



AFP Greater Madison Board Policies

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Tips for General Board Member Operations

AFP Greater Madison Chapter

The AFP Greater Madison Chapter Board of Directors consists of members designated to work together to promote and advance the profession of philanthropy in our geographic area.

Each board position has a specific area of responsibility and all are encouraged to work together to achieve the chapter's goals.

Specifically, each director shall:

- Be an AFP member in good standing
- Attend the board orientation/planning meeting
- Attend all board of directors meetings
- Prepare a written report for all board and executive committee meetings and attend the executive committee meetings as needed
- Provide committee members with a copy of responsibilities and timeline, and inform committee members in areas of general chapter procedures and policies
- Participate in chapter activities, especially luncheon meetings, One-Day Conference and National Philanthropy Day, and serve as volunteer greeters for all functions
- Submit materials to the newsletter editor in a timely fashion
- Make a personal financial commitment to the AFP Foundation and encourage committee members to make a commitment
- Consider pursuing CFRE credentialing or other continuing education opportunities.
- Keep accurate records of activities and responsibilities for succeeding directors
- Be open to opportunities to mentor new Chapter members

**Association of Fundraising Professionals, WI Greater Madison Chapter
Conflict of Interest Policy and Nondisclosure Agreement**

Revised and Approved by the Board of Directors September 26, 2008

All members of the Board of Directors, and staff designated by the Chair of the AFP WI Greater Madison Chapter, shall be subject to this conflict of interest and nondisclosure policy. Any action by such individuals in violation of these requirements shall not be permitted unless the Board of Directors of the AFP WI Greater Madison Chapter expressly approves a waiver of specific provisions for specified circumstances.

A. Conflict of Interest

i. Members of the Board of Directors and staff must always, during the course of services for the Association of Fundraising Professionals (AFP), and the AFP WI Greater Madison Chapter (the Chapter), reflect the highest standards of ethical behavior, integrity and public responsibility.

ii. The Chapter recognizes the inherent right of members of the Board of Directors and staff to engage in outside interests and private enterprise, and the Chapter does not wish to impede these activities. However, to the extent that such outside interests may affect a transaction in which AFP and/or the Chapter is or may be involved, there is potential for an actual or perceived conflict of interest. Since AFP and the Chapter have a legal obligation to avoid private inurement, self-dealing and misuse of member funds and assets, it is the policy of AFP and the Chapter to avoid all such actual or potential conflicts of interest.

iii. A transaction between AFP or the Chapter, and members of the Board of Directors and staff, or related entity, is acceptable provided that all material facts have been disclosed and, except in the case of a charitable gift, the terms, conditions and consideration involved are commercially fair and reasonable. Any proposed activity or transaction which presents or may be a conflict of interest, shall be presented to the Chair of the Chapter or his/her designee and approved, in advance, by the board.

iv. All members of the Board of Directors and staff will be asked to sign this document upon the beginning of their service with the Chapter.

B. Nondisclosure

i. I agree that any information disclosed to me by members or staff of AFP, the Chapter, or by third parties, in connection with my membership on the Chapter Board or employment by the Chapter, will be considered privileged and confidential, including all such information relating to individual AFP members, any actions to establish, amend or implement AFP and Chapter operations, policies, plans, goals, objectives, and discussion by AFP members, AFP and Chapter staff, and third parties regarding these subjects.

ii. Confidential information shall not include information previously known to me, the general public, or previously recognized as standard practice in the field.

iii. I agree that I will hold all such privileged and confidential information in confidence during my tenure, and will not use or disclose such information except as may be authorized by AFP and/or the Chapter, and will make my best effort to prevent its unauthorized disclosure. I acknowledge that unauthorized disclosure could cause irreparable harm and significant injury to AFP, the Chapter, and AFP members. I agree that upon request, I will return to AFP or the Chapter, as appropriate, all written or descriptive matter supplied by AFP and the Chapter, including committee agendas, minutes, and supporting documents.

I have read this Conflict of Interest and Nondisclosure Agreement and agree to its terms.

Signature

Print Name

Organization/Title

Date

AFP Member Fair Behavior Policy

WI Greater Madison Chapter Board Approved September 26, 2008

AFP and its chapters are committed to providing an environment that is free of unlawful discrimination and/or harassment. AFP and its chapters prohibit harassment on their premises and in connection with activities (locally or traveling on association/chapter business) -- whether committed by staff, volunteers, officers, or by third parties. Discrimination or harassment will not be tolerated and constitutes behavior unbecoming of a member.

No AFP member or officer may threaten or insinuate, either explicitly or implicitly, that an individual's submission to, or rejection of, sexual advances will in any way influence any decisions regarding that individual's employment; wages; advancement; membership, board, or officer status; assigned duties or any other condition of employment or career/membership development. An individual's submission to, or rejection of, sexual advances shall not be used as the basis for employment or membership decisions concerning the individual.

Other harassing conduct on association or chapter premises and at association or chapter functions, or in connection with chapter activities that creates an offensive and hostile environment, whether it is in the form of physical or verbal harassment, and committed by any member or staff, is also prohibited. This includes, but is not limited to, repeated offensive language or conduct, unwelcome sexual flirtations, advances, propositions, stalking, continued or repeated verbal abuse of a sexual nature, graphic verbal comments about an individual's body, sexually degrading words used to describe an individual and the display of sexually suggestive or other offensive objects or pictures.

Unlawful discriminatory treatment which is found to be based upon an individual's race, ethnicity, age, religion, sexual orientation or other legally protected characteristic is also strictly prohibited.

Discrimination and/or harassment can occur with a single incident or through a pattern of behavior. Discrimination and/or harassment can result from a broad range of actions, which may include but are not limited to: physical or mental abuse, racial insults, derogatory ethnic jokes, unwelcome verbal or physical conduct regarding race, color, religion, national origin, sex, sexual orientation, age or disability.

Any association or chapter employee, volunteer, or member who believes that they have been subjected to harassment may -- but are not first required to -- tell the offender that his or her behavior is unwelcome and ask that it stop. In cases where the individual may feel uncomfortable confronting the alleged offender, the individual should report the matter to the Chapter President or to the President & CEO of AFP. Any association or chapter employee, volunteer, or member who has experienced an incident of sexual or other unlawful harassment or discrimination must promptly report the matter to the Chapter President or the President & CEO of AFP. Such internal complaints are

investigated promptly. If the objectionable behavior involves an individual outside of the chapter – from AFP (a member, board member, volunteer, officer, or staff member) – then the matter should be reported solely to the President of AFP. If the objectionable behavior involves the President of AFP, then the matter should be reported to the Chair of the Board of AFP.

A Chapter President is required to notify and consult with the President of AFP in connection with reports of harassment or discrimination at the chapter.

Any individual with questions about the internal process or concerns about possible harassment or discriminatory treatment is urged to seek appropriate consultation with the AFP President & CEO. No individual will suffer retaliation, reprisal or intimidation as a result of reporting an incident or behavior in good faith. Individuals who fail to follow this procedure may not only lose the opportunity to address their concerns, but may also forfeit certain legal rights, if applicable. The association maintains confidentiality in these investigations to the extent feasible and consistent with an effective investigation and resolution, and enforcement of this policy.

Persons determined to have committed acts of harassment against an AFP member, employee, or volunteer may be subject to discipline up to and including removal from chapter and AFP office, termination of employment with the Chapter, and/or revocation of AFP membership. Depending on the nature of the matter, individuals alleged to be involved in harassing or discriminating behavior may be removed from association and chapter involvement pending the resolution of the investigation.

Chapter Committee Structure Policy

AFP Greater Madison Chapter

Approved January 23, 2009

The board of *AFP Greater Madison Chapter* of the Association of Fundraising Professionals (AFP) shall create committees that are in line with the chapter's operational plan.

Committee Chair

The Chapter President shall appoint all committee chairs. Committee Chairs hold a seat on the Chapter's board of directors. Chairs are responsible for keeping records for their respective committees.

Committee Meetings

The Committee Chair shall call meetings as needed.

Maximum Lifetime Service Policy

AFP Greater Madison Chapter

Approved January 23, 2009

The *AFP Greater Madison Chapter* of the Association of Fundraising Professionals (AFP) hereby establishes policy with regards to the lifetime service of chapter board members.

In accordance with the bylaws, the term of office for members of the board shall be one year.

Subject to the provisions of these bylaws regarding vacancies, no member shall serve more than a lifetime service of eight full terms (eight full *years*) in any combination of director roles, even if time elapses between terms of director service, except the president, president-elect and immediate past president.

The term of office for all positions on the board shall commence on January 1. In accordance with the new bylaws, current board members will be grandfathered into the eight year service maximum, and total time served will begin with the year of standardized bylaw adoption. For all new board members, the total time served on the board will begin on the first day of service.

No member shall serve more than four consecutive terms (four consecutive full years) in the same board designated position.

Board members serving in the role of president, president-elect and immediate past president may serve a maximum of fourteen years, providing they serve the eight year maximum before taking the president-elect position. If a president-elect has served fewer than the eight year maximum, the time spent in the position of president, president-elect and immediate past president will count towards the eight year maximum.

Officer Terms

AFP Greater Madison Chapter

Approved December 5, 2008

Chapter officers shall serve a one year term and are strongly encouraged to serve a second term.

The Chapter Nominating Committee shall identify the slate of officers through an annual nominating process open to all membership. The slate selected by the Nominating Committee is presented to membership for approval.

The slate of officers is presented with the understanding that, following successful completion of the two year term, the President Elect will succeed the President and the President assumes role of Past President.

The presidential succession is implemented only when an officer successfully attains performance measures identified by the Chapter Board of Directors and evaluated by the Nominating Committee. Criteria may include completing tasks and roles assigned for past chapter officer and director roles and approval of succession by chapter membership on a yearly vote.

Voting Policy

AFP Greater Madison Chapter

Approved January 29, 2009

The *AFP Greater Madison Chapter* of the Association of Fundraising Professionals (AFP) hereby establishes policy with regard to all methods of voting (in person, mail, electronic) on Chapter matters.

It is the intent of this policy to allow the chapter and its members a reasonable amount of flexibility and ease in voting, while ensuring adherence to chapter bylaws, and state laws regarding voting by the members and board of directors of nonprofit corporations.

Member voting on all matters, EXCLUDING election of directors

Voting by eligible members on all matters, excluding the election of directors and officers, may be conducted in person, by mail, or electronic media provided to the extent permitted by the State of Wisconsin.

Votes of the Board of Directors

Voting by the Board of Directors at meetings of the board may be conducted in person or by electronic media to the extent permitted by the State of Wisconsin.

The Chapter President shall decide in advance of a vote what method, or combination of methods, shall be utilized in the compilation of votes on a particular issue.

Board votes taken outside a board meeting

Votes of the Board of Directors may be taken without a meeting of the board upon unanimous written consent of the board, and as allowed by state law.

All chapter officers are authorized to request a call for a vote between meetings.

In the case of a vote by the board held outside a meeting, official notice of the vote must be made to all members of the board at least five (5) business days prior to the vote.

Election of Directors and Officers

Voting to elect directors and officers shall take place in person and by written ballot or voice vote at the chapter's annual meeting as provided in the *AFP Greater Madison Chapter* bylaws.

Only eligible *AFP Greater Madison Chapter* members may participate in the vote.

Special elections

Special elections may be taken from time to time as needed, and as determined by the Chapter Board of Directors.

Voting by eligible members may be conducted in person, by mail, or electronic media provided however, that a single medium shall be employed for each vote, to the extent permitted by the State of Wisconsin.

Electronic voting

Electronic voting is defined as any electronic method, permitted by the State of Wisconsin, utilized to call, count and confirm an AFP Greater Madison Chapter vote. Acceptable methods are: telephone, mobile phone, e-mail, website form, fax, voice mail.

In the case of an electronic vote by the membership, official notice of the opportunity to vote must be made to all members at least 15 days prior to the vote.

A reasonable timeframe for receiving electronic votes from the membership shall be given after official notice is given on the issue to be voted upon, after which a count of all the votes received shall be compiled.

Electronic votes received shall be honored as if the vote from that person was given in writing, and therefore, the electronic vote carries the same weight.

The Chapter President shall decide in advance of a vote if one or more electronic voting methods shall be utilized in the compilation of votes on a particular issue.

Chapter Budget Policy

AFP Greater Madison Chapter

Approved December 5, 2008

The fiscal year of the chapter is January 1 through December 31. The chapter will prepare and follow an operating budget as required by the Association of Fundraising Professionals Chapter Accord requirements. The chapter will budget on a cash basis.

Prior to the end of the fiscal year, Treasurer shall compile information to prepare the annual budget including but not limited to the current year's budget, prior year's budget and results, year-to-date budget results, projected/anticipated income and expenses for the remainder of the fiscal year. This information shall be presented to the board. Each committee chair and board member who has primary responsibility for a function, program, committee or event that incurs expenses or generates income shall submit a proposed budget to the Treasurer.

The Treasurer shall prepare a draft budget for consideration and approval by the *board* at its December meeting. A majority vote of the full board must be received to approve the budget. The budget will be available to the chapter membership via the chapter web site.

The Treasurer will forward a copy of the approved budget to the Association of Fundraising Professionals headquarters prior to January 15 to ensure the chapter remains in accord.

Record Retention Policy

AFP Greater Madison Chapter

Approved Dec. 5, 2008

The AFP Greater Madison Chapter (the chapter) requires that various types of records be retained for specific periods of time, and that records be destroyed on a specified schedule and in an appropriate manner.

Reason for Policy/Purpose

The chapter is committed to effective records management including meeting legal standards for record retention and protection of privacy, optimizing the use of space, minimizing the cost of record retention, and properly destroying outdated records. This policy applies to all records, regardless of whether they are maintained in hard (paper) copy, electronically, or in some other fashion.

Articles of Incorporation & Certificate	Permanent
Audited year-end financial statements	Permanent
<u>Chapter Board of Directors Meeting Minutes</u>	<u>Permanent</u>
<u>Chapter Bylaws-Original & all amendments</u>	<u>Permanent</u>
Chapter Board Policies	Permanent
<u>Year-end investment statements</u>	<u>Permanent</u>
<u>Annual corporate report to state government</u>	<u>As required by state law</u>
IRS Form 990 or 990-EZ*	4 years
Bank statements, cancelled checks, vendor invoices	4 years
Annual roster of Chapter Officers	3 years
Chapter Committee Meeting Minutes	3 years
Correspondence, program materials	3 years

CHAPTER MAILING LIST POLICY

*WI Greater Madison Chapter
Approved September 26, 2008*

The WI Greater Madison Chapter of the Association of Fundraising Professionals hereby establishes policy with regard to the sharing of its member contact information.

- The chapter will never authorize release of the email addresses, phone/fax numbers of members to outside organizations for any purpose.
- The chapter will abide by the legal requirement to respect all “do not mail” and “do not email” restrictions as coded in the AFP IHQ database and shall not include these members on any mail/email lists.
- The chapter shall designate the Chapter Administrator to coordinate all requests for mailing lists to ensure that there are no duplications or omissions. The Chapter Administrator shall be authorized to approve “content” of material to be mailed to the chapter mailing list and to forward questionable content to the Board of Directors for final approval. The chapter reserves the right to refuse any request for the chapter’s mailing list.
 - A fee of \$75 per mailing list usage will be charged to non-members.
 - No fee will be charged to chapter members.
- The chapter will facilitate eblasts to the members on behalf of other approved groups (other AFP chapters, other local nonprofits, etc). Once “content” has been approved by the Chapter Administrator and the President, the eblast will be sent by an AFP chapter representative on behalf of the group initiating the request.
 - A fee of \$75/eblast will be charged to non members.
 - No fee will be charged to members.
 - The following disclaimer will be included on eblasts sent on behalf of non members:
“This message is provided to you for informational purposes and shall not be construed as endorsement by the (chapter name) of the product or organization that has purchased this transmission to our members.”

Check Writing Policy

AFP Greater Madison Chapter

Approved December 5, 2008

All expenses incurred on behalf of the AFP Greater Madison Chapter have been approved by the board during budget review. This process allows the AFP Greater Madison Chapter to prepare for its cash flow needs and make adjustments as necessary for unbudgeted expenses.

Purpose of Chapter checking account. The Chapter's checking account is used in the management of the Chapter's ongoing financial operations. The account may be held at any FDIC-insured financial institution, in an interest-bearing account, selected by the Board of Directors. The President and the Treasurer are the only board members with the authority to open and close monetary accounts as needed to facilitate the chapter's needs.

Location of Chapter checkbook. The checkbook will be physically located at the Treasurer's office. It must be locked and secured when not in use.

Identity of signators. Signators on the account are the Chapter Administrator, Chapter President, and Chapter Treasurer. Signature cards will be amended at the beginning of each calendar year, preferably during the month of January.

Number of signatures required. One signature is required on all checks. The Treasurer provides a check register to the Board President on a monthly basis.

Processing of checks. Checks may be processed when accompanied by an invoice or itemized receipt for reimbursement. Payment will be made in 30 days or less with proper documentation.

Approval of budgeted and unbudgeted expenses. Board approval is required for any unbudgeted expense.

Whistleblower Protection Policy
AFP Greater Madison Chapter

Approved December 5, 2008

The Organization prides itself on its adherence to federal, state, and local laws and/or regulations, including business ethics policies. As such, even though it is not obligated to do so, the Organization has decided to voluntarily adopt a whistleblower protection policy. Pursuant to this policy, any member who becomes aware of any violation of federal, state, or local law or regulation, including any financial wrongdoing, should immediately report the violation to the Chapter President to allow the organization to investigate and, if applicable, correct the situation or condition.

If the Chapter President is involved or is believed to be involved in the matter being reported, members may, in the alternative, make a report to the Organization's legal counsel at IHQ. The Organization will conduct an investigation and take appropriate action within a reasonable period of time. Such complaints will be held in confidence to the extent the needs of the investigation permit.

"Financial wrongdoing" may include, but is not limited to:

- questionable accounting practices;
- fraud or deliberate error in financial statements or recordkeeping;
- deficiencies of internal accounting controls;
- misrepresentations to company officers or the accounting department (including deviation from full reporting of financial conditions).

If any member reports in good faith what the member believes to be a violation of the law and/or financial wrongdoing to the Organization, its legal counsel, or to a federal, state, or local agency or assists in an investigation concerning financial wrongdoing, it is the Organization's policy that there will be no retaliation taken against the member.

Members are reminded of the importance of keeping financial matters confidential. Members with questions concerning the confidentiality or appropriateness of disclosure of particular information should contact the Chapter President.