FORWARD 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 Board, Board, Board of Directors
# TABLE OF CONTENTS

Forward to the policy Manual............................................................................................................. 1

## 1. General Policy ................................................................................................................................ 6

1.1. ASBO Mission ................................................................................................................................. 6
1.2. ASBO Purpose ................................................................................................................................. 6
1.3. ASBO Acronym and Logo ............................................................................................................... 6
  1.3.1. Affiliate Use of ASBO logo .................................................................................................. 6
  1.3.2. Exhibitor Use of Conference Logos .................................................................................. 7
  1.5.3. Sponsor Use of ASBO Logo ............................................................................................. 7
1.6. Affiliate Organizations .................................................................................................................. 7
1.7. Policy Manual System ................................................................................................................... 7
  1.7.1. Maintenance .......................................................................................................................... 7
  1.7.2. Distribution ........................................................................................................................... 8

## 2. Board of Directors ......................................................................................................................... 9

2.1. Officers and Directors .................................................................................................................... 9
  2.1.1. Apparent Authority .............................................................................................................. 9
2.2. Board Member Orientation ........................................................................................................... 10
2.3. Purpose and Role of the Board ..................................................................................................... 10
2.4. Meetings ........................................................................................................................................ 11
  2.4.1. Executive Session .................................................................................................................. 11
  2.4.2. Agenda and Consent Agenda ............................................................................................... 11
  2.4.3. Meeting Materials and Minutes .......................................................................................... 12
  2.4.4. Board Attendance .................................................................................................................. 13
  2.4.5. Visitors to Board Meetings .................................................................................................. 13
2.5. Parliamentarian/Rule of Order ....................................................................................................... 14
2.6. Code of Conduct ........................................................................................................................... 14
  2.6.1. Confidentiality ....................................................................................................................... 15
2.7. Annual Elections ........................................................................................................................... 15
2.8. Appreciation for Service ................................................................................................................. 15
  2.8.1. President's Gift ...................................................................................................................... 16
2.9. Spouses and Guests Attending ASBO Functions ............................................................................ 16

## 3. Executive Committee .................................................................................................................. 17

3.1. President Expenses ......................................................................................................................... 17
3.2. President Recognition ..................................................................................................................... 17
  3.3.1. Annual Conference Allocation ............................................................................................. 18

## 4. Executive Director ......................................................................................................................... 19

4.1. Executive Director .......................................................................................................................... 19
4.2. Headquarters Organizational Structure .......................................................................................... 19
4.3. Evaluation and Compensation ......................................................................................................... 20
  4.3.1 Compensation .......................................................................................................................... 20
4.4. Expenses ......................................................................................................................................... 20
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 ............................................................................................... 28

6.3.2. Protection from Retaliation ................................................................................................. 28

6.3.3. Where to Report .................................................................................................................. 28

6.3.4. Process of Action ................................................................................................................ 28

6.4. Budget/Budgeting System ...................................................................................................... 29

6.5. Income Management ............................................................................................................ 29

6.5.1. Investments ........................................................................................................................ 29

6.6. Control of Funds .................................................................................................................... 31

6.6.1. Cash Reserves ..................................................................................................................... 31

6.6.2. Operating Reserve ............................................................................................................. 31

6.6.3. Capital Reserve ................................................................................................................ 31

6.7. Signatory Authority and Disbursement Policy ....................................................................... 32

6.7.1. Contracts and Agreements ................................................................................................. 32

6.7.2. Contract Extension and Renewal ...................................................................................... 33
<table>
<thead>
<tr>
<th>Section</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>6.7.3. Contract Reporting</td>
<td>33</td>
</tr>
<tr>
<td>6.7.4. Procurement Process</td>
<td>33</td>
</tr>
<tr>
<td>6.7.5. Emergency Purchases</td>
<td>33</td>
</tr>
<tr>
<td>6.8. Signature Authority</td>
<td>34</td>
</tr>
<tr>
<td>6.9. Expenditures</td>
<td>34</td>
</tr>
<tr>
<td>6.9.1. Payment Authority</td>
<td>34</td>
</tr>
<tr>
<td>6.10. Legal Audit</td>
<td>34</td>
</tr>
<tr>
<td>6.11. Lease Space</td>
<td>35</td>
</tr>
<tr>
<td>6.12.1 Rules</td>
<td>35</td>
</tr>
<tr>
<td>6.12.2 Terms for retention</td>
<td>36</td>
</tr>
<tr>
<td>6.12.3 Exceptions</td>
<td>37</td>
</tr>
<tr>
<td>6.13. Bonding of Officers</td>
<td>37</td>
</tr>
<tr>
<td>6.14.2. Directors and Officers Liability (D&amp;O) Insurance</td>
<td>37</td>
</tr>
<tr>
<td>6.14.3. Fiduciary Bond</td>
<td>37</td>
</tr>
<tr>
<td>6.15. Credit Cards</td>
<td>38</td>
</tr>
<tr>
<td>7. Membership</td>
<td>39</td>
</tr>
<tr>
<td>7.1. Dues</td>
<td>39</td>
</tr>
<tr>
<td>7.2. Voting Eligibility</td>
<td>39</td>
</tr>
<tr>
<td>7.3. Voting Membership Categories</td>
<td>39</td>
</tr>
<tr>
<td>7.3.1. Active Member</td>
<td>39</td>
</tr>
<tr>
<td>7.3.2. Life Member</td>
<td>40</td>
</tr>
<tr>
<td>7.3.3. Emeritus Member</td>
<td>40</td>
</tr>
<tr>
<td>7.4. Nonvoting Membership Categories</td>
<td>40</td>
</tr>
<tr>
<td>7.4.1. Publications Member</td>
<td>40</td>
</tr>
<tr>
<td>7.4.2. Corporate/Associate Member</td>
<td>40</td>
</tr>
<tr>
<td>7.4.3. Student Member</td>
<td>40</td>
</tr>
<tr>
<td>7.4.4. Honorary Member</td>
<td>41</td>
</tr>
<tr>
<td>7.4.5. Affiliate Member</td>
<td>41</td>
</tr>
<tr>
<td>7.5. Professional Registration</td>
<td>41</td>
</tr>
<tr>
<td>7.6. Diversity, Equity, Inclusion</td>
<td>41</td>
</tr>
<tr>
<td>7.7. Member Privacy</td>
<td>42</td>
</tr>
<tr>
<td>7.7.1. Electronic Privacy Guidelines</td>
<td>42</td>
</tr>
<tr>
<td>7.8. Revocation of Membership</td>
<td>42</td>
</tr>
<tr>
<td>8. Programs and Services</td>
<td>44</td>
</tr>
<tr>
<td>8.1. Community Partner/Industry Relationships</td>
<td>44</td>
</tr>
<tr>
<td>8.1.1. General Principles</td>
<td>44</td>
</tr>
<tr>
<td>8.1.2. Corporate Guidelines</td>
<td>44</td>
</tr>
<tr>
<td>8.1.3. Organizational Review</td>
<td>44</td>
</tr>
</tbody>
</table>
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 .......................................................... 46
8.4. Professional Development Events .................................................................................. 47
   8.4.1. Attendees and Fees .................................................................................................... 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 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 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, keep legislative bodies, government agencies, and members of the education community informed of ASBO’s position of 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 Acronym and Logo
“ASBO” is the official acronym for the Association of School Business Officials International.

The logo may be used on ASBO stationery, membership cards, application blanks, publications, and on certain jewelry and other related items.

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

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

1.3.1. Affiliate Use of ASBO logo
The Official ASBO 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 an 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 Meeting theme logo, but not the official ASBO logo.

1.5.3. Sponsor Use of ASBO Logo
Occasionally ASBO sponsors may have written contracts with ASBO specifying preapproved use of the ASBO logo.

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

1.6. Affiliate Organizations
While ASBO's primary responsibility is to the individual member, the Association believes that to develop a strong and unified school business administration profession, affiliations must be established between ASBO and both current and future affiliate groups.

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

1.7. Policy Manual System
It is essential that ASBO's Board of Directors has a system to maintain and distribute its published policy statements and administrative rules and regulations.

1.7.1. Maintenance
In order to ensure that policy manuals are current, the policy manual will be reviewed every 3 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: Executive Committee, 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

### 1.7.2. 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 is the governing board of the association. It has the authority to:

- Execute its duties in meeting the association's objectives.
- Manage its finances and properties.
- Establish the necessary policies and procedures as the needs arise.

2.1. Officers and Directors

The duties of the Officers and Directors of the Association are specified by the Association’s Bylaws. Consequently, the Bylaws can only be altered 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 which is approved yearly:

- President
- Vice President
- Immediate Past President
- Executive Director
- Directors

(Policy amended: 02/14)

2.1.1. 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, “ASBO International,” including 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 s/he is speaking on behalf of the association when authorized to do so, and when s/he 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 organization while retaining a copy in official association files.

(Policy adopted: 10/19)

2.2. **Board Member Orientation**

New Board members will participate in orientation and training so they can understand the Board's functions, policies, and procedures and best represent and govern the organization. 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 following:

- Articles of Incorporation
- Bylaws
- Letter of Determination
- Policy Manual
- Annual Budget
- Annual Calendar
- Organizational Chart
- Roster of Volunteer Leaders and Staff
- Recent Minutes
- Antitrust Avoidance Statement

(Policy adopted: 06/06)

2.3. **Purpose and Role of the Board**

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

The Board of Directors serves in three functional roles:

- **Policy Making** – As a policy making organization, the Board of Directors determines the functions, establishes the procedures and delegates the operation of the Association to the Executive Director and ASBO staff.

- **Executive** – The Chief Executive Officer of the Board is ASBO's Executive Director, who is responsible for setting into motion the Board's plans and policies, keeping it informed, and providing creative leadership for the Board and the profession.
• **Appraisal** – Appraisal attempts to determine the operational efficiency of general activities and the worth and value of activity results in relation to membership efficiency.

*(Policy approved: 12/89; amended: 07/04)*

### 2.4. Meetings

All Board 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. Because a thorough discussion of ASBO business is vital to ensure proper governance and management, there will be a minimum of three face-to-face meetings of the Board of Directors annually. Two of the meetings will be held in conjunction with other meetings – the Executive Leadership Forum (ELF) and the Annual Meeting & Expo (AM&E) - and the third will be held during the summer at ASBO headquarters.

The full costs for each Board meeting will be covered by ASBO International. This includes airfare, lodging for the duration necessary to complete ASBO 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.

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

#### 2.4.1. Executive Session

Prior to calling an executive session (closed-door session without staff) of the Board of Directors, the Board must pass a motion to identify the topics to be discussed.

*(Policy Adopted: 06/06)*

#### 2.4.2. Agenda and Consent Agenda

The President and the 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, including approval of staff contracts, finances, and reports.

An individual director 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; amended: 02/14)

2.4.3. Meeting Materials and Minutes

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

The Executive Director 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 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 Treasurer 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 available to the members, the Board of Directors, the Leadership, and other individuals as determined by the Executive Director, and will be made available to the Association’s auditor. Additional copies will be filed appropriately in the Association files.

(Policy amended: 02/14)
2.4.4. Board Attendance

It is understood that members of the ASBO International 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, including the Annual Conference and the Executive Leadership Forum. In addition, Board Members shall 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 one/any calendar year, the President shall counsel them 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 shall have grounds to proceed with removal of the Board member and they will be replaced in accordance with the Bylaws of the association.

2.4.5. Visitors to Board Meetings

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

To accommodate requests from non-Board member individuals who wish to attend Board of Directors meetings, the following procedures must be followed:

- An individual must make his/her desire to attend a Board meeting known either to a Board member or the Executive Director. If the Board receives the request, they should advise the Executive Director of it.
- 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 will not pay visitor expenses unless prior arrangements are made.
- Visitors may attend only as observers unless prior arrangements have been made to have an issue discussed.
- Visitors who wish to discuss an issue before the Board must deliver to the President (Chair of the Board) his/her written request along with supporting
materials at least 45 days prior to the Board meeting. The request must explain the issue’s purpose so that adequate agenda time can be scheduled.

- The President will provide the visitor with written acknowledgement if an issue will be placed on the agenda and 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 and situations 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 be seated in a designated area.
- Visitors will not be permitted to attend or participate in personnel discussions or topics of a sensitive nature (i.e., disciplinary issues requiring Board action).

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

2.5. 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.

2.6. Code of Conduct
Board members are required to receive a copy of the code of conduct upon nomination and must sign the code prior to installation. They agree to:

- Act in the best interests of, and fulfill their obligations to, the Association and its members.
- Act honestly, fairly, ethically, and with integrity.
- Conduct themselves in a professional, courteous, and respectful manner.
- Comply with all applicable laws, rules, and regulations.
- Act in good faith, responsibly, with due care, competence, and diligence, without allowing their independent judgment to be subordinated.
- Act in a manner to enhance and maintain the reputation of the Association.
- Disclose potential conflicts of interest that they may have regarding any matters that may come before the Board and abstain from discussing and voting on any matter in which the Board member has or may have a conflict of interest.
- Make available to and share with the Board any information that may be appropriate to ensure proper conduct and sound operation of the Association’s governance and management.
- Respect the confidentiality of information relating to the affairs of the
Association acquired in the course of service, except when authorized or legally required to disclose such information.

- Avoid using information acquired in the course of service for personal advantage.
- Refrain from violating any federal, state, or local law governing the Association and understand and adhere with all governing documents applicable to the Association.
- Board members who have concerns regarding compliance with this code of conduct should raise those concerns with the President of the Board and/or the Board development committee (nominating committee). In the extremely 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.

On an annual basis, Board members will sign a confirmation stating that they have read and will comply with this code.

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

2.6.1. Confidentiality

The responsibility of the board and staff includes access to confidential information about the association litigation/legal issues, human resources and other matters. We will work to maintain each other’s trust, as well as that of our 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 shall not disclose confidential information received in a closed session unless the board authorizes the disclosure of that information. Breaching confidentiality undercuts our trust in each other.

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

2.7. Annual Elections

The Board of Directors will approve all 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)

2.8. Appreciation for Service

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)

2.8.1. 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)

2.9. Spouses and Guests Attending ASBO Functions

ASBO will pay for the President’s and Vice President’s spouse/guest to attend the Annual Meeting & Expo and the Executive Leadership Forum.

Board Members may invite a spouse or guest to “select” board dinners at the expense of the guest or board member. ASBO will provide an invoice for reimbursement. The Executive Director must receive advance notice of the guest’s name to provide for adequate seating and meal count. All Registration fees, tickets for social functions, travel, and meals are the responsibility of the guest and will not be reimbursed by ASBO. If the guest is not a member of ASBO, he/she will pay the appropriate registration fee.

(Policy adopted: 10/02 and amended: 07/04)
3. EXECUTIVE COMMITTEE

3.1. President Expenses
The President of ASBO should be available to perform duties and responsibilities necessary to lead, enhance, and promote the Association’s goals and purposes. To perform these tasks, the President’s expenses will be reimbursed in accordance with the ASBO travel policy for purposes the President deems essential to carry out these leadership functions. The President and Executive Director will make their best effort to obtain Board approval for these additional expenses, and when not possible, the Executive Director will report the additional expenses to the Board as soon as reasonably possible.

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

The President must stay within the approved budget amount and submit a list of his/her Annual Meeting guests and an itemized estimate of their expenses to the Board at their summer meeting.

(Policy adopted: 12/87 and amended: 10/89; 02/90; 07/91; 10/98; 07/04; 02/14)

3.2. President Recognition
To provide unique recognition of the President for his/her years of service to the association, ASBO will create a President’s Fund not to exceed an amount approved in the ASBO budget that may be used at the President’s discretion for any of the following activities.

- Recognition event at the AM&E or ELF for those who have provided support to the President during his/her service, to include the cost of travel and/or lodging for the President’s guests when so designated.
- Additional affiliate visitations not included on the Board-approved affiliate visit schedule, including extra international visits.
- A contribution to the President’s school district, scholarship foundation, or charity that benefits children.
- Other ASBO-related activities as approved by the Board of Directors.

The maximum amount allocated for this fund will be as follows or as approved by the Board of Directors in the annual budget for the calendar years as follows:

- 2014 - $60,000
- 2015 - $55,000
- 2016 - $45,000
- 2017 - $35,000
- 2018 and thereafter - $25,000

Funds requested in excess of the allocated amount must be approved by the Board of Directors; funds not used by the President will revert to the ASBO general fund.

Pursuant to IRS regulations, ASBO will issue a 1099-MISC to the President and/or President's guests listed in number 2 above for complimentary registration, and reimbursement for meals, lodging and other costs associated with associated allowable expenses as listed.

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

3.3.1. Annual Conference Allocation

$30,000 will be added to the Annual Meeting budget for the purpose of increasing the “value-add” for attendees. Some possible options include:

- All-attendee meal or reception to be held on-property so the charges apply to the food and beverage minimum,
- Amenity to be given to all attendees,
- Scholarship or registration discounts.

Any sponsorship(s) secured to enhance the option beyond the $30,000 cannot be from current ASBO International Event or Strategic Partners.

(Policy adopted: 4/18)
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 and Chief Operating Officer of the Board, and is an ex-officio, non-voting member of both the Board of Directors and the Executive Committee. In addition to the duties and authority set forth in ASBO'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, and implementing all decisions of the Board of Directors.
- Employ and administer an office staff for positions approved in the annual budget and be responsible for staff supervision and settling grievances and personnel problems.
- Ensure that the Executive Committee and/or the Board of Directors are fully informed of ASBO conditions and activities and offer recommendations as deemed necessary.
- Plan, formulate, and recommend for Board approval basic programs designed to further ASBO's objectives.
- Prepare an annual budget to meet the estimated needs for the ensuing year and administer the budget as approved by the Executive Committee and/or the Board of Directors.
- See that ASBO complies with all statutory laws, the Bylaws, and the Policy Manual.
- Establish and maintain working relationships with other organizations and the general public to enhance the position of ASBO and its constituencies in accordance with ASBO policies.
- Carry out all other assignments as delegated by the Executive Committee or the Board of Directors.

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

4.2. Headquarters Organizational Structure
ASBO 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.

(Policy approved: 12/87 and amended: 10/89; 10/93; 07/99; 07/04)

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; 09/95; 10/98; 07/99; 07/04)

4.3. Evaluation and Compensation
The Board of Directors will conduct an annual evaluation of the Executive Director at a board meeting.

4.3.1 Compensation
The process includes the following elements:

- Review and approval by the Board of Directors or compensation committee of the Organization. The compensation of the person is reviewed and approved by the board of directors or compensation committee of the organization, provided that persons with conflicts of interest with respect to the compensation arrangement at issue are not involved in this review and approval.
- Use of data as to comparable compensation. The compensation of the person is reviewed and approved using data as to comparable compensation for similarly qualified persons in functionally comparable positions at similarly situated organizations.
- Contemporaneous documentation and recordkeeping. There is contemporaneous documentation and recordkeeping with respect to the deliberations and decisions regarding the compensation arrangement.

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

4.4. Expenses
ASBO will reimburse the Executive Director for incurred reasonable business expenses that are directly related to his/her performance of ASBO responsibilities, subject to submission of expense documentation and approval by the Association President or his/her designee.

(Policy adopted: 10/02)

4.5. Attorney and Auditor
4.5.1. Employment of Consulting Personnel

The Executive Director is to make annual recommendations to the Board for the appointment of an auditor, attorney, and other necessary consultants. The Board will appoint the auditor and attorney.

4.5.2. 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 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.

4.5.3. 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 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. Additional fees will be paid on an hourly basis to be determined by the Board. Extra fees are expected for non-routine matters.
- Be paid on the basis of work performed and authorized by the Executive Director.

(Policy approved: 10/89 and amended: 07/04)
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 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'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 business seeking reimbursement should incur the lowest reasonable travel expenses and exercise care to avoid impropriety or the appearance of impropriety. If a circumstance arises that is not specifically covered in this travel policy, then 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 business or reimburse ASBO 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. Rental Vehicles

ASBO International will pay for approved use of a rental vehicle. See the section on reimbursements below in this section.

- Automobile (personally owned). A valid driver's and personal automobile insurance are required for expenses to be reimbursed. Drivers should be aware of the extent of coverage (if any) provided by his or her 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 his or her
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 itemized scanned copy or original receipts.

Forms must be submitted within sixty 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 or her own travel or reimbursement. The Executive Director’s travel reimbursement form must be signed by the Board President. The Executive Director will sign the Board of Director’s 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 credit card or reimbursed if paid personally. Original or scanned itemized receipts are required.

5.3.2. Business Expenses

Business expenses, including photocopies, Internet charges, data ports and cell phone coverage for out of area service, incurred while on travel status, 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. Visa, Passport Fees, and Immunizations

If these items are required for international travel, their 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 expenses.
- Haircuts and personal grooming.
- Passports, vaccinations and visas when not required as a specific and necessary condition of the travel assignment.
- Personal entertainment expenses, 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.
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.
6.4. **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)

6.5. **Income Management**

6.5.1. **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:
  
  o U.S. Treasury Securities with a maturity of less than five years.
  
  o Securities issued or guaranteed by agencies of the U.S. government; the securities must have a maturity of three years or less.
  
  o 100% federally insured Certificates of Deposit (CD) with a maturity of three years or less at commercial banks or savings and loan institutions.
  
  o 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.
  
  o 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.
  
  o 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.

6.6. Control of Funds

6.6.1. 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.

6.6.2. 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)

6.6.3. 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)

6.7. 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 shall have the power to sign and execute contracts, checks, and other documents and thereby bind the organization.

The Executive Director, Chief Operations Officer, Chief Business and Leadership Officer, and Finance Manager has 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 of Directors in managing and directing the business, and in conjunction with the President, will conduct the affairs of the Association between meetings of the Board.

6.7.1. Contracts and Agreements
The Executive Director, Chief Operations Officer, Chief Business and Leadership Officer has the authority to approve and execute contracts for services on behalf of the Association in accordance with the following criteria:

<table>
<thead>
<tr>
<th>Total Value of Agreement(s)</th>
<th>Term</th>
<th>Signature Required</th>
<th>Approval Required</th>
</tr>
</thead>
<tbody>
<tr>
<td>Up to $25,000</td>
<td>No longer than 24 months</td>
<td>Executive Director, Chief Operations Officer, Chief Business and Leadership Officer</td>
<td>No Board of Director approval required</td>
</tr>
<tr>
<td>$25,001 and up</td>
<td>Any term</td>
<td>Executive Director, Chief Operations Officer, Chief Business and Leadership Officer</td>
<td>Board of Directors</td>
</tr>
</tbody>
</table>

If a proposed contract requiring Board of Director approval is extremely time sensitive or an emergency situation, the Executive Director shall promptly contact the
President who will 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 shall notify the Board of Directors within a week.

### 6.7.2. 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 less than $25,000 can also be renewed by the Executive Director, Chief Operations Officer, or Chief Business and Leadership Officer.

### 6.7.3. Contract Reporting

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

### 6.7.4. Procurement Process

The Executive Director, Chief Operations Officer, and Chief Business and Leadership Officer has 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 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 shall align with ASBO’s code of ethics policy.

To ensure goods and services of the best quality and price, procurements $5,000 and under 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.

<table>
<thead>
<tr>
<th>Total Value of Purchase(s)</th>
<th>Procurement Process Required</th>
</tr>
</thead>
<tbody>
<tr>
<td>$5,001 to $50,000</td>
<td>Requires 2 or more written quotes</td>
</tr>
<tr>
<td>$50,001 and up</td>
<td>Requires an RFP process</td>
</tr>
</tbody>
</table>

Contracts for sole source providers, such as conference speakers, do not require a quote comparison or RFP process.

### 6.7.5. Emergency Purchases

If a condition develops which 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 shall be provided to the Board of Directors justifying such emergency purchases. Contracts for conference speakers and hotel contracts do not constitute an emergency.

6.8. **Signature Authority**

The Executive Director, Deputy Executive Director, Accounting Manager and President are signatories on all ASBO bank accounts. All checks over $10,000 will require two signatures. ASBO's Deputy Executive Director and Accounting Manager are authorized as a second signer in these cases. All checks under $10,000 are the responsibility of the Executive Director, Deputy Executive Director or Accounting Manager as delegated by the Executive Director.

*(Policy adopted: 07/88 and amended: 10/89; 10/98; 07/04; 2/10; 2/14)*

6.9. **Expenditures**

6.9.1. **Payment Authority**

The Executive Director is authorized to determine necessity for payments and to sign all checks.

The responsibility and accountability is to remain with the Executive Director within the general framework of the adopted budgets.

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

6.10. **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)

6.11. 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 and 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.

*(Internal Board Policy adopted: 10/91 and amended: 01/92; 07/04)*

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

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.

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 and 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 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 are suspended when dues are delinquent. If a membership is still delinquent two months after the renewal date, the membership will be canceled.

All members will be subject to the annual payment of dues as set and approved annually by the Board of Directors, except Life Members and Honorary Members. Life Members’ dues will be paid in one payment or in installments computed based on 20 times the prevailing active member dues. Honorary Members do not pay dues. Life and Honorary members are still required to pay for all other Association products, services, meeting registrations, etc.

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

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

7.2. Voting Eligibility
Voting eligibility is determined based upon the two membership categories: voting and non-voting.

(Amended 10/07)

7.3. Voting Membership Categories
There are three voting categories for the membership: Active, Life, and Emeritus.

7.3.1. Active Member
Individuals meeting the following criteria are eligible for Active membership:

- An individual, employed or independently contracted by a public school district, private school, parochial school, college, or university to perform school business functions in an administrative or supervisory capacity. A school entity can become an Active Member by designating one business official to represent this entity.

- 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.
- An individual employed as a professional staff member of an Affiliate organization.
- A member who holds current Emeritus membership and becomes re-employed in any area of school business management or related endeavors.

7.3.2. Life Member
A life member is one who has held an Active membership in ASBO International for a minimum of ten (10) years and who meets the criteria for Active member at the time of application.

Life members receive the same benefits as Active members. Past Presidents of ASBO International receive a Life membership.

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.
- 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. The individual must become an Active member to maintain voting membership.

(Amended 10/07)

7.4. Nonvoting Membership Categories
There are four nonvoting membership categories.

7.4.1. Publications Member
Any individual or institution that wants to receive association publications but not participate in any other association activity.

7.4.2. Corporate/Associate Member
An individual who is commercially interested in the field of school business management.

7.4.3. Student Member
An individual who is currently enrolled for six (or more) hours in an undergraduate or
graduate program with an emphasis of study in the area of business or educational administration.

Membership in this category is limited to two (2) years.

7.4.4. Honorary Member
The Board of Directors has the authority to confer Honorary memberships.

7.4.5. Affiliate Member
An individual member in good standing of an ASBO affiliate or affiliated organization is considered to be an affiliate member when that affiliate has entered into an agreement with ASBO to be part of the ASBO International online network.

(Amended 10/07; 02/14)

7.5. Professional Registration
The Professional Registration program for School Business Administrators, Officials, and Specialists will be administered by the Executive Director under the direction of the Board of Directors.

(Policy adopted: 12/87 and amended: 10/89; 07/96)

7.6. Diversity, Equity, Inclusion
The Association will communicate and promote diversity and inclusiveness among the membership, leadership, and staff.

To promote inclusiveness, the following statement will be posted on the Web site in reference to membership and the membership application:

“In principle and in practice, the Association values and seeks diverse and inclusive participation within the field of school business management. ASBO promotes involvement and access to leadership opportunities to all members regardless of race, ethnicity, gender, religion, age, sexual orientation, nationality, or disability.”

ASBO will continue to provide leadership and commit time and resources to advance this objective by developing strategies and initiatives to promote and welcome diversity within the Board, staff, and ASBO membership and provide diversity tools for its members.

(Policy adopted: 06/06)
7.7. **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 is used only for the following purposes:

- To process member requests for information, show 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 Web sites of relevant interest through ASBO's Web site. While it is believed those sites share the Association's high standards and respect of privacy, ASBO cannot be held responsible for the content or the privacy practices utilized by these sites.

*(Policy adopted: 06/06)*

7.7.1. **Electronic Privacy Guidelines**

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

7.8. **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 shall 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 shall make a written recommendation of decision to the Board of Directors. 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 shall require two-thirds vote of the entire Board of Directors, provided that a statement of the charges shall have been sent by certified or registered mail to the last recorded address of the member at least twenty (20) days before final action is taken thereon. This statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors.
at which the charges shall be considered, and the member shall 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/liaisons 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 on-going basis to determine the effectiveness of the affiliation.
- The relationship must maintain Association and Board 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 should be funded from multiple sources whenever possible. The names of business and for-profit organizational partners and their logos shall 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 (a) 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 (b) 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 should 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 shall 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 interest 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 assure 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 Professional Development Events, and 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 Professional Development Events, and professional development offerings, including those provided by ASBO International Affiliates and other external entities held by NASBA-registered providers where CPE credit is identified. 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 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 Bylaws, Article VII, Section 1

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

8.4.1. Attendees and Fees
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 (3) days. Complimentary housing to the Annual Conference & Expo is limited to 10 years after service on the ASBO 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 (4) days.

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

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 should 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 that the activity aligns with the Association's mission, vision and, values.

Research projects and other intellectual property created or owned by the Association, where practical, should 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 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 bylaws. Upon completing their charge, ad hoc committees will disband.

9.3. Committee Liaisons
Members of the Board may serve on committees and will be asked to serve as Board liaisons. The board liaison will report on committee activities as appropriate. Board 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 organization.

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.

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