



**ASSOCIATION OF
SCHOOL BUSINESS OFFICIALS
INTERNATIONAL**

Association of School Business Officials International
44790 Maynard Square, Suite 200
Ashburn, VA 20147
Tel. 866.682.2729

www.asbintl.org

POLICY MANUAL

FOREWORD TO THE POLICY MANUAL

Terms used to refer to the Board of Directors and the Association in the Policies of the Association may vary as a consequence of the drafting of policy language at the time the policies were prepared. The various uses of terms are understood to have a common meaning and should be interpreted accordingly. Examples of such variations for the Association of School Business Officials International and the Board of Directors are as follows:

Association of School Business Officials International: ASBO, the Association

ASBO International Board of Directors:

Full Board, ASBO International Board, Board, Board of Directors

TABLE OF CONTENTS

FOREWORD TO THE POLICY MANUAL	1
1. General Policy.....	6
1.1. ASBO International Mission.....	6
1.2. ASBO International Purpose.....	6
1.3. ASBO International Acronym and Logo.....	6
1.3.1. Affiliate Use of ASBO International Logo.....	6
1.3.2. Exhibitor Use of Conference Logos	7
1.3.3. Corporate Partner Logo Use	7
1.4. Affiliate Organizations	7
1.4.1. Procedure for Affiliation	7
1.4.2. Termination of Affiliate Relationship.....	8
1.5. Policy Regulation.....	9
1.5.1. Formulation, Adoption, and Amendments	9
1.5.2. Maintenance	10
1.5.3. Distribution.....	10
2. Board of Directors	11
2.1. Role of the Board	11
2.2. Duties of the Board of Directors	11
2.3. Apparent Authority	12
2.4. Board of Directors Member Orientation.....	12
2.5. Meetings	12
2.5.1. Executive Session	13
2.5.2. Work Session	13
2.5.3. Agenda and Consent Agenda	14
2.5.4. Meeting Materials and Minutes	14
2.5.5. Board Attendance.....	15
2.5.6. Visitors to Board Meetings.....	15
2.6. Parliamentarian/Rule of Order	16
2.7. Board Self-Evaluation.....	16
2.8. Code of Conduct.....	16
2.8.1. Confidentiality	17
2.9. Annual Elections.....	17
2.10. Spouses and Guests Attending ASBO International Functions	17
2.11. Past Presidents Attending the Annual Conference & Expo	17
3. President.....	18
3.1. President Expenses and Recognition	18
3.2. President’s Gift.....	19
4. Executive Director	19
4.1. Executive Director	19
4.2. Headquarters Organizational Structure.....	20
4.3. Evaluation and Compensation.....	20

4.3.1.	Compensation	20
4.4.	Expenses.....	21
5.	Travel and Reimbursement Guidelines	22
5.1.	Travel Authorization	22
5.1.1.	Personal Funds	22
5.1.2.	Vacation in Conjunction with Business Travel.....	22
5.1.3.	Cancellations	23
5.1.4.	Exceptions	23
5.2.	Methods of Transportation.....	23
5.2.1.	Airfare	23
5.2.2.	Rail Transportation.....	23
5.2.3.	Vehicles.....	23
5.3.	Expense Reporting and Reimbursements	24
5.3.1.	Meals.....	24
5.3.2.	Business Expenses	24
5.3.3.	Parking and Tolls	24
5.3.4.	Miscellaneous Transportation	25
5.3.5.	Visas, Passport Fees, and Immunizations.....	25
5.3.6.	Non-reimbursable Travel Expenses	25
6.	Business Affairs	26
6.1.	Antitrust Avoidance.....	26
6.2.	Conflict of Interest	26
6.2.1.	Individuals Covered	27
6.2.2.	Facilitation of Disclosure.....	27
6.2.3.	Procedure to Manage Conflicts.....	27
6.3.	Whistleblower Protection	27
6.3.1.	Encouragement of Reporting.....	27
6.3.2.	Protection from Retaliation	28
6.3.3.	Where to Report	28
6.3.4.	Process of Action	28
6.4.	Auditor and Attorney	29
6.4.1.	Employment of Auditor and Attorney.....	29
6.4.2.	Auditor	29
6.4.3.	Attorney	29
6.5.	Budget/Budgeting System	30
6.6.	Income Management	30
6.6.1.	Investments	30
6.7.	Control of Funds	32
6.7.1.	Cash Reserves.....	32
6.7.2.	Operating Reserve	32
6.7.3.	Capital Reserve	32
6.8.	Signatory Authority and Disbursement Policy.....	33

6.8.1.	Contracts and Agreements.....	33
6.8.2.	Contract Extension and Renewal	34
6.8.3.	Contract Reporting	34
6.8.4.	Procurement Process	34
6.8.5.	Emergency Purchases	35
6.9.	Legal Audit.....	35
6.10.	Naming of Facility	36
6.11.	Lease Space	36
6.12.	Document Retention and Destruction	36
6.12.1.	Rules.....	36
6.12.2.	Terms for Retention.....	37
6.12.3.	Exceptions	38
6.13.	Bonding of Officers	38
6.14.	Insurance Coverage	38
6.14.1.	General Liability Insurance.....	38
6.14.2.	Directors and Officers Liability (D&O) Insurance.....	38
6.14.3.	Fiduciary Bond	38
6.14.4.	Convention Cancellation Insurance	38
6.15.	Credit Cards.....	39
7.	Membership	39
7.1.	Dues.....	39
7.2.	Voting Eligibility.....	40
7.3.	Voting Membership Categories	40
7.3.1.	School Business Professional Member.....	40
7.3.2.	Affiliate Executive Director	41
7.3.3.	Emeritus Member	41
7.3.4.	Life Member.....	41
7.4.	Nonvoting Membership Categories.....	41
7.4.1.	District-Level Membership	41
7.4.2.	Publications Member	41
7.4.3.	Industry Supplier	42
7.4.4.	Affiliate Member.....	42
7.4.5.	Affiliate Staff.....	42
7.4.6.	Complimentary Member	42
7.5.	Diversity, Equity, and Inclusion	42
7.6.	Member Privacy	42
7.6.1.	Electronic Privacy Guidelines.....	43
7.7.	Revocation of Membership.....	43
8.	Programs and Services.....	44
8.1.	Community Partner/Industry Relationships	44
8.1.1.	General Principles	44
8.1.2.	Corporate Guidelines	44
8.1.3.	Organizational Review.....	44

8.2.	Joint Venture	45
8.2.1.	Review and Approval	45
8.2.2.	Tax Exemption Requirement.....	45
8.3.	Education Hours.....	46
8.3.1.	Certified Administrator of School Finance and Operations (SFO) Contact Hours.....	46
8.3.2.	Continuing Professional Education (CPE) Credit	46
8.3.3.	Certified Association Executive (CAE) Credit	47
8.4.	Professional Development Events.....	47
8.5.	Refund Policy.....	47
8.6.	Research Policy	47
9.	Committees	48
9.1.	Committee Structure	48
9.2.	Strategic Goals	48
9.3.	Committee Liaisons.....	48
9.4.	Authority.....	48
9.5.	Committee Original Works.....	48
9.6.	Independent Commissions	48

1. GENERAL POLICY

1.1. ASBO International Mission

The Association of School Business Officials International is a professional association that provides programs and services to promote the highest standards of school business management practices, professional growth, and the effective use of educational resources.

1.2. ASBO International Purpose

ASBO International's purpose is to enhance the profession of school business management, improve the performance of the school districts in which members work, assist members and their districts to deal effectively with the changing environment, provide a forum for the exchange of information and ideas among professionals, and keep legislative bodies, government agencies, and members of the education community informed of ASBO International's position on key issues.

This is accomplished through networking, mentorship, seminars, workshops, publications, legislative advocacy, and cooperation with other professional organizations and accredited colleges and universities.

(Policy adopted: 12/87 and amended: 10/89; 10/98; 07/00; 10/02; 07/04)

1.3. ASBO International Acronym and Logo

"ASBO" is the official acronym for the Association of School Business Officials International.

The ASBO International logo may be used on ASBO International materials, membership cards, application forms, publications, and on certain jewelry and other related items.

The Executive Director is authorized to expand the use of the ASBO International logo through the sale of additional related items.

(Policy adopted: 12/87 and amended: 10/89; 07/92; 07/04; 11/20)

1.3.1. Affiliate Use of ASBO International Logo

The official ASBO International logo is for the exclusive use of the Association and its Affiliates.

It is recommended that the various Affiliates consider using this official seal in connection with their own insignia. The following methods can be used:

- The logo can be printed within the outline of the Affiliate’s political division.
- The logo can be printed within the outline of the Affiliate’s existing emblem.
- The state outline can be imposed upon the logo.

1.3.2. Exhibitor Use of Conference Logos

Exhibitors may use the Annual Conference & Expo exhibitor logo upon approval, but may not use the official ASBO International logo.

(Policy adopted: 12/87 and amended: 11/20)

1.3.3. Corporate Partner Logo Use

Corporate Partners may use the Corporate Partner logo affiliated with their partner level, upon approval, but may not use the official ASBO International logo.

(Policy adopted: 12/87 and amended: 10/89; 07/90; 07/92; 07/03; 07/04)

1.4. Affiliate Organizations

ASBO International will develop collaborative strategies focused on state and provincial Affiliates that are designed to enhance both organizations and to enhance the membership experiences for all members, particularly those who are members of the state or provincial Affiliate and ASBO International.

(Policy adopted: 12/87 and amended: 10/89, 11/20)

1.4.1. Procedure for Affiliation

State/Province/Country associations founded on the same values and principles as ASBO International operating at state, province, regional, and national levels, promoting the profession of school business, and supporting local school business officials can formally affiliate with ASBO International through the signing of the Affiliation Agreement.

Recognition of an ASBO International Affiliate will first be referred to the Executive Committee for review and recommendation. Upon review and approval, the recommendation will be forwarded to the ASBO International Board of Directors for a motion to approve. Consideration will be given to existing ASBO International Affiliate agreements.

An agreement will be entered into by both ASBO International and the Affiliate to

formalize that:

- ASBO International and the Affiliate wish to cooperate to promote excellence in education and the service of students and improve efficiencies of school business management at all school levels.
- The Affiliate wishes for ASBO International to assist the Affiliate in matters of common interest and value.
- ASBO International and the Affiliate wish to affirm their mutual commitment of cooperation and service to the school business profession by renewing their affiliation.

Minimum Requirements for Affiliate Status Are:

- Valid incorporation under law.
- Organized and operated in conformity with all applicable laws, regulations, and ordinances.
- Agreement to promote excellence and improve efficiencies of school business management consistent with the mission of ASBO International.
- Membership by the Executive Director, or if no acting Executive Director the Affiliate President, in ASBO International.
- Collaboration with ASBO International to encourage membership and participation in both the Affiliate and ASBO International.
- Disclosure by the Affiliate of potential conflicts of interest.

While ASBO International and its Affiliates work together closely to ensure school business officials receive the support and resources they need, memberships with ASBO International and its Affiliates are separate. Membership may be held in ASBO International, in an ASBO International Affiliate, or both.

ASBO International will not be accountable or responsible for any financial commitments or obligations of the Affiliate.

1.4.2. Termination of Affiliate Relationship

ASBO International or an Affiliate of ASBO International may terminate the Affiliation Agreement for any reason, without cause, as outlined in the Affiliation Agreement.

Either party may terminate an Affiliation Agreement for cause upon giving the other party written notice as outlined in the Affiliation Agreement and providing the opportunity to cure if the other party is in breach or non-compliance with any term in the Affiliation Agreement. Termination either with cause or without cause requires a vote by the ASBO International Board of Directors.

Upon termination of the Affiliation Agreement, the Affiliate must remove any language/use of the ASBO International logo and ASBO International and the Affiliate must remove anything identifying the Affiliate as an ASBO International Affiliate.

In the event a former Affiliate wishes to reinstate the Affiliate relationship, the Affiliate is required to reapply for Affiliate status following the procedures outlined in Section 1.6.1.

1.5. Policy Regulation

The ASBO International Board of Directors' most important function is the establishment of policy. The purpose of policies is to protect and steer the staff and the Board as they fulfill the mission of the Association. They are a reference tool for appropriate action, ethical decision making, and dealing with potential or actual conflicts.

It is essential that the ASBO International Board of Directors has a system to maintain and distribute its published policy statements and administrative rules and regulations.

(Policy adopted: 10/19 and amended: 11/20)

1.5.1. Formulation, Adoption, and Amendments

The Board of Directors will depend upon its Policy Committee and the Executive Director and will consider input from the membership to formulate and submit items for policy consideration.

It is the responsibility of the Policy Committee to formulate, draft, and submit policy issues for Board consideration. To give all policy proposals due consideration, all recommendations for adoption or amendment will:

- Be submitted to the Board in writing; and
- Require two readings before the Board.

All policy amendments or adoptions will be read into the minutes at a Board meeting, at which time it will be noted within the minutes. No motion will be required at the first reading. A second reading of the amendment or adoption will be read into the minutes as a formal motion and duly acted upon by the Board prior to adjournment of the Board meeting. Only those statements that are formally adopted by a majority Board vote and recorded in the minutes are official Board policy. Pursuant to Board policy, the minutes will reflect the actual changes made to Board policy.

In the event of special circumstances, the operation of any Board policy, including those governing its own operating procedures, may be suspended by a two-thirds majority vote of the Board. This, however, will not apply to any Board policy

established by law or by contract.

(Policy adopted: 10/19 and amended: 11/20)

1.5.2. Maintenance

To ensure it is current, the Policy Manual will be reviewed every three years on a cycle as stated below. As needed, the Board of Directors can review and amend any policy at any point during the year.

Year 1

- Section 1: General Policy, Section 2: Board of Directors, Section 3: President, Section 4: Executive Director

Year 2

- Section 5: Travel and Reimbursement Guidelines, Section 6: Business Affairs

Year 3

- Section 7: Membership, Section 8: Programs and Services, Section 9: Committees

(Policy adopted: 10/19 and amended: 11/20)

1.5.3. Distribution

Board policy must be available in electronic format to Board members, Affiliate Executive Directors, and ASBO International members.

(Policy adopted: 10/19)

2. BOARD OF DIRECTORS

The Board of Directors will carry out the Association membership's will as prescribed by the membership and the Association's Bylaws.

(Policy adopted: 12/89 and amended: 11/20)

2.1. Role of the Board

The Board of Directors serves in three functional roles:

1. Setting Association Direction
 - Setting the vision, mission, and purpose of the Association
 - Establishing goals and objectives
 - Defining the strategic plan
 - Establishing broad-based policies
2. Ensuring Adequate Resources
 - Selecting the Executive Director and approving the contractual agreement between the Board and the Executive Director, assessing the Executive Director's performance, and determining provisions for separation or termination
 - Establishing the budget philosophy and approving the annual budget appropriations
3. Providing Program Oversight
 - Selecting the independent auditor and approving the annual audit after review and recommendation by the Audit and Finance Committee
 - Conducting an appeal process for revocations of membership after such action is deemed appropriate by the Ethics Committee
 - Approving joint ventures with third parties

(Policy adopted: 12/89; amended: 07/04; 11/20)

2.2. Duties of the Board of Directors

The duties of the Officers and Directors of the Association are specified by the Association's Bylaws. Consequently, the Bylaws can be altered only by a vote of the membership.

The Executive Director will compile and maintain an administrative regulation listing of the duties and responsibilities of each of these categories based upon the Functional Areas of Engagement document that is approved yearly.

(Policy adopted: 12/89 and amended: 02/14; 11/20)

2.3. Apparent Authority

This policy provides guidance concerning authorization to make public statements on behalf of or as a representative of the Association of School Business Officials International, and the manner in which public statements should be handled procedurally.

It is the policy of the Association, including the Board of Directors and staff, that no public statements may be made, either verbal or written, that conflict with the official position or policy of the Association. By virtue of their position, Association leaders' statements may be perceived by the public as official and made on behalf of the Association.

Accordingly, when making public statements, an Association Board member or staff member should clearly state whether he/she is speaking on behalf of the Association when authorized to do so, and when he/she is speaking in his/her personal capacity. Board members may be given ASBO International business cards and must access letterhead through the Executive Director. Staff will prepare letters for Board members that are sent on behalf of the Association while retaining a copy in official Association files.

(Policy adopted: 10/19)

2.4. Board of Directors Member Orientation

New Board of Directors members will participate in orientation and training so they can understand the Board's functions, policies, and procedures and best represent and govern the Association. Training sessions will be held at least annually.

Each new Board member will receive a Board leadership manual, which is to be updated annually.

The leadership manual and orientation will cover various topics, including but not limited to the governing documents of the Association, recent Board meeting minutes, list of volunteer leaders, etc.

(Policy adopted: 06/06 and amended: 11/20)

2.5. Meetings

All Board of Directors actions will be taken only in official Board meetings that are called, scheduled, and conducted according to the Bylaws and policies.

Except in emergencies, the Board will not decide upon any considered question before examining and evaluating all information. The Executive Director will have the

opportunity to examine and evaluate all information and recommend action before the Board makes a decision.

A majority of the Board must be present (in person, by telephone, by video, or by other similar means) at a duly called meeting of the Board of Directors in order for there to be a quorum for the transaction of business.

Because a thorough discussion of ASBO International business is vital to ensure proper governance and management, there will be a minimum of three face-to-face meetings of the Board annually. Two of the meetings will be held in conjunction with other meetings: the Executive Leadership Forum and the Annual Conference & Expo. The third meeting date and location will be recommended by the President as part of the Annual Board of Directors Calendar.

The full costs for each Board meeting will be covered by ASBO International. This includes airfare, lodging for the duration necessary to complete ASBO International business, meal reimbursement, event registration, and any associated special events approved by the Executive Director and President.

Every effort will be made to negotiate upgraded lodging or other facility enhancements when they can be negotiated at no additional cost to the Association.

The travel policy will govern expenses of individual Board member travel.

Expenses incurred by the Executive Committee and/or ASBO International Board as a whole will be approved in advance by the President or Executive Director.

(Policy adopted: 06/06 and amended: 02/14; 11/20)

2.5.1. Executive Session

An Executive Session is a closed-door session in which staff, advisors to the Board, and other attendees or guests would not participate unless they are specifically requested to be present. Prior to calling an Executive Session, the Board must pass a motion to identify the topics to be discussed.

(Policy adopted: 06/06 and amended: 11/20)

2.5.2. Work Session

A Work Session is a session in which Board and staff participate. Other attendees or guest might be invited to participate if they are specifically requested to be present. No official Board action will be taken at a Work Session.

(Policy adopted: 11/20)

2.5.3. Agenda and Consent Agenda

The President and Executive Director will prepare the agenda for each meeting. All necessary information about each agenda item should accompany the agenda to allow for intelligent discussion and decision making on any issue. A Board meeting packet will also include the Executive Director's recommendations, along with supporting reasons, on any matter requiring Board action.

In consultation with the Board of Directors, the President may place items (i.e., committee, Affiliate, and staff reports) on a consent agenda. By using a consent agenda, the Board agrees to group consideration of these items under a single motion. Consent items usually do not require discussion or explanation prior to Board action, are non-controversial, and/or similar in content, or have already been adequately discussed and/or explained. Such agenda items might include ministerial tasks, including approval of agendas, minutes, bills, reports, etc. They might also include similar groups of decisions, such as approval of staff contracts, finances, and reports.

An individual Board member may remove items from the consent agenda by making a request to the President. A request is timely if made prior to the vote on the consent agenda and does not require a second or a vote by the Board. An item removed from the consent agenda will then be discussed and acted on immediately following the consideration of the consent agenda, or in an appropriate place on the agenda, i.e., old business or new business.

(Policy adopted: 06/06 and amended: 02/14)

2.5.4. Meeting Materials and Minutes

Meeting materials will be distributed to the Board seven days prior to the official Board meeting.

The Executive Director or designee will prepare the minutes of all regular and special meetings of the Board of Directors, the Executive Committee, and other meetings the Board may specify. The Executive Director or designee will carefully record all motions, the names of those who make and second the motion, and the results of the vote on the motion.

The minutes of all meetings will be approved by the Board and signed by the President and Executive Director as the first act of the regular meeting.

All documents that are noted to be a part of the minutes will be attached to the original copy of the minutes. The original minutes and attachments will be maintained in an orderly and readable manner.

Minutes up for approval will be distributed to the Board prior to the next Board meeting. Once approved, minutes will be made public on the ASBO International website and will be made available to the Association's auditor. Minutes will be maintained as identified in the Document Retention Policy.

(Policy adopted: 06/06 and amended: 02/14; 11/20)

2.5.5. Board Attendance

It is understood that members of the Board have received support and approval from their home district prior to taking office. While extenuating (urgent or emergency) circumstances might arise, it is expected that members of the Board have made a commitment to serve ASBO International in their respective capacity for the length of their term. As such, Board members are expected to attend Board meetings in their entirety as indicated on the official Board meeting schedule, as well as the Annual Conference & Expo and the Executive Leadership Forum. In addition, Board members are expected to make every effort to participate in the monthly conference call meetings. Extenuating circumstances that constitute an excused absence include urgent or emergency situations relative to job-related duties, family matters, and health reasons.

If a Board member misses one face-to-face meeting and or conference call within the calendar year that is unexcused by the President, the President will counsel him/her regarding their service and commitment to ASBO International. If the same Board member misses a second meeting or conference call during the calendar year that is unexcused by the President, the Board will have grounds to proceed with removal of the Board member and he/she will be replaced in accordance with the Bylaws of the Association.

(Policy adopted: 11/12 and amended: 11/20)

2.5.6. Visitors to Board Meetings

Due to the nature of the Association's business, it may be necessary for individuals other than Board members, staff, advisors to the Board, and other attendees or guests to attend regularly scheduled Board meetings. The Board welcome outside visitors and encourages input from various associations, companies, societies, and members.

To accommodate requests from visitors who wish to attend Board meetings, the following procedures must be followed:

- An individual must make his/her desire to attend a Board meeting known to the President and the Executive Director.
- The Executive Director will confirm the visitor's request to attend a Board meeting by providing the visitor with the date, time, and location of the Board

meeting.

- Visitors will be responsible for all expenses to the meeting destination, including airfare, lodging, and meals. ASBO International will not pay visitor expenses unless prior arrangements are made.
- Visitors may attend only as observers unless prior arrangements have been made to discuss an issue.
- A visitor who wishes to discuss an issue before the Board must deliver to the President and Executive Director his/her written request along with supporting materials at least two-weeks prior to the Board meeting. The request must explain the issue's purpose so that adequate agenda time can be scheduled.
- The President or Executive Director will provide the visitor with written acknowledgment if an issue will be placed on the agenda and indicate how much time will be allowed for it.
- Visitors will not receive Board meeting agendas and materials until the day of the Board meeting. However, there may be circumstances that require an invited visitor to receive Board materials or portions of Board materials prior to the meeting. The dissemination of such materials prior to the meeting will be at the discretion of the President.
- Visitors will not be permitted to attend Executive Sessions.

(Policy adopted: 07/02 and amended: 07/04; 09/06; 11/20)

2.6. Parliamentarian/Rule of Order

As provided in the Bylaws, the Immediate Past President will serve as the Association's official Parliamentarian.

Robert's Rules of Order will be followed in all instances not covered by the Bylaws.

2.7. Board Self-Evaluation

The Board members will conduct an annual self-evaluation to assess their own performances individually and collectively and evaluate Board performance relative to strategic planning and overseeing the Association and its needs.

(Policy adopted: 11/20)

2.8. Code of Conduct

Board candidates are required to receive a copy of the Code of Conduct upon nomination and must sign the code prior to installation. On an annual basis, Board members will re-sign the Code of Conduct.

Board members who have concerns regarding compliance with the Code of Conduct

should raise those concerns with the President. In the unlikely event that a waiver of this Code for a Board member would be in the best interest of the Association, it must be approved by a unanimous vote of the Board.

(Policy adopted: 12/87 and amended: 10/89; 07/92; 10/98; 07/04; 06/06, 10/12; 11/20)

2.8.1. Confidentiality

The responsibility of the Board and staff includes access to confidential information about Association litigation/legal issues, human resources, and other matters. Board and staff will work to maintain each other's trust, as well as that of Association members by not breaching confidentiality. The Association recognizes that it is volunteer organization that must be transparent in the areas that do not fall in the area of litigation/legal issues, human resources, and other issues.

A Board member will not disclose confidential information received in a closed session unless the Board authorizes the disclosure of that information.

(Policy adopted: 06/06; 5/18)

2.9. Annual Elections

The Board of Directors will annually adopt the official election rules and regulations, which will be made part of the Elections Manual.

(Policy adopted 12/87; amended: 10/89; 07/92; 07/99; 10/01; 10/07; 11/20)

2.10. Spouses and Guests Attending ASBO International Functions

ASBO International will pay for the President's and Vice President's spouse or guest to attend the Annual Conference & Expo and the Executive Leadership Forum.

The Board President in consultation with the Executive Director will determine whether Board member spouses or guests may attend Board dinners at the expense of the guest or the Board member. All registration fees, tickets for social functions, travel, and meals are the responsibility of the guest and will not be reimbursed by ASBO International. If the guest is not a member of ASBO International, he/she will pay the appropriate registration fee.

(Policy adopted: 10/02 and amended: 07/04; 11/20)

2.11. Past Presidents Attending the Annual Conference & Expo

Past Presidents who served as President in 2016 or after, and their spouse/guest will receive complimentary registration and housing for the ASBO International Annual

Conference & Expo, not to exceed three days. Complimentary housing to the Annual Conference & Expo is limited to 10 years after service on the ASBO International Board.

Past Presidents who served as President in 2015 or prior, and their spouse/guest will receive complimentary registration and housing for the ASBO International Annual Conference & Expo, not to exceed four days.

(Policy amended: 02/14; 08/19)

3. PRESIDENT

3.1. President Expenses and Recognition

The President of ASBO International should be available to perform duties and responsibilities necessary to lead, enhance, and promote the Association's goals and purposes. Consequently, the President's expenses will be reimbursed in accordance with the amount approved in the budget and ASBO International travel policy. The President and Executive Director will endeavor to obtain Board approval for additional expenses, and when not possible, the Executive Director will report the additional expenses to the Board within five business days.

(Policy adopted: 12/87 and amended: 10/89; 07/92; 07/04; 2/14; 11/20)

To provide unique recognition of the President for his/her years of service to the Association, ASBO International will create a President's Fund of \$25,000 annually or such annual cumulative amount as may be approved by the Board in the annual ASBO International budget that may be used at the President's reasonable discretion for any of the following activities, so long as such activities do not create a material conflict of interest for the President and do not create any "private inurement" or impermissible "private benefit" (as defined by the IRS):

- Recognition event (e.g., President's Dinner) at the ASBO International Annual Conference & Expo or Executive Leadership Forum, to include all reasonable travel costs for a reasonable number of the President's guests, including registration fees, lodging, and airfare, when so designated, pursuant to and consistent with ASBO International's travel policy.
- A reasonable number of additional Affiliate visitations not included on the Board-approved Affiliate visit schedule, including extra international visits, pursuant to and consistent with ASBO International's travel policy.
- A charitable contribution to the President's school district, scholarship foundation, or charity that benefits children, such determination to be made in consultation with the Executive Director (so long as such recipients are tax-exempt 501(c)(3) organizations or governmental

entities).

- o Other ASBO International-related activities as expressly approved in advance by the Board of Directors.

(Policy adopted: 12/87 and amended: 10/89; 02/90; 07/92; 10/98; 07/03; 10/04; 08/05, 02/14; 4/18; 11/20)

3.2. President's Gift

Each year, the President will receive a token of appreciation, such as a ring or pin, that is consistent with budgetary appropriations.

(Policy adopted: 12/87 and amended: 10/89; 07/90; 07/99; 02/14; 10/19)

4. EXECUTIVE DIRECTOR

4.1. Executive Director

The Executive Director is appointed by the Board of Directors, who will establish and maintain a current job description for the position. The Executive Director serves as Secretary/Treasurer of the Board and Chief Executive Officer of the Association, and is an ex-officio, nonvoting member of both the Board of Directors and the Executive Committee. In addition to the duties and authority set forth in ASBO International's Bylaws and Policy Manual, and within the constraints authorized in the annual budget, the Executive Director will carry out the following responsibilities:

- Serve as Chief Executive Officer and administrative representative of the Association, administering and coordinating all activities of ASBO International and implementing all decisions of the Executive Committee and/or Board.
- Employ and administer an office staff for positions approved in the annual budget and be responsible for supervision of the staff, administration of all employment policies and guidelines, and the settling of grievances and personnel problems.
- Ensure that the Executive Committee and/or the Board are fully informed of the conditions and activities of ASBO International together with such recommendations as deemed necessary.
- Plan, formulate, and recommend to the Board basic programs designed to further the objectives of ASBO International.
- Prepare an annual budget necessary to meet the estimated needs for the ensuing year and administer the budget as approved by the Board.
- Ensure that all statutory laws and the Bylaws and Policy Manual governing ASBO

International are followed.

- Establish and maintain working relationships with other organizations and the general public to enhance the position of ASBO International and its constituencies in accordance with ASBO International policies.
- Carry out all other assignments as may be delegated by the Executive Committee or the Board.

(Policy adopted: 12/87 and amended: 10/89; 10/98; 09/95; 10/02; 07/04; 11/20)

4.2. Headquarters Organizational Structure

ASBO International will employ necessary professional staff at the Headquarters office in accordance with an approved budget.

The Executive Director will be responsible for the Headquarters staff and will maintain current position descriptions. The evaluation of all Association staff is the responsibility of the Executive Director, who may delegate this responsibility to directors for staff subordinate to them.

A current organizational chart will be maintained and made available to the Board by the Executive Director. The Executive Director is responsible for making the Personnel Manual available to the Board.

(Policy adopted: 12/87 and amended: 10/89; 07/92; 07/93; 10/93; 09/95; 10/98; 07/99; 07/04)

4.3. Evaluation and Compensation

The Board of Directors will annually evaluate the Executive Director, make contract amendments as determined by the Board, and set goals and objectives for the following year.

4.3.1. Compensation

The process includes the following elements:

- Review and approval of the evaluation instrument and revisions to the evaluation instrument by the Board. The final approved evaluation instrument will be provided to the Executive Director before the period under review commences.
- Secure and review data that document compensation levels and benefits for similarly qualified individuals in comparable positions at similar organizations (i.e., associations of similar budget size and in the same or a similar geographic region) as a basis for annual compensation.
- Ensure contemporaneous documentation and recordkeeping. The Board must

document how it reached its decisions, including the data on which it relied, in minutes of the meeting during which the compensation was approved.

(Policy adopted: 12/87 and amended: 10/89; rescinded: 02/90; readopted: 02/91; amended: 07/91; 07/04; 11/08; 11/20)

4.4. Expenses

ASBO International will reimburse the Executive Director for reasonable business expenses incurred in accordance with the travel policy, subject to submission of expense documentation and approval by the President or his/her designee.

(Policy adopted: 10/02 and amended: 11/20)

5. TRAVEL AND REIMBURSEMENT GUIDELINES

5.1. Travel Authorization

The Board of Directors authorizes the Executive Director to establish procedures related to the necessary expenses incurred during approved work-related travel and the required reporting according to the following guidelines:

- Ensure that Board, staff, and others who travel on official ASBO International business are reimbursed in a timely manner.
- Set economic standards for travel so that all individuals are treated uniformly.
- Ensure the acquirement of travel expense documentation necessary to satisfy ASBO International's internal controls and Internal Revenue Service requirements.
- Provide a basis for consistent application of practices throughout the Association as defined in the scope of this regulation.

Board, staff, and others who travel on official ASBO International business who seek reimbursement should incur the lowest reasonable travel expenses and exercise care to avoid fiscal impropriety or the appearance of fiscal impropriety. If a circumstance arises that is not specifically covered in this travel policy, the most conservative course of action should be taken.

Business travel policies are aligned with Association reimbursement rules. All business-related travel paid with ASBO International funds must comply with Association expenditure policies.

(Policy adopted: 12/19)

5.1.1. Personal Funds

Travelers should review reimbursement guidelines before spending personal funds for business travel to determine if such expenses are reimbursable. ASBO International reserves the right to deny reimbursement of travel-related expenses for failure to comply with policies and procedures.

5.1.2. Vacation in Conjunction with Business Travel

In cases in which vacation time is added to a business trip, any cost variance in airfare, car rental, or lodging must be clearly identified. ASBO International will not prepay any personal expenses with the intention of being "repaid" at a later time, nor will any personal expenses be reimbursed.

5.1.3. Cancellations

Travelers who need to cancel travel must use the cancelled ticket for ASBO International business or reimburse ASBO International for the amount of the unused fare.

5.1.4. Exceptions

Occasionally it may be necessary for travelers to request exceptions to this travel policy. Requests for exceptions to the policy must be made in writing and approved by the Executive Director. Exceptions related to the Executive Director's expenses must be submitted to the President. In most instances, the expected turnaround time for review and approval is five business days.

5.2. Methods of Transportation

5.2.1. Airfare

Travelers are expected to obtain the lowest available airfare that reasonably meets business travel needs. Travelers are encouraged to book flights at least 30 days in advance to avoid premium airfare pricing. ASBO International authorizes reimbursement for flight insurance.

5.2.2. Rail Transportation

ASBO International will prepay rail transportation provided that the cost does not exceed the cost of the least expensive airfare.

5.2.3. Vehicles

ASBO International will pay for approved use of a personally owned or rental vehicle (see below)

- Automobile (personally owned). A valid driver's license and personal automobile insurance are required for expenses to be reimbursed. Drivers should be aware of the extent of coverage (if any) provided by their automobile insurance association for travel that is business or not personal in nature. Reimbursement for use of a personal automobile is based on ASBO International's mileage rate.
- Automobile (rental). Reimbursement for a commercial rental vehicle as a primary mode of transportation is authorized only if the rental vehicle is more economical than any other type of public transportation, or if the destination is not otherwise accessible. Vehicle rental at a destination city is reimbursable. ASBO International authorizes reimbursement for the most economic vehicle available. In certain circumstances larger vehicles may be rented with prior approval. Drivers must adhere to the rental requirements, and restrictions must be followed.

When vehicle rentals are necessary, ASBO International encourages travelers to purchase collision damage waiver (CDW) and loss damage waiver (LDW) coverage. ASBO International will reimburse the cost of CDW and LDW coverage; all other insurance reimbursements will be denied.

Drivers should be aware of the extent of coverage (if any) provided by their automobile insurance association for travel that is business or not personal in nature.

5.3. Expense Reporting and Reimbursements

Requests for reimbursements of travel-related expenses must be submitted on a Travel Reimbursement form. Reimbursement of travel expenses is based on documentation of reasonable and actual expenses supported by original or scanned itemized receipts.

Forms must be submitted within 60 days after the trip is completed. Travel Reimbursement forms not submitted within this time frame require exception approval from the Executive Director.

An individual may not approve his/her own travel or reimbursement. The Executive Director's Travel Reimbursement form must be signed by the President. The Executive Director will sign the Board members' Travel Reimbursement forms. Staff will follow policy outlined in the Personnel Manual.

Designated approval authorities are required to review expenditures and withhold reimbursement if there is reason to believe that the expenditures are inappropriate or extravagant.

5.3.1. Meals

Meals including gratuity should not exceed \$100 per day and may be purchased on an ASBO International credit card or reimbursed if paid personally. Original or scanned itemized receipts are required.

5.3.2. Business Expenses

Business expenses incurred while on travel status, including photocopies, Internet charges, data ports, and cell phone coverage for out of area service, can be reimbursed. Original or scanned itemized receipts are required.

5.3.3. Parking and Tolls

Original or scanned itemized receipts or documentation is required for parking fees (including airport parking) and tolls. The lodging bill can be used as a receipt when charges are included as part of the overnight stay.

5.3.4. Miscellaneous Transportation

Original or scanned itemized receipts are required for taxi, bus, subway, metro, ferry, and other modes of transportation.

5.3.5. Visas, Passport Fees, and Immunizations

If these items are required for international travel, cost reimbursement is left to the discretion of the Executive Director. If approved by the designated authority, original itemized receipts are required.

5.3.6. Non-reimbursable Travel Expenses

The following items that may be associated with business travel will not be reimbursed by ASBO International:

- Airline club memberships
- Airline upgrades
- Business class or first class for flights
- Childcare, babysitting, house-sitting, or pet-sitting/kennel charges
- Commuting between home and the primary work location
- Costs incurred by traveler's failure to cancel travel or hotel reservations in a timely fashion
- Evening or formal wear
- Haircuts and personal grooming
- Passports, vaccinations, and visas when not required as a specific and necessary condition of the travel assignment
- Personal entertainment, including in-flight movies, headsets, health club facilities, hotel pay-per-view movies, in-theater movies, social activities, and related incidental costs
- Personal telephone calls
- Other expenses not directly related to the business travel

6. BUSINESS AFFAIRS

6.1. Antitrust Avoidance

It is the Association's policy to be in strict compliance with all federal and state antitrust laws, rules, and regulations, which apply to all ASBO, Board, and committee members, in addition to Association-sponsored meetings and all meetings attended by ASBO representatives. Therefore:

The ASBO Board will review and adopt Antitrust Guidelines (reference Appendix A) on an annual basis. These guidelines will become part of the Antitrust Policy.

A copy of these Antitrust Compliance Policies will be given annually to each officer and Board member, as well as committee members, official representative of member companies, and ASBO employees. In addition, the policies should be read or understood at all ASBO membership meetings.

(Policy adopted: 06/06 and amended: 9/09)

6.2. Conflict of Interest

The Conflict of Interest Policy of the Association of School Business Officials International "Organization" (1) defines conflicts of interest; (2) identifies classes of individuals within the Organization covered by this policy; (3) facilitates disclosure of information that may help identify conflicts of interest; and (4) specifies procedures to be followed in managing conflicts of interest.

A conflict of interest arises when a person in a position of authority over the Organization may benefit financially from a decision he or she could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated. This policy is focused upon material financial interest of, or benefit to, such persons.

The term "conflict of interest" includes, but is not limited to, circumstances where a Volunteer Leader, or a member of his or her immediate family:

- has any financial or other proprietary interest in any entity supplying (or seeking to supply) goods or services to ASBO;
- receives any substantial benefit from a third party on account of that party's past, present, or future business relationship with ASBO;
- receives any substantial financial benefit from a pending decision of ASBO; or
- serves as an officer, director or committee member of any competing organization, i.e., any nonprofit or business enterprise whose purposes, products, and/or services compete with those of ASBO.

(Policy adopted: 11/08 and amended: 9/09; 2/10)

6.2.1. Individuals Covered

Persons covered by this policy must avoid both actual and apparent conflicts of interest that would interfere with their ability to discharge their fiduciary responsibilities to the Association of School Business Officials International (“ASBO”). ASBO expects its elected leaders, volunteer leaders and staff to follow ethical standards, to be in compliance with all laws, and to avoid any conflict of interest, or appearance of such, including having their titles or affiliation used to publicize personal or company activities, programs, or events (especially those conducted for private profit).

Persons covered by this policy are the Organizations Officers, directors, chief employed executive, staff members, committee members, Certification Commission members or participants, or other ad hoc or task force members that may from time-to-time be appointed by the Board of Directors or the chief employed executive.

6.2.2. Facilitation of Disclosure

Persons covered by this policy will annually disclose or update to the President of the board of directors on a form provided by the Organization their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other organizations or those of family members.

6.2.3. Procedure to Manage Conflicts

For each interest disclosed to the President of the Board of Directors, the President will determine whether to: (a) take no action; (b) assure full disclosure to the Board of Directors and other individuals covered by this policy; (c) ask the person to recuse from participation in related discussions or decisions within the Organization; or (d) ask the person to resign, become subject to possible removal in accordance with the organization’s removal procedures. The Organization’s chief employed executive and assistant chief executive officer will monitor proposed or ongoing transactions for conflicts of interest and disclose them to the President of the Board of Directors in order to deal with potential or actual conflicts, whether discovered before or after the transaction has occurred.

6.3. Whistleblower Protection

This Whistleblower Policy of The Association of School Business Officials International “Organization”: (1) encourages staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the Organization; (2) specifies that the Organization will protect the person from retaliation; and (3) identifies where such information can be reported.

6.3.1. Encouragement of Reporting

The Organization encourages complaints, reports or inquiries about illegal practices

or serious violations of the Organization's policies, including illegal or improper conduct by the Organization itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies. Other subjects on which the Organization has existing complaint mechanisms should be addressed under those mechanisms, such as raising matters of alleged discrimination or harassment via the Organization's human resources channels, unless those channels are themselves implicated in the wrongdoing. This policy is not intended to provide a means of appeal from outcomes in those other mechanisms.

6.3.2. Protection from Retaliation

The Organization prohibits retaliation by or on behalf of the Organization against staff or volunteers for making good faith complaints, reports or inquiries under this policy or for participating in a review or investigation under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. The Organization reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

6.3.3. Where to Report

Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the bases for the complaints, reports or inquiries. They should be directed to the Organization's executive director or President of the Board of Directors; if both of those persons are implicated in the complaint, report or inquiry, it should be directed to the Deputy Executive Director. The Organization will conduct a prompt, discreet, and objective review or investigation. Staff or volunteers must recognize that the Organization may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously.

6.3.4. Process of Action

All complaints, reports or inquiries will begin with investigation initiated by Executive Director, President of the Board of Directors, or Deputy Executive Director. An initial investigation shall begin no later than five (5) business days of the initial report. Outcome of the investigation shall be reported to the president of the Board of Directors or the most senior officer of the Board of Directors if the investigation involves the President of the Board of Directors. The results of the investigation will be reported to the ASBO Board of Directors with appropriate resulting action recommended to the ASBO Board of Directors

(Policy adopted: 06/06 and amended: 11/08; 2/14)

6.4. Auditor and Attorney

6.4.1. Employment of Auditor and Attorney

The Executive Director will make annual recommendations to the Board of Directors for the appointment of an auditor and attorney. To ensure services of fair quality and price, an RFP will be distributed every 5 years or sooner if the Executive Director deems necessary. The Board will appoint the auditor and attorney.

(Policy adopted: 10/89 and amended: 11/20)

6.4.2. Auditor

The Association Auditor will:

- Examine the Association's year-end financial position statement and related statements of transactions in the approved various funds of the Association.
- Render an opinion on the prepared financial statements at the close of the fiscal year.
- Provide the Board with recommendations concerning necessary or desirable accounting records, procedures, and related activities.
- Meet annually with the Board's Audit and Finance Committee to review the scope and depth of the audit and conditions outlined in the engagement letter.
- Perform other related services as requested by the Board.

(Policy adopted: 10/89 and amended: 11/20)

6.4.3. Attorney

The Association Attorney will:

- Be the legal counselor for the Board and the administration.
- Provide written legal opinions on specific subjects when requested.
- Provide verbal legal advice when requested.
- Review contracts and other written documents as necessary prior to signing by the designated Association officials.
- Be available for special services, at an extra fee, in connection with court actions or extended litigation.
- Be paid on the basis of work performed and authorized by the Executive Director and/or the Board.

(Policy approved: 10/89 and amended: 07/04; 11/20)

6.5. Budget/Budgeting System

ASBO will have a defined process and timeline for preparing, reviewing, adopting, and administering its annual operating budget.

ASBO's fiscal year runs from April 1 to March 31. The budget calendar begins in October of each year.

Setting budget priorities and revising ASBO's Strategic Framework occurs at the annual October Board meeting. Staff will provide recommendations for the Board's consideration.

Budget preparation will follow the standards of ASBO's Meritorious Budget Awards Program. Budget review will take place at the Executive Committee's January meeting. The Board will adopt the budget at their February Board Meeting.

Budget administration will follow the internal operations manual, with monthly reports sent to the Board (see #3420).

(Adopted: 07/04)

6.6. Income Management

6.6.1. Investments

The ASBO Board of Directors has a commitment to its members to properly manage and maximize any fund surpluses that may occur.

In accordance with both good business management procedures and the Association's obligations to the membership, the Executive Director will formulate an administrative regulation to provide for the proper investment of fund surpluses, subject to review by the Board of Directors.

(Policy adopted: 07/88 and amended: 10/89; 07/92; 07/04; 2/10)

- **Scope:** This investment policy applies to all of ASBO's financial assets, with the exception of the capital reserve. These funds are accounted for in the audited annual financial reports.
- **Objectives:** The primary objective is safety of principal, followed by maximizing return on approved types of investments that meet the preservation of capital criterion. In addition, the timing and term of any ASBO investment must be fully compatible with liquidity requirements of discharging all ASBO financial obligations as they come due.
- **Delegation of Authority:** The ASBO Executive Director is delegated the authority to make all investment decisions within the parameters of this

policy statement. With the Executive Director's concurrence and supervision, the finance management firm is authorized to carry out details of the investment program, including researching the best available investment opportunities, contacting brokers and other investment advisers, arranging for necessary wire transfers of funds, and other actions associated with a well-managed investment program.

- **Prudence:** Investments should be made with judgment and care appropriate for prevailing circumstances. Capital safety will always be the primary concern.
- **Ethics:** All those involved in the investment process should refrain from any actual or apparent conflict of interest between ASBO investment activities and personal activities.
- **Internal Control:** Under the direction of the Executive Director, the finance management firm will establish and follow appropriate internal control procedures while carrying out the investment program. These procedures will be subject to review by the ASBO independent auditor.
- **Reporting:** The finance management firm will prepare monthly reports on current ASBO investments to the executive director. The executive director will make monthly financial reports to the Board of Directors. The reports will reflect the type of investment, term, rate/yield, and issuing activity.
- **Instruments:** Although selection of specific investment instruments is a function of investment management, these selections will meet criteria and be confined to the following types of investment instruments:
 - U.S. Treasury Securities with a maturity of less than five years.
 - Securities issued or guaranteed by agencies of the U.S. government; the securities must have a maturity of three years or less.
 - 100% federally insured Certificates of Deposit (CD) with a maturity of three years or less at commercial banks or savings and loan institutions.
 - Certificates of Deposit collateralized by U.S. Government Securities with collateral valued at 110% of the CD and marked to the market at least monthly.
 - Repurchase agreements from recognized government dealers that are collateralized at 102% by U.S. Government Securities and held by the Trust Department or wholly owned investment subsidiary from an FDIC-regulated bank for ASBO's benefit. The collateral will be marked to the market at least weekly. A Purchase Sell Agreement (PSA) with a maturity of three years or less should be signed by the government dealer, the custodian bank, and ASBO.
 - Money market mutual funds whose portfolio consists of U.S. Government Securities or broadly diversified money market

instruments that maintain a net asset value of \$1.

- Commercial Paper that is rated in the top category by two national rating services.
- Highest rated bankers' acceptances with a stated maturity of 180 days or less and eligible as collateral at the Federal Reserve System.

6.7. Control of Funds

6.7.1. Cash Reserves

Cash Reserves is defined as any cash or liquid account that can be converted to a fixed amount of cash within 60 days, less current liabilities net of deferred member dues. A note to the financial statement of the Association will declare the existence of this policy.

ASBO should strive to maintain adequate cash reserves in order to:

- Aid in the control of the Association's spending and investing.
- Place and maintain the Association in a sound fiduciary responsibility.

To further achieve this goal, the Association may establish operating or capital reserve funds.

6.7.2. Operating Reserve

This reserve fund serves as a short-term operational backup by sustaining basic operations and core member services during a short-term downturn of revenue. ASBO will strive to maintain this reserve at a level that would cover at least six months of operating expenses, or longer periods when adequate funds are available. This would give ASBO time to recover from any unforeseen financial interruption. The rationale for minimum of six months includes:

- The reserve is a benchmark for annual savings.
- It protects the Association in case of emergency or unexpected disaster.
- It is a sign of stability for the Association.
- If a disaster were to occur, the staff and expenses could be paid for six months until other arrangements could be made.

(Policy amended 06/06)

6.7.3. Capital Reserve

This reserve provides a source of capital for the purchase or replacement of capital

assets, including normal annual capital additions, as well as for the development of new products and services that have the potential to significantly benefit Association members. ASBO should attempt to maintain this reserve at a level to coincide with the long-term capital budget and long-term strategic plans.

An investment strategy and policy for these reserve funds is to be established with the aid of professional investment advisors. This will ensure the appropriate allocation of funds into investments that will provide an acceptable blend of risk and return.

(Policy approved: 02/90 and amended: 07/04)

6.8. Signatory Authority and Disbursement Policy

The purpose of this policy is to expedite payments to the Association’s vendors, partners, and beneficiaries; to ensure the proper accrual and/or payment of the expenses and liabilities of the Association; to ensure significant purchases are included in the Association’s fiscal budget; and to set forth the agents of the Association that will have the power to sign and execute contracts, checks, and other documents and thereby bind the Association.

The Executive Director, Chief Operations Officer, Chief Business and Leadership Officer, and Finance Manager have the authority to sign checks. Two signatures are required for checks for payments of \$10,000 or higher. Bank accounts and other financial institution signers are the Executive Director, Chief Operations Officer, and Finance Manager, only when specifically authorized by the Executive Director. The Executive Director will exercise the powers of the Board in managing and directing the business and, in conjunction with the President, will conduct the affairs of the Association between meetings of the Board.

6.8.1. Contracts and Agreements

Total Value of Agreement(s)	Term	Signature Required	Approval Required
Up to \$25,000	No longer than 24 months	Executive Director, Chief Operations Officer, Chief Business and Leadership Officer	No Board of Director approval required
\$25,001 and up	Any term	Executive Director, Chief Operations Officer, Chief Business and Leadership Officer	Board of Directors approval required

The Executive Director, Chief Operations Officer, and Chief Business and Leadership Officer have the authority to approve and execute contracts for services on behalf of

the Association in accordance with the following criteria:

If a proposed contract requiring Board approval is time sensitive or in an emergency situation, the Executive Director will promptly contact the President who, depending on the value of the agreement, will call for a Special Board Meeting. If it is not possible to conduct a meeting in the timeframe needed to act on the proposed contract, the President may authorize approval of the contract. The Executive Director will notify the Board within a week

6.8.2. Contract Extension and Renewal

Contract extensions can be executed by the Executive Director and staff authorized to sign contracts, if the original contract was approved by the Board. Annual, single-year contracts of less than \$25,000 also can be renewed by the Executive Director, Chief Operations Officer, or Chief Business and Leadership Officer.

6.8.3. Contract Reporting

The Executive Director will provide a quarterly report to the Board of all contracts executed during the previous quarter. This report will reflect the name of the vendor, description of contracted service, start date and end date of contract, scope of work, and contract value.

6.8.4. Procurement Process

The Executive Director, Chief Operations Officer, and Chief Business and Leadership Officer have the authority to procure goods and services needed to maintain efficient and effective operations that are consistent with budgetary appropriations. This authority may be transferred to an appropriate staff director. Contracts and agreements may only be entered into per contract approval process and signed by the Executive Director, Chief Operations Officer, or Chief Business and Leadership Officer.

Contracts will be based on fair and equitable competitive business practices and will align with ASBO International’s Code of Ethics policy.

To ensure goods and services of the best quality and price, procurements \$5,000 and less are considered discretionary purchases. Purchases above \$5,000 require the procurement process in accordance with the following criteria be utilized to ensure that the best value is being provided to the Association and its members.

Total Value of Purchase(s)	Procurement Process Required
\$5,001 to \$50,000	Requires 2 or more written quotes
\$50,001 and up	Requires an RFP process

Contracts for sole source providers, such as conference speakers, do not require a

quote comparison or RFP process.

6.8.5. Emergency Purchases

If a situation develops that is likely to result in immediate physical injury to persons, damage to the Association's property, interruption of Association operations, or significant financial loss to the Association if action is not taken immediately, limited emergency purchases can be made without following the competitive bid procedures if the Executive Director or designee so authorizes. Written documentation will be provided to the Board justifying such emergency purchases. Contracts for conference speakers and hotel contracts do not constitute an emergency.

6.9. Legal Audit

The Association will retain an attorney specializing in nonprofit organizations to conduct an audit of legal aspects and operations. Items to be reviewed at least every five years include:

- Articles of Incorporation
- Bylaws
- IRS and State Income Tax Returns (990s)
- Minutes and Agendas
- Sponsorship Program and Agreements
- Subsidiary Organization Documents
- Affiliate Agreements
- Newsletters and Publications
- Board Orientation Manual
- Personnel Manual
- Policy Manual
- Contracts
- Original Works of Art Transfer
- Insurance Policies
- Pending Litigation and Claims
- Web Site Information and Agreements
- Antitrust Statement
- Published Documents
- Nominations and Elections Process
- Employee Review Formats, Files, Application

- Leases
- Service Contracts
- Software Licenses

The attorney will issue an audit report to the Board of Directors noting the conditions and risks associated with these items.

(Policy adopted: 06/06; amended: 02/13)

6.10. Naming of Facility

The Board recognizes the significant accomplishments of many individuals throughout its long history. While the Board will consider the authorization of appropriate plaques or memorials at the facility, it is not intended for the ASBO headquarters building to be named after an individual, vendor, or affiliate.

(Policy adopted: 07/00; reviewed 10/19)

6.11. Lease Space

The Executive Director is authorized to lease space as required and provided for in the budget and to lease unused available office space as appropriate.

(Policy adopted: 12/87; amended 10/89, 07/04)

6.12. Document Retention and Destruction

This Document Retention and Destruction Policy of the Association of School Business Officials International "Organization" identifies the record retention responsibilities of staff, volunteers, members of the Board of Directors, and outsiders for maintaining and documenting the storage and destruction of the Organization's documents and records.

6.12.1. Rules

The Organization's staff, volunteers, members of the Board of Directors and outsiders (i.e., independent contractors via agreements with them) are required to honor these rules: (a) paper or electronic documents indicated under the terms for retention below will be transferred and maintained by the Human Resources, Legal or Administrative staffs/departments or their equivalents; (b) all other paper documents will be destroyed after three years; (c) all other electronic documents will be deleted from all individual computers, data bases, networks, and back-up storage after one year; and (d) no paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or

private litigation.

6.12.2. Terms for Retention

- Retain permanently
 - Governance records – Charter and amendments, Bylaws, other organizational documents, governing board and board committee minutes.
 - Tax records – Filed state and federal tax returns/reports and supporting records, tax exemption determination letter and related correspondence, files related to tax audits. Intellectual property records – Copyright and trademark registrations and samples of protected works.
 - Financial records – Audited financial statements, attorney contingent liability letters.
- Retain for ten years
 - Pension and benefit records – Pension (ERISA) plan participant/beneficiary records, actuarial reports, related correspondence with government agencies, and supporting records.
 - Government relations records – State and federal lobbying and political contribution reports and supporting records.
- Retain for three years
 - Employee/employment records – Employee names, addresses, social security numbers, dates of birth, INS Form I-9, resume/application materials, job descriptions, dates of hire and termination/separation, evaluations, compensation information, promotions, transfers, disciplinary matters, time/payroll records, leave/comp time/FMLA, engagement and discharge correspondence, documentation of basis for independent contractor status (retain for all current employees and independent contractors and for three years after departure of each individual).
 - Lease, insurance, and contract/license records – Software license agreements, vendor, hotel, and service agreements, independent contractor agreements, employment agreements, consultant agreements, and all other agreements (retain during the term of the agreement and for three years after the termination, expiration, non-renewal of each agreement).
- Retain for one year
 - All other electronic records, documents and files – Correspondence files, past budgets, bank statements, publications, employee manuals/policies and procedures, survey information.

6.12.3. Exceptions

Exceptions to these rules and terms for retention may be granted only by the Organization's chief staff executive or Chairman of the Board.

(Policy adopted: 12/87; amended: 10/89; 10/98; 07/02; 11/08)

6.13. Bonding of Officers

To protect ASBO's financial assets, the Association will procure a bond, in an amount sufficient to cover its liquid assets, on its officers and Headquarters' staff responsible for handling financial transactions.

(Policy adopted: 10/91; amended: 01/92; 07/04)

6.14. Insurance Coverage

At a minimum, the organization will maintain policies for the following types of insurance coverage:

6.14.1. General Liability Insurance

The Executive Director will negotiate and recommend general liability insurance to the Board of Directors for approval. This insurance should be sufficient to protect the Association's assets from general exposure.

6.14.2. Directors and Officers Liability (D&O) Insurance

The Executive Director will negotiate and recommend D&O insurance to the Board of Directors for approval. The coverage should protect the Board of Directors, committee chairs, and the Executive Director from liability and legal defense costs associated with the actions and decisions of the Board of Directors.

6.14.3. Fiduciary Bond

Employees handling money will be covered by a fiduciary bond or employee dishonesty bond.

6.14.4. Convention Cancellation Insurance

The Executive Director will negotiate and recommend convention cancellation insurance to the Board of Directors for approval. This coverage should protect the Association in case of cancellation of a convention, conference, trade show, or other vital meeting.

(Policy adopted: 06/06)

6.15. Credit Cards

An internationally recognized corporate credit card will be provided for each member of the Board of Directors for expenses.

(Policy adopted: 10/89; amended: 10/97; 07/02; 07/04, 02/14)

Association credit cards are generally to be used for business travel. If the issuing institution offers reduced fees, rebates, or other concessions, staff are authorized to use the card for payment of other approved expenses.

In certain situations, the business traveler may need to use the business card for an accompanying spouse or partner to get or confirm seats on the same flight or other carriage. In such situations, the business traveler must reimburse ASBO immediately after or before the trip.

Receipts must be acquired for all business purchases and attached to the submitted reimbursement form.

When the credit card is used to pay for meals, the cardholder must indicate who was in attendance and the purpose of the meal on the receipt. If a cardholder allows other staff members to use the Association credit card for approved purchases; it is the cardholder's responsibility to acquire the receipts for reimbursement submission.

Receipts and claims for trips involving air or rail travel must include the original air or rail ticket receipt.

The monthly statements for credit card accounts must be mailed to the Association's accounts payable manager, not the individual cardholder. He or she will review the monthly bill and ask the employee to approve the charges and attach the receipts. Failure to approve statements promptly may result in late payment charges. Repeated failure to approve statements in a timely manner may result in forfeiture of the Association's credit card.

(Policy adopted: 06/06; policy amended: 02/14)

7. MEMBERSHIP

7.1. Dues

The membership year will be for 12 consecutive months. If dues are received after the 1st day of the month, the membership begins on the 1st day of the following month.

Dues will be considered delinquent on the last day of the renewal month. Services and

privileges will be suspended when dues are delinquent. If a membership is still delinquent three months after the renewal date, the membership will be cancelled.

All members will be subject to the annual payment of dues as set and approved annually by the Board of Directors, except Life members, Affiliate members, and Complimentary members. Life members, Affiliate members, and Complimentary members do not pay dues; however they are still required to pay for all other Association products, services, meeting registrations, etc.

Dues will be paid in U.S. dollars or USD equivalent.

(Policy adopted: 07/87 and amended: 10/89; 01/92; 07/02; 07/03; 11/20)

7.2. Voting Eligibility

Voting eligibility is determined based upon the two membership categories: voting and nonvoting.

(Adopted 10/07)

7.3. Voting Membership Categories

There are four voting categories for the membership: School Business Professional, Affiliate Executive Director, Life, and Emeritus.

(Policy adopted: 10/07 and amended: 11/20)

7.3.1. School Business Professional Member

Individuals meeting the following criteria are eligible for School Business Professional membership:

- An individual, employed or independently/third-party contracted by a public school district, private school, parochial school, college, or university, etc., to perform school business functions in an administrative or supervisory capacity.
- An individual serving as a college or university faculty member of school business or educational administration.
- An individual employed by a state or provincial department of education or research laboratory.

7.3.2. Affiliate Executive Director

An individual who is employed as the Executive Director, or in a senior leadership role as approved by the Executive Director, of an association affiliated with ASBO International.

7.3.3. Emeritus Member

Individuals meeting the following criteria are eligible for Emeritus membership:

- An individual who holds an Active membership in ASBO International at the time of his/her retirement from the field of school business administration is eligible for Emeritus membership.
- An individual who opts not to continue membership as an Emeritus member at the time of his/her retirement will be eligible for Emeritus membership at any future date.
- An individual who becomes re-employed in any area of school management or related endeavors cannot hold an Emeritus membership. If they are eligible for any other category of membership, they must select that category, i.e., School Business Professional, Industry Supplier, Affiliate Executive Director.

7.3.4. Life Member

Life members receive the same benefits as School Business Professional members. Past Presidents of ASBO International receive a Life membership. If a Life member becomes eligible for the Industry Supplier category, all voting rights are suspended during that eligibility period.

7.4. Nonvoting Membership Categories

There are six nonvoting membership categories.

(Policy adopted 10/07 and amended 02/14; 11/20)

7.4.1. District-Level Membership

An individual who is currently employed by a school district in a non-curriculum role.

7.4.2. Publications Member

Any individual or institution that wants to receive Association publications but not participate in any other Association activity.

7.4.3. Industry Supplier

An individual who is commercially interested in the field of school business management. This category includes consultants.

7.4.4. Affiliate Member

A school business professional/practitioner in good standing of an ASBO International Affiliate or affiliated organization is an Affiliate member when that Affiliate has entered into an agreement with ASBO International to be part of the ASBO International online network.

7.4.5. Affiliate Staff

An individual who is employed by an Affiliate of ASBO International and is not eligible for another membership category.

7.4.6. Complimentary Member

An individual or group ASBO International works with to promote the profession and/or the Association.

7.5. Diversity, Equity, and Inclusion

ASBO International is fully committed to promoting diversity, equity, and inclusion throughout the Association. Our strength comes from the diversity of our members, leadership, staff, and others who contribute to the mission of the Association and we celebrate the qualities that make each person unique, including race, gender identity, ethnicity, culture, religion, belief system, and other qualities, visible and invisible.

ASBO International recognizes that diversity, equity, and inclusion are integral to the Association's current and future success and we are committed to ensuring everyone's voice is valued and heard and that everyone has equal opportunity to grow, contribute, and develop.

(Policy adopted: 06/06 and amended: 11/20)

7.6. Member Privacy

The Association respects the privacy of members and takes appropriate precautions to safeguard personal information. The data collected in surveys, registrations, and feedback forms are used only for the following purposes:

- To process member requests for information, event registration, or other services.

- To keep members informed of upcoming activities or important news.
- To request information from members about how the Association can better serve member needs.

As a membership benefit, members may be able to link to other websites of relevant interest through ASBO International's website. While it is believed those sites share the Association's high standards and respect of privacy, ASBO International cannot be held responsible for the content or the privacy practices utilized by these sites.

(Policy adopted: 06/06)

7.6.1. Electronic Privacy Guidelines

ASBO International will establish and maintain Privacy and Codes of Conduct policies concerning ASBO International-sponsored electronic forums that allow member-to-member communication and resource sharing.

7.7. Revocation of Membership

Any member, committee member, or Board member may be suspended or terminated for cause relative to membership in the Association or committee within the Association or any leadership position the member may hold in the Association. The Board will assign such issues to the Ethics Committee to review, investigate, ask for substantiation or clarification, testimony or other documentation it deems appropriate to complete a reliable review of the complaint or issue. Immediately following the assignment from the Board, the Chair of the Ethics Committee will notify the complained-about party in writing that it has been brought to the attention of the committee, the charges, and the process the committee will take. The Ethics Committee will follow guidelines set for in the Board's Committee Manual of Operations relative to process. Within 30 days of receipt of the complaint, the Ethics Committee will make a written recommendation of decision to the Board. The Board must vote on the committee's recommendation at a regular or special meeting within 60 days of the written notification.

Suspension, expulsion, or other disciplinary action will require two-thirds vote of the entire Board, provided that a statement of the charges will have been sent by certified or registered mail to the last recorded address of the member at least 20 days before final action is taken thereon. This statement will be accompanied by a notice of the time and place of the meeting of the Board at which the charges shall be considered, and the member will have the opportunity to appear in person and/or be represented by counsel, to hear and cross examine witnessed against him/her, and to present any defense to such charges before action is taken.

(Policy adopted: 10/09)

8. PROGRAMS AND SERVICES

8.1. Community Partner/Industry Relationships

To assist in fulfilling our mission and goals, the Association may enter into an agreement, sponsorship, and or/working arrangement with organizations, including other associations, companies, foundations, and individuals. It may also be necessary to maintain contacts/liasons or to sponsor various associations, councils, and/or policy boards. Such relationships are intended to be mutually beneficial to the Association, its members, and the third party.

The following should be taken into consideration when entering into an agreement, sponsorship, and/or working arrangement.

8.1.1. General Principles

- The mission, vision, and values of the Association must drive the proposed activity.
- The relationship must be evaluated by the Association on an ongoing basis to determine the effectiveness of the affiliation.
- The relationship must maintain Association and Board of Directors objectivity.

8.1.2. Corporate Guidelines

Partnerships do not imply the Association's endorsement of an entity or its policies. Relationships must not permit or encourage influence by the Corporate Partner on the Association.

- Support of a product/service must not favor a select vendor.
- Activities will be funded from multiple sources whenever possible.
- The names of business and for-profit organizational partners and their logos will be used for identification and recognition rather than commercial purposes.
- The Association retains approval rights of articles, news releases, or other editorial content the organization creates that mentions the Association prior to distribution.

8.1.3. Organizational Review

- The Executive Director is responsible for obtaining the Board of Directors authorization to enter into agreements
- All relationships and/or sponsorships will be reviewed annually by the Board

of Directors to determine the effectiveness of the affiliation.

(Policy adopted: 08/19)

8.2. Joint Venture

For the purposes of this policy, a Joint Venture means any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity without regard to: (1) whether the Association controls the venture or arrangement; (2) the legal structure of the venture or arrangement; or (3) whether the venture or arrangement is taxed as a partnership or as an association or corporation for federal income tax purposes.

For purposes of this policy, the term Joint Venture does not include a venture or arrangement where (1) 95% or more of the venture's or arrangement's income for its tax year ending with or within the Association's tax year is described in Section 512(b) of the Internal Revenue Code (unrelated business income), and (2) the primary purpose of the Association's contribution to, or investment or participation in, the venture or arrangement is the production of income or appreciation of property.

8.2.1. Review and Approval

Prior to either entering into a Joint Venture or amending the terms of an existing Joint Venture, all documents proposed to be executed by or otherwise binding on the Association must be submitted to the Executive Director and approved by the Board of Directors in accordance with the Association's Bylaws.

8.2.2. Tax Exemption Requirement

The Association will negotiate in its Joint Ventures such terms and safeguards adequate to ensure that the Association's tax-exempt status is protected. Such safeguards will be set forth in the Joint Venture documents and, whenever feasible under the particular circumstances of the proposed Joint Venture, include statements that:

- Assure that the Joint Venture furthers the tax-exempt purpose of the Association;
- Provide that the Association has sufficient control over the Joint Venture to ensure that the Joint Venture at all times will be operated and managed in a manner that furthers the tax-exempt purpose of the Association;
- Require any duty that the Joint Venture participants, the members of the Joint Venture's governing bodies, or the Joint Venture's officers may have to maximize the Joint Venture's profits or to take, or refrain from taking, any other action is overridden by the duty to faithfully satisfy the exempt purposes of the Association without regard to the consequences for

maximizing profitability;

- Assure that the Joint Venture does not directly or indirectly engage in any activities that would jeopardize the Association's exemption (such as political intervention, substantial lobbying or direct political contributions or support);
- Provide that the Association receives ownership interests in the Joint Venture that are proportional and equal in value to the ownership interests to be received by the other Joint Venture participants;
- Require debt of the Joint Venture not be guaranteed by the Association in a manner that could cause the Association to be responsible for more than its proportional share; and
- Require that sufficient operating controls be implemented at the Joint Venture to ensure all contracts and transactions involving the Association and the Joint Venture are on an arms-length basis (or more favorable to the Association).

(Policy adopted: 07/99 and amended: 10/04; 11/08; 08/19)

8.3. Education Hours

8.3.1. Certified Administrator of School Finance and Operations (SFO) Contact Hours

Professional development programs that correlate to the SFO exam domains and are at least 50 minutes in length are accepted for SFO recertification contact hours. Contact hours for SFO recertification may be earned by attending ASBO International professional development events and through professional development offerings, including those provided by ASBO International Affiliates. To receive SFO contact hours for SFO-eligible sessions, attendees must be able to provide attendance verification. Approval of contact hours from an external entity requires supporting documentation such as a certificate of completion or attendance.

8.3.2. Continuing Professional Education (CPE) Credit

ASBO International is registered with the National Association of State Boards of Accountancy (NASBA) as a sponsor of continuing professional education on the National Registry of CPE Sponsors. Attendees are eligible to earn CPE credit at ASBO International professional development events and through professional development offerings, by NASBA-registered providers where CPE credit is identified, including those provided by ASBO International Affiliates and other external entities. To receive CPE credit for CPE-eligible education sessions, attendees must comply with NASBA-established requirements for the event type, including attendance verification. All sessions are offered at a basic program level and require no program prerequisites or advance preparation. State boards of accountancy have the final authority on the acceptance of individual courses for CPE credit.

8.3.3. Certified Association Executive (CAE) Credit

Attendees are eligible to earn CAE credential hours at ASBO International professional development events where CAE credit is identified. ASBO International is a CAE-approved provider for the specified events and offers education that meets the CAE Commission's standards for helping professionals earn or maintain the CAE credential. Each session that qualifies for CAE credit clearly identifies the number of credits granted for full participation, and ASBO International will maintain records of attendees' participation in accordance with CAE policies.

(Policy adopted: 02/91 and amended: 07/99; 07/04; 4/18; 08/19)

8.4. Professional Development Events

The dates, locations, fees (registration and exhibits), for the Association's professional development events are approved by the Board of Directors.

Reference: ASBO International Bylaws, Article VII, Section 1

(Policy adopted: 12/87 and amended: 10/89; 07/96; 07/99; 07/04; 2/14; 8/19)

8.5. Refund Policy

Cancellation fees, refund schedule, and method of notice is stated on each professional development event registration form and is at the discretion of the Executive Director.

(Policy adopted: 06/06; policy amended: 02/14; 08/19)

8.6. Research Policy

Research projects and education initiatives will be reviewed by the Executive Director or a designee to ensure that project scope is consistent with the Association's Strategic Plan objectives, benefits the overall membership, is compatible with the tools and resources available, and aligns with the Association's mission, vision, and values.

Research projects and other intellectual property created or owned by the Association, where practical, will be Copyright or Trademark protected.

(Policy adopted: 08/19)

9. COMMITTEES

9.1. Committee Structure

The Board of Directors will identify and maintain a committee structure to assist with Association management issues, provide timely and expert consultation, and assist with Association programs.

The Board of Directors will adopt and approve annually a Committee Manual.

9.2. Strategic Goals

Committee charges will stem from the strategic plan and will advance the Association's mission and goals.

Ad hoc committees may be appointed by the Board of Directors at any time in accordance with the ASBO International Bylaws. Upon completing their charge, ad hoc committees will disband.

9.3. Committee Liaisons

Members of the Board of Directors may serve on committees and will be asked to serve as Board liaisons. The Board liaison will report on committee activities as appropriate. Board of Directors members may not chair or vice chair an advisory committee.

Staff members will be appointed as staff liaisons to respective committees.

9.4. Authority

Committees have no authority to sign contracts, incur debt, or speak for the Association without explicit delegation of the Board of Directors. Committee chairs may not have stationery, notepads, or business cards to imply that they can speak for the Association.

9.5. Committee Original Works

All products generated by a committee convened by ASBO International are the sole property of ASBO International and no member of the committee may use the project deliverables and intellectual properties or any other works of the group to derive personal gain.

(Policy adopted: 07/00 and amended: 06/06; 2/14; 12/19)

9.6. Independent Commissions

The Board of Directors may establish independent commissions to address specific issues of importance that require governance outside of the Board of Directors. The

Committee Manual will identify the functions of any independent commissions.

(Policy Amended: 12/19)