

RULING - EXECUTIVE COMMITTEE VS BOARD OF DIRECTORS

Since a delegate decision in 2002 the Digest states that “all references to the Executive Committee in the various divisions of the Order, may be titled Board of Directors who have the same duties/ responsibilities as the current Executive Committee.”

However, there are some differences in duties with a Grange BOD compared to a BOD in the corporate world. The major difference is that in the corporate world the BOD is the controlling body of the organization. In the Grange, the individual members each have a vote in the operation of the organization. This is one of the most important, bedrock principles of the Grange—the right for each and every member to vote on all decisions made by their Grange.

The Grange EC or BOD can only make decisions “between regular meetings, in time of emergency or need.”

In the corporate world, Directors are charged with providing strategic leadership, managing for financial stability, serving as an ambassador for the organization, supporting and supervising the executive director or CEO, and ensuring healthy governance.

In the Grange, all members have these responsibilities. They cannot be delegated to a small number of members who make decisions affecting the Grange without involvement of the entire membership who have the right to vote on all these questions as well as the duty to serve as an ambassador for the organization.

A corporate board always acts for the organization, between and during meetings. Membership typically has no authority to make decisions, or only on limited matters.

The Duties of a Grange Executive Committee, as detailed in the Digest and Installation ceremony-The EC is a set of elected officers, usually 3 but the Grange can choose to have more or designate certain officers either voting or ex officio as set in its bylaws.

Responsible for custody of the invested funds of the Grange

Advice and counsel to encourage fellow officers in their duties

Authorized between regular meetings, in time of emergency or need to act for the Grange

Always and only in conjunction with the worthy president

Any action taken between meetings must be presented to the Grange at the next regular meeting for its adoption or rejection.

The Grange EC or BOD does not “run” the Grange, but acts as a backstop in case of emergency that requires immediate action that cannot wait until the next meeting.

A question has been raised pertaining to the definition of “need” in this context. The dictionary states “need refers to an urgent requirement of something essential or desirable that is lacking.”

Definition: 1. Necessity; compulsion; obligation. 2. A lack of something useful, required, or desired.

In the context of the Digest Section 4.10.6 (A), need means an urgent matter that cannot wait until the next regular meeting of the Grange. For example, emergency means a pipe is broken in the hall and water is flooding in—a plumber is needed immediately. Need means the pipes are springing pinhole leaks and in danger of worse leaks—a plumber is needed in the next few days. In both of these cases, the EC should meet to approve the expenditure for a plumber. If the pipes are old or made of lead and

all need replacement, the question should be brought to the entire membership for discussion and vote. It is not urgent or a “need” that must be handled immediately.

In the general definition of “need” almost anything could be included. All bills “need” to be paid. We “need” refreshments at the meeting so they need to be purchased. We need a sound system for the hall before an event and the Grange doesn’t meet before then. This is not the meaning of “need” in Section 4.10.6 (A).

If there is a question of whether the matter is urgent or not, we should always err on the side of the member’s rights. A major benefit of Grange membership that differentiates Grange from other organizations is the individual’s voice. Grange gives each member a voice in meetings, activities, policies, and priorities and that validates the grass-roots foundation of our organization.

If a Grange finds that decisions must be made more quickly for its efficient operation, it could consider meeting twice a month or hold additional meetings (4.9.2 (A)). It is also permissible to call a special meeting with proper notice. Matters can be investigated by standing or special committees and reported back to the Grange, but the committee report must be adopted by vote of the Grange before any action can be taken.

All decisions of a Grange should be made by the membership of that Grange, unless there is a true emergency that requires immediate action to save property or lives.

Betsy E. Huber
President
May 16, 2022