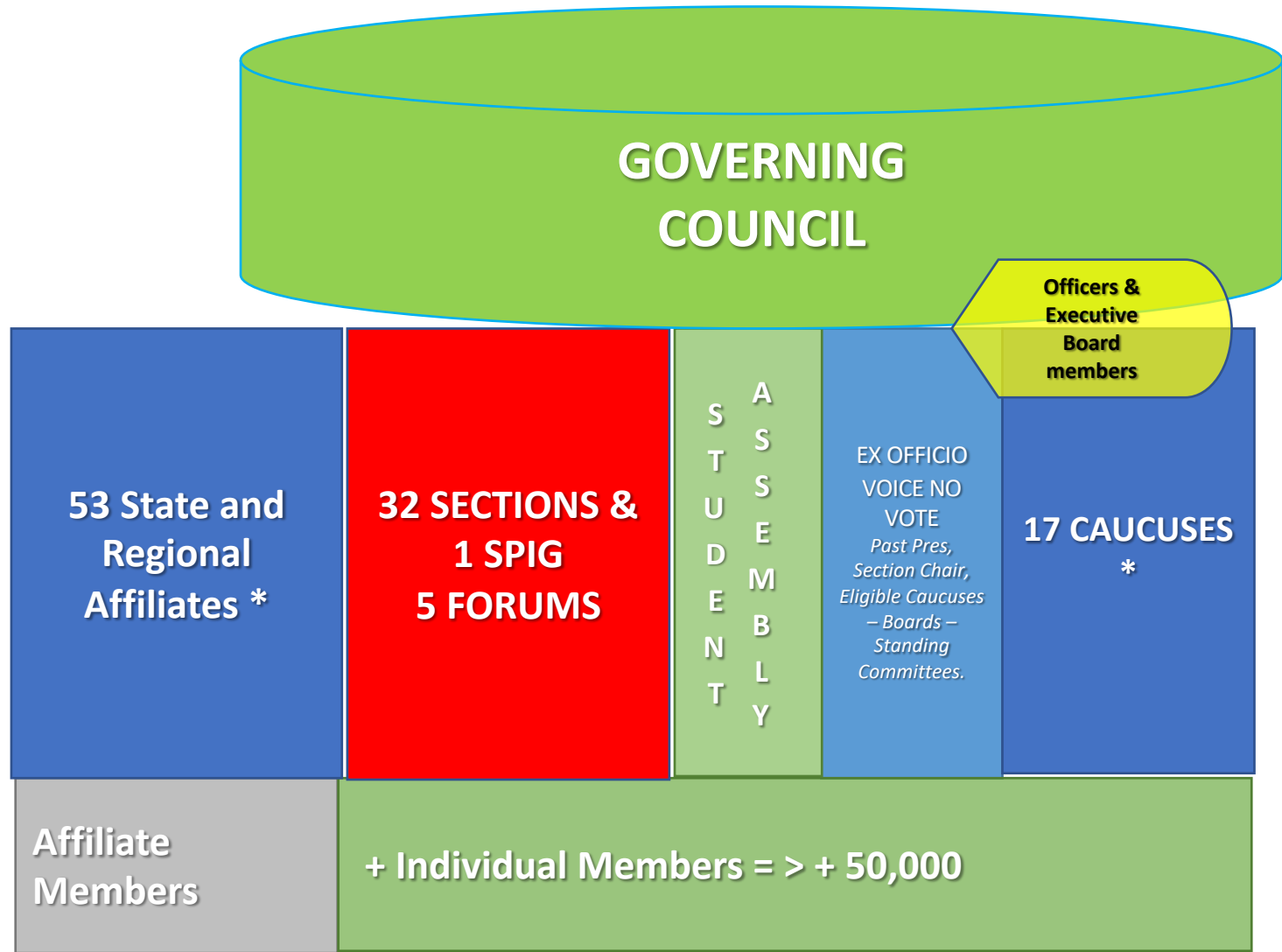
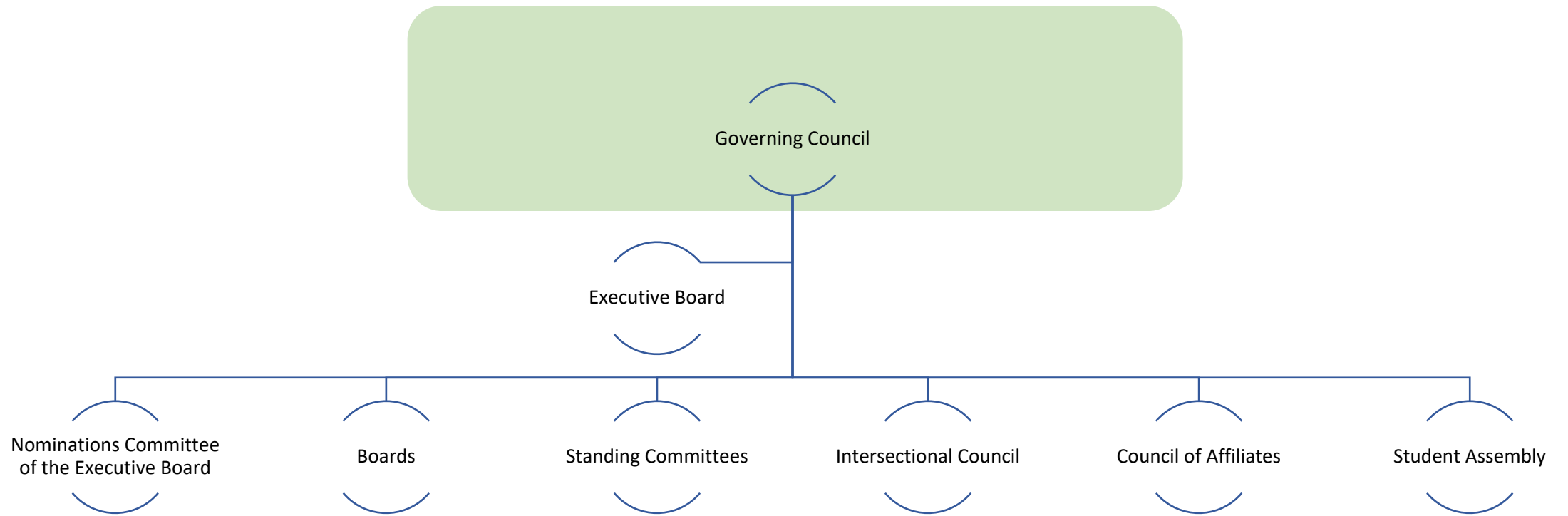
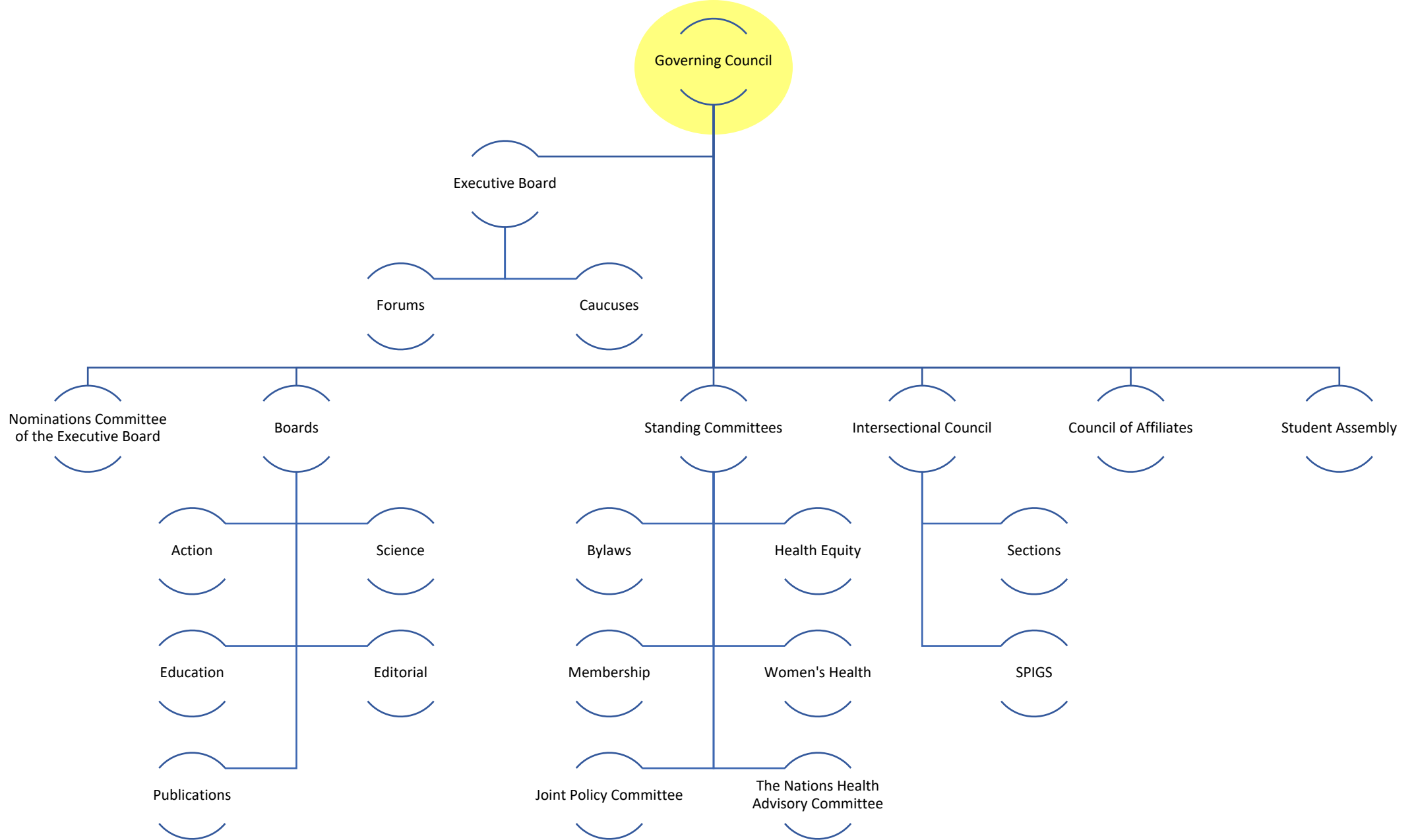
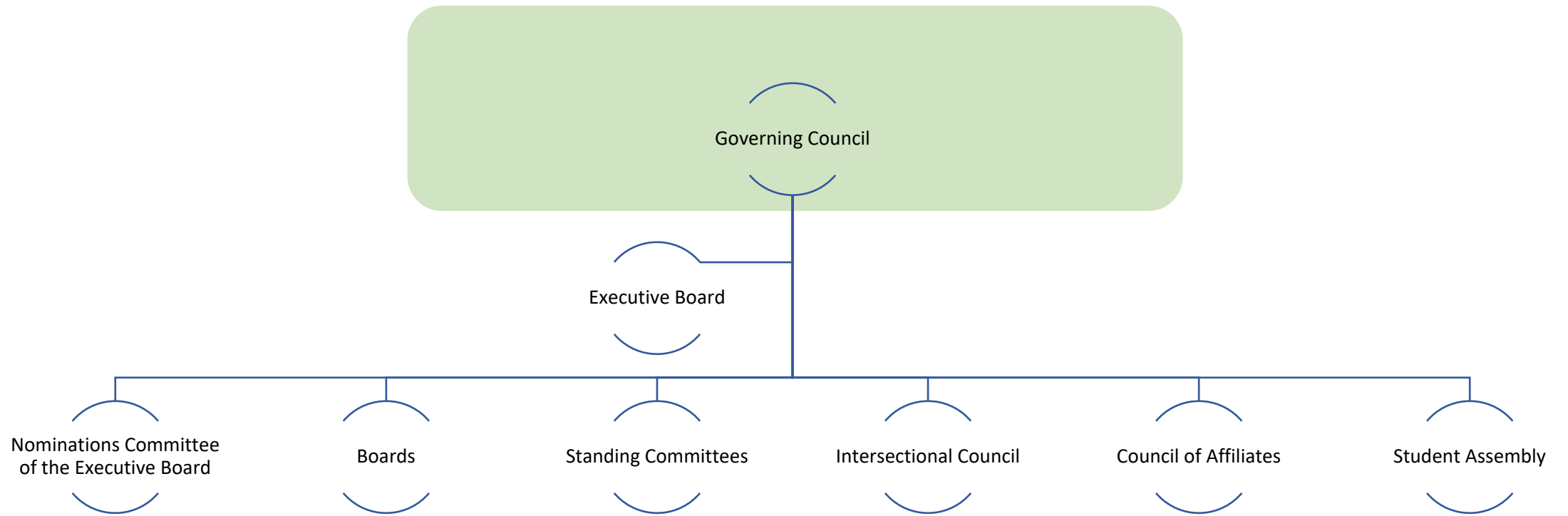


Role of the Governing Council









APHA Executive Board & Governing Council

The **Governing Council of the APHA** is a **REPRESENTATIVE BODY** that **draws members from all parts of the Association**. Three of its most important functions include **approving policy proposals** that will guide Association advocacy, **electing national officers**, including the President, Treasurer, Speaker of the Governing Council, and Executive Board members, and **approving changes to the bylaws**. In addition, the Governing Council must approve dues increases and the creation of new sections, boards, or standing committees of the Association. This body is also responsible for recognizing new Affiliate Associations and electing the nominating committee and honorary members.

In contrast, the **Executive Board of APHA** has the **fiduciary** and **legal responsibilities** of a non-profit governing Board and other functions defined in the bylaws.

Executive Board



Primary fiduciary and legal responsibility for the Association as defined by Massachusetts and District of Columbia Law.



Elected by the Governing Council from the recommendations of the Nominations Committee.

APHA Executive Board

In addition to its fiduciary and legal responsibilities as defined by Massachusetts (where the Association is chartered) and District of Columbia (where the Association headquarters are located) law, the Executive Board responsibilities stem from both Association Bylaws and corporate law.

Executive Board (Oversight)	Individual Board Member (Oversight)	Executive Director/Staff (Management)
Responsible for: <ul style="list-style-type: none"> ● Defining the mission ● Choosing and evaluating the Executive Director ● Ensuring finances ● Overseeing management ● Ensuring compliance with law 	Responsible for: <p><u>Duty of Care:</u></p> <ul style="list-style-type: none"> ● Attending meetings ● Being informed ● Voting <p><u>Duty of Loyalty</u></p> <ul style="list-style-type: none"> ● Handling conflicts of interest properly ● Confidentiality <p><u>Duty of Obedience</u></p> <ul style="list-style-type: none"> ● Ensure wise use of resources to accomplish the mission 	Responsible for: <ul style="list-style-type: none"> ● Implementing the Executive Board’s vision of the mission ● Managing staff ● Utilizing APHA resources to implement the mission and the strategic plan

Source: APHA Executive Board Handbook, Last Revised September 2023

Governing Council Role

INSERT LANGUAGE FROM LEADERSHIP PATHWAYS

DISCUSSION