

**FTAD Board Policies**  
**Authority to Conduct FTAD Business**

Philosophy: The business of FTAD shall be conducted using the policy governance model in defining the roles of the Board of Directors, Executive Director, staff, and committees.

Policy: In accordance with its by-laws, the Board of Directors of FTAD shall be responsible for setting the mission, direction and policies of FTAD, hiring, compensation, and supervision of the Executive Director, and generating revenues for the successful operation of FTAD.

The Executive Director is authorized to take all actions necessary to conduct the business of FTAD, subject to the constraints of:

- Applicable federal, state, and local laws;
- FTAD By-laws;
- Policies as set by the Board of Directors;
- Annual FTAD operating budget as approved by the FTAD Board of Directors.

This authorization includes, but are not limited to:

- Hiring, setting compensation, and firing of staff except the Executive Director
- Creating, changing, and eliminating staff positions; supervision of staff; creation and modification of job descriptions
- Creating, modifying, and supervising accounting and bookkeeping functions in accordance with Generally Accepted Accounting Principles (GAAP).
- Creating, modifying, and supervising operating policies and procedures not specifically prescribed by Board of Directors policies.
- Entering into contracts on behalf of FTAD
- Supervision of FTAD committees and volunteers

The Executive Director shall provide the Board of Directors with timely informational reports on the management of FTAD to allow the Board of Directors to properly supervise the work of the Executive Director.

Should there be a conflict between two or more FTAD policies, or between FTAD policies and the law or common business practice, the Executive Director may request that the Board provide direction in the form of a new or modified policy, resolution of direction, or other indication of Board preference. Unless the Board creates a new policy or changes an existing policy, the Executive Director is not bound by the advice of the Board of Directors.

## **FTAD Board Policies** **Board Meeting Preparation**

*Philosophy:* Board meetings should be run as efficiently as possible to maximize productivity. Board members shall have an opportunity to prepare for handling the business of FTAD.

### **Agenda Call**

At least 45 days prior to a scheduled Board meeting, the Executive Director shall advise Board members, Committee Chairs, and other interested parties, in writing and via e-mail, of the date, time, and location of the meeting.

The Executive Director shall at that time request that Officers, Board members, and Committee Chairs submit written reports, proposed resolutions, and any other business for the consideration of the Board.

All items shall be sent to the FTAD office to be received at least three weeks prior to the start of the meeting to allow adequate time to prepare an agenda and work papers.

### **Agenda Format**

The Board Agenda shall be in the “Consent / Information / Debate & Discussion” format.

Consent – Items that need formal approval but not necessarily discussion (ie pro-forma resolutions)

Information – Items that do not need approval, but that the Board acknowledges

Debate and Discussion – Items that need discussion and Board approval

After the Call to Order and Attendance, the agenda is reviewed and finalized. Board members may request, upon proper motion, second, and majority vote, that items be moved from one category to the other. Once items are so moved, the Board shall vote to approve the agenda.

Once the agenda is approved, the Consent agenda is approved and Information agenda received by the Board with single motions, seconds, and majority votes on each.

Then, each item in the Debate and Discussion agenda are considered individually by the Board.

### **Work Papers (Regularly Scheduled Meetings)**

The President and Executive Director shall prepare a written agenda for each Board Meeting.

Reports are to be sent to the Executive Director to be received at the FTAD offices at least three weeks before the scheduled start of the meeting.

The Executive Director will ensure that the written agenda and workbook materials are prepared and mailed to Board Members, so that it is received at least one week prior to the start of the meeting.

Additional materials received after the primary workbook is mailed may be sent later, or distributed at the Board meeting, at the discretion of the Executive Director.

**FTAD Board Policies**  
**Fiscal Management - Budget**

*Philosophy:* FTAD will operate within a balanced budget each fiscal year.

*Approval:* The Executive Director, in consultation with the Board Treasurer and others as the Executive Director sees fit, will prepare an operating budget for the upcoming fiscal year. The ED shall submit the proposed budget to the Board of Directors at the last regularly scheduled meeting of the fiscal year for approval.

If a budget for the new fiscal year is not approved prior to the end of the fiscal year, the Executive Director shall operate FTAD under the existing operating budget until a new budget is approved.

*Management:* Once the the Board of Directors approves the annual budget, the Executive Director is authorized to manage the affairs of FTAD within the aggregate amount of the budget without additional Board approval.

The Executive Director is authorized to:

- Shift line item amounts within the aggregate amount of the budget.
- Reduce line item expenses as needed for shortfalls in income
- Increase line item expenses by up to ten percent of the annual budget where there is an demonstrable equal increase in aggregate revenue

Such changes shall be reported to the Board President and Treasurer before going into effect.

The Executive Director shall provide the Board with a report comparing budget figures with actual expenses at each Board meeting, and report any authorized budget adjustments at the next regular Board meeting.

**FTAD Board Policies**  
**Fiscal Management – Expense Reimbursement**

*Philosophy:* FTAD will reimburse involved volunteers and staff for authorized expenditures in a timely manner.

Travel – Reimbursement for expenses incurred for FTAD business:

Board members (attending Board meetings) & Committee Members attending Committee or Board meetings where requested – Air travel up to cost of 14 day advanced reservation, coach travel, hotel room on property of meeting, or of equal or less cost, and \$50 per day (\$25 dinner, \$15 lunch, \$10 breakfast) for meals where meals aren't otherwise provided by FTAD.

Staff – Air travel coach travel, moderately priced hotels unless attending FTAD or other approved event located at that hotel or otherwise specified in employment contracts; meals for self and others as necessary in the performance of their job responsibilities.

Reimbursement criteria may be modified in case of emergency; such situations must be reviewed by the Board of Directors at its next scheduled meeting.

Car Mileage – For approved travel (defined as regular or emergency Board Meetings, or regular committee meetings, and as assigned by the President or Executive Director), at the IRS approved rate at the time of travel.

Other: Unless otherwise prescribed by the Board of Directors, the Executive Director shall establish policies and procedures for reimbursement of FTAD related expenses incurred by Board members, staff, and volunteers.

All expenses must be submitted, on standard forms, to the Executive Director within 30 days of the expense being incurred.

**FTAD Board Policies**  
**Fiscal Management – Reserves**

*Philosophy:* To the extent possible, FTAD will develop and maintain reserve funds to assure continuity of operations.

*Growth:* The Executive Director is authorized to allocate operating surpluses as follows:

First - 6 months of operating revenue, created by allocating fifty percent of year-end operating surpluses.

Second – \$100,000 of capital funds, created after operating reserve is fully funded, by allocating 50% of any year end surpluses

Once the operating and capital reserve funds are fully funded, the Executive Director shall propose to the Board of Directors changes to the reserve policy.

*Use:* Operating and/or capital reserves can be “borrowed” for cash flow purposes, from up to 25% of current principal for up to six months, with approval of the Board, or the Board President and Treasurer if cash is required before the next regular Board meeting.

Other than described above, the use of operating reserves or capital reserves may only occur with approval of the Board of Directors.

**FTAD Board Policies**  
**Fiscal Management – Operating Surpluses**

*Philosophy:* Operating surpluses shall be utilized to further the purposes of FTAD. Where not otherwise specified by the Board, such surpluses are to be allocated by the Executive Director.

*Use:* The Executive Director is authorized to allocate any operating surpluses that are not otherwise allocated to building operating or capital reserves, for customary business purposes, as he sees fit, for the betterment of FTAD.

Approved uses might include, but are not limited to: funding to create new staff positions; bonuses to staff; capital expenditures; establishment or supplement of reserve funds.

The Executive Director shall report the allocation of any such surpluses to the Board of Directors at its regularly scheduled meeting in conjunction with regular financial reporting.

**FTAD Board Policies**  
**Fiscal Management - Insurance**

*Philosophy:* FTAD shall be reasonably covered by insurance, as required by law and customary business practice.

The Executive Director shall secure insurance policies as required by law. In addition, the Executive Director shall secure general liability, directors & officers, and other insurance as appropriate by on-going operations (ie property, fire, auto for owned or leased vehicles, cancellation for meetings, etc.), and at amounts either required by law or reasonable based on the business needs of FTAD.

The Executive Director shall provide the Board of Directors with an annual reporting of types and amounts of insurance, and report on any significant changes in coverage between annual reports.

## **FTAD Board Policies**

### **Personnel**

#### **General:**

FTAD shall comply with all applicable personnel laws.

The Board of Directors is responsible for hiring and supervising the Executive Director, and setting the Executive Director's salary. The Executive Director is responsible for hiring and supervising all other staff and setting their salaries.

#### **Salaries**

Staff salaries are confidential. Board members shall not disclose the Executive Director's salary to non-Board members. The Executive Director, and staff responsible for processing payroll, shall not disclose other staff salaries to the Board of Directors (except as an aggregate amount for budget monitoring purposes) or other persons.

#### **Benefits**

The Executive Director is authorized to develop and implement a benefits program for paid staff, in order to maximize staff retention.

Such benefits shall be within constraints of the Board approved budget.

The Executive Director shall provide the Board with an annual report of aggregate benefits provided to staff.

#### **Policies**

The Executive Director is authorized to establish FTAD personnel policies. Such policies shall apply to all FTAD staff members, except as may be covered in individual employment contracts. All such policies shall comply with all applicable laws.

The Executive Director shall advise the Board of Directors of any changes to personnel policies at the next regular Board meeting after such changes are put into effect.