



Governance Policy
American Board of First Responder Behavioral Healthcare
GOVERNANCE INSTRUMENT · DRAFT FOR BOARD ADOPTION

Instrument	Governance Policy
Organization	American Board of First Responder Behavioral Healthcare Corp. (FRBH)
Status	Approval
Adopted	July 2026
Adopting action	Resolution 5 (Adoption of Governance Instruments)
Custodian	Secretary of the Corporation

This instrument is subordinate to the Articles of Incorporation and the Bylaws, which govern in the event of any conflict. Nothing in it creates any power, office, committee, quorum requirement or voting requirement that the Bylaws do not establish.

1. PURPOSE

This Policy states how authority is held and separated within FRBH, what the Board keeps to itself, what it delegates and on what terms, and what FRBH publishes about its own governance. It applies to directors, officers, the chief executive, members of the executive team, members of the National Advisory Council, and any volunteer or contractor acting for FRBH.

2. SEPARATION OF FUNCTIONS

FRBH separates five functions. The separation is the reason the organization can publish a standard and remain credible about it.

Governance

The Board holds corporate authority, approves the Standard, and is accountable for the organization. Its members are described in the Board Charter.

Standards development

The Standard is developed through subject-matter review by the National Advisory Council and approved by the Board. The Council advises; it does not govern and it does not approve.

Implementation support

FRBH provides general implementation guidance and technical assistance at no charge through the National Technical Assistance Center. This support is general. It is not organization-specific consulting, and FRBH does not evaluate, score or advise an individual organization on its own conformity.

Conformity

Conformity to the Standard is determined by the organization implementing it. FRBH does not assess, certify or accredit any organization, operates no such program, and has authorized, licensed, approved, recognized or listed no provider.

Executive administration

The chief executive conducts operations within limits set by the Bylaws and reports in writing to the Board at each meeting.

3. DELEGATION AND ITS LIMITS

The Board may delegate operational authority. It may not delegate the matters listed in the Board Charter as reserved, and it may not delegate any function that exercises Board authority to a person who is not a director.



Delegated authority is exercised within written limits on value and duration, and does not enlarge through practice. A course of dealing does not create authority that was never granted.

4. STANDARDS AUTHORITY

The Board is the only body that approves the text of the Standard. No individual, including the founder, may direct its content, and no person holds a right of approval, veto or authorization over it.

FRBH has no procedure for issuing authoritative interpretations of the Standard. A question put to FRBH is received as a comment and answered as general guidance; it is not an interpretation and does not bind. This is stated openly because the absence of an interpretations procedure is a real gap for a standards body, and a reader is better served by knowing it than by inferring a process that does not exist.

5. COMMITMENTS THAT CONSTRAIN THE BOARD

Two commitments limit what a future Board may do, and they are recorded here so that they are visible in one place:

- Free access to the text of the Standard, and the purpose clause of the Corporation, are protected by the Articles of Incorporation and may be changed only by the supermajority the Articles require.
- The Revenue, Licensing and Mark Use Policy fixes, at a heightened amendment standard, that stating conformity to the Standard is free, that no purchase is required to conform, that no public safety organization is charged for access, conformity, self-declaration or technical assistance, and that nothing published free becomes chargeable in the edition in which it was published.

The reason those sit in the Articles and in a heightened-amendment clause rather than in ordinary policy is that a promise a board can quietly reverse is not a promise.

6. CONFLICTS OF INTEREST AND IMPARTIALITY

Individual conflicts are governed by the Conflict of Interest Policy. Institutional pressures on FRBH itself — on the content of the Standard, on its funding, on the balance of participation, and on the boundary between free support and commercial services — are governed by the Impartiality Policy. Related-party transactions follow the procedure in the Related-Party Transaction Policy.

This Policy does not restate those requirements. It records that all three apply and that no provision of any of them may be waived by the chief executive or by an officer acting alone.

7. FINANCIAL OVERSIGHT

The Board oversees the finances of FRBH sitting as a whole until an audit and finance function is separately seated. The Treasurer reports to the Board. The annual information return is filed by the organization's accountant and is reviewed by the Board before filing.

FRBH has no employees and no compensation is presently payable to any person. Volunteer service creates no claim, entitlement, expectation or preference, and gives no priority in any future engagement. No director may be engaged as a contractor of FRBH.

8. PUBLIC AVAILABILITY OF GOVERNANCE DOCUMENTS

FRBH publishes the following on its website once each has been adopted or filed:

- the Articles of Incorporation, as amended;
- the Amended and Restated Bylaws;
- the Conflict of Interest Policy;



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- the determination letter recognizing FRBH as exempt under section 501(c)(3);
 - the annual information return, as each is filed; and
 - the standards governance procedures — how the Standard is developed, approved and revised, how comment is received, and how the process is insulated from conflicts of interest.

Federal law requires FRBH to make its exemption application, its determination letter and its recent annual returns available for inspection and to supply copies on request. Publishing them satisfies the copy requirement. The Bylaws and the Conflict of Interest Policy are published because they are the two governance documents an outside reader most often needs, and because FRBH asks other organizations to document what they do.

The published description of the standards governance procedures states the development status of the Standard accurately, including that the formal public comment period has not yet occurred and that FRBH has no procedure for issuing authoritative interpretations. A description that implies a process which is not yet running would misstate the position the Standard itself discloses.

The remaining governance instruments, including this Policy, the Board Charter and the Impartiality Policy, are adopted but not published. They are held by the Secretary and may be released at the Board's direction.

The following are not published: minutes, which record deliberation and advice; individual disclosure statements, which contain the personal affairs of volunteers; and detailed financial control, banking and insurance information. Adopted resolutions, and a summary of the actions taken at each meeting, are published in their place.

No instrument is published before the Board adopts it. A draft posted as though adopted is worse than a gap.

9. RECORDS

The Secretary is custodian of the governance record. Documents are retained under the Document Retention Policy. A superseded instrument is retained, not destroyed, so that the development of the organization can be traced.

10. COMPLIANCE AND REVIEW

A failure to follow this Policy is reported to the Board, which determines the response. The Board reviews this Policy when it reviews the Bylaws and at any time on the motion of a director.