

Standards of Excellence® Certification Program for Voluntary Health Agencies Implementation Guide

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National Health Council
Standards of Excellence®
Certification Program

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Standards of Excellence for Voluntary Health Agencies

The National Health Council (NHC) has adopted a set of good operating practices to ensure that its voluntary health agency (VHA) members maintain the highest standards of organizational effectiveness and public stewardship. The standards cover the areas of governance, human resources, programs, fundraising, finance, accounting and reporting, and evaluation. These standards are completely aligned with, but more extensive than, the Standards for Charitable Accountability adopted by the Better Business Bureau's Wise Giving Alliance (WGA).

Voluntary health agency members must meet all of the standards to be in compliance. Compliance is determined through evaluation of responses to a survey conducted every three years and analysis of accompanying supporting documents, such as bylaws, audited financial statements, and annual reports. The CEO and a senior board officer are required to certify that the information contained in the survey and supporting documents is accurate.

VHA members found not to be in compliance with a given standard or standards are given a period of time (usually one year), as determined by the board of directors, to come into compliance. Similarly, a period of one year or more is allowed for members to come into compliance with newly adopted or revised standards. In these cases, VHAs are considered to be members in good standing as they work toward compliance with the standards. Those who cannot or will not achieve compliance are removed from membership in the National Health Council.

This implementation guide provides guidance on the criteria and procedures used to evaluate compliance with each of the standards. It also provides information on acceptable ways of satisfying the requirements of each standard. In addition, the guide provides a rationale for each standard that explains why it is important in ensuring the efficiency and integrity of member VHAs. Best practices of the most forward thinking and successful VHAs are included where appropriate in an effort to encourage all voluntary health agencies to reach for the highest levels of performance and stewardship of the public trust.

The guide is meant to be a living document, subject to continuous review and updating to reflect the best practices of voluntary health agencies. Moreover, the process of evaluating compliance with some of the standards is by definition somewhat subjective. The National Health Council will consider the specific circumstances of each organization in determining compliance with the Standards of Excellence.

Basic Organization

Standard 1: The organization's governance documents state that: a) its primary purpose is health-related and national in scope; b) there is a procedure for governing the organization; c) the organization conforms with applicable state and federal law regarding the filing of governance documents; d) the organization has been in operation for no less than three years; and e) relationships with any affiliated organizations using the same name and logo are codified in a written agreement.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets the criteria listed in the standard.

Rationale: In furtherance of its mission, the National Health Council accepts only those organizations whose primary purpose is health-related. Since the NHC pursues a national public policy agenda, membership is open only to organizations that are national in scope, which is defined as those whose programs and/or services are available throughout the United States. It should be noted, however, that many of the NHC's member VHAs have state and/or local affiliates that benefit from the work of the Council.

The requirements for basic governance procedures and conformity with applicable laws and regulations are designed to ensure that member organizations are stable and well run. The desired stability is also manifested by the requirement that organizations be in operation for no less than three years.

Finally, the requirement that relationships with affiliates be codified is designed to ensure that the organization is pursuing a common mission and goals at all levels. Affiliated organizations are defined as local, state or regional bodies using the same name and logo as the parent organization and engaged in both fundraising and program activities. Associated groups engaged in a single activity, such as support groups, are not considered to be affiliates for purposes of this standard. The written affiliation agreement should include the following:

- the responsibilities and/or obligations of the national organization to the affiliates and of the affiliates to the national organization, including any revenue sharing arrangements
- use and protection of the organization's logo, service marks and copyrighted material
- a procedure for dissolution and/or disaffiliation of an affiliate.

Best Practices: Formalized lines of communication should exist between the national organization and affiliates. These can take the form of regularly scheduled meetings or regular written communications. Ideally, the planning and budget processes of the national organization and affiliates should be aligned so that all levels of the organization are pursuing a common set of goals and objectives. In addition, public communications should be coordinated, so that the public is aware of the location and programs of national, regional and local offices.

Governance

Standard 2: The organization's governing arrangements include a volunteer board of directors with an established committee structure. The duties and responsibilities of the board, officers and committees are in written form and communicated to the respective parties.

Meeting the Standard: The organization's bylaws must establish that the organization is governed by a board of duly elected individuals who are not compensated (see also Standard 6 below). A copy of the bylaws must be provided. In addition, the organization must provide written statements of the duties and responsibilities of the principal officers (e.g., chair, vice chair, secretary, treasurer) and board members. (This standard can be met if such descriptions appear in the bylaws.) Written committee charges must also be provided to document that a committee structure exists. Committees can be made up of board members, other volunteers, or a combination of the two.

Rationale: A volunteer governing board is a fundamental legal component that defines a corporation as a charitable organization. Voluntary health agencies are charities designated as 501(c)(3) organizations by the IRS. The WGA also speaks to these requirements stating, "the governing board has the ultimate oversight authority for any charitable organization" and noting that its standards "seek to ensure that the volunteer board is active, independent and free of self-dealing."

An established committee structure allows the governing board to focus on the strategic direction of the organization and broad policy initiatives, while delegating the detailed planning of specific programs and activities. The committee structure also provides a vehicle for recruiting and involving new volunteers and training them for leadership positions.

Best Practices: Ideally, there should be a fully integrated system of "job descriptions" for officers, board members, key volunteers (e.g., national walk chair), and staff. Clearly defined roles and responsibilities can help to minimize conflicts of authority, duplication of effort, time-consuming turf battles, and embarrassing miscommunications and, in general, contribute to the efficiency and productivity of the organization.

Committee charges should make clear that the board exercises oversight of committees and their activities and that the committees are required to report periodically to the board on the progress in meeting their respective charges.

Standard 3: The board has a minimum of eight members.

Meeting the Standard: The organization's bylaws must specify the composition of the governing board and document that there are at least eight voting members of the board. A copy of the bylaws must be provided.

Note that this standard exceeds WGA Standard 2, which specifies a minimum of five voting members of the governing board.

Rationale: The governing body of an effective voluntary health agency must consist of enough members to ensure diversity of opinion and to minimize the likelihood that the board or individual members will act out of self-interest rather than the best interests of the charity.

Standard 4: The organization's bylaws specify term limits for board members.

Meeting the Standard: The organization's bylaws must specify terms limits for members of the governing board. The length of the term should be specified, as well as the number of consecutive terms a board member may serve. It is permissible for board members who have served the maximum number of consecutive terms to be reelected or reappointed to the board after a specified absence of at least one year. It is also acceptable for such board members to be appointed to the board as nonvoting members (e.g., honorary or emeritus positions) during the one-year hiatus. It is desirable for board members to serve staggered terms, so that a group of new members is installed on the board of directors each year. A copy of the bylaws must be provided.

Rationale: The public trust is best served when control of an organization is not confined to the same group of people year after year. Potential donors (and charity watchdog groups) can be assured that the organization's mission and goals are not being subjected to the personal interests of one or more individuals. In addition, virtually all organizations can benefit from the fresh perspectives, new ideas and enthusiasm of committed new people brought onto the governing board periodically. Also, there is nothing in the standard that prevents a valued member of the board from serving in an honorary or advisory capacity or serving non-consecutive terms on the governing board itself.

Best Practices: It is recommended that the maximum length of consecutive board service be no longer than nine years (e.g., three terms of three years each).

Standard 5: The organization's bylaws provide for election of board members and officers and a method of filling interim vacancies.

Meeting the Standard: The bylaws must spell out a process for electing board members and officers and filling interim vacancies. Board members may be chosen in any number of ways, e.g., directly by the membership as defined in the bylaws; by a formally elected or appointed nominating committee, subject to ratification by the membership; or by the board of directors itself. A copy of the bylaws must be provided.

Rationale: This standard assures the public that the organization is being governed in a fair and democratic manner. It also guards against the possibility of cronyism or self-dealing in a charitable organization's governing board.

Standard 6: Board members serve without compensation, except in those instances where the chief staff executive is a member of the governing body.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. Board members may not receive cash, in-kind payments, and/or honoraria from the organization. Board members may receive reimbursement for expenses associated with attendance at board meetings and other functions or events in their role as a board member. Paid staff members of affiliate organizations may not serve as voting members on the board of directors. The chief staff officer of the national organization is not subject to this standard.

Note that this standard exceeds WGA Standard 4, which states that an organization cannot have "more than one or 10 percent (whichever is greater) directly or indirectly compensated person(s) serving as voting members(s) of the board. Compensated members shall not serve as the board's chair or treasurer."

Rationale: This standard assures the public that members of the governing body are not directly benefiting from their service to the organization. It also reassures donors that funds raised by the organization are not being diverted from fulfillment of the mission.

Best Practices: It is recommended that the organization develop a written travel policy that establishes clear criteria for both the types of functions that will be covered and the types of expenses (e.g., airfare, hotel, meals) that will and will not be reimbursed.

Standard 7: The organization has a conflict of interest policy applied to board members and staff, which is reviewed periodically (every three years) by legal counsel to ensure compliance with applicable state and federal law.

Meeting the Standard: The organization must have a written, board-approved policy that spells out procedures for disclosing and evaluating information about potential conflicts of interest among members of the governing board and staff. A copy of the policy document must be provided.

Typically, an organization will have a form for board and senior staff to complete that discloses relationships with other organizations that might be relevant to the work of the voluntary health agency. Board members complete the form at the time they are elected/appointed and/or begin a new term. The relationships disclosed on the form typically include employment, membership on the governing board or any fiduciary relationship with another organization, stock ownership, consultative or advisory arrangements for which monetary compensation is received, and grants or research support.

Typically, senior staff members complete the form annually. However, it is also acceptable to have staff sign a simple disclosure statement in the personnel manual.

The policy should specify procedures for members with a relevant interest in a matter before the governing board to recuse themselves from discussion or voting on the matter.

The policy must indicate that the organization is in compliance with IRC 4958 (Intermediate Sanctions), which authorizes the federal government to impose sanctions on influential persons in voluntary health agencies who receive excessive economic benefits from the agency.

Organizations will not meet the criteria for related party transactions if:

- The organization conducted substantial transaction(s) with board member or staff-related firms and took no steps to ensure arm's length transactions. Examples of such steps include seeking at least two other competitive bids and having the interested board member(s) abstain from the decision to hire the interested individual or firm with which he/she is affiliated.
- The transaction is of such a large amount and/or is in effect over such a long period of time that it is unlikely that the transaction could qualify as arm's length.
- The organization conducted a number of small transactions in the past year that, when combined, constitute significant related-party activity.

This standard is consistent with WGA Standard 5.

Rationale: Guarding against real or perceived conflicts of interest is an obvious and important requirement for maintaining the public's trust. Donors, potential donors, and other constituents need to know that the organization's board or staff members are not personally benefiting from their decisions regarding the organization's policies, activities or business relationships.

Best Practices: Voluntary health agencies that are engaged in funding research and conducting medical or scientific programs may wish to apply their conflict/duality of interest policy to speakers/presenters in continuing medical education events, including presenters of original scientific research; authors, editors and editorial board members; and members of committees or task forces whose work focuses on continuing medical education or scientific/medical issues that are of interest to the biomedical industry.

Standard 8: The organization has a policy which encourages diversity within its board. This includes consideration of age, gender, culture, race or ethnic origin, geographic distribution and other factors relevant to the organization's mission.

Meeting the Standard: This standard requires a written, board-approved policy document that specifically addresses diversity within the governing board. It cannot be satisfied by an equal opportunity employment policy or other document relating to staff. A copy of the policy document must be provided.

Rationale: An inclusive society, one that embraces and celebrates diversity while treating each individual fairly and equally, is a well-established principle of American democracy. Practically speaking, it behooves organizations such as voluntary health agencies that are dependent on the public trust to reflect the diversity of that public. Moreover, voluntary health agencies often serve constituencies that reflect a broad spectrum of ages, genders, and cultures united by a particular disease or condition.

Best Practices: Some organizations have developed comprehensive cultural diversity documents that address diversity within the entire organization (board, staff, volunteers, constituents, etc.)

Standard 9: Organizations engaged in corporate relationships must have a written board-approved policy that: a) enumerates the criteria for evaluating corporate relationships; b) requires a written agreement with the corporation prior to entering the relationship; c) mandates the disclosure of financial support received as a result of the corporate relationship; d) requires compliance with its corporate relations policy by divisions, chapters or affiliates of the organization; and e) mandates the development of written operating procedures for the review and approval of corporate relationships and ongoing evaluation of such relationships.

Meeting the Standard: The organization must provide a copy of its board-approved corporate relations policy that includes each of the elements described above. While each corporate relationship is defined by the terms and conditions of the agreement reached by the organization and the corporation, potential relationships are often characterized by one or more of the following activities which are provided below for reference:

- **Program Sponsorships:** Support provided to conduct educational programs for patients and health care professionals and public awareness programs. In the case of professional education, the program must be conducted in accordance with the guidelines of the Accreditation Council for Continuing Medical Education (ACCME).
- **Event Sponsorships:** Support provided primarily to underwrite fundraising events, such as walks, bike rides, and black-tie galas. Corporate support typically offsets a portion of the expenses of such events, allowing more of the funds raised to go directly to support the organization's mission.
- **Health Message Promotions:** Activities that direct the consumer to the organization for information on the specific disease or condition in exchange for use of the organization's name, logo or message in a corporation's product advertising, promotional or educational materials.
- **Strategic Alliance or Partnership:** A significant, long-term and mutually beneficial relationship between an organization and a corporation. Typically, the organization helps supply a health education message or service that is delivered through a company delivery system to better serve people with the particular health interest or condition. It is often a collaborative effort to improve the health information or service provided to the individual. It may not necessarily involve a monetary exchange.
- **Consumer Product Purchase:** A donation to the organization triggered by the purchase of a product by a consumer. Such initiatives are most commonly based on sales during a specific period and/or include a cap on the maximum amount that the corporation will donate.
- **Endorsement:** A recommendation that a product, special feature of a product, attribute of a product and/or the efficacy of a product is superior to other products. Generally, endorsements should be avoided. In particular special scrutiny, including regulatory guidelines, must be applied when prescription and over-the-counter drugs and devices are involved.
- **Licensing:** A relationship where an organization authorizes a company to develop, produce, market and/or distribute a mission-related product that is marketed under the organization's name, e.g., cookbooks, books, videos and other mission-related educational materials. In return, the organization typically receives royalties.

- **Certification:** A relationship where an organization recognizes that a particular product or service of a company complies with or satisfies an applicable or relevant organization standard. Generally, exclusive certifications should be avoided.

With regard to section a): The organization must have written criteria for evaluating corporate relationships that establish the reasonableness of such relationships under the totality of the circumstances. At a minimum, the organization must ensure that:

- **Independence:** The organization exercises independent judgment in all its decision making related to any corporate relationship.
- **Mission-related benefit:** The relationship provides a meaningful mission-related benefit to the general public or particular constituencies of the organization.
- **Consistency:** The relationship is consistent with the organization's principles, public positions, policies, and standards.
- **Adherence:** The relationship adheres to all applicable state and local laws and regulations.
- **Non-deceptive communications:** All materials from the corporation or the organization directed to the public contain accurate and non-deceptive terms or statements such that a reasonable person will understand the nature and extent of the corporate relationship. Specific monetary amounts need not be reported except where a purchase by a consumer causes a donation to be made to the organization, in which case the organization must disclose the amount or percentage of money from the sale which will actually go to the organization, the duration of the campaign (e.g., the month of October), and any maximum or guaranteed minimum contribution amount (e.g., up to a maximum of \$200,000). (See Standard 32)
- **Endorsements:** Endorsements are clearly understandable to a reasonable consumer and specify whether they address a feature or attribute of the product or its overall efficacy.
- **Certifications:** Certifications may only be issued by an organization once a particular product or service of a company complies with or satisfies an applicable or relevant standard of the organization. Exclusive certifications should be avoided unless they: (i) are limited to a particular activity for a specified time period (ii) provide meaningful benefit to the organization and public and (iii) do not prohibit the organization from engaging in different types of activities with competing corporations and/or products.
- **Privacy:** If personal information about people participating in corporate-sponsored activities and/or programs is collected, the organization has written guidelines that protect the privacy of such people.
- **Balance:** The organization evaluates on an annual basis the total amount of corporate support received as a percentage of total revenue.

With regard to section b): To avoid misunderstanding between the parties regarding the terms and conditions of the financial support received as a result of the corporate relationship, the organization must execute a written agreement with the corporation. The written agreement must at a minimum clearly indicate: (i) the amount of money that will be transferred to the organization; (ii) whether the payment is

unrestricted or earmarked to support a particular event or program activity; (iii) a written description of the mission-driven activity supported that both parties will agree to use for purposes of disclosure to the general public; (iv) the manner in which each party will disclose the support to the general public, (e.g., in an easily accessible location on their websites); (v) the organization retains complete control of and right of approval over all content related to the event or program activity; and (vi) whether, and if so, how the organization's name, logo and/or any identifying marks will be used by a corporation. The organization shall not allow its name/logo or identifying marks to be used in any promotion or advertisement that names and compares competing products unless the organization has determined the superiority of the product with which it is associating and can substantiate its superiority. A written agreement is not necessary for donations received from a corporation if the organization is not obligated to meet any terms or conditions.

With regard to section c): The organization must, unless otherwise prohibited by law, disclose financial support it receives as a result of corporate relationships. For purposes of this standard, financial support includes money transferred for events and program activities, irrespective of whether the corporation treats such support as a charitable donation or business expense for purposes of its filings with the Internal Revenue Service. However, fee-for-service transactions, such as advertising, subscription and publications sales, or exhibitor fees and meeting registrations need not be disclosed.

At a minimum, organizations must disclose amounts received from corporations identified on Schedule B of their Form 990 (more than the greater of \$5,000 or 2% of the total amount of contributions reported on line 1 h of Part VIII of Form 990). The disclosure information should be posted on the organization's website in an easily accessible location within six months of the close of the organization's fiscal year. Disclosure should include the name of the corporation and the aggregate amount of support provided by that corporation. Such disclosure may be reported in ranges, e.g. \$0 - \$50,000; \$50,001 - \$100,000, etc. Disclosure should also include the total amount of all corporate support received from all corporations.

With regard to section d): Disclosure should include support received by the organization's national office and its divisions, chapters and affiliates. It is recognized that it may be difficult for some organizations to easily collect information from their divisions, chapters or affiliates on the precise amounts of corporate support received for each program, event or activity or the total amount of all corporate support from each division, chapter or affiliate. Therefore, this disclosure requirement will apply only to divisions, chapters and affiliates with more than \$250,000 in annual revenue. (This is the level at which Standard 40 requires divisions, chapters and affiliates to have audited financial statements.)

Rationale: Voluntary health agencies consider first and foremost their mission and serving their constituents in all decisions, including whether to enter into a relationship with a for-profit entity. In many cases, activities that fulfill an organization's mission cannot be accomplished as well alone as they can be through collaboration and alliances among like-minded organizations. It is for this reason that organizations seek to forge appropriate and productive collaborative relationships with corporations and/or others. These relationships should be entered into thoughtfully, with careful consideration given to possible unintended effects, especially regarding the organization's relationship with the public. This standard is designed to encourage:

- **Public Engagement:** Enable the public to better understand the purpose of corporate relationships and appreciate the diligence that is exercised to ensure that the public's trust and faith are not violated by these relationships.

- **Corporate Awareness:** Inform corporations of the standards and practices under which organizations will consider collaborating and forming corporate relationships.
- **Substantiated Health Claims:** Establish that health claims resulting from a corporate relationship must be accurate and beneficial to intended audiences.

Standard 10: Organizations that conduct and/or fund biomedical research which involves the use of animals have a board-approved policy that adheres to the following principles:

- Animals shall be used in biomedical research only when no other means of obtaining scientifically sound, valid and useful results are available.
- The minimum number of appropriate animals required to obtain and validate results shall be used.
- The acquisition, care and use of animals must be in accordance with all applicable federal, state and local laws and regulations.
- Certifications must be received from research facilities prior to being approved for a research grant that the facility(ies), its researchers and employees adhere to the Animal Welfare Act, National Research Council *Guide for the Care and Use of Laboratory Animals*, and any appropriate U.S. Department of Agriculture or National Institutes of Health regulations and standards.
- In cases requiring the death of an animal, only the most appropriate and humane form of euthanasia shall be used consistent with the purpose of the research.

Meeting the Standard: The organization must have a board-approved policy document that incorporates the principles referenced above. A copy of the policy document must be provided. The organization must also certify on its Standards of Excellence Survey that the policy is routinely communicated to funded researchers.

Some voluntary health agencies rely on the policies of related professional societies regarding use of animals in research. Others have a form letter used to address inquiries from the public on this issue. These methods are not sufficient to meet this standard.

Examples of acceptable methods include: 1) a question or check-off box on the grant application form; 2) obtaining a copy of the project approval form from the Institutional Animal Care and Use Committee (IACUC); and 3) obtaining a statement from the IACUC that all of the institution's projects adhere to the NHC's principles. (The latter approach would eliminate the need to ascertain compliance for each individual project.)

Rationale: The use of animals in biomedical research continues to be necessary to achieve breakthroughs in treating and/or curing many of the serious diseases and conditions represented by the National Health Council's member voluntary health agencies. However, medical progress should not come at the cost of inhumane treatment of animal research subjects. Therefore, the National Health Council requires all of its voluntary health agency members that conduct and/or fund biomedical research involving the use of animals to have a written, board-approved policy that adheres to the above referenced principles.

Standard 11: The board of directors meets a minimum of three times annually, with at least two being face-to-face meetings. There is evidence of actual board member attendance at meetings. The board has an individual attendance policy which limits the number of absences.

Meeting the Standard: The organization must certify on its Standards of Excellence survey the frequency and attendance for governing board meetings during the previous fiscal year. The full governing board must have met face to face at least two times during the previous fiscal year. A telephone conference call of the full board can suffice for one of the three required meetings. Alternatively, any electronic communication that allows for real-time interaction can be used for one of the three required meetings, unless otherwise prohibited by state law.

Participation of some members in face-to-face meetings by telephone is acceptable. Other appropriate means of participation (e.g., electronic) in case of disability are also acceptable. Proxy attendance is not acceptable.

These requirements are consistent with WGA Standard 3.

The organization must also have either a written, board-approved policy or language in the bylaws that describes the maximum number of absences from board meetings that are allowable during a member's term of office. It is also acceptable to specify the number of absences allowed during a calendar or fiscal year. The policy may also provide for exceptions to the attendance rules due to extenuating circumstances. A copy of the policy document or bylaws must be provided.

Rationale: Since the governing board has the ultimate oversight authority for a voluntary health agency, it is important that the board be actively involved in setting policy for the organization and fully informed about its operations. This can occur most effectively in face-to-face meetings of the governing board. The attendance requirements of this standard further assure the organization's constituents and the public that the members of the governing board are active and engaged in the affairs of the organization and are maintaining appropriate oversight and fiduciary responsibility.

Standard 12: The board establishes policy which includes control of: a) financial operations; b) planning and program activities; c) administrative policies affecting public accountability (e.g., reporting of financial operations); d) fundraising practices; and, e) the chief staff executive's selection, performance review, and discharge.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that its governing board and/or a board committee:

- formally approves the budget
- receives regular reports on financial performance
- receives regular reports on planning and program activities
- ensures that arrangements with outside fundraising firms are in writing
- receives an annual summary of the financial arrangements with outside fundraising firms
- receives on an annual basis a copy of the audited financial statements and the auditor's management letter and receives or is directed to via the organization's website the IRS Form 990
- formally reviews the performance of the CEO at least once every two years

These requirements are consistent with WGA Standard 1.

The summary of financial arrangements with outside fundraising firms need only include those firms that are conducting major fundraising activities for the organization (e.g., special events, direct mail solicitation). Only basic information about the activities to be undertaken and the amount of the contract need be included. Arrangements with associated vendors (e.g., list brokers, printers) need not be included. Note that this information may be provided to an appropriate committee (e.g., Development Committee) rather than the full board.

Rationale: This standard seeks to ensure that the governing board exercises sufficient oversight of the organization's operations and staff. Adequate oversight is important in reassuring the donating public that the organization is maintaining the public trust and pursuing its mission ethically, efficiently and effectively.

Best Practices: Some voluntary health agencies have asked their boards to codify the requirements listed above into formal board-approved policy statements. In addition, it is recommended that the regular reports on financial performance show variances between actual results and the budget.

Standard 13: The organization's bylaws provide that the board meetings have representation of at least a simple majority of eligible voting members (in person or by telephonic/electronic conferencing), unless otherwise required by state law to have greater than a majority in attendance.

Meeting the Standard: The bylaws must specify that a majority (more than 50 percent) of eligible voting members of the governing board must be in attendance to constitute a quorum. The phrase "unless otherwise specified by state law" refers to any legal requirement to have greater than 50 percent of eligible voting members present to constitute a quorum. A copy of the bylaws must be provided.

Rationale: This standard seeks to assure the public that the governing board is active and involved in providing oversight of the organization's operations. The standard also provides a safeguard against having the organization's agenda dominated by a small group of people, to the potential detriment of its mission and goals. This standard is consistent with WGA standard 3.

Standard 14: The organization's bylaws provide that the board has at least ten days' notice of routine meetings and adequate information about action items on the agenda.

Meeting the Standard: The bylaws must specify that notice of regular board meetings must be sent out ten or more days before the meeting. The organization must certify on its Standards of Excellence survey that the notices of meeting provide information about action items on the agenda. Notices may be sent by regular mail, fax, or e-mail, but regardless of the method used, such notices must be received at least 10 days before the meeting. A copy of the bylaws must be provided.

Rationale: As in Standard 11, this standard is designed to ensure that the governing board is able to exercise adequate oversight of the organization's activities. In order to do this, board members must attend board meetings, and, in today's fast-paced environment, members will need adequate notice so that they can arrange for their attendance at the meetings.

Human Resources

Standard 15: Organizations with three or more paid staff have a written statement of personnel policies, reviewed periodically (at least every three years) by legal counsel to ensure compliance with applicable state and federal law and reviewed annually by the chief staff executive or other authorized senior staff person to assure appropriate personnel practices.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it has a written personnel policy which has been reviewed by legal counsel within the past three fiscal years to ensure compliance with all legal requirements. The organization must also certify that the policy has been reviewed during the past fiscal year by the CEO, Human Resources Director or other appropriate senior staff person.

Rationale: This standard provides assurance that the organization meets all legal requirements related to its treatment of employees and will not be subjected to legal actions that could adversely affect its ability to fulfill its mission. In addition, sound personnel practices, which ensure that employees are treated fairly, contribute to a well-managed, productive organization.

Standard 16: The organization employs a chief staff executive directly or through outsourced management.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it employs either a chief staff executive or a management firm to provide day-to-day management of the organization. If outsourced management is used, the names of the firm and the personnel assigned to the organization must be supplied.

Rationale: This standard provides assurance that the organization's operations are being managed on a day-to-day basis. Virtually all successful organizations are managed by qualified, experienced executives who carry out the policies of the governing board, develop strategic and operational plans, manage fiscal and human resources, and direct programs and supporting operations.

Programs

Standard 17: The organization is engaged in any one or more of the following programs: research, professional education, public education and health promotion, health services, community services, advocacy, or social action.

Meeting the Standard: The organization must certify on its Standards of Excellence survey those programs in which it is engaged. Those activities will typically be documented in the organization's annual report as well (see Standard 40).

Rationale: The activities listed in this standard are those typically carried out by voluntary health agencies. This standard simply documents that the organization is in fact a voluntary health agency.

Standard 18: The organization spends at least 65 percent of annual expenses for program services.

Meeting the Standard: The organization must indicate on its Standards of Excellence survey the percentage of annual expenses spent on program activities and provide a copy of the most recent audited financial statements. The percentage is calculated by dividing the total program service expense by the total expenses as reported in the most recent audited financial statements. The percentage must be at least 65 percent.

The recommended level of 65 percent of total expenses is consistent with WGA Standard 8.

Rationale: This standard ensures that the organization is using funds raised from the public and other sources to deliver programs and services in pursuit of its mission.

Finance

Standard 19: The organization operates with an annual budget under defined procedures of construction, examination, and board approval.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it has written procedures for developing, reviewing and obtaining board approval of its annual budget. In addition, the organization must provide a one-page summary of its current-year budget that includes total expenses and a functional expense breakdown that shows the total expected expenses for each major program area (e.g., research, public education), fundraising and administration. This standard is consistent with WGA Standard 14.

Rationale: This standard assures the public that the organization is managing its fiscal resources prudently. A well-constructed budget indicates that the organization has carefully planned its activities for the coming year with an eye to achieving well-defined goals and objectives.

Standard 20: The organization maintains financial records and prepares financial statements in accordance with generally accepted accounting principles (GAAP), as certified by a qualified independent certified public accountant. The financial statements are reviewed by the board and made available to the public upon request within 6 to 12 months after the close of the fiscal year.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. The organization must also provide its most recent audited financial statements, including the auditor's opinion letter. It is acceptable for financial statements to be made available to the public through the organization's website.

GAAP is defined as the latest edition of the *Audit and Accounting Guide for Not-for-Profit Organizations*, published by the American Institute of Certified Public Accountants (AICPA) and the various pronouncements from AICPA and the Financial Accounting Standards Board (FASB) constitute GAAP.

This standard is consistent with WGA Standard 11.

Rationale: Meeting this standard assures the public that the organization is maintaining its financial records in accordance with commonly accepted standards for nonprofit organizations. This provides reassurance that the organization is operating in an honest and above-board manner. Further reassurance is provided by the fact that the governing board has reviewed the financial statements and that they are available to the public upon request.

Standard 21: The organization demonstrates a broad base of public support in its funding sources to: a) ensure public accountability; b) promote financial stability; and c) avoid undue influence by any contributor.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it has maintained its section 501(c)(3) public charity status in accordance with the requirements of the Internal Revenue Code and Treasury regulations (collectively the “Rules”). These Rules stipulate that the organization must normally receive at least one-third of its total support from governmental units, other public charities, contributions made directly or indirectly by the general public, or from a combination of these sources, as measured over a rolling five-year period. The Rules also stipulate that, with certain exceptions, individual contributions in excess of 2 % of total support cannot be included in the one-third public support test.

To further demonstrate its commitment to diversity of revenue sources, the organization should establish annual benchmarks for a) the percentage of total revenue to be obtained from public support; b) the desired number of sources of public support revenue; and c) the maximum campaign contribution¹ as a percentage of total support that normally² will be accepted from a single contributor. The organization should measure performance against those benchmarks on an annual basis.

Rationale: Voluntary health agencies are established to pursue a mission of improving the public's health through activities such as public education, patient education, community services, professional education, medical research support, and health-related advocacy. To fulfill this critical need, VHAs raise funds from a variety of sources. It is important for VHAs to demonstrate a broad base of funding, not only because it is required to maintain their tax-exempt status as public charities, but because it reinforces their obligation to be accountable to the public for the ways in which they deliver on their mission. A broad base of public support also demonstrates the interest in and investment in the work of the voluntary health agency by members of the public. Diversity of funding sources is also desirable in that it can enhance long-term financial stability by avoiding over-dependence on any one funding source. As well, such diversity empowers the organization to pursue its objectives in a rational manner without being subject to pressure from a large contributor.

¹ For purposes of this standard, “campaign contributions” are defined as direct mail/telemarketing, major gifts, special events, corporate contributions, foundation funding, memorials, and non-federated support. Campaign contributions do not include planned giving, bequests, or federated giving (e.g., Combined Federal Campaign), since the amount and timing of these gifts are beyond the recipient’s control. Campaign contributions also do not include government grants or donations from entities that are themselves publicly supported, since such donations are inherently deemed to be from a broad base of public support and therefore can be accepted in unlimited amounts. In addition, campaign contributions do not include income received under program-specific government guidelines.

² A limited number of deviations from the maximum campaign contribution benchmark may be allowed for unexpected “unusual grants,” as defined by Treasury regulations.

Standard 22: The organization has a formal policy for building its net assets and establishing an appropriate unrestricted operating reserve.

Meeting the Standard: The organization must have a written, board-approved policy establishing criteria for an appropriate unrestricted operating reserve. A copy of the document must be provided. The policy should specify target levels for both the minimum and maximum amount of unrestricted net assets to be kept in reserve. The maximum amount should not be more than three times the size of the past year's expenses or three times the size of the current year's budget, whichever is higher.

This standard is consistent with WGA Standard 10.

Rationale: The standard encourages prudent financial management. On the one hand, it provides for a contingency fund to protect the organization against unforeseen financial setbacks and, on the other hand prevents the organization from accumulating funds that could be better used for programs and other mission-related activities.

Best Practice: It is recommended that the minimum target level for operating reserves should be equivalent to six months' worth of operating expenses.

Standard 23: The organization does not have an operating deficit in its unrestricted net assets for more than the three previous consecutive fiscal years.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. Note: The National Health Council recognizes that an organization may have valid reasons for running a deficit for three consecutive years and will consider such factors when applying this standard.

Rationale: This standard ensures that the organization is managing its fiscal resources prudently and is capable of sustaining itself over time.

Fundraising

This section of the standards deals with the various techniques and activities undertaken by charitable organizations to raise funds from the public. Like the WGA standards, these standards are designed to ensure that the charity's representations to the public are accurate, complete and respectful. Additional rationale is provided for some of the individual standards in this section.

Best Practice: It is recommended that organizations adopt these standards in a formal board-approved policy document.

Standard 24: Publicity and promotional activities are carried out in a manner which encourages respect for donors, potential donors, and those whom the organization serves. Fundraising and promotional materials are truthful and not deceptive.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard.

Standard 25: There is communication to potential donors of factual descriptions of the needs served by the organization, the volume and character of its services and accomplishments, and, where pertinent, expert opinions. The organization is capable of substantiating all such information.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. This standard is consistent with WGA Standard 15.

Standard 26: The organization includes on any websites that solicit contributions the same information that is recommended for annual reports (see Standard 40), as well as the mailing address of the organization and electronic access to its most recent IRS Form 990

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. This standard is identical to WGA Standard 17 and requires the same documentation. The following information comes from the *Implementation Guide to the BBB Wise Giving Alliance Standards for Charitable Accountability*.

The organization's website(s) must include the following:

- If the organization's website solicits contributions, then the website should also provide access to the annual report information specified in WGA Standard 16 (and NHC Standard 40). If the website does not solicit for donations, this requirement does not apply.
- For purposes of this standard, a website is considered to be soliciting donations if it specifically requests that contributions (a) be mailed to an address provided for that purpose, (b) be sent electronically (e.g., through an online credit card form), or (c) be made by phone, through a number that accepts credit card donations.
- If the organization has a website that solicits contributions, then the website should give the mailing address of the charity.
- If the organization has a website that solicits contributions, then it should also provide

electronic access to its most recent IRS Form 990 (or IRS Form 990-EZ). This access can take the form of an appropriately labeled PDF file or a link to the Guidestar.org website.

Rationale: All of the information required by this standard is designed to help donors make informed decisions. The information provides donors and the public with a detailed picture of the organization's mission, program activities, key volunteers and staff, and financial position.

Standard 27: The confidentiality of contributor giving histories is protected.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard.

Standard 28: The organization addresses privacy concerns of donors by (a) providing, preferably in all written appeals to first-time donors but not less than annually, a means (e.g., a check-off box) for both new and continuing donors to inform the organization if they do not want their name and address shared outside the organization and (b) providing a clear, prominent, and easily accessible privacy policy on any of its websites that tells visitors (i) what information, if any, is being collected about them by the organization and how this information will be used, (ii) how to contact the organization to review personal information collected and request corrections, (iii) how to inform the organization (e.g., a check-off box) that the visitor does not wish his/her personal information to be shared outside the organization, and (iv) what security measures the organization has in place to protect personal information.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. This standard is identical to WGA Standard 18 and requires the same documentation. The following information comes from the *Implementation Guide to the BBB Wise Giving Alliance Standards for Charitable Accountability*:

For section (a): If the organization shares the names and addresses of its donors with outside parties, it provides an example of a written appeal offering donors the opportunity (e.g., a check-off box) to inform the charity whether they wish their names to be shared. The organization also indicates that this opportunity is offered at least annually. If the donor has contributed to the organization for the first time (i.e., a new donor), the disclosure about sharing name and address should be in the written acknowledgement of the gift unless the organization plans to include the disclosure in a follow-up appeal within the year. This standard does not apply to written appeals sent to individuals who have not previously contributed (i.e., an acquisition or prospect mailing). This is because this standard applies to donors, and these individual have not yet contributed to the organization. Also, in many instances, these prospect names and addresses are rented from outside sources, and the organization does not have authority over their future use. This standard does not apply to charities that do not share donor names and addresses with others and have a written policy to that effect.

For section (b): If the organization has a website, it provides its website address and identifies where the privacy policy is located on the website. Charity websites, whether or not they solicit contributions, must include clear, prominent and easy access to the charity's privacy policy by providing, for example, a privacy policy link off the home page or a privacy policy link on the page that collects personal information. Even though a charity website is not soliciting donations, it may ask visitors to provide their names, address and other personal information for other purposes. This standard is applicable in such cases. All four privacy

policy elements cited in this standard should be addressed in the organization's website privacy policy. The absence of any of the elements will result in not meeting this standard. As a further explanation to item (b) (ii), the organization's privacy policy might provide an address and/or phone number to contact the charity in order to review or correct information that has already been collected about the site visitor.

Rationale: In an era of junk mail, spam and identity theft, it behooves voluntary health agencies to be mindful of the privacy concerns of their donors and constituents.

Standard 29: If unordered merchandise is used to encourage donations, recipients are prominently and clearly informed that they are under no obligation to pay for or return any such items or to make a donation to the organization.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard.

Standard 30: Volunteers who approach the public seeking contributions are provided with appropriate identification.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard.

Standard 31: Fundraising techniques intended to deceive, coerce, harass, or intimidate potential contributors are not utilized. When the organization's volunteers include people in uniform participating on their own time or individuals who have authority over the person being asked to contribute, special precautions are taken to assure that this standard is not violated.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard.

Standard 32: If merchandise, services or admission to fundraising events are provided in return for payment, the organization specifies that portion of the payment which is tax deductible as a charitable contribution. Any offer or sale of merchandise made on behalf of the organization specifies the amount or percentage of money from the sale which will actually go to the organization, the duration of the campaign (e.g., the month of October) and any maximum or guaranteed minimum contribution amount (e.g., up to a maximum of \$200,000).

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. The last provision of this standard, referring to cause-related marketing campaigns in which a percentage of the purchase price of a product is donated to the charity, is consistent with WGA Standard 19. Note that disclosure of the duration of the campaign or guaranteed maximum contribution is not required if the campaign is open-ended.

Standard 33: The organization obtains prior permission before using the names of individuals, organizations, or companies in ways which imply endorsement of program or fundraising activities.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard.

Standard 34: Fundraising materials distributed to the public contain the name of the organization, its purpose, and the address from which additional information may be obtained.

Meeting the Standard: The organization must indicate on its Standards of Excellence survey that it meets this standard.

Standard 35: The organization makes available upon request descriptive and financial information for all substantial income and revenue derived from authorized commercial activities conducted by for-profit subsidiary organizations associated with the voluntary health agency's name.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard. Organizations engaged in commercial activities through for-profit subsidiaries must provide a sample of any informational materials used to describe such ventures.

Rationale: This standard is designed to make available to potential donors information needed to make informed decisions about supporting the organization. Full disclosure and transparency of operations is important in maintaining the public trust in a charitable organization.

Standard 36: The organization does not enter into agreements with organizations or individuals to raise funds on a commission or percentage basis.

Meeting the Standard: The organization must certify on its Standards of Excellence survey that it meets this standard.

Rationale: Fundraisers who work on a percentage or commission basis typically retain a significant percentage of funds raised. Because they work on a commission basis, they can tend to exert unwelcome pressure on potential donors. A number of these organizations (and the charities for which they work) have come under increased media and public criticism. It is also important to note that the Association of Fundraising Professionals' code of ethics also prohibits this type of activity.

Standard 37: The organization ordinarily spends no more than 35 percent of its public support income on fundraising.

Meeting the Standard: The organization must indicate on its Standards of Excellence survey the percentage of public support income spent on fundraising activities and provide a copy of the most recent audited financial statements. The percentage is calculated by dividing the total fundraising expenses by the total contributions. Sources of income to be included in this calculation include donations, special event income,

bequests, federated campaigns, donated goods, donated services, and grants including corporate, foundation and government grants. Membership dues can be treated in accordance with the AICPA Guide, in that the portion of membership dues allocated to delivering membership benefits (e.g., a magazine subscription) can be excluded from the public support total. Fundraising expenses include invitations to members and appeals to members when a contribution is a principal requirement for membership. Fundraising activities included in this calculation include donor acquisition and renewal, membership development (subject to the caveat above), and grant procurement.

This standard is consistent with WGA Standard 9.

Rationale: This standard ensures that the organization is efficiently managing its costs of fundraising so that the maximum amount of funds raised from the public and other sources is devoted to delivering programs and services in pursuit of the mission.

Accounting and Reporting

Standard 38: The organization's accounting systems enable it to exercise proper control over contributions and accurately allocate expenditures to various program, fundraising, and administrative functions.

Meeting the Standard: The organization's financial statements must provide a detailed functional breakdown of expenses (e.g., salaries, travel, postage, etc.) that show what portion of these expenses was allocated to program, fundraising and administrative activities. If the organization has more than one major program category (e.g., research, public education), the schedule should provide a breakdown for each program area. A copy of the most recent audited financial statements must be provided. This standard is consistent with WGA Standard 12.

Rationale: This standard is consistent with the requirements of generally accepted accounting principles (GAAP) as to the elements to be included in the audit reports of all voluntary health and welfare charities.

Standard 39: The organization has an audit of national office operations performed annually by an independent certified public accountant.

Meeting the Standard: The organization must indicate on its Standards of Excellence survey that it meets this standard. A copy of the most recent audited financial statements must be provided. The financial statements should include all schedules and notes, as well as the auditor's opinion letter.

Rationale: A formal audit by an independent certified public accountant helps assure the public that the voluntary health agency is managing its finances honestly and in accordance with generally accepted accounting principles.

Standard 40: The organization prepares annually a report to the public which includes: a) a full account of activities and accomplishments; b) a roster of board members that specifically identifies the officers of the board (e.g., chair, vice chair, secretary, treasurer); c) name(s) of chief administrative personnel; d) a report of financial operations of the national office in conformity with generally accepted accounting principles (GAAP); and e) a consolidated report of financial operations of the national office and affiliates, where affiliates exist, in conformity with GAAP. The annual report is available within six to twelve months after the end of the organization's fiscal year.

Meeting the Standard: The organization must provide a copy of its most recent annual report, which includes all of the elements listed above, with a notation as to its publication date. Any missing elements will result in not meeting this standard. As long as the required information is included, the annual report may have a different title, such as "statement of accomplishments," "annual review," "progress report" or "report to donors." The annual report need not be an expensive, glossy publication; a word-processed report is acceptable to meet this standard. An annual report that is available online is also sufficient to meet this standard, as long as a hard copy of the report is sent to inquirers who do not have Internet access.

With regard to section d): Organizations that do not wish to include their complete financial statements (including the auditor's opinion letter) in their annual reports may publish a notation indicating that the complete financial statements are available online or by mail, providing the appropriate addresses. This is consistent with Standard 20. At a minimum, the following financial information must be published: a) total income in the past fiscal year; b) expenses in the same program, fundraising and administrative categories as in the financial statements; and c) ending net assets. The financial information included in the annual report must be consistent with the audited financial statements.

With regard to section e): If an organization has affiliates, a consolidated report of financial operations of the national office and affiliates is required. A consolidated report of financial operations is defined as a compilation of separate financial statements for each entity. When an affiliate's total annual gross income exceeds \$250,000, these statements should be audited in accordance with generally accepted auditing standards. For affiliates whose annual gross income is less than \$250,000, an external review by a certified public accountant is sufficient to meet this standard. Affiliates with less than \$25,000 in income are not subject to this requirement.

A combined audit is also acceptable to meet this standard. A combined audit is defined as an audit conducted by a single auditor of all components of an organization (i.e., the national office and each affiliate).

Note that this part of the standard exceeds WGA Standard 11, which does not require an external review by a CPA for organizations with income less than \$100,000.

Rationale: All of the information required by this standard is designed to help donors make informed decisions. The information provides donors and the public with a detailed picture of the organization's mission, program activities, key volunteers and staff, and financial position.

Evaluation

Standard 41: The organization has a board-approved policy that establishes a formal mechanism for evaluating its operations and program activity effectiveness, no less than every two years, as measured against the organization's purposes, resources, and potential. The organization can produce evidence of undertaking this evaluation and of directing the results to the appropriate body(ies) within the organization.

Meeting the Standard: The organization must have a written, board-approved policy that incorporates the requirements of this standard. A copy of the policy document must be provided. The organization must certify on its Standards of Excellence survey that the evaluation was conducted and the results reported to the board of directors.

Rationale: Successful organizations regularly assess their performance in achieving defined, measurable goals and objectives. This process is also important in identifying areas of improvement needed to enhance organizational effectiveness in the future. This standard is consistent with WGA Standards 6 and 7.

Required Documentation

Bylaws

Written Statements of Duties of Officers and Board Members

Committee Charges

Board-Approved Conflict of Interest Policy

Board-Approved Diversity Policy

Board-Approved Corporate Relations Policy

Board-Approved Policy on Use of Animals in Research

Board Attendance Policy

One-Page Budget Summary

Most Recent Audited Financial Statements

Board-Approved Policy on Financial Reserves

Most Recent Annual Report

Board-Approved Policy on Evaluating Organizational Effectiveness



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