

Kiwanis

Cal-Nev-Ha Foundation

Serving the Children of the World™

www.cnhfoundation.org



Policy Manual of the Kiwanis Cal-Nev-Ha Foundation

Including all revisions made by the Board of Directors through June 4, 2011

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100 Administration

100.1 The following will be standing committees of the Kiwanis Cal-Nev-Ha Foundation Board and will be comprised of Board members only:

- Board Development
- Executive
- Finance
- Fund Development
- Governance

100.2 The President shall appoint, with the approval of the Board, such special committees as are necessary to support the administrative and program service functions of the Foundation.

100.3 If a vacancy is expected to occur as a result of a board member's election to a Foundation or District office, the board may fill that prospective vacancy to be effective when the vacancy occurs.

100.4 Conflict of Interest Policy

This Conflict of Interest Policy of the Kiwanis Cal-Nev-Ha Foundation (the "Foundation"): (A) defines conflicts of interest; (B) identifies classes of individuals within the Foundation covered by this policy; (C) facilitates disclosure of information that may help identify conflicts of interest; and (D) specifies procedures to be followed in managing conflicts of interest.

- A. Definition of conflicts of interest. A conflict of interest arises when a person in a position of authority over the Foundation 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.
- B. Individuals covered. Persons covered by this policy are the Foundation's officers, directors, and Chief Employed Executive.
- C. Facilitation of disclosure. Persons covered by this policy will annually disclose or update to the Foundation President on a form provided by the Foundation 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.
- D. Procedures to manage conflicts. For each interest disclosed to the Foundation President, 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 himself/herself from participation in related discussions or decisions within the Foundation; or (d) ask the person to resign from his or her position in the Foundation or, if the person refuses to resign, become subject to possible removal in accordance with the Foundation's removal procedures. The Foundation's Chief Employed Executive and Chief Employed Finance Executive will monitor proposed or ongoing transactions for conflicts of interest and disclose them to the Foundation President in order to deal with potential or actual conflicts, whether discovered before or after the transaction has occurred.

100.5 Joint Venture Policy

This Joint Venture Policy of the Kiwanis Cal-Nev-Ha Foundation (the "Foundation") requires that the Foundation evaluate its participation in joint venture arrangements under Federal tax law and take steps to safeguard the Foundation's exempt status with respect to such arrangements. It applies to any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity as further defined in this policy.

- A. Joint ventures or similar arrangements with taxable entities. For purposes of this policy, a joint venture or similar arrangement (a "venture or arrangement") 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: (i) whether the Foundation controls the venture or arrangement; (ii) the legal structure of the venture or arrangement; or (iii) whether the venture or arrangement is taxed as a partnership or as an association or corporation for federal income tax purposes. A venture or arrangement is disregarded if it meets both of the following conditions:
1. 95% or more of the venture's or arrangement's income for its tax year ending within the Foundation's tax year is excluded from unrelated business income taxation including but not limited to: (a) dividends, interest, and annuities; (b) royalties; (c) rent from real property and incidental related personal property except to the extent of debt-financing; and (d) gains or losses from the sale of property; and
 2. The primary purpose of the Foundation's contribution to, or investment or participation in, the venture or arrangement is the production of income or appreciation of property.
- B. Safeguards to ensure exempt status protection. The Foundation will: (i) negotiate in its transactions and arrangements with other members of the venture or arrangement such terms and safeguards adequate to ensure that the Foundation's exempt status is protected; and (ii) take steps to safeguard the Foundation's exempt status with respect to the venture or arrangement. Some examples of safeguards include:
1. Control over the venture or arrangement sufficient to ensure that it furthers the exempt purpose of the organization;
 2. Requirements that the venture or arrangement gives priority to exempt purposes over maximizing profits for the other participants;
 3. That the venture or arrangement not engage in activities that would jeopardize the Foundation's exemption; and
 4. That all contracts entered into with the organization be on terms that are arm's length or more favorable to the Foundation.

100.6 Whistleblower Policy

This Whistleblower Policy of the Kiwanis Cal-Nev-Ha Foundation (the "Foundation"): (A) encourages staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the Foundation; (B) specifies that the Foundation will protect the person from retaliation; and (C) identifies where such information can be reported.

- A. Encouragement of reporting. The Foundation encourages complaints, reports or inquiries about illegal practices or serious violations of the Foundation's policies, including illegal or improper conduct by the Foundation 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 Foundation has existing complaint mechanisms should be addressed under those mechanisms, such as raising matters of alleged discrimination or harassment via the Foundation'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.
- B. Protection from retaliation. The Foundation prohibits retaliation by or on behalf of the Foundation 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 Foundation reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.
- C. 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 Secretary/Treasurer or President; provided however, if both of those persons are implicated in the complaint, report or inquiry, it should be directed to the Chairman of the Governance Committee of the Foundation. The Foundation will conduct a prompt, discreet, and objective review or investigation. Staff or volunteers must recognize that the Foundation may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously.

100.7 Document Retention and Destruction Policy

This Document Retention and Destruction Policy of the Kiwanis Cal-Nev-Ha Foundation (the "Foundation") 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 Foundation's documents and records.

- A. The rules for document retention are as follows:
 1. The Foundation'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 seven years; and (06/11)
 - c) No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation.
- B. The minimum terms for document retention are as follows:
1. Retain permanently:
 - Governance records - Articles of Incorporation 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. (06/11)
 - Intellectual property records - Copyright and trademark registrations and samples of protected works.
 - Financial records - Audited financial statements, attorney contingent liability letters.
 2. Retain for at least 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. (06/11)
 3. Retain for at least five 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 *five* years after the termination, expiration, non-renewal of each agreement). (06/11)
 4. Retain for at least three years:
 - All other electronic records, documents and files except for general correspondence - Past budgets, bank statements, publications, employee manuals/policies and procedures, survey information. (06/11)
 5. Retain for at least three months:
 - All general correspondence and electronic mail not specifically described above. (06/11)
- C. Exceptions to these rules and terms for retention may be granted only by the Foundation's Chief Employed Executive or Foundation President.

101 Ambassadors Committee

- 101.1 The Foundation President shall make all assignments of the Foundation Board Members. The Ambassadors Committee Chairman shall be responsible for the coordination and follow up of the specific assignments of the Board Members. (06/11)
- A. Each elected Board Member will represent the Foundation in the divisions, as assigned by the Foundation President in order to effectuate the Ambassador program. (06/11)
 - B. Each elected Board Member will present at least one program in each assigned division during the administrative year, as negotiated with the Lt. Governor of the division, in support of Foundation programs. (06/11)
 - C. Each elected Board Member will be available to their respective divisions, as may be requested, to assist in education of and support for Foundation programs, and to work with the Foundation Ambassador, or as may be assigned by the District Governor or Lt. Governor for the division. (06/11)
 - D. The Foundation President may request support and assistance from the District Governor. This may encompass support and assistance from the District Board of Trustees, Lt. Governors and/or assigned Kiwanians. (06/11)

102 Foundation Ambassadors

- 102.1 Foundation Ambassadors shall be Kiwanians named by the Foundation President with the advice of the Ambassador Committee Chairman, to serve the interests of the Foundation in their own or assigned divisions, for a term of three (3) years. (06/11)
- A. Ambassadors may be nominated by the division Lt. Governor or the District Governor. Ambassadors may represent more than one division, with the approval of the Foundation President. (06/11)
 - B. Ambassadors are responsible for the direct role of representing the Foundation and to provide programs and information on Foundation programs and activities to Kiwanians in the assigned division, including programs that carry out the primary focus of the Foundation.
 - 1. Ambassadors shall encourage Kiwanians and Kiwanis clubs in the assigned division to support the programs of the Kiwanis Cal-Nev-Ha Foundation. (06/11)
 - 2. Ambassadors shall provide each club in the assigned division with at least one Foundation program, each year of their term and regular updates on Foundation activities. Updates on programs can be electronic "newsletters" or direct electronic mailings, or at scheduled division meetings. (06/11)
 - 3. Ambassadors shall assist the clubs in the assigned division with matters concerning the Cal-Nev-Ha Foundation as requested. (06/11)

- C. Ambassador training shall include, at minimum, the following: (06/11)
 - annual training conference set up by the Foundation President who shall determine the method, length and subject matters of the conference;
 - orientation regarding duties at the District Convention;
 - refresher courses at Mid-Year Conferences;
 - resource materials, audio-visual materials, and printed materials on Foundation activities and programs;
 - Ambassadors' Newsletters, electronically or printed throughout the administrative year;
 - voucher process for mileage reimbursement;

 - D. Ambassador resources shall include printed, electronic or written information, including coordination with Foundation Ambassador Committee Chairman and Foundation staff.

 - E. Ambassadors shall attend scheduled training at Mid-Year Conferences, or District Convention, prior to assuming the duties of Foundation Ambassador.

 - F. Mileage reimbursement may be provided for travel for Foundation Ambassadors in the annual budget of the Foundation.

 - G. "Agreement by Cal-Nev-Ha Foundation Ambassador to Perform the Duties of Their Office" shall be signed by, and a copy of the signed form provided to, the Foundation Ambassador. (A copy of current form of this agreement is available at the Foundation's website). (06/11)

 - H. "Conflict of Interest Policy / Disclosure Agreement" shall be signed by, and a copy of the signed form provided to, the Foundation Ambassador. (A copy of the current form of policy/disclosure agreement is available at the Foundation's website). (06/11)

 - I. "Duties and Responsibilities of a District Foundation Ambassador" booklet shall be provided to each prospective Foundation Ambassador as part of orientation or training. (A copy of the current booklet is available at the Foundation's website). (06/11)
- 102.2 Each prospective Foundation Ambassador shall be informed of this policy, and copies of the required forms provided as part of orientation or training for Foundation Ambassadors.
- 102.3 Lt. Governors should not serve as Foundation Ambassadors during their terms of office.

110 Board Development Committee

111 Identification of Candidates

The ability of the Kiwanis Cal-Nev-Ha Foundation to meet the ever-growing needs of the District depends on a Board of Directors that is dedicated to the mission of the Foundation. It is the responsibility of all Board members to identify potential candidates for the Board from Kiwanians throughout the District. When a potential candidate is identified, the Board Development Committee will contact the person to explain the duties and responsibilities of a Foundation Director and to ascertain his or her interest in serving as a Director. If the candidate is interested in serving, the Committee should encourage such candidate to submit an application to the Foundation office to be considered when the next vacancy occurs on the Board of Directors.

112 Review and Recommendation of Candidates

The Committee's purpose is to identify and recommend potential candidates for the Board. The Committee will review all applications received from candidates and prioritize the candidates by their qualifications. Interviews of some candidates may be required in order to obtain additional information or to clarify information submitted by the candidate. The Committee will recommend a slate of candidates to the Board for its nomination to the Special Members. The President will present the nominations from the Board at the Annual Meeting of the Special Members (Cal-Nev-Ha District Trustees) next following the Foundation Board meeting at which the nominees are selected.

113 Structure

The Committee will consist of at least five (5) members appointed by the President. The Committee chair shall be a member of the Board.

120 Grants Committee

Grant applications received by the Kiwanis Cal-Nev-Ha Foundation will be handled through a Grant Committee.

120.1 Structure

- A. The Committee will consist of at least 5 members.
- B. Turn around time from the time a completed application is received should be two weeks or less.

121 Club, PTP and SLP Grants

- A. Develop and maintain club grant, PTP grant and SLP grant applications and information forms;
- B. Coordinate club grant, PTP grant and SLP grant applications and information with the Foundation office staff;
- C. Review and approve club grant, PTP grant and SLP grant applications within the stated guidelines;
- D. Communicate with clubs regarding their applications;
- E. Inform the Foundation Board of Directors of club grant, PTP grant and SLP grant status on a regular basis, as to grants approved or rejected, amounts approved and grant requests pending.

122 Division Grants and Multi-club Grants

- A. Develop and maintain division grant and multi-club grant applications and information forms. Special grants will be handled on a case by case basis with no specific application required;
- B. Coordinate division grant, multi-club grant and special grant applications with the Foundation office staff;
- C. Review and approve division grant, multi-club grant and special grant applications within the stated guidelines;
- D. Communicate with the Division's Lt. Governor or applicants regarding their applications;
- E. Inform the Foundation Board of Directors of division grant, multi-club grant and special grant status on a regular basis, as to grants approved or rejected, amounts approved and grant requests pending.

123 Grant Limitations

- A. Club grants shall be limited to 25% of the total project cost up to a maximum amount of \$1,500.
- B. PTP grants shall be provided as matching funds up to a maximum amount of \$2,000.
- C. SLP grants shall be provided as matching funds for PTP projects only up to a maximum amount of \$250.
- D. Division and multi-club grants shall only be for PTP purposes and shall not exceed a maximum amount of \$5,000.
- E. Special grants shall be approved up to a maximum amount of \$5,000 at the Committee level. The Foundation Board of Directors must approve grants in excess of \$5,000.

130 Disaster Relief Committee

The Kiwanis Cal-Nev-Ha Foundation was founded to assist those who have been affected by natural or man-made disasters. It shall be the policy of this Foundation to assist others whenever possible.

- 130.1 The Executive Committee of the Foundation shall serve as the Disaster Relief Committee. The President of the Foundation shall serve as Chairman of the Committee.
- 130.2 Due to the wide range of disaster grants, there is not a formal application process. All grant requests must be submitted in writing.
- 130.3 Authorization to approve disaster grants shall be as follows:
 - A. Grants of \$500 or less may be approved by the Foundation's Secretary/Treasurer.
 - B. Grants of \$1,000 or less that exceed \$500 must have approval of the Chairman of the Committee and the Foundation's Secretary/Treasurer.
 - C. Grants of \$5,000 or less that exceed \$1,000 must be approved by a majority of the Committee.
 - D. Grants that exceed \$5,000 must be approved by the Foundation Board.
- 130.4 100% of funds raised for a specific disaster will be designated for that disaster; however, donors will be advised that funds, which cannot be spent on a specific disaster, will be held for future disaster assistance.
- 130.5 It shall be the policy of the Foundation to work with other agencies and/or foundations when possible and practical to assist the greatest number of individuals.
- 130.6 The expenditure of funds received as a result of a grant awarded to the Foundation for a specified purpose may be made/authorized by the Secretary/Treasurer in accordance with the provisions set forth in the grant agreement.

140 Finance Committee

140.1 Functions

- A. To know the operating plan and procedures of the Kiwanis Cal-Nev-Ha Foundation and its financial requirements.
- B. To prepare the annual budget and to present the budget to the Board for approval.
- C. To ensure the books and records of the Foundation are kept in conformity with generally accepted accounting principles.
- D. To examine and consider the reports of financial operations for the Foundation and to make recommendations concerning such reports to the Board.

140.2 Meetings

- A. The Finance Committee shall meet at such time and place as the Chairman of the Committee may designate.
- B. The annual budget meeting will be held prior to the first Board meeting of the year. The Foundation Secretary/Treasurer is authorized to pay normal operating expenditures prior to the approval of the budget by the Board.
- C. Special meetings may be called by the President, the Chairman or by a majority of the Committee.
- D. At least fifteen days written notice shall be given for either regular or special Committee meetings.

141 Review of Contract and Agreements

- A. To carry out its functions and responsibilities, the Finance Committee shall review all contracts and other documents pertinent to the financial structure of the Foundation.
- B. The Secretary/Treasurer shall be the only person authorized to execute a contract for the Foundation. (06/11)
- C. The Secretary/Treasurer is authorized to execute time, material, goods and services contracts for all budgeted line items, provided no material exceedance (10% or more) of the line item budget exists. (06/11)
 - i. A material exceedance shall require review by the Finance Committee. The Finance Committee shall determine the source of funding and submit the adjusted budget to the Foundation Board of Directors or the Foundation Executive Committee for approval prior to executing any contracts. (06/11)
- D. The Secretary/Treasurer is authorized to execute contracts for all Foundation and Service Leadership Programs meetings, trainings, etc., provided the budgeted line item exists. (06/11)
 - i. New or proposed meetings, trainings, etc., shall require prior approval by the Board of Directors. (06/11)

- E. Prior approval by the Board of Directors or Executive Committee shall be required for all contracts exceeding \$25,000. (06/11)
- F. Should the Secretary/Treasurer be incapacitated such that a contract cannot be executed in a timely manner, the Foundation President shall be authorized to contract on behalf of the Foundation. Such authority shall only be exercised subsequent to review and approval by the Board of Directors or the Foundation Executive Committee. (06/11)

142 Budgets

142.1 Preparation of the Annual Budget

- A. The Finance Committee appointed by the President/President-designate shall meet prior to the first Board meeting to prepare the budget for the twelve-month period beginning October.
- B. Prior to the budget preparation meeting of the Finance Committee, the Secretary/Treasurer shall send a budget request form to each incoming committee chairman, or if such chairman has not yet been appointed to the current committee chairman.
- C. All budget requests made by committees or officers shall be submitted to the Finance Committee Chairman prior to the budget meeting of the Finance Committee.
- D. The proposed budget shall be presented by the Finance Committee Chairman to the Board at its first meeting.

142.2 In the budget, as adopted by the Finance Committee, total estimated expenditures shall not exceed the estimated income.

142.3 A budget of estimated income and expenditures for the administrative year shall be approved and adopted by each Board at its first meeting.

142.4 Budget Changes or Modifications

- A. Any request for changes or modifications of the budget should be submitted in writing to the Finance Committee Chairman and should set forth the reasons for the changes or modifications.
- B. The request for changes or modifications of the budget shall be considered by the Finance Committee at its next meeting.
- C. Any changes or modifications of the budget must be approved by the Board.

142.5 Requests for Funds Not Budgeted

- A. Any request for funds not budgeted should be in writing to the Finance Committee Chairman and such request should be handled as a request for budget change or modification as provided in Section 143.4 above. Such request shall be considered on the basis of need and the financial status of the Foundation at the time the request is made.

- B. Expenditures authorized or obligations incurred by Foundation Officers, Committee Members or any persons for non-budgeted items will be the personal responsibility of the person authorizing the expenditure or obligation.
- C. Any request for purchases of non-budgeted items by Foundation Officers or Foundation Committee Chairmen shall be requested in writing to the Foundation office, and all purchases shall be authorized by purchase order to the vendor and signed by the Secretary/Treasurer.
- D. No funds within the budget may be transferred or used for any purpose other than the stated budget items without approval of the Finance Committee.

142.6 Process for Compensation Determination

This Policy for Determining Compensation of the Kiwanis Cal-Nev-Ha Foundation (the "Foundation") applies to the compensation of the Foundation's Chief Employed Executive, other Officers or Key Employees.

The process includes all of these elements: (A) review and approval by the Foundation Board of Directors; (B) use of data as to comparable compensation; and (C) contemporaneous documentation and recordkeeping.

- A. Review and approval. The compensation of the Foundation's Chief Employed Executive, other Officers or Key Employees is reviewed and approved by the Foundation Board of Directors, provided that persons with conflicts of interest with respect to the compensation arrangement at issue are not involved in this review and approval.
- B. Use of data as to comparable compensation. The compensation of the Foundation's Chief Employed Executive, other Officers or Key Employees is reviewed and approved using data as to comparable compensation for similarly qualified persons in functionally comparable positions at similarly situated organizations.
- C. Contemporaneous documentation and recordkeeping. There is contemporaneous documentation and recordkeeping with respect to the deliberations and decisions regarding the compensation arrangement.

143 Any proposed resolution or other action by the Board that has financial or budget implications shall be referred to the Finance Committee before any action is taken.

144 Books and Records

144.1 Generally Accepted Accounting Principles

- A. The Foundation books and records shall be maintained in accordance with generally accepted accounting principles and with proper internal controls.

144.2 Inspections

- A. The books and records of the Foundation at all times shall be open for inspection by the Finance Committee, the Finance Chairman, or any Board member.

144.3 Closing of Books and Records

- A. By October 31, every effort will be made by the Secretary/Treasurer to account for all of the prior year's receipts and expenses to permit the closing of the books and records, and to process any excess funds (or deficit) increasing (or decreasing) the appropriate reserve account.

145 Revenue

145.1 Distribution of Income

- A. Receipts designated to the Kenneth C. Ferror, M.D., Scholarship Fund shall be allocated to the three organizations as follows unless specified otherwise.
 - 1. 20% Circle K (06/11)
 - 2. 55% Key Club (06/11)
 - 3. 25% KIWIN'S (06/11)
- B. If a donation is received for a fund or program which does not exist, acceptance shall be made by the Board. Pending such decision, these funds shall be held and not cashed until accepted or rejected by the Board. The donor will be notified of the actions taken.

145.2 The Kiwanis Cal-Nev-Ha Foundation shall not accept deferred revenue from Foundation fund raising programs.

146 Expenditures

146.1 Board Reimbursement Policy

- A. Board members will be entitled to a reimbursement of not more than \$100.00 per board meeting as provided in the annual budget.
- B. If a meeting of the Board is held in conjunction with a retreat or other function at which the annual budget provides for the expenses of Board members, the \$100 reimbursement may not be claimed.
- C. No reimbursement will be issued by the Secretary/Treasurer unless the Board member submits a voucher or expense report with adequate documentation of his or her expense.

146.2 President's Expense Allowance

- A. The annual budget may provide an expense allowance for the Foundation President.
- B. No reimbursement will be issued by the Secretary/Treasurer unless the President submits a voucher or expense report with adequate documentation of his or her expense.

147 Financial Reports

147.1 Quarterly operating statements and financial reports shall be prepared in a form approved by the Finance Committee and sent to members of the Finance Committee and to the Board with their Board meeting packet.

147.2 The Secretary/Treasurer shall present a financial report to the Board of Directors at each of its regular meetings.

147.3 The Finance Committee Chairman shall present a report on Foundation investment performance to the Board of Directors at each of its regular meetings.

148 Foundation Auditors

148.1 The auditor shall be appointed by the Board prior to the close of each fiscal year in accordance with Article X, Section 5 of the Bylaws, upon recommendation of the Audit Committee, and the auditor's report shall be rendered to the Board. The auditor shall be an independent certified public accountant.

148.2 The annual audit shall be conducted in accordance with generally accepted auditing standards, and the report shall contain an opinion and financial statements, prepared in accordance with generally accepted accounting principles for the fiscal year. The auditors also shall review the internal control of financial procedures, and the Foundation accounting procedures.

150 Audit Committee

150.1 Composition

This committee shall be composed of five (5) members not more than two (2) of whom may also serve on the Finance Committee. The Committee must include at least one member of the Foundation Board. The Committee shall not include staff members, officers of the Board or the Finance Committee Chair. (06/11)

150.2 Functions

- A. To recommend to the Board the engagement of an independent certified public accountant (CPA) as the Foundation auditor. The Committee may also recommend to the Board of Directors the termination of an engagement when the Committee believes this is necessary. (06/11)
- B. To have direct communication with the auditor to satisfy Committee members that the financial affairs of the Foundation are in order.
- C. Review the audit and decide whether to recommend approval to the Board.
- D. Review the management letter and decide which items should be recommended to staff and/or the Board for further action.
- E. Pre-approve the audit and non-audit services performed by the independent auditor in order to assure that the provision of such services does not impair the auditor's independence.

160 Investment Committee (06/11)

- 160.1 The Investment Committee is responsible for the day-to-day management of the Foundation's investments. The investment decisions shall be made independent of the Finance Committee and shall be reported to the Board of Directors. The Investment Committee shall recommend changes in the investment strategies to the Board of Directors. (06/11)
- 160.2 The Investment Committee shall have no less than three (3) members one of whom shall be the Foundation Secretary/Treasurer. The other members shall be appointed by the Foundation President. (06/11)
- 160.3 The Investment Committee shall periodically review and monitor the procedure for the investment of funds. (06/11)
- 160.4 Except as provided in subparagraph 160.5, investment of funds shall be in federally insured savings accounts of banks or savings and loan associations, or United States government or agency obligations. Such investments will be made taking into consideration the probable time that such funds will be used, rate of return, liquidity, and safety of the funds. (06/11)
- 160.5 Other investments at various levels of risk which are not included in the immediately preceding paragraph shall be made in accordance with an Investment Policy Statement that is established between the Foundation and its investment advisor/broker. Such Investment Policy Statement shall take into consideration, among other things, the appropriate tolerance for risk, rate of return, liquidity and length of time such investments will be held. The Chairman of the Investment Committee shall submit such Investment Policy Statement to the Board of Directors for approval and/or modification, as needed. (06/11)

170 Fund Development Committee

171 Function

The Fund Development Committee shall pursue new fund development opportunities and recommend such new proposed activities to the Foundation Board of Directors. In addition, the Committee shall pursue the fund development programs of the Foundation at the direction of the Foundation Board. Current fund development programs include, but are not limited to, the following: William A. Dunlap Fellowship, Distinguished Service Award, Hope of America, Friends of the Foundation, Founder’s Day and Legacy Fellowship program.

172 Structure

All Foundation Directors are members of the Fund Development Committee.

180 Governance Committee

181 Structure

The Governance Committee shall have no less than five (5) members who shall be appointed by the Foundation President. The Committee membership shall include the Foundation President, Vice-President and Secretary/Treasurer

182 Function

The function of the Governance Committee shall be to review the Foundation Bylaws and Policies and make recommendations to the Foundation Board of Directors for changes or corrections the Committee deems necessary.

183 Review of International and District Changes

The Committee shall review on an annual basis all District and International Bylaw and Policy changes which may influence the practice, benefits and activities the Foundation performs for Kiwanians in the Cal-Nev-Ha District.

184 Time for Review

The Committee shall make every effort to accomplish the review of any changes in sufficient time to make their recommendations to the Board of Directors with appropriate explanations by the second meeting of the administrative year.

185 Order of Review

The Committee shall undertake to review the Bylaws first and then the Policy Manual second.

190 Hope 4 Kids Committee

Hope 4 Kids grant applications received by the Kiwanis Cal-Nev-Ha Foundation will be administered through a Hope 4 Kids Committee. (06/11)

191 Function (06/11)

- A. The Hope 4 Kids Grant was established to make it possible for Kiwanians to provide aid to children and families that are living in shelters or who are (or are about to be) living on the streets.
- B. The Committee shall be responsible to review and recommend approval or disapproval of all Hope 4 Kids grant applications submitted to the Kiwanis Cal-Nev-Ha Foundation.

192 Structure (06/11)

- A. The Committee will consist of at least 5 members appointed by the President to serve a one year term beginning October 1.
- B. The chair of the Committee shall be appointed by the Foundation President and shall have been a member of the Committee during the prior administrative year.
- C. Because of the urgent nature of Hope 4 Kids grant applications, turnaround time from the time a completed application is received by the Foundations should be one (1) week or less.

193 Criteria (06/11)

- A. Grant applications may be considered for families with minor children who are at risk for homelessness (i.e., families living in shelters or families living or about to be living on the streets).
- B. A non-profit group addressing the housing needs of homeless minor children, working with a specific family, may also submit an application through a Kiwanis club.
- C. Requests for grants must establish a clear need and the fact that the parent(s)/guardian(s) have sufficient income with which to maintain their housing costs in the future.

194 Meetings (06/11)

- A. The Hope 4 Kids Committee shall meet at such time and place as the chairman of the Committee may designate.
- B. Special meetings may be called by the President, chairman or by a majority of the Committee members.

195 Grant Limitations (06/11)

- A. Grant applications submitted by Kiwanis clubs for a specific family shall be limited to a maximum amount of \$1,500. Kiwanis Clubs may submit more than one application during the administrative year provided that each application is for a different family.
- B. Grant applications submitted by non-profit organizations specializing in relieving family homeless conditions who are working with their local Kiwanis Club shall be limited to a maximum amount of \$1,500 per grant and \$6,000 per Kiwanis administrative year.
- C. Grants are limited to one per family.
- D. Grants are limited to housing costs only and must be paid to the Kiwanis club or service provider, as the case may be, to ensure the funds are used only for housing costs. In no case shall the funds be paid directly to the family in question.
- E. If the grant is approved, the Kiwanis club shall submit a follow up report specifying how the grant was used and how providing the funding recognized the Kiwanis family. Photos, video clips and other available media should accompany the follow up report.

196 Applications (06/11)

- A. All requests for Hope 4 Kids grants shall be submitted in writing to the Foundation Office on the form of application provided on the Foundation's website. The Foundation Office shall immediately forward the application to the Committee chairman.
- B. One or more members of the Committee shall review the application for completeness and follow up with the Kiwanis club or service provider, as the case may be, for any missing or supplemental information pertaining to the circumstances surrounding the subject family's situation.
- C. Upon completion of the review process, all of the information shall be forwarded to each member of the Committee for their review and vote whether to approve or disapprove the application. Any vote for disapproval should be accompanied by an explanation of the basis for such disapproval.
- D. If the application is approved, the Committee chairman shall advise the Kiwanis club submitting such application of such approval. Upon notice of approval, the Kiwanis club may (but is not required to) advance the amount of the grant to the landlord/service provider for housing costs only. The Foundation will then forward a check to the Kiwanis club for the amount of the approved grant.

200 Pediatric Trauma Program (PTP) Committee

- 200.1 The Kiwanis Cal-Nev-Ha Foundation's primary emphasis shall be the Pediatric Trauma Program (PTP).
- 200.2 The PTP Committee is responsible for the overall coordination of the Pediatric Trauma Program. The Committee shall, in coordination with the Foundation office staff:
- A. Serve as a central point of contact for the Pediatric Trauma Program for the Foundation;
 - B. Coordinate information flow for the Pediatric Trauma Program from the Foundation to Kiwanis clubs in the District;
 - C. Maintain the Pediatric Trauma Program publicity and materials for the Foundation;
 - D. Assist in the review of and publicity for the PTP grant program;
 - E. Work with Foundation "Partner Hospitals" by:
 - 1. Establishing and periodically reviewing criteria for the Partner Hospital program, including recommendations to the Foundation Board of Directors for appropriate agreements with partner hospitals;
 - 2. Recommending to the Foundation Board of Directors expenditures to assist the Partner Hospitals in meeting their pediatric trauma programs; (06/11)
 - 3. Recommending to the Foundation Board of Directors additions to the Partner Hospital program; (06/11)
 - F. Review and recommend to the Foundation Board of Directors any additional Pediatric Trauma Programs that may be presented to the Foundation.
- 201 The PTP Committee shall consist of at least five (5) members, the majority of whom shall be current Board members.
- 202 Partner Hospital Grant Limitations
- A. Partner Hospitals shall be invited to submit a grant application to the Foundation on an annual basis, commencing on December 1st. The deadline for submission shall be March 31st.
 - B. The PTP Committee shall review all Partner Hospital grant requests submitted and make a recommendation to the Board of Directors. The recommendation of the PTP Committee shall be submitted to the Foundation Secretary, via a written report, not later than April 30th.
 - C. Partner Hospital grants shall be based on merit and awarded based on availability of funds.

D. Partner Hospital grant requests shall be considered for unfunded needs directly related to pediatric trauma. Examples may include, but are not limited to the following:

1. Providing funding to train doctors and nurses in advanced pediatric courses
2. Purchasing pediatric medical equipment
3. Supporting existing and new community outreach programs

210 Public Relations/Publicity Committee

210.1 Convention and Conference Committee

The Committee shall be responsible for the staffing, setup and take down of the Foundation booth at conventions and conferences. The Committee will be a sub-committee of the Public Relations/Publicity Committee.

220 Kenneth C. Forrer, M.D., Scholarship Committee

Purpose: To honor students from California, Nevada and Hawaii who have demonstrated service to their community, academic ability, leadership, moral integrity and initiative, and who desire to earn a college or vocational degree. Scholarships will be awarded in three (3) groups: Circle K, Key Club and KIWIN'S (hereinafter known as "Service Leadership Programs" or "SLP").

220.1 Structure of the Scholarship Committee (06/11)

- A. The Committee will consist of the following Kiwanis members: the current District Administrators of Circle K, Key Club and KIWIN'S and four (4) to six (6) members plus the Chairman who will be appointed annually by the Foundation President. All members are subject to annual approval by the Foundation Board of Directors. (06/11)
- B. Ex-officio members of the Committee are the Secretary/Treasurer of the Foundation, Department Director of SLP (if one is appointed by the District Governor), the District Director of Service Leadership Programs, the President of the Foundation, the District Governor and the District Governor-elect.
- C. The Committee shall have a Chairman, Vice Chairman and Secretary. When there is a vacancy, the members of the Committee shall recommend to the Foundation Board of Directors a successor for the appointment.
- D. The Chairman shall preside at all meetings, in his/her absence, the Vice-Chairman shall preside. The Secretary shall take the minutes of each meeting, and shall send a copy to each member. The District Director of Service Leadership Programs will be the liaison member between the youth groups and this Committee.

220.2 Committee Responsibilities

- A. To direct all fund raising activities with the approval of the Foundation Board of Directors.
- B. To supervise the promotion for all funds.
- C. Direct all funds collected payable to the Kiwanis Cal-Nev-Ha Foundation for deposit to the Kenneth C. Forrer, M.D., Scholarship Fund.
- D. To analyze all disbursements. Payments to be made upon request of the Committee by the Foundation Secretary/Treasurer.

221 Authority of the Foundation Board (06/11)

The Foundation Board shall, after careful analysis, have the right to accept or refuse any contribution or action taken by this Committee.

222 Judging Committees (06/11)

222.1 Each Service Leadership Program group shall have a Judging Committee to determine the order of priority for scholarships to be awarded. Personnel of each Committee shall be appointed by the Foundation President as follows: (06/11)

- A. The Chairman shall be a member of the Foundation Board of Directors.
- B. The Committee shall consist of five (5) adult judges for every 75 applications to be judged. Judges shall not be members of any Service Leadership Program.
- C. The District Administrator or their representative shall be present in an advisory role only.

222.2 Each Judging Committee will serve for a term of one (1) year. The Chairman will have the responsibility of calling the meeting and must be present. The Chairman shall submit a report of the list of the students listed in order of priority to the Foundation Secretary/Treasurer within three (3) days of the committee meeting. (06/11)

223 Scholarship Application Procedure

- A. Applications must be made on the "Scholarship Application" Form.
- B. School transcripts must be submitted for Circle K. Grade Point Average verified by the Faculty Advisor will be accepted for applicants from Key Clubs and KIWIN'S. (06/11)
- C. Applications must be received on or before the established date in the Kiwanis District office.
- D. Scholarship awards will be announced at the respective Service Leadership Programs District Convention and presented by the President of the Foundation or his/her representative. (06/11)

224 Scholarship Selections Criteria (06/11)

Award selection shall be made on criteria as developed by the Kenneth C. Ferror, M.D., Scholarship Committee. (06/11)

225 Scholarship Awards (06/11)

- A. The Foundation Board will determine the total amount available for scholarships after considering the interest earned and the amount equal to ½ of the funds contributed by the respective Service Leadership Programs organizations. (06/11)
- B. After the report of the judging committee is submitted, the amount of each individual scholarship award given shall be determined by the Finance Committee. Awards shall be not less than \$750 or more than \$2,500. (06/11)
- C. No more than one-third (1/3) of the total scholarship amounts may be awarded to elected board members of the respective organizations. (06/11)

226 Payment of Awards

The Kiwanis Cal-Nev-Ha Foundation will send checks directly to the students selected upon receipt of an acceptable proof of registration. The scholarship award shall be valid until October 15th of the calendar year following the date of the presentation.

230 Strategic Planning Committee

230.1 Mission (06/11)

The Strategic Planning Committee will develop, review, and update a District-wide Strategic Plan, which will include planning and operational strategies to address specific areas/topics of concern to the District Foundation.

230.2 Composition (06/11)

This Committee shall be composed of members of the Foundation Board including the President, Vice-President, Secretary/Treasurer, and not less than three Directors. The Foundation President shall make the selection of the chair from the current Committee.

230.3 Term and Appointment (06/11)

This Committee shall be appointed by the President for a term of one year beginning on October 1.

230.4 Meetings (06/11)

- A. This Committee shall function during the entire year at such time and place as the chairman and/or President may designate, with a minimum of one meeting during the administrative year.
- B. Additional meetings may be called by the President, the chair or by a majority of the Committee.
- C. At least two (2) weeks written notice shall be given for any meeting.
- D. A quorum shall consist of a majority of the members of such Committee.

230.5 Operating Objectives (06/11)

Within the framework of assigned areas/topics of concern, the Committee shall develop Planning Assumptions, Mission and Vision Statements, Strategic Issues, Goals, Objectives, and Strategies. The Committee will combine these elements into a comprehensive, District-wide Strategic Plan.

230.6 Plan of Action (06/11)

The Committee will work on an annual basis, with the appropriate Foundation committees and/or staff personnel to establish, and review and update the Strategic Plan. The Strategic Plan shall be reported to the Foundation Board of Directors for approval as developed and/or changed.

The Committee will monitor and report on the level of success the Foundation has achieved in implementing the Strategic Plan, in terms of outcomes and/or performance.

250 William A. Dunlap Fellowship and Foundation Awards Committee

250.1 Structure (06/11)

The Foundation President shall appoint a committee consisting of not less than five (5) Board members to promote and supervise the William A. Dunlap Fellowship program. In addition, this committee shall review applications and select recipients for Foundation awards as described in paragraph 250.4.

250.2 Fellowship Donations

All donations of \$1,000.00 or more to the William A. Dunlap Fellowship will be recognized with a plaque, pin and medallion. Funds will be disbursed as follows: 50% will be directed to the Foundation's Dunlap fund, the balance at the donor's direction may be applied to one of the following funds; Pediatric Trauma Program, Kenneth C. Ferror, M.D., Scholarship Fund, Circle K Scholarship Fund, Key Club Scholarship Fund, KIWIN'S Scholarship Fund or unrestricted support of the Foundation's programs.

250.3 Donations from Service Leadership Programs (02/11)

Donations to the Foundation from Service Leadership Program Districts, Divisions and Clubs may be recognized with one or more of the following awards; William A. Dunlap Fellowship, Distinguished Service Award, Friend of the Foundation Award or Standard Recognition Brick.

- A. For every \$2,500 raised by a SLP District, one award may be given, with a maximum of ten (10) awards annually.
- B. For every \$2,500 raised by a SLP Division, one award may be given, with a maximum of five (5) awards annually.
- C. For every \$1,000 raised by a SLP Club, one award may be given, with a maximum of two (2) awards annually.

250.4 Foundation Recognition Awards

The Foundation Awards shall include recognition programs including the Bert Shoemaker Award, the Edward Solomon Public Service Award, the Harold M. Heimbaugh Nathan Hale Award and the Kiwanis Family of the Year Award as described on the Foundation website.