

**The Church Network**  
(powered by NACBA)

**Policy Governance Manual**

# Table of Contents

## **Governance Process**

|             |   |
|-------------|---|
| GP-1 .....  | Global Governance Commitment                                    |
| GP-2 .....  | Governing Style   |
| GP-3 .....  | Board Job Description   |
| GP-4 .....  | Monitoring Governance Process & Board-CEO Relationship Policies |
| GP-5 .....  | Agenda Planning   |
| GP-6 .....  | Board Committee Principles                                      |
| GP-7 .....  | Board Committee Structure                                       |
| GP-8 .....  | Strategic Planning  |
| GP-9 .....  | Monitoring and Evaluation                                       |
| GP-10 ..... | Cost of Governance  |
| GP-11 ..... | President's Role  |
| GP-12 ..... | Vice President's Role   |
| GP-13 ..... | Secretary's Role  |
| GP-14 ..... | Board Member Conduct and Covenants                              |
| GP-15 ..... | Board Member Conflict of Interest                               |
| GP-16 ..... | Whistleblower Policy  |
| GP-17 ..... | Discipline of the Board's President                             |
| GP-18 ..... | Disciplining Individual Board Members                           |
| GP-19 ..... | Local Chapters  |

## **Board-CEO Relationship**

|               |                                       |
|---------------|---------------------------------------|
| B/CEO-1 ..... | Global Board-CEO Relationship         |
| B/CEO-2 ..... | Unity of Control                      |
| B/CEO-3 ..... | Document Hierarchy and Interpretation |
| B/CEO-4 ..... | Accountability of the CEO             |
| B/CEO-5 ..... | Delegation to the CEO                 |
| B/CEO-6 ..... | Monitoring CEO Performance            |

## **Executive Limitations**

|            |  |
|------------|--|
| EL-1 ..... | Global Executive Constraint            |
| EL-2 ..... | Treatment of Consumers                 |
| EL-3 ..... | Treatment of Staff and Volunteers      |
| EL-4 ..... | Financial Planning and Budgeting       |
| EL-5 ..... | Financial Administration               |
| EL-6 ..... | Emergency CEO Succession               |
| EL-7 ..... | Asset Protection                       |
| EL-8 ..... | Compensation and Benefits              |
| EL-9 ..... | Communication and Support to the Board |

## **Ends**

|           |                       |
|-----------|-----------------------|
| E-1 ..... | Global Ends Statement |
| E-2 ..... | Competency            |
| E-3 ..... | Networks              |

## Table of Contents Continued

### Other Policies

|           |   |
|-----------|---|
| P-1 ..... | Accounting Policy                         |
| P-2 ..... | Document Retention and Destruction Policy |
| P-3 ..... | Endowment Fund Investment Policy          |
| P-4 ..... | Privacy Policy                            |
| P-5 ..... | Fraud Policy                              |
| P-6 ..... | Code of Ethics                            |
| P-7 ..... | Cell Phone Reimbursement Policy           |
| P-8 ..... | Gift Acceptance Policy                    |

## Policy Type: Governance Process

### Global Governance Commitment

(GP-1)

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The purpose of the Board, on behalf of the association's membership, is to see that The Church Network

- (1) achieves appropriate results for appropriate persons at an appropriate cost and
- (2) avoids unacceptable actions and situations.

The Board, supporting the interests of membership and the work of staff, holds itself accountable to the membership by ensuring that all actions taken are consistent with the Board's policies.

In the fulfillment of this charge, the Board is committed to rigorous and continual improvement of its capacity to govern effectively, using its policies to define its vision in terms of expectations and its concerns in terms of values.

In fulfilling its governance commitment, the Board will be guided by the following beliefs:  
We believe that

- ...The association exists for its members.
- ...Each member has value.
- ...Members should be actively involved.
- ...Education and training is a lifelong process.
- ...Church administration education is a shared responsibility.
- ...Education is strengthened through the use of technology.
- ...Investing in membership development is essential.
- ...Diversity is of great value.
- ...Leadership creates vision and strong membership support.

Revised: 04-07-2005

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring & Fall

## Policy Type: Governance Process

### Governing Style

(GP-2)

The Board will govern lawfully, under the guidance of scripture and the focus of the mission statement, with an emphasis on

- a) outward vision rather than an internal preoccupation,
- b) encouragement of diversity in viewpoints,
- c) strategic leadership more than administrative detail,
- d) clear distinction of Board and chief executive officer roles,
- e) collective rather than individual decisions,
- f) future rather than past or present, and
- g) proactivity rather than reactivity.

Accordingly:

1. The Board will cultivate a sense of group responsibility. The Board, not the Chief Executive Officer, will be responsible for excellence in governing. The Board will use the expertise of individual Board members to enhance the ability of the Board as a body, but will not substitute individual judgments and opinions for the Board's collective values.
2. The Board will hold itself accountable for governing with excellence. This self-discipline will apply to matters such as attendance, preparation for meetings, adherence to policy-making principles, respect of roles, and ensuring effective governance capability into the future.
3. The Board will direct, lead and inspire the association through the careful establishment of broad written policies reflecting the Board's values and perspectives about ends to be achieved and means to be avoided. The Board's major policy focus will be on the intended long-term benefits for members and customers, not on the administrative or programmatic means of attaining those benefits.
4. The Board will encourage diversity of opinion, but will not allow it to become personal.
5. The Board will allow no officer, individual, or committee of the Board to hinder or be an excuse for not fulfilling Board commitments.
6. Although the Board can change its governance process policies at any time, it will observe the policies currently in force.
7. Continual Board development will include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvement.
8. The Board will monitor and discuss the Board's process and performance at each meeting. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-CEO Relationship categories.

Revised: 03-05-2010

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring & Fall

## Policy Type: Governance Process

### Board Job Description

(GP-3)

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The job of the Board is to represent the association's membership in determining and demanding appropriate organizational performance.

Accordingly, the Board will concentrate its efforts on the following:

1. Developing written governing policies that, at the broadest levels, address each category of organizational decision.
  - a. **Ends:** organizational impacts, benefits, effects, products, and results for specified recipients and their relative worth (what end result is desired for whom and at what cost).
  - b. **Executive Limitations:** constraints on executive authority that establish the practical, legal, and ethical boundaries within which all executive activity and decision-making will take place.
  - c. **Governance Process:** specification of how the Board conceives, carries out, and monitors its own task.
  - d. **Board-CEO Relationship:** how authority is delegated and its proper use monitored; the CEO role, authority, and accountability.
2. Ensuring CEO performance through monitoring Ends and Executive Limitations policies.
3. Ensuring Board performance through monitoring Governance Process and Board-CEO Relationship policies.

Revised: 04-06-2005

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring

## Policy Type: Governance Process

### Monitoring Governance Process & Board-CEO Relationship Policies (GP-4)

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The purpose of monitoring the Board's Governance Process and Board-CEO Relationship policies is to determine the degree to which the Board adheres to and fulfills its own policy commitments. Monitoring will be done as efficiently as possible, using Board time effectively so meetings can be used to create the future.

These policies are monitored through Board self-assessment according to the following frequency.

| <b>Governance Process Policies</b>                                   | <b>Frequency</b>      |
|--|-----------------------|
| GP-1 Global Governance Commitment                                    | Spring & Fall         |
| GP-2 Governing Style   | Spring & Fall         |
| GP-3 Board Job Description   | Spring                |
| GP-4 Monitoring Governance Process & Board-CEO Relationship Policies | Spring                |
| GP-5 Agenda Planning   | Summer & Fall         |
| GP-6 Board Committee Principles                                      | Spring                |
| GP-7 Board Committee Structure                                       | Spring                |
| GP-8 Strategic Planning  | Spring, Summer & Fall |
| GP-9 Monitoring and Evaluation                                       | Fall                  |
| GP-10 Cost of Governance   | Fall                  |
| GP-11 President's Role   | Summer                |
| GP-12 Vice President's Role  | Summer                |
| GP-13 Secretary's Role   | Summer                |
| GP-14 Board Member Conduct and Covenants                             | Spring & Fall         |
| GP-15 Board Member Conflict of Interest                              | Fall                  |
| GP-16 Whistleblower Policy (includes report from Compliance Officer) | Spring                |
| GP-17 Discipline of the Board's President                            | Spring                |
| GP-18 Disciplining Individual Board Members                          | Spring                |
| GP-19 Local Chapters   | Spring                |
|  |                       |
| <b>Board-CEO Relationship Policies</b>                               | <b>Frequency</b>      |
| B/CEO-1 Global Board-CEO Relationship                                | Spring & Fall         |
| B/CEO-2 Unity of Control   | Spring & Fall         |
| B/CEO-3 Document Hierarchy and Interpretation                        | Not applicable        |
| B/CEO-4 Accountability of the CEO                                    | Spring & Fall         |
| B/CEO-5 Delegation to the CEO  | Spring & Fall         |
| B/CEO-6 Monitoring CEO Performance                                   | Fall                  |

In addition, the President shall ensure each regularly scheduled board meeting includes on the agenda a Summary of Board Effectiveness. This time is to be used for each Board member to comment on how effective the Board was during their meeting. These comments shall be captured in the meeting minutes. The President shall then utilize the survey results and comments to improve future meetings.

Revised: 7-09-2012

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring

## Policy Type: Governance Process

### Agenda Planning

(GP-5)

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To accomplish its stated objectives with a governance style consistent with Board policies, the Board will follow an annual agenda that (1) reviews, monitors, and refines Ends policies and (2) continually improves Board performance through Board education, enriched input and deliberation.

Accordingly:

1. The cycle will conclude each year at the Fall Board Meeting so that administrative planning and budgeting can be based on accomplishing the next one-year segment of the Board's most recent statement of long-term Ends.
2. The cycle will start with the Board's development of its agenda for the next year and will include:
  - a. Consultations with selected groups and persons whose insights and opinions will be helpful to the Board.
  - b. Discussions on governance matters, including orientation of new Board members in the Board's governance process and periodic discussions about means to improve its own process.
  - c. Education related to Ends determination (for example, presentations by futurists, demographers, advocacy groups, and staff).
3. Throughout the year, the Board will attend to consent agenda items as expeditiously as possible. An item may be removed from the consent agenda upon the request of any single member of the Board.
4. Monitoring of Executive Limitations (EL) policies will be included on the agenda for separate discussion if CEO monitoring reports show policy violations or if policy criteria are to be debated. Otherwise, EL monitoring reports will be included in the consent agenda.
5. CEO compensation will be decided during the annual Fall Board Meeting.

Revised: 07-16-2013

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Summer & Fall



## **Policy Type: Governance Process**

### **Board Committee Principles**

**(GP-6)**

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Board committees, teams, and task forces, when used, will be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from Board to CEO.

Accordingly:

1. Board committees are to help the Board do its job, never to help or advise the staff. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will normally not have dealings with current staff operations.
2. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the CEO.
3. Board committees cannot exercise authority over staff. Because the CEO works for the full Board, he or she will not be required to obtain approval of a Board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore a Board committee that has helped the Board create policy on some topic will not be used to monitor organizational performance on that same topic.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group that is formed by Board action, whether or not it is called a committee and regardless whether the group includes Board members. It does not apply to committees formed under the authority of the CEO.

Revised: 04-06-2005

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring

## Policy Type: Governance Process

### Board Committee Structure

(GP-7)

A committee is a Board committee only if its existence and charge come from the Board and its work is intended to support the Board's work, whether or not Board members serve on the committee. The only Board committees are those that are listed in this policy. Unless otherwise indicated, a committee ceases to exist as soon as its task is complete.

#### Board Committees:

##### 1. Governance Committee

- a. Purpose. Identify from among current TCN membership suitable leadership talent for members of the Board of Directors and make suggestions to the President for appointments to the various committees of the Board. This is a Board committee and reports solely to the Board.
- b. Committee Structure
  - i. Membership on the Governance Committee is composed of a minimum of five (5) individuals appointed by the President in consultation with the Board of Directors. Among the appointees shall be the immediate past Board President and one Elected Director. The Vice President of the Board shall serve in an ex-officio capacity. The CEO shall serve as an ex officio member without voting rights. The current Board president shall not serve as a member of this Committee.
  - ii. The chair shall be an individual closely familiar with Policy Governance.
  - iii. The Committee shall elect, from among its members, a secretary to record the actions and proceedings of the Committee.
  - iv. Required characteristics of all Committee members include:
    1. Familiarity with Policy Governance,
    2. Commitment to the principles, practices and programs of TCN,
    3. Possession of the time commitment necessary to serve,
    4. Participation in and completion of TCN Key Leader Training,
    5. TCN member in good standing,
    6. Certified Church Administrators (CCAs),
  - v. The President shall take into account the following in determining the committee structure:
    1. Longevity of membership in TCN
    2. Appropriate mix of gender, ethnicity & leadership strengths
    3. Diversity in denomination/faith group affiliation
  - vi. When possible, the Committee should be reflective of the geographic distribution of association membership. Although this is not a requirement, an emphasis should be placed on appointing individuals with the desired characteristics outlined previously, with geography being but one consideration.
- c. Responsibilities
  - i. Present to the Board for approval, and then to the membership at conference for their consideration, a slate of candidates for the Board of Directors. This slate shall be supplied to the Board two weeks prior to its spring Board meeting.
  - ii. Solicit recommendations of Board Candidates from the membership and current association leadership. Current paid staff may make suggestions as to the suitability of individual candidates, and may supply requested and known information about potential candidates, but must not drive or

## Board Committee Structure continued

(GP-7)

unduly influence the process. Criteria for selecting candidates for a seat on the Board of Directors shall include:

1. Expertise in the area of governance.
  2. Active membership in TCN.
  3. Attendance at national conferences.
  4. Participation in and completion of TCN's Key Leader Training.
  5. Active membership and involvement with their local chapter—this serves as a measure of commitment and support of TCN where applicable. (Not everyone is in an area with a chapter.)
  6. Certification as a CCA by the association.—TCN exists to provide education and training in the field of church administration. Certification is the preeminent program of TCN. Attainment of “Certified Church Administrator” is indication of an individual's desire to be the best one can be in this field.
  7. Area of the country—The Governance Committee will make an effort to spread representation on the Board from throughout the country.
  8. Denomination/Faith Group—The members of TCN represent numerous denominations/faith groups. The committee will make every effort to provide a representative mix.
  9. Gender, Ethnicity & Leadership Strengths—The committee will make every effort to provide an appropriate mix.
  10. Number of nominations—The collective desires of the membership will be a consideration for the committee.
- iii. Work with Board leadership to promote ethical behavior and standards among Board members and committees of the Board.
  - iv. Assist the Board in its on-going assessment of association bylaws and drafting of new or updated bylaws if needed.
  - v. Assist the Board in the development of potential leadership. Components of the program may include:
    1. Key Leader Training
    2. Board orientation
    3. Workshop at the national conference
    4. Other programs approved by the Board.
    5. Providing information regarding the governing and operating structure of the Association, including
      - a. Board operations and policies,
      - b. all governing documents,
      - c. information about Board committee responsibilities and structure, and
      - d. other programs of the Board (i.e. KLT).
  - vi. Assist the Board in self-assessment of its performance and compliance with accepted Policy Governance practices and principles. This may include:
    1. assessing the efficiency of board meetings, comparing minutes to agendas,
    2. assisting in maintaining timely and accurate Board communications, and
    3. providing tools to the Board to assess performance and productivity of Board members.
- d. Term. The members of the Governance Committee shall be appointed annually by the President no later than April 1<sup>st</sup> of each year and may serve for a period of three (3) years in rotation. Individuals may serve more than three (3) years after a one-year absence from the Committee but not more than six years. The new committee and its officers will begin their year of service on April 1<sup>st</sup> of each year.

**2. Professional Training and Standards Committee**

- a. Purpose. The purpose of the Professional Training and Standards Committee is to fulfill one of the significant roles of the mission of TCN which is to assist individuals serving Christ through administration in local churches to achieve the highest level of professional competence.
- b. Committee Structure.
  - i. The Chair of the Professional Training and Standards Committee shall be appointed by the President chosen from among the elected Board Directors no later than April 1<sup>st</sup>.
  - ii. The President shall appoint all other committee members, consisting of not more than seven (7), nor less than five (5) members by April 1<sup>st</sup>.
  - iii. Certification Center Directors shall serve as ex officio members.
  - iv. The Deputy CEO serves the CEO as liaison to this committee.
  - v. Required characteristics of all committee members include:
    - 1. Commitment to the principles, practices and programs of TCN,
    - 2. Possession of the time commitment necessary to serve,
    - 3. TCN member in good standing, and
    - 4. Certified Church Administrators (CCAs).
  - vi. The President shall take into account the following in determining the committee structure:
    - 1. Longevity of membership in TCN
    - 2. Appropriate mix of gender, ethnicity & leadership strengths
    - 3. Diversity in denomination/faith group affiliation
- c. Responsibilities
  - i. Committee Chair
    - 1. Serve as the TCN Board's liaison to the committee; assure clear communication between Board and committee.
    - 2. Provide leadership of the committee in the areas of vision casting, goal setting and establishing certification and retention of certification requirements.
    - 3. Lead committee meetings including those conducted via conference call or by electronic means.
    - 4. Plan meeting agendas including the committee retreat held every three years.
    - 5. Assure that the retreat agenda includes review of the certification requirements, retention of certification requirements and certification curriculum, and that revisions are made as deemed necessary.
    - 6. Assure certification centers' training content meets the requirements set by the PT&S Committee.
    - 7. Establish and maintain clear communication with the Deputy CEO who serves as the CEO's liaison to the committee and serves as the primary contact to certification centers. (See the Deputy CEO's job description for more detail.)
    - 8. Establish and maintain communication with denominational certification representatives, which includes inviting them to participate in the July committee meeting, other meetings and the retreat, as deemed necessary.
    - 9. Sign candidates' certificates for certification and retention of certification.
    - 10. Emcee the presentation of certificates at the national conference.

## Board Committee Structure continued

(GP-7)

### ii. Committee Members

1. It will establish professional training, standards, and criteria for certification for all Active Member Church Business Administrators.
  2. It will recommend to the Board educational objectives to be achieved by the national association and its membership.
  3. It will be the agency through which denominations and other religious organizations communicate their needs for certification standards.
  4. The members of this committee will perform such other duties as will from time to time be defined by the Board.
- d. Term. The chair of the committee will serve at the will of the Board with no defined term limit. Members will serve a three-year term limit on a rotation basis. The term starts at the annual conference. Individuals may serve more than three (3) years after a one-year absence from the Committee but not more than six years.

### 3. Awards Committee

- a. Purpose. The purpose of the Awards Committee is to recognize members of TCN who are demonstrating exemplary work in the field of church administration by determining the recipients of the association's special awards.
- b. Committee Structure. The President shall appoint the Chair of the committee and a minimum of three (3) other committee members by October 1<sup>st</sup>. The CEO shall serve as an ex officio member.
- c. Responsibilities.
  - i. The awards committee will collect nominations and determine the recipients of the association's special awards.
  - ii. Members of the committee may not be considered for any award in the years they serve on the committee. If a committee member's name is placed in nomination, the choice will be 1) decline the nomination or 2) resign from the Awards Committee.
  - iii. The suggested timing of committee action is as follows:
    - March — *The Link* contains the nomination form.
    - March through April — Nominations are collected by the Chair.
    - May — Committee meets to select award recipients.
    - May — Recipients and their supervisors are notified.
    - May and June — National office collects biographical sketches and photos, and orders plaques and posters.
    - July — Awards are presented during the annual national conference. The committee is responsible for selection of the award presenters.
- d. Term. Members will serve a three-year term limit on a rotating basis. Individuals may serve more than three (3) years after a one-year absence from the Committee but not more than six years. The term starts October 1<sup>st</sup> each year.

### 4. Internal Controls Committee

- a. Purpose. The purpose of the Internal Controls Committee is to ensure compliance with established practices, policies and procedures of the association and, develop and maintain a manual of financial policies.
- b. Committee Structure.
  - i. The members of the Internal Controls Committee are appointed by the board president. Three individuals, including a chair, shall constitute the

committee. The vice president of the board may act as an ad hoc member of the committee. The committee may recruit any number of individuals to assist it in its work, as the committee deems necessary, however these individuals shall be task-oriented and not permanent members of the committee.

- ii. Candidates for consideration as members of the Internal Controls Committee should:
    1. possess a strong financial background,
    2. be available for necessary meetings, and
    3. preferably be a CCA.
  - iii. The president shall take into account the following in determining the committee structure:
    1. diversity in gender, ethnicity and faith group
    2. the CPA designation is a preferred criteria for at least one member
- c. Responsibilities
- i. Develop and maintain a manual of financial policies and procedures for the association, reviewing it annually for timeliness and accuracy. Changes to the manual shall be recommended to the board of directors for final action.
  - ii. Act as an on-going review committee to ensure compliance with established internal controls policies and practices.
  - iii. Conduct or cause to be conducted at the request of the Board, a review of the association's compliance with its internal controls policies and procedures. This review shall be completed and a report of findings shall be prepared and presented for consideration at the board's fall meeting.
- d. Term. The committee is a standing committee of the Board of Directors. Members of the committee are appointed annually by April 1<sup>st</sup> and may serve for up to three (3) years. Individuals may serve more than three (3) years after a one-year absence from the Committee but not more than six years. The term starts April 1<sup>st</sup> each year.

#### **5. Development Committee**

- a. Purpose. The purpose of the Development Committee is to raise funds for the association.
- b. Committee Structure
  - i. The President will appoint a chair for the Development Committee from the active membership by October 1<sup>st</sup>.
  - ii. The committee will consist of not more than seven (7) nor less than five (5) Active or Emeritus members in good standing including one Elected Director. The CEO shall serve as an ex officio member without voting rights.
- c. Responsibility. The committee will develop and implement fundraising campaigns at the direction of the board of directors.
- d. Term. Members will serve a three-year term limit on a rotating basis. Individuals may serve more than three (3) years after a one-year absence from the Committee but not more than six years. The term starts October 1<sup>st</sup> each year.

#### **6. Endowment Investment Committee**

- a. Purpose. The purpose of the Endowment Investment Committee is to manage the Endowment Fund.
- b. Committee Structure
  - i. The Vice-President will chair the Endowment Investment Committee.
  - ii. The committee will consist of not more than seven (7) nor less than five (5) Active members in good standing, including the Vice-President, and one Elected Director. The President will appoint members for the

## **Board Committee Structure continued**

**(GP-7)**

Endowment Investment Committee from the active membership by October 1<sup>st</sup>. The CEO shall serve as an ex officio member without voting rights.

- c. Responsibilities. The duties and responsibilities of this committee are outlined in the Endowment Fund Investment Policy (P-3).
- d. Term. Members will serve a three-year term limit on a rotating basis. Individuals may serve more than three (3) years after a one-year absence from the Committee but not more than six years. The term starts October 1<sup>st</sup> each year.

Revised: 02-18-2017

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring

**Policy Type: Governance Process**

**Strategic Planning**

**(GP-8)**

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The board shall set goals and priorities for the association and shall review such goals and priorities at each meeting. The board will review dues pricing at each fall board meeting.

Revised: 02-28-2012  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: Spring, Summer, Fall



## **Policy Type: Governance Process**

### **Monitoring and Evaluation**

**(GP-9)**

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The board shall monitor, on an ongoing basis, the implementation of the goals and priorities.

Accordingly:

1. The board shall evaluate the effectiveness of the implementation of the goals and priorities.
2. In order to fulfill its evaluative and monitoring roles, the board will establish program or activity indicators which shall be specific, measurable, attainable, realistic and timely.

## **Policy Type: Governance Process**

### **Cost of Governance**

**(GP-10)**

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Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

Accordingly:

Board skills, methods, and supports will be sufficient to assure governing with excellence.

1. Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing member skills and understandings.
2. Outside assistance will be arranged so that the Board can exercise excellence in governance and accountability. This includes, but is not limited to, fiscal audit/review. The board-appointed CPA firm or partner-in-charge may be rotated per current best practices.
3. Methods will be used as needed to ensure the Board's ability to listen to member viewpoints and values.

Revised: 10-25-2016

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Fall

## Policy Type: Governance Process

### President's Role

(GP-11)

The President shall have the responsibilities described in the Bylaws of the Association, and further shall ensure the integrity of the Board's processes and serve as the Board's official spokesperson.

Accordingly, the President will:

1. Monitor Board behavior to ensure that it is consistent with its own rules and policies and those legitimately imposed upon it from outside the organization.
  - a. Conduct and monitor deliberations to ensure that only those issues clearly belonging to the Board, not the CEO, are discussed unless invited to do so by the CEO.
  - b. Ensure information that is for neither monitoring performance nor Board decisions will be avoided or minimized.
  - c. Ensure that deliberations are fair, open, and thorough, but also timely, orderly, and kept to the point.
  - d. Chair Board meetings with all the commonly accepted power of that position, such as ruling and recognizing.
  - e. Conduct timely Board meeting debriefings and periodic self-assessments to ensure process improvement.
2. Make interpretive decisions that fall within topics covered by Board policies on Governance Process and Board-CEO Relationship, except where the Board specifically delegates such authority to others, using any reasonable interpretation of the provisions in those policies.
  - a. Refrain from making interpretive decisions about policies created by the Board within Ends and Executive Limitations policy areas.
  - b. Refrain from exercising any authority as an individual to supervise or direct the CEO or staff.
3. Compile and facilitate the summative evaluation of the CEO.
4. Represent the Board to outside parties in announcing Board-stated positions and in stating Presidential decisions and interpretations within the areas assigned to the President, delegating this authority to other Board members when appropriate, but remaining accountable for its use, and informing the Board of such representation.
5. Recommend persons to fill unexpired terms of vacant board positions for approval by the Board. The unexpired term shall not count as a year of elected service.
6. Appoint the members of all Board committees.
7. Preside at all business sessions of the association.
8. Notify the CEO within thirty days when an action by the Board financially obligates the association.

Revised: 07-10-2016

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Summer

## **Policy Type: Governance Process**

### **Vice President's Role**

**(GP-12)**

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The Vice President shall have the responsibilities described in the Bylaws of the Association, shall serve as Treasurer, and further shall oversee the work of fellow board members in their roles as liaisons to the chapters.

Accordingly, the Vice President will:

1. Monitor the keeping of accurate financial records of this corporation.
2. Monitor the depositing of money, drafts, and checks in the name of and to the credit of this corporation in the banks and depositories designated by the Board of Directors.
3. Monitor the endorsement for deposit notes, checks, and drafts received by this corporation as ordered by the Board of Directors, making proper vouchers for the deposit.
4. Monitor the disbursement of corporate funds and the issuance of checks and drafts in the name of the corporation, as ordered by the Board of Directors.
5. Upon request, provide the President and the Board of Directors an account of transactions of this corporation and of the financial condition of this corporation.
6. Serve as ex officio member of Governance Committee.
7. In cooperation with the CEO, interview potential CPA firms and recommend to the board the firm to conduct the next fiscal audit/review.
8. Oversees the annual Chapter Leaders' Meeting.
9. Perform such other duties as are prescribed by the President or the Board of Directors.

Revised: 07-10-2016

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Summer

## **Policy Type: Governance Process**

### **Secretary's Role**

**(GP-13)**

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The Secretary shall have the responsibilities described in the Bylaws of the Association.

Accordingly, the Secretary will:

1. Keep minutes and a complete record of all proceedings of every meeting of the Association and the Board of Directors, including e-mail and telephone conferences.
2. Distribute minutes to the board for review within two weeks following each meeting, and send final copies to board members and the TCN office to be duly filed and maintained by the CEO.
3. Assure all records are maintained in a safe and secure manner and pass the records on to his or her successor. Be sure all minutes of the Association and board of directors meetings are on file in the TCN office.
4. Maintain separately those portions of the minutes covering confidential personnel matters.
5. Perform such other duties as prescribed by the President or the Board of Directors.

Revised: 07-16-2013

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Summer

## Policy Type: Governance Process

### Board Member Conduct and Covenants

(GP-14)

The Board commits itself to Christian, ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

Accordingly:

1. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
  - a. Members' interaction with the CEO or with staff must recognize the lack of authority vested in individuals except when explicitly Board-authorized.
  - b. Members' interactions with public, press, or other entities must recognize the same limitation and the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.
  - c. Members will give no consequence or voice to individual judgments of CEO or staff performance.
2. Members will:
  - a. attend all meetings,
  - b. be prepared for Board meetings,
  - c. be knowledgeable of the governing documents of the association,
  - d. be committed to the mission of the association,
  - e. bring to the President's immediate attention any condition or action that they believe exceeds an Executive Limitations policy or is in non-compliance with any governing document,
  - f. respect the confidentiality appropriate to issues of a sensitive nature (What is said here stays here.),
  - g. exercise honesty in all written and interpersonal interaction,
  - h. listen and respect all viewpoints,
  - i. seek first to understand rather than to be understood,
  - j. withhold judgment on issues until all members have the opportunity to be equally informed,
  - k. focus on issues rather than on personalities,
  - l. show professionalism to all those with whom we make contact on behalf of the association,
  - m. communicate in a timely manner to avoid surprises,
  - n. openly and candidly share individual concerns, information, and knowledge,
  - o. take the initiative to communicate and ask questions for clarification,
  - p. make every reasonable effort to protect the integrity and promote the positive image of the association and one another,
  - q. encourage and value membership involvement,
  - r. give direction as the whole, not as individuals,
  - s. respect Board processes by not undermining decisions of the Board, and
  - t. accept as final the majority vote of the Board unless circumstances, information, or data suggest reconsideration.
  - u. receive reimbursement for any ordinary and necessary business or professional expense incurred on behalf of the association, if the following conditions are satisfied:
    - i. the expenses are reasonable in amount, properly authorized, and do not exceed IRS per diem limits,
    - ii. documentation includes the amount, date, place, business purpose, and business relationship of each such expense with the same kinds of

## **Board Member Conduct and Covenants continued**

**(GP-14)**

- documentation as would be required to support a deduction of the expense on the Board Member's federal income tax return,
- iii. documentation is provided at least monthly. In no event will an expense be reimbursed if substantiated more than 60 days after the expense is paid or incurred.
3. Members will not:
- a. embarrass each other or the association,
  - b. intentionally mislead or misinform each other,
  - c. maintain hidden agendas.

## Policy Type: Governance Process

### Board Member Conflict of Interest

(GP-15)

Board members are expected to avoid conflicts of interest involving any matter pending before the Board. A conflict of interest is deemed to exist when a member is confronted with an issue in which the member has a personal or financial interest or an issue or circumstance that could render the member unable to devote complete loyalty and singleness of purpose to the membership's interest. A Board member owes to the Board a fiduciary duty to act in the best interest of the association.

Accordingly:

1. Members must avoid conflict of interest with respect to their fiduciary responsibility.
2. Members will annually disclose their involvements with other organizations, with vendors, or any other associations that might produce a conflict.
3. Members must represent unconflicted loyalty to the interests of the membership. This accountability supersedes any conflicting loyalty such as that to denominational groups, advocacy or interest groups, and membership on other Boards or staffs. It also supersedes the personal interest of any Board member acting as a consumer of the association's services.
4. There must be no self-dealing or any conduct of private business or personal services between any Board member and the association except as procedurally controlled to assure openness, competitive opportunity, and equal access to inside information.
5. All Board members and employees shall disclose all real or apparent conflicts of interest that he or she or a member of his or her immediate family (defined as spouse, children, siblings) might have.
  - a. Disclosure means providing to the President and CEO a written description of the facts comprising the real or apparent conflict of interest. Such disclosures will be noted for the record in the minutes of the Board.
  - b. In addition to filing a notice of disclosure, the Board member must abstain from:
    - i. participating in discussions or deliberations with respect to the subject of the conflict,
    - ii. using personal influence to affect deliberations,
    - iii. making motions, or
    - iv. voting.
6. A Board member who has disclosed a conflict of interest will be counted in determining the existence of a quorum at any meeting in which the subject of the conflict is discussed. The minutes will reflect the individual's disclosure, the vote, and the individual's abstention from participation and voting. Such Board member who has disclosed a conflict of interest will be excused during discussion and voting on that particular issue to ensure open discussion.
7. Board members must not use their positions to obtain employment for themselves, family members, or close associates. Should a member desire employment, he or she must first resign.
8. Board members will not accept a gift of substantial value (in excess of \$100) or economic benefit that would tend to improperly influence a reasonable person or which the Board member knows or should know is primarily for the purpose of a reward for official action. Gifts related to special occasions, such as weddings and commonly celebrated holidays or events, are exempt.
9. Board members will not receive any compensation for services as a Board member, however, Board members will receive reimbursement of expenses incurred as a Board member and will receive a discount on the registration fee for the annual conference.

Revised: 11-05-2009

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Fall



## Policy Type: Governance Process

### Whistleblower Policy

(GP-16)

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The purpose of the Whistleblower Policy is to outline TCN's practice regarding complaints of violations of honesty or integrity in fulfilling the organization responsibilities in compliance with all applicable laws and regulations and in keeping with the organization's policies and procedures.

#### **Responsibilities:**

All officers, directors, and employees will observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All officers, directors, and employees will comply with this policy and report violations or suspected violations in accordance with this policy.

The TCN Compliance Officer, any Active or Emeritus past president of the board, is responsible for oversight in investigating and resolving all reported complaints and allegations concerning violations of laws, regulations, policies or procedures and shall advise the Board of Directors of all complaints. The Compliance Officer is required to report to the Board at least annually on compliance activity. The President will appoint annually the Compliance Officer within 30 days after each national conference.

Anyone filing a complaint concerning a violation or suspected violation of the Code is responsible for acting in good faith and having 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 with knowledge of their falsehood will be viewed as a serious disciplinary offense.

#### **Procedures:**

##### **1. Reporting Violations**

In most cases, the Chief Executive Officer is in the best position to address an area of concern. Staff who are not comfortable discussing suspected violations with the CEO or not satisfied with the CEO's response are encouraged to speak with the Compliance Officer directly. The CEO is required to report suspected violations to the Compliance Officer who has specific and exclusive responsibility to investigate all reported violations.

##### **2. No Retaliation**

No officer, director, or employee who in good faith reports a violation shall suffer harassment, retaliation or adverse employment consequence. 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. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the organization prior to seeking resolution outside the organization.

##### **3. Accounting and Auditing Matters**

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

##### **4. Handling of Reported Violations**

The Compliance Officer will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation. Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected

## **Whistleblower Policy continued**

**(GP-16)**

violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Revised: 11-4-2010  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: Spring

## Policy Type: Governance Process

### Discipline of the Board's President

(GP-17)

The Board of Directors will view the President's performance as equivalent to the Board's performance. The President's job performance will be monitored against the job expectations of the President: fulfilling the responsibilities described in the Bylaws of the Association, ensuring the integrity of the board's processes and serving as the Board's official spokesperson.

If the President of the Board should fail to fulfill any or all of the expectations outlined elsewhere in these governing policies the remaining members of the Board's Officers will implement the following procedures:

1. The disciplinary process may be started only upon receipt by the Board Officers, excluding the President, of a written complaint signed by five Board Members. The Board Officers are the President, Vice President, Secretary, and CEO.
2. The remaining Board Officers shall, within fourteen days after the receipt of the written complaint, begin an investigation of the charges.
  - a. The investigation shall be the responsibility of a special committee consisting of three members of the Board of Directors, appointed by the Vice President, and approved by the members of the Board of Directors acting in executive session.
  - b. The committee shall be appointed within fourteen days after the Board Officers receive the complaint.
  - c. The investigating committee shall have fourteen days to complete its initial investigation.
  - d. Upon the completion of the initial investigation, the investigating committee shall either present its findings and recommendations to the Board Officers, or request additional time for investigation. The Board Officers may grant the investigating committee additional time to conduct further investigation if, in the sole discretion of the Board Officers, such additional investigation is required to obtain the relevant facts.
  - e. Following such investigation, the investigating committee shall present its findings and recommendations to the Board Officers, excluding the President, and the members of the Board of Directors.
3. Within a reasonable time following receipt of the investigating committee's findings and recommendations, the Board of Directors shall vote whether or not to discipline or remove the President.
  - a. The President shall be given no fewer than fifteen days prior notice of the planned action, and shall be entitled to appear in person or to respond in writing to the charges.
  - b. The Board of Directors shall be the sole judge of what constitutes failure to execute duties and responsibilities, and shall be the sole judge of the sufficiency of the evidence by which this is determined. The affirmative vote of two-thirds of the members of the Board of Directors shall be necessary to remove the President.
4. Disciplinary actions can include but are not limited to:
  - a. Establishing a probationary period, during which time the President can demonstrate behavior modified to correspond to those behaviors outlined in the Board's current governing policies.
  - b. Temporary or permanent reassignment of some of the duties, currently outlined in the governing policies as belonging to the President, to those of other Board Officers.
  - c. Removal of the President from the Board of Directors.

Revised: 02-18-2017

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring

## Policy Type: Governance Process

### Disciplining Individual Board Members

(GP-18)

If an individual member of the Board of Directors fails to comply with any of the governing policies currently employed by the Association's Board of Directors the President is charged with the responsibility of undertaking disciplinary action against the respective Board member.

Accordingly, the President shall enforce the following procedure:

1. The disciplinary process may be started only upon receipt by the Board Officers of a written complaint signed by five Board members.
2. The members of the Board of Directors shall, within fourteen days after the receipt of the written complaint, begin an investigation of the charges.
  - a. The investigation shall be the responsibility of a special committee consisting of three members of the Board of Directors, appointed by the President, and approved by the disinterested members of the Board of Directors acting in Executive Session.
  - b. The committee shall be appointed within fourteen days after the Board Officers receives the complaint.
  - c. The investigating committee shall have fourteen days to complete its initial investigation.
  - d. Upon the completion of the initial investigation, the investigating committee shall either present its findings and recommendations to the members of the Board Officers, or request additional time for investigation. The Board Officers may grant the investigating committee additional time to conduct further investigation if, in the sole discretion of the Board Officers, such additional investigation is required to obtain the relevant facts.
  - e. Following such investigation, the investigating committee shall present its findings and recommendations to the members of the Board Officers and the members of the Board of Directors.
3. Within a reasonable time following receipt of the investigating committee's findings and recommendations, the Board of Directors shall vote whether or not to discipline or remove the Elected Director.
  - a. The affected Director shall be given no fewer than fifteen days prior notice of the planned action, and shall be entitled to appear in person or to respond in writing to the charges.
  - b. The disinterested members of the Board of Directors shall be the sole judge of what constitutes failure to execute duties and responsibilities, and shall be the sole judge of the sufficiency of the evidence by which this is determined. The affirmative vote of two-thirds of the members of the Board of Directors shall be necessary to remove an Elected Director.
4. Disciplinary actions can include but are not limited to:
  - a. Establishing a probationary period, during which time the affected Director can demonstrate behavior modified to correspond to those behaviors outlined in the Board's current governing policies.
  - b. Removal of the respective Director from the Board of Directors.

Revised: 03-05-2010

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring

## Policy Type: Governance Process

### Local Chapters

(GP-19)

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Local Chapters of the Association may be organized.

Accordingly:

1. Chapters will be responsible to the national organization and governed by the national governance documents.
2. No Chapter Constitution, Bylaws, or governing policies shall supersede in any way the National Articles of Incorporation, Bylaws, or governing policies.
3. The presidents of local Chapters and all other officers are encouraged to be Active or Associate members of the National Association.
4. Local Chapters will be chartered by the National Association when the following conditions of membership have been met:
  - a. Officers are duly elected.
  - b. When a local Constitution not at variance with the National Articles of Incorporation and Bylaws has been adopted.
  - c. When a regularly scheduled meeting time has been established.
  - d. When the matter of dues is determined.
  - e. Upon agreement to support the National Association's program and be governed by its Articles of Incorporation, Bylaws or governing policies, insofar as they apply.
5. The Board of Directors may review the functions, operations, and activities of all chartered chapters. If such review reveals failure on the part of any chapter to comply with the TCN Articles of Incorporation, Bylaws or governing policies, or directives given to all chapters, the Board of Directors may, at its option,
  - a. place the chapter on probation until such time as the Board determines that the chapter has taken corrective action, or
  - b. revoke that chapter's charter.
6. The Board of Directors acknowledges there are informal, unchartered TCN groups meeting that provide the opportunity for networking.

Revised: 03-01-2016

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring

**Policy Type: Board-CEO Relationship**

**Global Board-CEO Relationship**

**(B/CEO-1)**

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The Board's sole manner of direction to the operational organization is through the Chief Executive Officer.

Revised: 04-06-2005  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: Spring & Fall

## **Policy Type: Board-CEO Relationship**

### **Unity of Control**

**(B/CEO-2)**

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Only decisions of the Board acting as a body are binding on the CEO.

Accordingly:

1. Decisions or instructions of individual Board members, officers, or committees are not binding on the CEO.
2. In the case of Board members or committees requesting information or assistance without Board authorization, the CEO may refuse and refer to the Board such requests that, in the CEO's opinion, require a material amount of staff time or resources or that are disruptive or unreasonable.

Revised: 02-27-2013  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: Spring & Fall

**Policy Type: Board-CEO Relationship**

**Document Hierarchy and Interpretation**

**(B/CEO-3)**

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Where there may be disagreement or ambiguity between the Board's policies and the Employment Agreement with the CEO, the Employment Agreement will take precedence over the Board's policies.

Revised: 04-06-2005  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: As Needed



## **Policy Type: Board-CEO Relationship**

### **Accountability of the CEO**

**(B/CEO-4)**

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All authority over and accountability of staff is the responsibility of the CEO.

Accordingly:

1. The Board will never give instructions to persons who report directly or indirectly to the CEO.
2. The Board will not evaluate, either formally or informally, any staff member other than the CEO.
3. Except as required by law, the Board will not participate in decisions or actions involving the hiring, evaluating, disciplining, or dismissal of any employee other than the CEO.

Revised: 03-08-2008

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring & Fall

## Policy Type: Board-CEO Relationship

### Delegation to the CEO

(B/CEO-5)

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The Board will instruct the CEO through written policies that prescribe the organizational Ends to be achieved and describe organizational situations and actions to be avoided. The Board will support any reasonable interpretation of those policies by the CEO.

Accordingly:

1. The Board will develop policies instructing the CEO to achieve defined results, for identified recipients, at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called *Ends policies*.
2. The Board will develop policies that limit the latitude the CEO may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called *Executive Limitations policies*.
3. As long as the CEO uses any reasonable interpretation of the Board's Ends and Executive Limitations policies, the CEO is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities the CEO deems appropriate to achieve the Ends policies.
4. The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and CEO domains. By doing so, the Board changes the latitude of choice given to the CEO. However, as long as any Board-specified delegation of authority is in place, the Board will respect and support any reasonable interpretation of its policies, even though the CEO's choices may not have been the choices the Board or its members may have made.

Revised: 04-06-2005

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring & Fall

## Policy Type: Board-CEO Relationship

### Monitoring CEO Performance

(B/CEO-6)

CEO job performance will be monitored systematically against only CEO job expectations: reasonable progress toward organizational accomplishment of the Board's Ends policies and organizational operation within the boundaries established in the Board's Executive Limitations policies.

Accordingly:

1. Monitoring is simply to determine the degree to which Board policies are being met. Information not formally presented as monitoring data and that does not contribute directly to this purpose is not considered monitoring data.
2. The Board may acquire monitoring data on Ends and Executive Limitations policies by one or more of three methods:
  - a. **Internal Report**, in which the CEO discloses information and certifies compliance to the Board,
  - b. **External Report**, in which an external, unbiased third party selected by the Board assesses compliance with Board policies, and/or
  - c. **Direct Board Inspection**, in which not less than two designated members of the Board assess compliance with the appropriate policy criteria.
3. In every case, the standard for compliance shall be whether the CEO has reasonably interpreted the Board policy being monitored and determination of whether reasonable progress is being made toward achieving the Board's Ends policies. The Board will make the final determination as to whether a CEO's interpretation is reasonable and whether reasonable progress is being made.
4. All policies that instruct the CEO will be monitored at a frequency and by a method chosen by the Board. The Board may monitor any policy at any time by any method, but will ordinarily depend upon the following schedule and method:

| <b>Executive Limitations Policies</b>       | <b>Method</b>        | <b>Frequency</b>                 |
|---|----------------------|----------------------------------|
| EL-1 Global Executive Constraint            | Internal             | Spring                           |
| EL-2 Treatment of Consumers                 | Internal             | Spring & Fall                    |
| EL-3 Treatment of Staff and Volunteers      | Internal             | Spring                           |
| EL-4 Financial Planning and Budgeting       | Internal             | Fall                             |
| EL-5 Financial Administration               | Internal<br>External | Spring, Summer, & Fall<br>Spring |
| EL-6 Emergency CEO Succession               | Internal             | Fall                             |
| EL-7 Asset Protection                       | Internal             | Spring & Fall                    |
| EL-8 Compensation and Benefits              | Internal             | Fall                             |
| EL-9 Communication and Support to the Board | Internal             | Spring & Fall                    |

5. During each Fall Board Meeting the Board will conduct a formal summative evaluation of the CEO. The summative evaluation will be based upon data collected during the year, and will be held by the President for future review for the monitoring of Board policies on Ends and Executive Limitations. The Board will prepare a written evaluation document. The President or the President and Vice-President will review the document with the CEO.

The evaluation document will consist of:

- a. a summary of the data derived during the year from monitoring the Board's policies on Ends and Executive Limitations,

## **Monitoring CEO Performance continued**

**(B/CEO-6)**

- b. conclusions based upon the Board's prior action during the year relative to whether each End has been achieved or whether reasonable progress has been made toward its achievement,
- c. conclusions based upon the Board's prior action during the year relative to whether the CEO has operated properly within the boundaries established by the Executive Limitations policies, and
- d. a summary of the CEO's strengths and weaknesses relative to achievement of the Ends policies and operation within the boundaries established in the Executive Limitations policies.

Revised: 11-07-2008  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: Spring

## **Policy Type: Executive Limitations**

### **Global Executive Constraint**

**(EL-1)**

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The CEO shall not cause or allow any practice, activity, decision, or organizational circumstance that is unlawful, unethical, disrespectful, imprudent, immoral, disreputable, inconsistent with commonly accepted business and professional practices, inconsistent with the TCN *Code of Ethics*, or inconsistent with the governance policies of the Board.

Revised: 04-07-2005  
Monitoring Method: Internal Report  
Monitoring Frequency: Spring

## **Policy Type: Executive Limitations**

### **Treatment of Consumers**

**(EL-2)**

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With respect to interactions with members and customers or those applying for membership, the CEO shall not cause or allow conditions, procedures, or decisions that are unlawful, unethical, unsafe, undignified, unnecessarily intrusive, or that fail to provide appropriate confidentiality or privacy.

Accordingly, the CEO may not:

1. Use methods of collecting, reviewing, transmitting, or storing member and customer information that fail to protect against improper access to the material elicited.
2. Fail to establish a clear method that allows members to reinstate their membership after a gap of membership.
3. Fail to provide member services in a timely manner.
4. Fail to operate facilities with appropriate accessibility and privacy.
5. Fail to establish with consumers a clear understanding of what may be expected and what may not be expected from the service offered.
6. Fail to exhibit tolerance and respect with the various faith groups.

Revised: 04-06-2005

Monitoring Method: Internal Report

Monitoring Frequency: Spring & Fall

## **Policy Type: Executive Limitations**

### **Treatment of Staff and Volunteers**

**(EL-3)**

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With respect to the treatment of paid and volunteer staff, the CEO may not cause or allow conditions that are unlawful, unethical, unsafe, disrespectful, undignified, immoral, disreputable, or in violation of Board policies.

Accordingly, the CEO shall not:

1. Operate without written personnel policies that:
  - a. clarify personnel rules for staff,
  - b. provide for effective handling of grievances,
  - c. include adequate job descriptions for all staff positions,
  - d. include an effective personnel performance evaluation system, and
  - e. protect against sexual harassment.
2. Discriminate against any staff member for expressing an ethical dissent.
3. Prevent employees from grieving to the Board when internal grievance procedures have been exhausted and the employee alleges that Board policy has been violated.

## **Policy Type: Executive Limitations**

### **Financial Planning and Budgeting**

**(EL-4)**

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Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from the Board's Ends policies or risk fiscal jeopardy.

Accordingly, the CEO shall not establish and recommend a budget for Board action that:

1. Is not in a summary format understandable to the Board.
2. Fails to adequately describe revenues and expenditures.
3. Fails to show:
  - a. the amount of revenues and expenditures for each program or area for the most recently completed fiscal year,
  - b. a projection of revenues and expenditures for each program or area for the current fiscal year,
  - c. budgeted revenues and expenditures for each program or area for the upcoming fiscal year, and
  - d. a balanced budget, with consideration of deficit and surplus scenarios.
4. Fails to disclose budget-planning assumptions.



## Policy Type: Executive Limitations

### Financial Administration

(EL-5)

With respect to the actual, ongoing financial condition of the association, the CEO shall not cause or allow a material deviation from the annual budget or budget policy adopted by the Board, cause or allow any fiscal condition that is inconsistent with achieving the Board's Ends policies, or that places the long-term financial health of the association in jeopardy.

Accordingly, the CEO shall not:

1. Expend more than 100% of the funds budgeted during the fiscal year unless authorized by the Board.
2. Expend funds from reserve funds unless authorized by the Board.
3. Allow unrestricted net assets to drop below a safety reserve of less than \$250,000 at any time.
4. Indebt the organization in an amount greater than can be repaid by certain, otherwise unencumbered revenues within sixty days.
5. Fail to settle payroll and debts in a timely manner.
6. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
7. Make any purchase without:
  - a. Exercising reasonable precaution against conflict of interest.
  - b. Having considered comparative prices based on items of similar quality.
  - c. Considering a balance between long-term quality and cost.
  - d. Receiving multiple bids on services over \$10,000.00 and keep records of those bids.
8. Acquire, encumber, or dispose of real property.
9. Fail to aggressively pursue receivables after a reasonable grace period.
10. Fail to obtain bills or invoices from vendors or consultants within 45 days of service provision.
11. Fail to work with the Board-appointed CPA firm to arrange for the annual audit/review of association accounting records following the close of the fiscal year.
12. Fail to work with the Internal Controls Committee to arrange for them to complete the scope of their work prior to the annual audit/review of the association accounting records.
13. Fail to provide monthly financial reports to the board by the 15<sup>th</sup> of the following month with the exception for the months of June and July. The June report will be due July 31<sup>st</sup> and the July report will be provided by August 31<sup>st</sup>.

Revised: 10-26-2012

Monitoring Method: Internal Report; External Report

Monitoring Frequency: Spring, Summer, Fall

## **Policy Type: Executive Limitations**

### **Emergency CEO Succession**

**(EL-6)**

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In order to protect the Board in the event of sudden loss of CEO services, the CEO will not fail to assure that at least one other executive staff member is familiar with Board and CEO issues and processes and is capable of assuming CEO responsibilities on an emergency basis should the need arise.

Revised: 04-06-2005  
Monitoring Method: Internal Report  
Monitoring Frequency: Fall

## Policy Type: Executive Limitations

### Asset Protection

(EL-7)

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The CEO shall not allow the assets to be unprotected, inadequately maintained, inappropriately used, or unnecessarily risked.

Accordingly, the CEO shall not:

1. Fail to insure against theft and casualty losses to at least 80 percent of replacement value.
2. Fail to insure against liability losses to Board members, staff, and the organization itself in an amount greater than the average for comparable organizations.
3. Fail to provide Employee Dishonesty insurance coverage in an amount not less than \$25,000.
4. Fail to take reasonable steps to ensure that the facilities and equipment are not subject to improper wear and tear or insufficient maintenance.
5. Recklessly expose the association, its Board, or staff to legal liability.
6. Fail to protect the association's trademarks, copyrights, intellectual property interests, and files from loss or significant damage.
7. Receive, process, or disburse funds under controls that are insufficient to meet the Board-appointed auditor's standards.
8. Invest or hold operating capital in insecure instruments or in non-interest-bearing accounts except where necessary to facilitate ease in operational transactions.
9. Endanger the organization's public image or credibility, particularly in ways that would hinder its accomplishment of Ends.

Revised: 03-08-2007

Monitoring Method: Internal Report

Monitoring Frequency: Spring & Fall

## Policy Type: Executive Limitations

### Compensation and Benefits

(EL-8)

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With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the CEO shall not cause or allow jeopardy to fiscal integrity or public image.

Accordingly, the CEO shall not:

1. Change his or her own compensation and benefits.
2. Promise or imply permanent or guaranteed employment to any employee.
3. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
4. Establish or change pension benefits so as to cause unpredictable or inequitable situations, including those that
  - a. Incur unfunded liabilities.
  - b. Provide less than some basic level of benefits to all full-time employees, though differential benefits to encourage longevity are not prohibited.
  - c. Allow any employee to lose benefits already accrued from any foregoing plan.
  - d. Treat the CEO differently from other executive employees.

## Policy Type: Executive Limitations

### Communication and Support to the Board

(EL-9)

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The CEO shall not fail to provide the Board with as much information as necessary to allow Board members to be adequately informed.

Accordingly, the CEO shall not:

1. Neglect to submit monitoring data required by the Board (see policy on Monitoring CEO Performance B/CEO-6) in a timely, accurate, and understandable fashion, directly addressing provisions of Board policies being monitored.
2. Fail to advise the Board in a timely manner of trends, facts, and information relevant to the Board's work.
3. Fail to advise the Board of anticipated significant media coverage.
4. Fail to advise the Board if, in the CEO's opinion, the Board or individual members are not in compliance with its own policies on Governance Process and Board-CEO Relationship, particularly in the case of Board behavior that is detrimental to the work relationship between the Board and the CEO.
5. Fail to marshal for the Board as many staff and external points of view, issues, and options as needed for fully informed Board choices.
6. Present information in unnecessarily complex or lengthy form.
7. Fail to provide a mechanism for official Board, officer, and committee communications.
8. Fail to work with the Board as a whole except when:
  - a. fulfilling individual requests for information,
  - b. working with officers or committees duly charged by the Board, or
  - c. communicating with the President.
9. Fail to report in a timely manner an actual or anticipated noncompliance with any policy of the Board.
10. Fail to supply for the consent agenda all items delegated to the CEO.

Revised: 10-20-2005

Monitoring Method: Internal Report

Monitoring Frequency: Spring & Fall

**Policy Type: Ends**

**Global Ends Statement**

**(E-1)**

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The mission of The Church Network is to serve the Church by advancing professional excellence in individuals serving Christ through administration in local churches.

Revised: 11-05-2010  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: Spring & Summer

## Policy Type: Ends

### Competency

(E-2)

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All individuals working in church administration will have opportunities to become competent.

Definition - Competent professionals in church administration are those who have attained and are maintaining proficiency in the areas that are applicable to their individual job responsibilities.

TCN has defined 14 domains of knowledge in church administration:

- Personnel/Human Resource Management
- Staff Development
- Congregational Leadership
- Theology of Stewardship
- Office Management
- Information Management
- Property/Facilities Management
- Communication and Marketing
- Strategic Planning
- Financial Management
- Stewardship of Self
- Legal & Tax Matters
- Christian Perspectives & Theology of Church
- Theology and Ethics of Church Administration

Revised: 02-18-2017

Monitoring Method: Board Self-Assessment

Monitoring Frequency: Spring & Summer

## Policy Type: Ends

### Networks

(E-3)

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Multiple opportunities for networking are provided for all individuals working in church administration.

- Definition: Network – a grouping of individuals who have a sense of belonging and common interests, i.e. chapter, denominational groups, networks of practice, listserv, annual conference, certification training, social networks.
- A support community for all individuals working in church administration is maintained. (Definition: Support community – opportunities for interpersonal connection, information, and education.)



### Statement of Policy:

The purpose of the Accounting Policy of TCN is to ensure that sound procedures are followed to accurately record, process, summarize and report the financial activity of the association.

### Responsibilities:

The TCN Board of Directors has the overall responsibility of administering the accounting policies of the association. The Vice President will serve as the association's Treasurer. The Board will be responsible for approving the annual budget and amending it as necessary.

The Chief Executive Officer will prepare the annual association budget and provide a monthly financial report to the TCN Board of Directors on a timely basis.

The Administrative Associate is responsible for entering cash receipts, processing payables and payroll, preparing deposits, and invoicing advertisers.

### Procedures:

1. The Annual Budget
  - A. Budgets are established each calendar year by the TCN Staff in order to plan and allocate the association's monetary resources.
  - B. The Chief Executive Officer will present the next years' proposed budget at the Fall Board meeting.
  - C. The CEO will establish a budget that is in a summary format understandable to the Board, adequately describes revenues and expenses, and discloses budget-planning assumptions.
  - D. The budget will show:
    1. the amount of revenues and expenditures for each program or area for the most recently completed fiscal year,
    2. a projection of revenues and expenditures for each program or area for the current fiscal year, and
    3. budgeted revenues and expenditures for each program or area for the upcoming fiscal year.
2. Receipts-include membership fees, donations, conference registrations, conference fees, exhibition booth fees, advertising payments, and product payments. Cash receipts are entered into iMIS database daily by the Administrative Associate. All checks are copied and separate batches maintained for cash and credit card transactions. The deposit is taken to the bank weekly.
3. Disbursements-Accounts Payable, Payroll, Non-Budgeted Expenses
  - A. Accounts Payable-Disbursements include payment of vendor invoices for products or services, utilities, building/grounds maintenance, insurance, travel expenses, and check requests for reimbursement of purchases or expenses. Invoices and check requests are processed weekly. No persons will have the authority to prepare checks for signature unless the expense is approved by the CEO.

The CEO will not make any purchase without:

1. Exercising reasonable precaution against conflict of interest.

## Accounting Policy continued

(P-1)

2. Having considered comparative prices based on items of similar quality.
3. Considering a balance between long-term quality and cost.
4. Receiving multiple bids on services over \$10,000.00 and maintaining records of those bids.

All checks for over \$500 require two of the following three signatures: Chief Executive Officer, Deputy Chief Executive Officer, or Administrative Associate. The Administrative Associate may never act as a single signatory.

- B. Payroll-Employee information and payroll data is entered in the Shelby Database by the Administrative Associate. New hire information is added to the database as needed. Payroll is processed bi-monthly.
  - C. Non-Budgeted Expenses-Any staff member proposing a purchase or expenditure which requires funding from sources beyond the Budgeted funds must submit the proposal to the Chief Executive Officer. The Chief Executive Officer will determine the validity of the proposal and whether to recommend the proposal to the Board. The Board must approve all non-budgeted expenditures
4. Petty Cash-A petty cash fund is maintained by the Administrative Associate for miscellaneous expenses by staff. The amount of petty cash fund will not exceed \$200.00. All expenditures must have proper documentation and be authorized by the Chief Executive Officer. The Administrative Associate will balance the petty cash fund quarterly or each time the fund is replenished, whichever is sooner, to ensure proper documentation of disbursements from this fund.
  5. Audit/Review-An annual fiscal audit, or review as deemed necessary by the board, of all receipts and disbursements will occur in January of each year by a certified public accounting firm. The TCN Board of Directors is responsible for the selection of the audit firm, which will be changed periodically. The CPA firm will provide a management letter to the TCN Board of Directors.
  6. Capitalization Policy- The costs of property and equipment, renewals and betterments exceeding \$2,500 are capitalized and depreciated. These assets are stated at cost, if purchased, and fair market value at date of donation, if contributed. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets.

Revised: 10-26-2012

Monitoring Method: Board Self-Assessment

Monitoring Frequency: As Needed

### Statement of Policy:

The purpose of the Document Retention and Destruction Policy is to outline the course of action of the TCN's practice to retain or destroy all records and documents, regardless of physical form or characteristics, which have been created or received by the Organization in connection with the transaction of organization business.

### Responsibilities:

The TCN Staff is responsible for the ongoing process of identifying its records, which have met the required retention period, and overseeing their destruction. Destruction of the documents may be accomplished by shredding, burning, or sending them to the landfill.

### Description:

Paper Documents-The organization shall retain documents for the period of their immediate or current use, unless located in the following retention schedule.

Electronic Documents-Electronic documents shall be retained as if they were paper documents. Therefore, any electronic files that have been created or received by the organization shall be maintained for the appropriate amount of time.

Documents that are not listed, but are substantially similar to those listed in the procedures, shall be retained for the appropriate length of time.

### Procedures:

The following is a partial listing of recommended retention times for several types of corporate records. The list is categorized according to the recommended length of time to retain certain documents. It is not a complete listing, but a general overview.

1. Permanent Records
  - A. Accounting
    - Checks used for important payments (i.e. taxes, property, etc.)
    - Tax and information returns and supporting documents (State and Federal)
  - B. Legal
    - Articles of Incorporation
    - Bylaws
    - Deed and Titles
    - IRS examinations, rulings and comments
    - Litigation
    - Minutes – Executive Committee, Board and other committees
    - IRS exemption application and determination letter
    - State tax exemptions
    - Insurance records
2. Retained for Three Years
  - A. Legal
    - Insurance matters: policies (after expiration), accident reports, fire inspection reports, claims
    - Leases (after termination)
    - Service contracts (after termination)
  - B. Human Resources
    - Employment applications for individuals not hired

## Document Retention and Destruction Policy continued

(P-2)

- Employment applications and related documents for individuals hired
- Individual employee files

### C. All Correspondence

#### 3. Retained for Four Years

##### Legal

- Employment tax records

#### 4. Retained for Six Years

##### Legal

- Leases-while active plus 6 years
- Contracts and agreements-while active plus 6 years

#### 5. Retained for Seven Years

##### A. Accounting

- Accounts payable and receivable ledgers and schedules
- Canceled checks
- Donor contributions (numbered receipts)
- Journals
- Sales invoices
- Bank reconciliations
- Invoices (after payment)
- Monthly financial reports and statements
- Working papers: accounting, financial reports
- Audit Reports
- Depreciation schedules
- End of the year financial statements

##### B. Legal

- Contracts and leases (expired)
- Accident reports (after settlement)

Upon any indication of an official investigation of the organization by the IRS or any governmental entity, document destruction shall be suspended immediately. Destruction shall be reinstated upon conclusion of the investigation.

Revised: 11-02-2006

Monitoring Method: Board Self-Assessment

Monitoring Frequency: As Needed

## INTRODUCTION

### **Purpose**

We understand the need to be good stewards of the resources entrusted to us; therefore, we believe it is necessary to have an investment policy. This policy will address diversifying financial assets in a conservative, God-honoring manner to produce acceptable returns.

*Ecclesiastes 11:2 (NLT)*

*But divide your investments among many places, for you do not know what risks might lie ahead.*

*Ecclesiastes 11:6 (NLT)*

*Plant your seed in the morning and keep busy all afternoon, for you don't know if profit will come from one activity or another—or maybe both.*

### **Objectives**

The investment objectives of the TCN Endowment Fund, in order of priority, are:

1. Maintain consistency with the values of TCN in all investments
2. Preserve principal
3. Meet liquidity needs for the purpose of advancing TCN's mission, objectives, and programs, including, but not limited to, scholarships, new chapter development, educational training, increasing and improving church management resources and services, researching and collecting and analyzing data (such as our compensation survey), improving placement and advisory services, committee retreats to support our education and certification programs, training future association leaders, and training staff.
4. Deliver a suitable return in relationship to these guidelines and current market conditions

## DUTIES & RESPONSIBILITIES

### **Board of Directors**

The Board of Directors is ultimately responsible for overseeing the investment process in a prudent manner with regard to preserving principal while providing reasonable returns. In carrying out these duties, the Board of Directors has elected to delegate this responsibility to the TCN Endowment Investment Committee.

### **Investment Committee**

The Investment Committee will be responsible for:

1. Delegating Management and Investment Functions. In delegating the management and investment of the Portfolios to an external agent (also "the Investment Advisor"), the Committee shall act in good faith, with the care that an ordinarily prudent person in a like position would exercise under similar circumstances. In selecting an agent, the Committee will define a process that includes meeting with several firms. This process includes assessing the agent's independence including any conflicts of interest. The establishment of the scope and terms of the delegation includes compensation. A contract with an agent shall provide that it may be terminated not more than sixty days' notice.
2. Recommending an Investment Policy for the approval of the Board of Directors. This policy will be reviewed by the Investment Committee annually to determine its reasonableness with regard to current market conditions and any needed changes will be recommended to the Board.

3. Quarterly monitoring of new contributions to the fund and the income and expenses of the fund in relation to the policy.
4. Annually analyzing asset mix to ensure compliance with the Investment Policy and reporting the findings to the Board of Directors.
5. Reporting in a timely manner substantive developments that may affect the management of the assets.

***Duties and Responsibilities of the Investment Advisor***

- Observing and adhering to the guidelines, policies and constraints outlined in this investment policy statement.
- Acting as a fiduciary in the management of the Portfolios.
- Discretionary investment management within the guidelines established in this investment policy statement including decisions to buy, sell or hold investments, alter asset allocation, rebalance and select and replace managers.
- Monitoring and evaluating the asset allocation and performance results of the Portfolios, monthly, to ensure adherence to policy guidelines and to measure progress in relation to investment objectives.
- Making a reasonable effort to verify facts relevant to the management and investment of the Portfolios.
- Reporting investment performance results.
- Meeting with the Committee periodically (as needed) on a mutually agreeable schedule to review any pertinent items related to the Endowment, such as the performance, investment strategy and the economic outlook.

**INVESTMENT POLICY AND GUIDELINES*****Asset Allocation***

In determining the Portfolios' asset allocation targets and ranges, the Committee and Advisor shall consider:

- expected short-term and intermediate-term cash flows from/to the endowment;
- historical and expected capital markets assumptions for each asset class in terms of both return and, especially, downside volatility;
- long-term growth expectations for the endowment, including the impact of inflation and the expected return from a diversified portfolio;
- in the case of alternative investments, the expected illiquidity of such investments.

Allocation of assets within the below limits, plus or minus 5%, will be based primarily on relative attractiveness and the investment/economic prospects over a three-year period.

Equity 40%-60%  
Fixed 20%-60%  
Cash 0%-20%

***Portfolios***

The endowment may be invested by the Investment Advisor through separate accounts with internal or external managers, commingled mutual funds, market index ETFs or other such structures that are determined to be appropriate by the Committee. The Portfolios may not utilize leverage or margin.

Equity investments are intended to provide, at a minimum, the market index total return growth rate for the Portfolios in the context of appropriate risk and traditional "settlement date" liquidity.

Fixed Income investments are intended to provide coupon yield, a higher total return over rolling three year periods than cash equivalents and, most importantly, funding for the TCN's intermediate term cash requirements with lower downside risk than equities.

***Spending Guidelines***

The committee does not have the authority to expense funds. The annual distribution to the operating budget will be 5% of the twelve (12) quarter rolling endowment average. This average is to be calculated through the third quarter prior to the Association's fiscal year. The committee and investment advisor will determine, from a cash perspective, how those funds would be made available to the operating budget.

***Insurance Limits***

Account balances are not required to be at or below Federal insurance limits and/or SPIC limits; however, careful consideration should be given to the proper diversification and default risk of organizations where our account balances exceed Federal insurance limits and/or SPIC limits.

***Risk Tolerance***

The Portfolio will be managed in a manner that seeks to minimize the following risks:

- **Currency Risk:** The Portfolio will be invested 100% in US\$ denominated securities.
- **Inflation Risk:** TCN would like to meet or beat the rate of inflation so we do not lose the value of our dollar due to inflation.
- **Market Risk:** TCN understands the safety of principle is a high priority (as stated above); therefore, the Portfolio will be managed in a manner that seeks to minimize principal fluctuations over the established time horizon and that is consistent with the Portfolio's stated objectives.
- **Liquidity Risk:** The portfolio should be structured in such a way that adequate liquidity will be achieved. All securities must be publicly traded for liquidity purposes.
- **Reinvestment Risk:** The short-term portion of the Portfolio should be adequately diversified in multiple duration products to minimize reinvestment risk.

***Morally Responsible Investment Criteria***

It is the mission of The Church Network to serve the Church by advancing professional excellence in individuals serving Christ through administration in local churches. It is counterproductive to the accomplishment of our mission and detrimental to the witness and testimony to be associated or identified with anything that compromises our commitment to these principles. TCN would prefer to forego profit opportunities rather than knowingly condone and support or be identified with the following:

Alcoholic beverages, tobacco products, the gaming industry, abortion, pornography, genetic engineering, commercial filmmaking, companies that promote homosexuality and violence.

Any such security, which is inadvertently included in our Portfolio, should be removed as soon as possible without causing disruption to the Portfolio.

Revised: 10-25-2013

Monitoring Method: Board Self-Assessment

Monitoring Frequency: As Needed

TCN respects your privacy and is committed to protecting the personal information that you provide to us. This statement explains our policies and practices regarding the use and disclosure of your personal information. The TCN board of directors reviews and updates this Privacy Policy from time to time as needed without notice. You should review the terms of this policy periodically to make sure that you are aware of how TCN collects and uses personal information. By using our website, you consent to the collection and use of your personal information by TCN as explained below.

### **1. Personal Information.**

You have control over your personal information. In general, you can visit our website without providing us with any personal information, however, there are instances where we must have your personal information in order for us to grant you an access or permission to our protected and secured sites. Such instances include, but are not limited to, application for membership, registration for events, and purchase or inspection of products. The information collected includes items such as your name, address, email address, phone number, title, etc.

### **2. Use of Membership Directory.**

Information stored in the TCN member database is solely the property of TCN. The extraction of large amounts of information from the TCN database, sometimes referred as “data mining,” is expressly prohibited. No one may gain access to the TCN member directory on the TCN website in order to “mine” member data. Members of TCN are allowed to search the member database through the Member Directory on TCN’s website for individual members, subject to the provisions and restrictions of this Privacy Policy.

### **3. Use of Membership Mailing List.**

The TCN membership mailing list is the property of the TCN and is to remain under its exclusive jurisdiction. Mailing lists may be sold to outside organizations under the sole direction of the chief executive officer.

### **4. Use of E-Mail Addresses.**

TCN does not provide member e-mail addresses to any outside party, including members of TCN, except as allowed through the Member Directory on TCN’s website and to exhibitors at our national conference with the permission of the member. A member grants permission and provides his/her email address to an exhibitor by allowing the exhibitor to scan the barcode on the member’s name badge or by other express permission granted. E-mail addresses are not to be sold to outside organizations or provided to advertisers, affinity partners, or member benefit vendors. TCN and/or its chapters may use a member’s e-mail address to communicate items of news and interest to members and for inclusion in TCN or chapter member directories.

### **5. Accuracy and Security.**

The accuracy and security of the personal information is important to TCN. Currently, you may review and update your personal information by logging into the TCN website. If you contact us to correct your personal information, we will attempt to correct such inaccuracies in a timely manner. TCN is concerned with the security of your personal information and is committed to taking reasonable steps to protect it from unauthorized access and use. To that end, we put in place the appropriate physical, electronic and managerial policies and procedures to secure your personal information. We also continue to implement procedures to maintain accurate, complete and current personal information.



### **6. Logins and Passwords.**

Access to certain content on our website is allowed and requires a login and password. By accessing and using our protected and secured web site(s), you agree to maintain the use of the login and password you selected to access such site(s) and consent to our terms of use.

### **7. Cookies.**

TCN uses "cookies." A cookie is a small data file that a website may transfer to a visitor's computer, mobile phone or other device to keep records of the visits to such site. A cookie contains information such as your login and password that helps us recognize the pages you have visited and improve future visits and services offered through TCN, but the only personal information a cookie can contain is the information that you provide yourself. The information that is stored is designed to make your future visits to NACBA.net, TheChurchNetwork.com, MinistryPay.com and any other websites operated by TCN more beneficial, easier and faster because it allows you to use the sites without having to reenter information upon each visit. A cookie cannot read data off of your hard drive or read cookie files created by other sites. Information stored in cookies may be encrypted, however, we do not store your credit card number in cookies. Refer to your browser's or device's help material to learn what controls you can often use to remove or block cookies or other similar technologies or block or remove other data stored on your computer or device (such as by using the various settings in your browser). If you do this, it may affect your ability to use TCN or other websites and apps.

### **8. External Links.**

The TCN website provides links to other third-party web sites. Even if the third-party is affiliated with TCN through a business partnership or otherwise, TCN is not responsible for the privacy policies or practices or the content of such external links. These links are provided to you for convenience purposes only and you access them at your own risk.

### **9. Children's Privacy.**

TCN cares about the safety of children and their use of the Internet. We will never knowingly request or solicit personally identifiable information from anyone under the age of 13 without verifiable parental consent. In the event that we receive actual knowledge that we have collected such personal information without the requisite and verifiable parental consent, we will take steps to delete that information from our database as quickly as is practicable.

### **10. General.**

If you have questions regarding our Privacy Policy, please contact us at [info@thechurchnetwork.com](mailto:info@thechurchnetwork.com).

### **Statement of Policy:**

The purpose of the Fraud Policy is to facilitate the development of internal controls that will provide for the detection, prevention, and reporting of fraud directed against the organization. TCN is committed to a culture characterized by high legal, ethical and moral standards and recognizes that over and above any financial damage suffered, fraud may reflect adversely on its image and reputation.

### **Responsibilities:**

Employees will act honestly and with integrity at all times to safeguard the resources of the organization. They will adhere to the guidelines and controls set forth in the various TCN policies. They will act with propriety in the use of official resources and in the handling and use of corporate funds whether they are involved with cash or payment systems, receipts or dealing with contractors or suppliers. They will report violations or suspected violations in accordance with this policy.

The Chief Executive Officer will be responsible for identifying the risks to which systems and procedures are exposed, developing and maintaining effective controls to prevent and detect fraud, and ensuring staff compliance with the controls.

The Board of Directors is responsible for maintaining cost effective policies to deter fraud, carrying out prompt and thorough investigations if fraud occurs, and taking appropriate legal and/or disciplinary action against perpetrators of fraud.

The TCN Compliance Officer, any Active or Emeritus past president of the board, in cooperation with the Board of Directors, is responsible for investigating and resolving all reported allegations concerning fraud. The Compliance Officer is required to immediately report to the Board any suspected fraudulent activity. The President will appoint annually the Compliance Officer within 30 days after each national conference.

### **Definitions:**

Fraud - Any dishonest or fraudulent act to include forgery or alteration of any document; misappropriation of funds, supplies, property or employees; etc.; improper handling or reporting of money or financial transactions; profiting for self or others as a result of inside knowledge; unauthorized disclosure of confidential information to outside parties; destruction or intentional disappearance of records, furniture, fixtures or equipment; accepting or seeking anything of material value from vendors or persons providing services or materials to the organization for personal benefit; and/or any similar or related irregularity.

Internal Controls – Policies and procedures established to achieve good financial management and mitigate risks inherent in the handling of monetary transactions.

### **Procedures:**

The Board of Directors will:

1. Instruct the Nominating Committee of the Board to nominate board candidates who represent a cross-section of the membership and are rotated on a regular basis. In addition, some board candidates must have experience in accounting and financial matters.
2. Make no loans to employees or board members.

## **Fraud Policy continued**

**(P-5)**

3. Refrain from engaging, knowingly or unknowingly, in any activity that may compromise themselves personally, an employee, or TCN in its relationship with members, vendors, or the public.
4. Ensure that the organization's financial records are audited annually by a CPA firm.
5. Provide diligent, regular oversight of the organization's financial records requiring reports at their regularly scheduled meetings.
6. Regularly rotate the financial officer of the Board as determined by the association's bylaws and the Board's governing policies.
7. Refrain from hiring a CEO who was employed by the organization's audit firm during the year preceding the audit.
8. Ensure a Whistle-Blower Policy, Document Retention and Destruction Policy, Accounting Policy, and an Electronic Communication Policy are in place and communicated to the Chief Executive Officer.
9. Enforce a zero-tolerance policy regarding unethical and illegal behavior.
10. Perform criminal background checks on all employees and credit checks on employees who handle money.

The Chief Executive Officer will:

1. Communicate organizational policies to all employees.
2. Ensure that TCN employees follow the controls outlined in the various TCN policies and the employee handbook.
3. Be responsible for monitoring the daily compliance with and effectiveness of the outlined controls.
4. Communicate a zero-tolerance policy regarding unethical and illegal behavior to all employees.
5. Identify potential risks of asset misappropriation, report them to the TCN Compliance Officer, and develop new procedures to mitigate the risk where a cost-effective solution can be achieved.
6. Ensure that each employee is paid a fair market wage compatible with his/her job description.

### **Investigative Process:**

1. Persons observing or suspecting dishonest or fraudulent activity should not attempt to personally conduct an investigation related to such activity. A written report should be made to the TCN Compliance Officer detailing or outlining the suspected fraud. If requested, the individual will cooperate with the investigative process through the furnishing of written statements, interviews, etc. Reports will be confidential.
2. The TCN Compliance Officer will immediately contact the Board of Directors. The Board of Directors will take appropriate steps to investigate all allegations of fraud. In those instances in which the Board believes it to be in the best interest of the organization, members of the Board have the authority and duty, after consulting with legal counsel, to take control of, and/or gain full access to the organization's offices to examine, copy, and/or remove all or any portion of the contents of files, desks, cabinets, and other storage equipment (including computer files) on the premises without prior knowledge or consent of any individual who may use or have custody of any such items or equipment.
3. No officer, director, or employee who in good faith reports a violation shall suffer harassment, retaliation or adverse employment consequence. 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. This policy is intended to encourage and enable employees and others to raise serious concerns within the organization prior to seeking resolution outside the organization.

## **Fraud Policy continued**

**(P-5)**

4. Results of investigations conducted by the Board of Directors will not be disclosed or discussed with anyone other than those persons associated with the organization who have a legitimate need to know in order to perform their duties and responsibilities. This level of confidentiality is necessary to avoid damaging the reputation of persons suspected, but subsequently found innocent of wrongful conduct and to protect the organization from potential civil liability.
5. Fraudulent activity may lead to employment sanctions up to and including termination and may subject the individual to civil liability and/or criminal prosecution.
6. If the substantiated fraudulent act has criminal implications, the Board of Directors will consult with law enforcement agencies as necessary to assist in the preparation and presentation of criminal findings in a court of law.

Revised: 11-04-2010  
Monitoring Method: Board Self-Assessment  
Monitoring Frequency: As Needed

**As a member of The Church Network (TCN)**, I commit myself to Christian, ethical, and lawful conduct, including the proper use of authority and appropriate decorum when acting as a church professional. I will use this Code of Ethics as a guide in performing my duties with trustworthiness and integrity, as a Christian, as a colleague, and as a leader in the congregation where I serve.

**As a leader in church administration**, I will not attempt to exercise individual authority over the church community except as explicitly set forth in its governing policies.

**I will**

- Be committed to the mission of the church;
- Strongly advocate that business practices are consistent with the authority of Scripture and civil law where there is no conflict;
- Be responsive to my church's or religious institution's authorities, advocating ethical business practices as my standard;
- Perform all duties as outlined in my job description, fulfilling my fiduciary responsibility to the members of the church;
- Be knowledgeable of the documents governing the operations of the church;
- Respect the processes of the church's governing body by not undermining the decisions of that body;
- Remain current with changes or advancements in the areas of financial accountability and human resource management;
- Openly and candidly share individual concerns, information, and knowledge with professional peers and church leadership;
- Bring to the pastor's immediate attention, or to that of the governing board, any condition or action that I believe exceeds a current operating policy or is in non-compliance with any governing document;
- Respect the confidentiality appropriate to issues of a sensitive nature;
- Exercise honesty in all written and interpersonal interaction;
- Show professionalism to all those with whom I make contact on behalf of the church;
- Make every reasonable effort to protect the integrity and promote the positive image of the church and its members;
- Encourage and value involvement by members of the church community;
- Respond in a spiritual manner consistent with my faith when confronted with conflict.

**I pledge to**

- Participate with professional colleagues in organized efforts to share new knowledge and development in professional practices;
- Be an advocate for the TCN and to advance the values and benefits of membership to the ministry leaders whom I support and others with whom I come into contact;
- Strive to be a life-long learner, seeking to attain the highest degree of competency in my field of work.

Revised: 11-09-2007

Monitoring Method: Board Self-Assessment

Monitoring Frequency: As Needed

### Notice 2011-72

On September 14, 2011, the IRS issued documents addressing (1) the tax treatment of the value of employer-provided cell phones and (2) the tax treatment of reimbursements by an employer to an employee for the business use of the employee's personal cell phone. In Notice 2011-72, the IRS finally conceded that personal use of employer provided cell phones will not be taxable when the employer provides the cell phone to the employee "primarily for noncompensatory business reasons."

### Background

The Notice was issued in response to the Small Business Jobs Act of 2010 (SBJA), which removed cell phones and "other similar telecommunications equipment" from the "listed property" provisions of Code section 274(d). The delisting of cell phones by the SBJA relieved employers of the onerous recordkeeping requirements that normally apply to listed property.

### Noncompensatory Business Reasons

1. TCN needs to contact certain employees at all times for work-related emergencies.
2. TCN requires that certain employees be available to speak with members, customers, exhibitors, and other church administrative leaders when such employees are away from the office.
3. TCN requires certain employees to speak with members, customers, exhibitors, and other church administrative leaders located in other time zones at times outside of the employee's normal workday.

Because of the above stated conditions, the employees' use of cell phones for TCN business is a working condition fringe benefit, and the employees' use for personal purposes will be treated as a de minimis fringe benefit and the value is excludible from gross income under §132 of the Internal Revenue Code.

### Reimbursement

TCN may require employees to maintain and use personal cell phones for the above listed noncompensatory business purposes. In such cases the employee must maintain the type of cell phone coverage that is reasonably related to the needs of TCN's business and the reimbursement must be reasonably calculated so as not to exceed expenses the employee actually incurred in maintaining the cell phone. Employees are required to submit substantiation.

### Effective Date

This policy is effective as of November 1, 2011.

- 1. Gifts to Unrestricted, Temporarily Restricted and Permanently Restricted Funds**
  - a. The Church Network (TCN) shall accept unrestricted gifts to be used for general operations or as directed by the TCN Board of Directors.
  - b. TCN shall accept temporarily restricted gifts provided the gift is given to a temporarily restricted fund established by the TCN Board of Directors.
  - c. TCN shall accept permanently restricted gifts provided that the gift is given to a permanently restricted fund established by the TCN Board of Directors.
  
- 2. Types of Gifts Accepted into any type of Fund**
  - a. Gifts of cash (currency, coin, check, traveler's check, money order, electronic transfer via ACH or credit card) will be accepted for any fund. Such gifts will be considered as received on the day TCN receives constructive receipt of the cash and will be recorded at the value received.
  - b. Gifts of stock, bonds, etc. readily traded on the stock exchange may be accepted for any fund. Such a gift will be considered as received on the date the instrument is received at the TCN office or is transferred into the TCN brokerage account. The value of the gift will be determined by the average of the high and low value on that date. The instrument will be sold as soon as is practicable after receipt.
  - c. Gifts of stock, partnership interests, real estate, works of art, etc., not readily or easily traded may be accepted, but only following analysis and decision by the TCN Board of Directors. In determining whether to accept the gift, the Board of Directors will consider any potential liabilities or conditions attached to the gift, the ease of selling the asset, or if the gift is one that TCN can retain and use in furthering its purposes. Gifts of real estate will require an environmental study before acceptance. The value of such gifts will be established by an independent appraisal.
  
- 3. In-Kind Gifts**
  - a. In-Kind gifts may be accepted if the TCN staff or Board of Directors determines the gift is a type that will be useful to the organization.
  - b. In-Kind gifts may be a product, supply or service.
  
- 4. Valuation**

Valuation of non-cash gifts shall be for internal TCN purposes only. It shall be the responsibility of the donor to assess the value of such gifts for their own tax purposes.
  
- 5. Acknowledgement of Gifts**

TCN will acknowledge all gifts received in a timely manner.