**CHIEFTAIN**

**POLICY: A Policies and Procedures Manual, subject to the approval of the Council, will be maintained and will contain adequate instructions to insure consistent compliance with both the letter and the intent of the Society’s Bylaws.**

**REFERENCE based on the current ACGS Bylaws (2024):**

**Article III: Governing Documents**

Section B: Bylaws Amendments and Policies and Procedures Manual Revisions

Subsection 1(g): The Chieftain will appoint a Bylaw Review Committee every three years for the specific purpose of a comprehensive review of the Bylaws.

**Article IV: Organization, Indemnification**

Section A: Organization:

Subsection 2: Members of the Society will comply with these Bylaws and perform their duties in accordance with the Society’s governing documents and applicable laws. No member of the Society will receive any salary or compensation from the Society other than reimbursement for out-of-pocket expenses.

Section B: Indemnification

Subsection 1: The Society will, to the fullest extent permitted by law, indemnify each person who serves at any time as a Council member, officer, trustee or other official of the Society against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, incurred or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification will be provided for any such person with respect to any proceeding initiated by such person against the Society, a Council member, an officer, a trustee or another official of the Society or any matter as to which he or she will have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Society; and further provided that any compromise or settlement payment will be approved by a majority vote of the Council members at a meeting at which a quorum is present. The indemnification provided hereunder will inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article IV, Section B will be in addition to and not exclusive of all other rights to which any person may be entitled.

Subsection 2: This Article IV, Section B constitutes a contract between the Society and the indemnified Council members, officers, trustees and other officials of the Society. No amendment or repeal of the provisions of this Article IV, Section B that adversely affects the right of an indemnified Council member, officer, trustee or other official under this Article IV, Section B will apply to such Council member, officer, trustee or other official with respect to those acts or omissions that occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

**Article VII: Termination of Membership and Reinstatement of Members; Removal of Officers and Council Members**

Section A: Resignation

Subsection 1: Membership in the Society, for members in good standing, may be terminated by resignation, which will be in writing addressed to the Chieftain, and will be accepted by the Chieftain.

Subsection 2: Upon resignation of membership, all property of the Society in the possession or under the control of the resigned member will be surrendered promptly to the Chieftain, Ranking Deputy Chieftain, or Assistant Chieftain of the Society.

Section C, Subsection 2: Termination of Membership. Upon the termination of membership, all property of the Society in the possession or under the control of the expelled member will be surrendered promptly to the Chieftain, Ranking Deputy Chieftain, or Assistant Chieftain of the Society.

**Article VIII: Officers and Officials**

Section B, Subsection 1: Elected. The officers and Council members of the Society elected by the General Assembly will be: Chieftain, Ranking Deputy Chieftain, Scribe, Registrar, Treasurer and Chancellor.

In the event of a vacancy in an elected officer position, other than the position of Chieftain, the Chieftain will make a temporary appointment to replace the elected officer with the approval of the majority vote of the members of Council present at a meeting at which there is a quorum. The temporary officer would be referred to as the ‘Acting’ officer for the period from the date of the appointment until a special election is held at the next Annual General Meeting.

Subsection 2: Appointed Council Members. The following Council members are appointed by the Chieftain and approved by Council:

Three (3) At-Large Council members appointed for three (3) year rotating terms.

Subsection 3: The Assistant Chieftain. The Assistant Chieftain will be appointed by the Chieftain with the approval of the Council. The Assistant Chieftain is a non-voting member of the Council.

Subsection 4: Other appointed officials. The following Society officials are nominated by the Chieftain and approved by the Council but are not officers or Council members: Chaplain, Newsletter Editor, Yearbook Editor, Librarian, Historian, Webmaster, Piper, and Area Deputy Chieftains (three (3) year terms)

Subsection 5: The Area Deputy Chieftains will be appointed by the Chieftain for a term of three (3) years.

Section C: Council: There will be a Council consisting of the Chieftain, Ranking Deputy Chieftain, Assistant Chieftain (non-voting), Scribe, Registrar, Treasurer, Chancellor, Immediate past Chieftain and three (3) appointed At-Large Council members.

Section D: Chieftain

Subsection 1: Duties. The Chieftain will be a lineal member of the Society, who is at least twenty-one (21) years of age. He or she will be elected to an initial term of office of two (2) years with subsequent terms of office of one (1) year. He or she will provide general supervision of the Society, will preside at all Annual General Meetings of the Society and meetings of the Council. The Chieftain will fill all vacancies in the offices that occur between Council Meetings, and may call special Gatherings and special Council Meetings.

Subsection 2: Chieftain’s Term of Office. The Chieftain will not serve more than three (3) consecutive terms (a total of four (4) years).

Section L: Time for Holding Office: The term of office for each Council member, officer and other officials will commence with the adjournment of the Gathering at which he or she is elected or appointed, except for Area Deputy Chieftains, whose terms of office will commence on January 1 of the year following the Gathering at which they were appointed and end on the third annual December 31.

Section M: Subsection 2: Notification of Election or Appointment. The Scribe will notify officers of their election or appointment as requested by the Chieftain and inform the Chieftain of any refusal of office.

**Article IX: Funds and Trustees**

Section C. Board of Trustees Subsection 5(f): The non-voting ex officio Treasurer/Trustee will have the responsibility of managing the day-to-day operations of the C&E Fund’s accounts and will make quarterly financial reports to each Trustee and the Chieftain.

Subsection 5(g): The Chair of the Trustees will make a report at each Annual Gathering to the Council and the General Assembly, with a written copy of the report provided to the Chieftain of the ACGS.

**Article X: Standing Committees**

Section C: Scholarship Committee

The Scholarship Committee will be appointed by the Chieftain and approved at the annual Council Meeting. The committee will consist of three (3) members, the chair of which will be selected by the committee. The terms of the Committee members will be a two (2) year term. The committee will review scholarship applications and make recommendations to the Trustees.

Section D: Recognition Committee

The Recognition Committee will be appointed by the Chieftain and approved at the annual Council Meeting. The committee will consist of three (3) members, the chair of which will be selected by the committee. The terms of the Recognition Committee expire at the end of the following annual Council Meeting. The committee will be responsible for receiving and considering nominations for special recognition and making recommendations to the Chieftain.

Section E: Heraldry Committee

The Heraldry Committee will be appointed by the Chieftain and approved at the annual Council Meeting for a two (2) year term. The committee will consist of three (3) members, the chair to be selected by the committee. The committee will be responsible for oversight of the Grant of Arms from the Lord Lyon, Pursuviant, King of Arms for the Society and for recommendations to the Council on all aspects of the arms/heraldry including the usages and restrictions of the Society’s heraldry.

Section F: Genealogy Committee

The Genealogy Committee will be appointed by the Chieftain and approved at the annual Council Meeting for a two (2) year term. The committee will consist of three (3) members, the Chair to be selected by the committee. It will be the duty of the committee to provide limited genealogical research assistance to prospective members having difficulty tracing his or her ancestry.

Section G: Financial Review Committee

The Financial Review Committee (formerly called the Audit Committee) will be appointed by the Chieftain and approved at the annual Council Meeting for a two (2) year term. The committee will consist of three (3) members, the Chair to be selected by the committee. It will be the duty of the committee to examine any and all of the Society financial funds and accounts to insure they are operated, ordered and maintained to reflect sound business practices thereby protecting the best interests of the Society and its members.

Section H: Information Technology Committee

The Information Technology Committee will be appointed by the Chieftain and approved at the annual Council Meeting for a two (2) year term. The committee will consist of the Treasurer, the Web Master and other members as needed. The Chair to be selected by the members. It will be the duty of the committee to manage the membership data base, the Society web site and other technology needs as necessary.

Section F: Other committees will be established from time to time as deemed necessary or appropriate by the Chieftain or the Council.

**PROCEDURE:**

*Support our Hereditary Chief:*

* Maintain close communication with the Chief :
* Keep him advised of significant events / activities of the Society and its members.
* Provide him information of general interest to the Scottish community.
* Submit to the Chief things of interest regarding the Society.
* When possible, arrange for video conferencing with the Chief at Council and/or Annual General Membership (AGM) meetings
* Conduct video conferences with the Chief at other times at his request.
* Assist, as requested, in the coordination of the attendance of the Chief at functions in America.
* At the request of the Chief, act on his behalf as his official representative at events in America which the Chief is unable to attend, which would include display of the MacGregor pinsel.
* Pinsel protocol
  + Appropriate occasions will be determined by the Chief of Clan Gregor.
  + ACGS Chieftain will be the custodian of the pinsel.
  + Source of authority: Sir Gregor MacGregor, as Hereditary Chief, 1984 at 75th Gathering of ACGS
  + May be displayed at clan tent/booth where ACGS Chieftain is in attendance
  + If the Chieftain is to be part of a procession, the pinsel, carried by a flag bearer, is to precede the Chieftain.
  + When the Chief of Clan Gregor is in attendance, the pinsel flag is not displayed..
* Take appropriate steps to insulate the Chief from unnecessary or inappropriate contact by Society members and others.

*Provide general supervision of the Society:*

* The Chieftain will officiate at the meetings of the Council, AGM, Banquet and other meetings where deemed appropriate.
* The Chieftain will provide an annual report of the state of the Society and his/her activities at the AGM at each Gathering.
* The Chieftain will act to resolve issues involving actions or inactions that are deemed to be contrary to the best interest to the Society or the Clan.
* The Chieftain will initiate inquiries regarding requests by members on behalf of themselves or another member for temporary or emergency financial assistance based on necessity and availability of funds.
* The Chieftain will channel requests for educational assistance through the Scholarship Committee to the Trustees.
* The Chieftain will channel requests for other financial assistance to the Trustees.
* Upon leaving the position, the Chieftain will transfer all records, documents and other items to the succeeding officer in a timely manner to ensure continuity and integrity of the position for the Society

*Presiding at meetings:*

* The Chieftain (or Acting Chieftain) presides at Council meetings and AGM’s and sets the agenda
* Council meeting at annual Gathering
  + Reports to Council are due at least 10 (ten) days prior to the meeting
  + Agenda will be distributed at least seven (7) days prior to meeting
* Interim telephonic Council meetings
  + Reports or documents are due at least seven (7) days prior to meeting
  + Agenda will be distributed at least three (3) days prior to meeting
* In extreme situations, timeframes may be adjusted
* Meeting procedure for member “Right to be Heard”
  + Only Council members will be present
  + Member will be given five (5) minutes for presentation which will be confined to the specific grievance
  + Council will have ten (10) minutes to ask questions, make comments
  + Questions/comments will start with past-Chieftain and then rotate to other Council members
  + Member will leave the room
  + If a rebuttal member is involved, they will be give the same time for presentation and questions/comments as above
  + The Chancellor will provide information from DC Law that may be pertinent for Council deliberations
  + Council will meet for their own deliberation and to determine a solution that is agreeable to all parties. Parties will be notified of Council decision.
  + Everyone is expected to be professional and courteous in the discussions so Council can move forward in a deliberate manner in keeping with high standards of the Society. Confidentiality will be maintained.

*Support the editor of the Society newsletter, the Ardchoille:*

* Provide an article for each issue.
* Encourage members of Council and other officials to provide periodic articles pertaining to their duties.
* Encourage the individual members to provide articles of interest to the general membership

*Support the editor of the yearbook:*

* Provide current lists of officers of the Society, Trustees, and Committees.
* Provide other assistance as requested by the editor.

*Support Highland Games and the Area Deputy Chieftains (ADC):*

* Appoint an ADC for those areas/states in which there is a strong Scottish community and a number of descendants of Clan Gregor.
* Support the Ranking Deputy Chieftain as he/she mentors and supports ADC’s
* Provide ADC’s with Letters / Certificates of Appointment and/or Reappointments.
* Attend and encourage Society members to attend various games, particularly those games where the Society hosts a Clan Gregor tent.
* Particularly encourage members to attend games and other events where our hereditary Chief is in attendance, and/or where Clan Gregor is the honored clan.

*Support the Webmaster:*

* Supply current and timely information to be posted on our website.
* Serve as a responder to queries to our website, forwarding them on to the appropriate officers or members as required.

*Society Support for the Chieftain:*

* The Assistant Chieftain
  + The Assistant Chieftain will provide the Chieftain an annual update listing of members, along with their contact information
  + The Assistant Chieftain will provide the Chieftain with advice and counsel on any matter pertaining to the Society.
  + The Assistant Chieftain will provide the Chieftain with special announcements for dissemination at the Annual Gatherings.
    - Location of the next year's Gathering.
    - Other topics as suggested by the Assistant Chieftain.
* The RDC will provide the Chieftain with reminders for the timely issuing of Letters / Certificates of Appointment and/or Reappointments for the ADCs.
* The Editor of the 'Ardchoille' will provide the Chieftain with a reminder of pending preparation of the Society newsletter.
* The Scribe will provide the Chieftain with typed minutes of the meetings of the Council, AGM, ADCs and other special meetings called by the Chieftain and/or Assistant Chieftain.
* The Chancellor will provide the Chieftain with legal advice on matters pertaining to the Society.
* The Registrar will provide the Chieftain with membership applications to review for approving signature and/or requiring further review.
* The Librarian will provide the Chieftain with reminders of significant events pertaining to the Marshal Magruder Library.
* The Treasurer will provide the Chieftain with information regarding significant concerns relating to the financial well-being of the Society.
* The Chaplain will provide the Chieftain with private counsel upon request pertaining to the well-being of the Society
* Upon leaving the position, the Chieftain will transfer all records, documents and other items to the succeeding officer in a timely manner to ensure continuity and integrity of the position for the Society

**APPROVED**

**Approved by ACGS Council and AGM October 2022**

**Periodic review by ACGS Council: 2025**