

SAH Board Participation Policy

Adopted by SAH Board April 1999

Last updated May 2022

A member of the Board of Directors of the Society of Architectural Historians is selected based on expertise, experience, and in most cases, involvement in the organization. The board member is expected to serve on committees, to take an active role in the formulation of direction, policy and practices, and to work on other aspects of SAH's affairs such as membership recruitment. Board members should be fully willing to contribute their talents and access to their professional network, specific and general, in order to maintain and improve the operations of SAH.

The Board represents the membership as a whole in matters pertaining to the governance, finances and the direction of SAH. Board members should seek the views, needs, and suggestions of the membership.

All not-for-profit board members have three primary legal duties known as the "duty of care," "duty of loyalty," and "duty of obedience."

1. The Duty of Care: Board members must take care of the organization by ensuring prudent use of all assets, including facilities, people and good will, Since the Board is legally responsible for the fiscal health of of the organization, Board members must be conversant with its financial obligations and challenges and must ensure the organization remains fiscally sound.
2. The Duty of Loyalty: The Board must ensure that the organization's activities and transactions are advancing its stated mission; keep Board meeting discussions confidential; recognize and disclose conflicts of interest; make decisions that are in the best interest of the not-for-profit corporation and NOT in the best interest of any individual or for-profit entity.
3. The Duty of Obedience: Each Board member must ensure that the organization obeys applicable laws and regulations; follows its own bylaws; and adheres to stated corporate purposes/mission. In carrying out these responsibilities, the minimal requirements for board membership include:

- a. Membership in SAH (if not prior to board service, then during the term of board service);
- b. Serving as an ambassador for SAH, explaining its purpose, activities, and initiatives to students, colleagues and others;
- c. Actively recruiting new members and helping staff strategize about recruitment;
- d. Attending and actively participating in board meetings;
- e. Serving on a committee or in other ways assisting the operations of SAH;
- f. Contributing or raising funds annually (beyond membership dues, annual meetings and tours) to ensure consistent 100% board participation in fundraising initiatives.
- g. Actively contributing to the intellectual life and sustainability of SAH by planning and implementing SAH's strategic plan; working to ensure SAH's financial wellbeing; actively participating in SAH's annual conference, programs and Affiliate Groups; contributing to SAH's print and online academic resources; and building institutional relationships with Partner Organizations and other like-minded organizations.