

POCAHONTAS CHAMBER OF COMMERCE

BOARD POLICY MANUAL

Approved & Updated 3/3/22

BOARD OF DIRECTORS

Roles & Responsibilities

The purpose of the Pocahontas Chamber of Commerce (PCC) board is to see that the organization is accountable to its mission. It is the board's responsibility to govern per authorization by the by-laws. In general, the board responsibilities include:

1. Hiring, supporting and evaluating the performance of an Executive Director.
2. Establishing the organization's strategic direction.
3. Maintain oversight of its projects and events.
4. Enhance the organization's public image.

Scope

The Board makes all policy decisions of the Pocahontas Chamber of Commerce (PCC).

Responsibilities of the Board of Directors include:

- Sets the overall policy of the organization.
- Determines the goals through an approved strategic plan and business plan.
- Adheres to the annual budget.
- Establishes the dues structure.
- Elects officers in accordance with the by-laws.
- Fills vacancies occurring on the board in accordance with the by-laws.
- Meets as required by the by-laws or at the call of the Board President or on its own motion.
- Supports and acts on committee recommendations.

Responsibilities of individual board members include:

- Attend all meetings of the board.
- Consult frequently with PCC membership in order that he/she may truly represent the membership at large or to explain board actions.
- Serve on committees and task forces per appointment of the president.
- Promote membership and participation in the organization to the community at large.
- Attend events, refer potential new members and participate in fundraising efforts.

- Support all decisions of the Board once a motion has been approved by the majority.
- Respect confidentiality policy per signed agreement upon election or appointment to the board.
- Support the mission and goals of the Pocahontas Chamber of Commerce.
- Disclose conflicts of interest that could result in financial or personal benefits to members, employer or family members.
- Assist the Executive Director with special events and tasks if requested.

THE EXECUTIVE COMMITTEE

The Executive Committee is a subset of members of the board of directors and is defined in the organization's by-laws. The Executive Committee consists of the President of the Board, the Vice President/President Elect, the Treasurer/Secretary, Executive Director and the immediate Past President. The Executive Committee is accountable to the board of directors for its actions.

COMMITTEES & TASK FORCES

Responsibilities & Structures

Committees and task forces are formed to oversee or manage a particular component of the organization or accomplish a task as given by the board of directors. Standing committees are different from task forces in that the latter dissolves once its particular task is accomplished. The Executive Director and/or Executive Committee may appoint the chairs of each committee/task force annually with approval of the Board of Directors. Committee/task force chairs select their members from the general membership.

Committee Operations

Committees/task forces are formed and serve at the will of the Board of Directors/Executive Director to accomplish a predetermined charge established annually by the Board of Directors. The Chair is responsible for the conduct of the committee/task force and the accomplishment of the assigned goal. No committee may exceed its approved budget without prior approval of the Board of Directors, which will require a needs assessment including budget, staff support, and outside support (printing, mailing, etc.) well in advance of requests for the extra funding.

Standard Committees

While a committee or task force may be formed as deemed necessary per event and occasion, they are not required as long as the Board or Executive Director doesn't feel it is necessary. The following are examples of standard committees that are generally formed or considered each year. However, the creation of a new task force or committee are not limited to the following listed committees:

- Heritage Days Committee
 - This umbrella committee is chaired by members from the Board of Directors with the Executive Director. Board Members are appointed responsibilities in March and are expected to report to the board at meetings leading up to the event about their progress. They report again at the May meeting confirming firm plans are in place and ready to be included in printed promotional material. Sub-Committees for this event have included, but are not bound or limited to: Parade, Child Activities, Adult Activities, Food, Logistics, and Marketing.
- Hometown Christmas Committee
 - This committee has typically been a smaller committee that oversees the activities and promotions planned for Hometown Christmas during the second weekend of December. Activities have included, but are not limited to: Photos with Santa, Light Parade, Retail Store Punch Cards, Promotion of Local Businesses, Holiday Decorating.
- Elections Committee
 - Although not always necessary if enough candidates have been recruited, this committee (composed of Board of Directors) is responsible for putting together a slate of candidates for the annual Board of Directors election. The committee is assisted by all members of the Board to identify and recruit good leadership to find quality candidates who can be cohesive with the current members of the Board.
- Membership Committee
 - This committee, generally comprised of members from the Board of Directors, is responsible for notifying the Chamber Executive Director of potential new members and serving as membership ambassadors to all members. Committee members are able to recruit members on their own.

POLICY: Partnerships

The PCC Board of Directors may consider partnering with, funding, or endorsing a business, organization or individual to advance or support an initiative. Any initiative given consideration must be consistent with the following:

- It must be consistent with the PCC's mission statement.
- It must be approved by the Board following a request to partner.
- It must be within the budget of the PCC if it involves expenses for PCC.

POLICY: Financial

The PCC Treasurer maintains accurate and complete financial data while working in conjunction with the Executive Director and the Accountant. The fiscal year begins on January 1 and concludes on December 31. The Treasurer provides a financial statement to the Board of Directors at a minimum on a quarterly basis. The Treasurer and Executive Director work in

conjunction with each other. The Treasurer or Executive Director may prepare an annual and/or event budget, which is to be verified by the other. Approval from the Board of Directors and second verification from the Accountant is encouraged.

Bill Payment

The Treasurer pays all bills. All PCC invoices will be paid within thirty (30) days of receipt. Payment of all bills will be by check or Automated Clearing House (ACH) and will be approved by the Executive Director. Check disbursements require approved invoices or expense vouchers attached to the check stub. ACH payments are reconciled with the monthly bank statements.

Accounts Receivable

Invoices for membership dues renewals are dispersed at the start of December, and at a minimum 15 days prior to the year end. Invoices generated may be mailed or emailed to the designated billing recipient(s). Members not renewing by the end of January will be contacted on an individual basis to confirm that they are aware they have not renewed and to invite their comments if they are choosing to not renew.

Accounting Method

It is the policy of PCC to utilize the cash basis of accounting that recognizes revenues in the period when they have been received and expenses in the period they are paid.

Bank Account Reconciliation

Each bank account is to be reconciled from the bank statement to the general ledger account. The bank reconciliation is completed by an accounting service that is not responsible for daily/weekly management of the account.

Contract Signing Authority

The PCC Board may grant authority to the Executive Director to enter into contracts so long as the financial implications of the contract are within the approved budget. If the financial implications exceed the budget or the proposed expenditure Board of Directors approval is required prior to making the expenditure.

The Treasurer and the Executive Director are authorized to open FDIC Insured Bank accounts, and to invest in short term CD's, to deposit funds, and to transfer money from checking and savings accounts.

Tax Filings

The PCC contracts with a certified public accounting services firm for the completion of the IRS Tax 990 Forms. The PCC Board of Directors reviews and approves prior to filing. The accounting firm files them electronically with the Secretary of State.

Audit

The Board of Directors may designate a Board committee to act as an Audit Committee for a review of the accounting systems.

Requested Finance Report

Any member of the PCC has the ability to request the current financial status of the PCC, and the current account balances and/or a balance sheet is to be provided by the Treasurer. The Treasurer is able to consult with the Executive Director and Accountant before delivering the request.

Any member specific transactions are not to be shared or publicized outside of the Board of Directors in order to protect member's confidentiality, unless reviewed further by the Board.

POLICY: Record Retention & Destruction

The Pocahontas Chamber of Commerce takes seriously its obligations to preserve information relating to its members.

The information listed in the retention schedule below is intended as a guideline and may not contain all the records the PCC may be required to keep in the future. Documents that are not listed, but are substantially similar to those listed in the schedule will be retained for the appropriate length of time.

It is the responsibility of the Executive Director to assure that a review of records, including electronic records, will be conducted and the appropriate records shredded.

From time to time, the Board President may issue a notice, known as a 'legal hold', suspending the destruction of records due to pending, threatened, or otherwise reasonably foreseeable litigation, audits, government investigations, or similar proceedings. No records specified in any legal hold may be destroyed, even if the scheduled destruction date has passed, until the legal hold is withdrawn in writing by the Board President.

File Category	Item	Retention Period
Corporate Records	Bylaws and Articles of Incorporation	Permanent
	Corporate resolutions	Permanent
	Board and committee meeting minutes	Permanent

	Trademark registrations and copyrights	Permanent
	Conflict-of-interest disclosure forms	4 years
Finance and Administration	Audited financial statements	Permanent
	Accounts payable ledgers	7 years
	Bank reconciliations	7 years
	Bank Statements	7 years
	Checks (for important payments and purchases)	Permanent
	Contracts and agreements	7 years after all obligations end
	Correspondence (legal and important matters)	Permanent
	Correspondence – general	2 years
	Duplicate deposit slips (including lockbox deposits)	3 years
	Depreciation schedules	Permanent
	General ledgers and journals	7 years
	Internal financials	3 years
Insurance Records	Insurance policies (expired)	3 years
	Insurance records, current accidental reports, claims, policies, etc.	Permanent
Tax	IRS exemption determination and related correspondence	Permanent
	IRSA Form 990s	Permanent
	Charitable Organizations Registration Statements (filed with Iowa Attorney General)	7 years
	1099's issued to vendors	7 years
Human Resources	Employment applications	1 year
	I-9 Forms	3 years after the date of hire or 1 year after date of termination
	Payroll records and summaries, including timesheets	4 years
	Personnel files, including leave records, for terminated employees	2 years
	Retirement and pension records	Permanent
	Withholding tax statements	4 years after tax due date or date tax is paid
	Workers comp claims (after settlement)	7 years

Technology	Software licenses and support agreements	7 years after all obligations end
Other	Lobbyist reports and other filings with Campaign Finance Board	5 years

Electronic Documents and Records

Electronic documents will be retained as if they were paper documents. Therefore, any electronic files that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an e-mail message, the message should be printed in hard copy and kept in the appropriate file or moved to an 'archive' computer file folder.

Document Destruction

The Executive Director is responsible for the ongoing process of identifying the PCC records, which have met the required retention period, and overseeing their destruction. Destruction of financial and personnel- related documents will be accomplished by shredding.

Document destruction will be suspended immediately, upon any indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction will be reinstated upon conclusion of the investigation.

POLICY: Whistleblower Protection

The Pocahontas Chamber of Commerce (PCC) requires directors, officers, employees, contractors and volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees, contractors, and representatives of the PCC, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Reporting Responsibility

This Whistleblower Policy is intended to encourage and enable persons to raise serious concerns internally so that the PCC can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, employees, contractors and volunteers to report concerns about violations of the PCC's code of ethics or suspected violations of law or regulations that govern the PCC's operations.

No Retaliation

It is contrary to the values of the PCC for anyone to retaliate against any board member, officer, contractor, employee or volunteer who in good faith reports an ethics violation, or a suspected

violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of the PCC. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment.

Compliance Officer

The Compliance Officer is designated as the Treasurer of the Board of Directors. The PCC Compliance Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations and, at his/her discretion, shall advise the Board President. The Compliance Officer has direct access to the Board of Directors and is required to report to the Board at least annually on compliance activity. The Board President or his or her designee will assume the Compliance officer role if the complaint involves the Compliance Officer.

Reporting Procedure

The PCC's open door policy suggests that employees share their questions, concerns, suggestions or complaints with someone who can address them properly and with whom the whistleblower is comfortable. Such persons are required to report suspected violations of the Code of Conduct to the PCC's Compliance Officer, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when you are not satisfied or comfortable with following the PCC's open door policy, individuals should contact the GFCCC's Compliance Officer directly. A director should generally present his or her concerns to the President of the Board of Directors, or anyone on the Board whom he or she is comfortable approaching.

Accounting and Auditing Matters

The Board of Directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Compliance Officer shall immediately notify the Board of Directors of any such complaint and work with the Board until the matter is resolved.

Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The PCC's Compliance Officer will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

POLICY: Reimbursements and Expenses

The office staff will be reimbursed, if requested, by the responsible agency for all reasonable business-related expenses incurred on behalf of the agency such as conference fees, mileage for travel, professional association meetings, educational courses and any other travel or expenses deemed appropriate. Prior approval of travel and other business-related expenses should be obtained from the relevant agency. Mileage reimbursement rate will be based on the IRS rate. Reimbursement will be made after submitting the appropriate receipts or expense reports.