointed by the Board. The committee is comprised of a Chair, Chair-elect, and nine members (three (3) classes of three (3) members each).

BOARD APPOINTED COMMITTEES: PROFESSIONAL WELL-BEING COMMITTEE

Section 6.02, Duties.

1. Develop new programs to engage members and alumni in the work of spiritual health and personal growth, collaborating with staff and volunteers. Includes both the care of educators and those educated by supporting existing programs and creating new ones.
2. Provide oversight and develop best practices for professional consultation, support, collegiality, spiritual care and wellness of members and alumni.
3. Ensure core values of diversity and inclusion in practices throughout the association.
4. Develop criteria for support, nurturing, and funding communities of practice, including current networks, in collaboration with and supported by Directors of Community, Practice & Member Development.

Section 6.03, Appointment of Members.

All committee members are appointed by the Board. The committee is comprised of a Chair, Chair-elect, and nine members (three (3) classes of three (3) members each).

BOARD APPOINTED COMMITTEES: RESEARCH COMMITTEE

Section 6.02, Duties.

1. Identify and establish research priorities for ACPE sponsorship and engagement with a horizon of at least three years.
2. Facilitate and collaborate with research focused on the education of ACPE Certified Educators, providers of spiritual care, and spiritual health educators.
3. Identify and collaborate with formal and informal leaders in research areas of direct interest to ACPE including but not limited to the Joint Research Council and the Transforming Chaplaincy initiatives.
4. Work with ACPE Foundation grant processes and ACPE budget processes to fund research that advances the mission of ACPE; establish and maintain processes to evaluate, approve, and monitor progress of ACPE Foundation- and ACPE- funded research.

Section 6.03, Appointment of Members.

All committee members are appointed by the Board. The committee is comprised of a Chair, Chair-elect, and nine members (three (3) classes of three (3) members each).

BOARD APPOINTED COMMITTEES: INTERNATIONAL RELATIONS COMMITTEE [Added 11/2017]

Section 6.02, Duties.

1. Manage/review reciprocity agreements.
2. Assess and evaluate new initiatives.
3. Interface with the ICPC, the IASC, and other international association partners.
4. Revive and ensure existence of international connections.
5. Facilitate and encourage international relations.
6. Coordinate with the Accreditation Commission international opportunities for advancing ACPE models globally.

Section 6.03, Appointment of Members.

All committee members are appointed by the Board. The committee is comprised of a Chair, Chair-elect, and six (6) members (three (3) classes of two (2) members each).

ARTICLE 7. OFFICERS AND EXECUTIVE DIRECTOR

No commentary necessary.

ARTICLE 8. NOTICES

This section is included to ensure that various ways of notice of a meeting can be given and to ensure that, if a person attends the meeting, such attendance waives any complaints pertaining to not being notified.

ARTICLE 9. BOOKS AND RECORDS

No commentary necessary.

ARTICLE 10. CORPORATE SEAL

No commentary necessary.

ARTICLE 11. FISCAL YEAR

No commentary necessary.

ARTICLE 12. INDEMNIFICATION

This article states that the Association may repay or advance payments if the officers, directors, and commission members are threatened or involved in legal proceedings that have occurred in the course of their work for the Association. The key word is may. The Association has the choice whether to pay or not. The Association will not pay if the person or persons involved did not act in good faith. The rationale for this By-law is that it permits the Association the opportunity to repay or advance payments upon action by the Board.

Section 13.03, Mandatory Indemnification.

This section is the only exception to what has been described above. This section states that if a person because of his/her duties with the Association is involved in legal proceedings, and is successful, the Association will pay reasonable expenses incurred by the person.

ARTICLE 13. CONFLICT

No commentary necessary.

ARTICLE 14. INTERPRETATION

No commentary necessary.

ARTICLE 15. AMENDMENTS

No commentary necessary.

APPENDIX

The Appendix should contain the policies and procedures of the Board and all Commissions, Committees, Advisory Councils and Task Forces of the Association for Clinical Pastoral Education, Inc.