

**Abuse Counseling and Treatment, Inc.  
BOARD OF DIRECTORS  
POLICY MANUAL**

<b>POLICY TITLE: <i>Delegation to the Chief Executive Officer</i></b>	
<b>SECTION:</b>	<b>POLICY NO.: B-1</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

The Board of Directors shall employ a full time Chief Executive, who shall be directly accountable to the Board of Directors. The Chief Executive Officer shall be paid such compensation as approved by the Board of Directors.

All authority for actions of ACT staff flow from the Board of Directors through the Chief Executive Officer, and is then delegated to ACT staff as determined by the Chief Executive Officer. Hence, from the Board's perspective, the Chief Executive Officer is solely and completely responsible for all subordinate staff activities.

The Chief Executive Officer shall be a nonvoting member of the Board of Directors, and of all Board committees. The Chief Executive Officer shall manage and direct all activities of the organization within the framework and philosophy set by the Board of Directors. The Chief Executive Officer shall have the power to hire and discharge agents and employees of the organization, and shall oversee and direct their activities in carrying out the work of the organization. The Chief Executive Officer is the Board's link to operational achievement and staff conduct and morale.

The Chief Executive Officer is authorized to establish all future policies, make decisions, take actions and develop activities that are consistent with the Board's policies.

The Chief Executive Officer is authorized to sign contracts and invoices on behalf of ACT, provided the actions are in compliance with Board fiscal policies.

Only the full Board, by majority vote, has authority over the Chief Executive Officer. A Board member or committee may request information. If such request, in the Chief Executive Officer's judgment, requires a material amount of staff time, it must be discussed with the Board, and a resolution satisfactory to all parties concerned must be reached. The Board may then take such action as it deems necessary.

**ACT  
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<b>POLICY TITLE: <i>Chief Executive Officer/Board Relationship</i></b>	
<b>SECTION: Executive</b>	<b>POLICY NO.: B-2</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>2</u></b>

The Chief Executive Officer and the Board of Directors must work together to ensure the smooth and effective operation of the organization. This relationship is critical to the organization's success and necessitates a thorough knowledge and respect for each other's responsibility and an unbending determination to work together for the benefit of victims of domestic violence and their children and survivors of sexual assault and their families.

Accordingly, the Chief Executive Officer shall keep the Board informed of relevant trends, public events of the organization, material external and internal changes impacting the organization, and any changes in the assumptions upon which previous Board policy has been established. The Board of Directors, on the other hand, will include the Chief Executive Officer in all Board business, welcome his/her participation on committees and leave to the Director the day-to-day management of the organization.

Specific responsibilities of the Chief Executive Officer and Board of Directors as outlined in their respective job descriptions are summarized as follows:

Chief Executive Officer:

- Manages staff and makes all decisions affecting hiring, firing, evaluation, delegating or disciplining staff
- Makes all day-to-day operating decisions
- Completes short-term objectives based on long range plans
- Makes regular reports to the board
- Develops a budget and spends within it
- Writes Grants
- Manages crisis or emergencies, including communications with the press
- Acts as the only staff member that board deals with directly
- Establishes procedures to assure operational/administrative continuity in accordance with Board Policy
- Makes operational policies and procedures known and available to employees
- Chief Executive Officer shall inform the Board of Directors when corporate assets are unprotected, inadequately maintained, or unnecessarily at risk.

Board of Directors:

- Responsible for fiscal oversight
- Establishes policies for the organization that support the mission statement
- Approval of the annual budget

- Develops a long-range plan
- Establishes fiscal policies to ensure that ACT is financially sound and that funds are spent wisely
- Participates and personally supports fund-raising activities
- Provides direction for and works with the administration, but avoids involvement in the day-to-day operation of the organization
- Provides input, as requested, by the Chief Executive Officer
- Conducts an annual evaluation of the Chief Executive Officer's performance
- Supports the organization's decision-making process, avoiding any direct communication with staff on day-to-day matters
- Recognizes staff service, loyalty or special achievements (upon recommendation/concurrence of the Chief Executive Officer)
- May not serve in a paid program volunteer or staff position while serving on the Board

**ACT  
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<b>POLICY TITLE: <i>Chief Executive Officer's Performance Evaluation</i></b>	
<b>SECTION: Executive</b>	<b>POLICY NO.: B-3</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>2</u></b>

The Board of Directors will evaluate the Chief Executive Officer annually within 90 days of the Chief Executive Officer's anniversary date end. The evaluation process will provide the Board with an opportunity to measure the Chief Executive Officer's performance as it relates to the following objectives:

- 1) Compliance with formally approved Board policies
- 2) Success in meeting annual program objectives for the prior fiscal year
- 3) The content of monitoring reports required in Board policies to include but not limited to the following –
  - Audit Report , Management letter and Management's response
  - Annual compensation and benefits report
  - Annual budget and subsequent revisions
  - Financial Reports
  - Monthly written reports on program activities
- 4) Staff hiring, retention and morale

As part of the annual evaluation process, the Chief Executive Officer will complete a self-evaluation in narrative form. Once completed, this form and a Board Evaluation Form will be provided to each Board member.

Completed evaluations will be returned to the Board president or designee. The content of the forms will then be summarized, and the information will be presented to the Personnel Committee.

Using this information, the executive committee will identify compensation package options. A formal meeting to review the evaluation results and to discuss compensation options with the Chief Executive Officer will be conducted by the Personnel Committee.

A written summary of the evaluation will be given to the Chief Executive Officer and a copy will be placed in her/his confidential employee record.

A report of the evaluation process and the compensation package recommended by the Personnel Committee will be presented to the Board of Directors in executive session, where they will have the opportunity to formally authorize the Chief Executive Officer's compensation package for the coming fiscal year.

The role of the Chief Executive Officer and the expectations of the Board are constantly evolving given the nature of the agency, the regulatory environment, funding issues, and the needs of the community. To ensure the assessment remains fair and thorough, the Personnel Committee will review the process and the Evaluation Form regularly for any necessary modifications.

**ACT  
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<b>POLICY TITLE: <i>Employee Relations</i></b>	
<b>SECTION: Executive</b>	<b>POLICY NO.: B-4</b>
<b>EFFECTIVE DATE: 07/21/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

The Board entrusts authority to the Chief Executive Officer to hire, reward, discipline and terminate paid and volunteer staff. The authority shall be discharged through written policies established by the Board of Directors and the Chief Executive Officer to assure legal, ethical, fair, equitable and humane treatment of employees and volunteers. General guidelines to be followed by the Chief Executive Officer are:

- 1) Recruit, hire and promote for all job classifications without regard to race, color, age, religion, sex, national origin, marital status, sexual orientation, citizenship, disability, or military status.
- 2) Base decisions on employment and promotion upon an individual's qualifications, valid requirements of the open position, and business necessity.
- 3) Ensure that all other personnel actions, such as compensation, benefits, transfers, lay-offs, terminations, recall from lay-offs, training and development, education, social and recreational programs are administered without regard to race, color, religion, sex, national origin, marital status, sexual orientation, citizenship, disability, or military status.
- 4) Provide training for and adequately prepare the staff for prompt action in case of an emergency or a natural disaster.

[Orientation of new employees shall include personnel policies, pay and benefits, job description, security and safety procedures and drug-free workplace requirements.](#)

**Board of Directors Training/OrientationB-512-18-2008**

<b>POLICY TITLE: <i>Board of Directors Training/Orientation</i></b>	
<b>SECTION: Executive</b>	<b>POLICY NO.: B-5</b>
<b>EFFECTIVE DATE: 12-18-2008</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

Special training and orientation shall be required for all new members of the Board of Directors of Abuse Counseling and Treatment, Inc.

- 1) Training and orientation shall be completed within the first six (6) months being elected to the ACT Board of Directors and shall include the following elements:
  - [Governance](#) Roles and Responsibilities
  - By-laws and Policy Review
  - Fiscal Review
  - History of the Center
  - Program Services
  - Service Management
  - Privilege and Confidentiality
  - And Basic Domestic Violence Training
- 2) No member of the Board of Directors shall accept an office before completing Training and orientation.
- 3) To ensure the integrity of the Board Governance role, Board members shall not serve in a volunteer staff capacity.

**ACT  
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<b>POLICY TITLE: <i>Ethics Policy</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-6</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>2</u></b>

ACT Board members shall maintain high personal standards of moral responsibility, truthfulness, honesty, fortitude, character and business integrity, and shall be committed to carrying out the mission and policies of the organization in order to inspire program participants, staff, volunteers and the general public with confidence and trust in all its activities. Board members shall conduct themselves with professional competence, fairness, impartiality, efficiency, and effectiveness at all times

ACT Board members do not speak or act individually on behalf of ACT.

ACT Board members respect and protect privileged information to which they have access in the course of their official duties, and must sign a confidentiality agreement upon entering service as a Board member (see G-2). In addition, ACT Board members recognize their fiduciary responsibility and must sign the conflict of interest policy (see G-4) upon joining the Board.

ACT Board members exhibit positive leadership exemplified by open communication, creativity, dedication, and compassion as they carry out their organizational and operational duties.

ACT Board members are challenged to stay “up-to-date” on emerging issues on domestic violence and sexual assault.

ACT Board members serve without compensation for their volunteer time on the Board. Any contributed intellectual property or in-kind contribution made by a Board member is considered the property of ACT.

ACT Board members respect, recruit and serve all persons, regardless of race, color, ethnicity, national origin, religion, gender, marital status, sexual orientation, physical limitations or age.

ACT Board members agree to vote according to individual conviction, to challenge the judgment of others when necessary; yet, be willing to support the decision of the Board and work with other Board members in a spirit of cooperation once a decision has been reached.

ACT Board members agree that the Board president speaks for the Board.

ACT Board members agree to refer any grievance from staff, volunteers or program participants to the Chief Executive Officer.



ACT Board members agree to always maintain appropriate boundaries between themselves and program participants; for example avoiding offers of work within the home such as child care or housekeeping. Other examples of inappropriate boundaries would include hiring, clients, gifting, soliciting and socializing.

**ACT  
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<b>POLICY TITLE: <i>Confidentiality Policy</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-7</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> of <u>1</u></b>

Confidentiality is a hallmark of ACT. Board members who violate confidentiality may be subject to censure or legal action during their term thereafter. Information that is confidential includes all non-public information acquired by ACT Board members in dealing with outside firms or persons on behalf of ACT. This especially includes all information about specific ACT program participants.

It is the policy of ACT that members of ACT's Board of Directors may not disclose, or make accessible confidential information obtained through their affiliation with ACT to any individual or organization unless ACT has authorized the disclosure. Furthermore, Board members shall observe the confidentiality of the organization by respecting and maintaining confidentiality of all information that pertains to ACT, including other Board members and Board business. Board members shall use confidential information solely for the purpose of performing services as a Board member for ACT. This policy shall not prevent disclosure required by law.

Board members must exercise care to avoid unauthorized disclosures of confidential information. Conversations in public places like restaurants, elevators, and airplanes, should be limited to matters that are not sensitive or confidential. In addition, Board members should be sensitive to the risk of inadvertent disclosure and should, for example, refrain from leaving confidential information on desks or otherwise in plain view and refrain from the use of speaker phones to discuss confidential information that could be heard by unauthorized persons.

Board members shall not request information about individual program participants from staff.

Information about program participants shall be provided to Board members in aggregate form with no identifying names, numbers or details.

At the end of a Board member's term or upon resignation, Board notebooks and other ACT materials shall be returned to the Chief Executive Officer or the Board president within 72 hours.

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Board Member Signature

\_\_\_\_\_  
Date

**ACT  
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<b>POLICY TITLE: <i>Media Relations</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-8</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

ACT has developed a great deal of interest and support from the news media. Oversight of this important relationship is the responsibility of the Chief Executive Officer or designee. As a result, the Chief Executive Officer or designee shall be the official spokesperson for ACT in all matters concerning the agency, its staff or programs. Contacts made directly with Board members should be referred to the Chief Executive Officer for response/action.

Media inquiries shall receive prompt attention, and every effort to respond to a request within a 24 hr period will be made.

ACT Board members shall act as a spokesperson only when requested to do so by the Board of Directors or when asked to comment by the Chief Executive Officer.

**ACT  
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<b>POLICY TITLE: <i>Conflict of Interest Policy</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-9</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>3</u></b>

ACT, as a nonprofit, tax-exempt organization depends on charitable contributions from the public. Maintenance of its tax-exempt status is important both for its continued financial stability, and for the receipt of contributions and public support. The IRS, as well as state corporate and tax officials, view the operations of ACT as a public trust that is subject to scrutiny by, and accountability to, governmental authorities and the public.

Consequently, there exists between ACT and its Board a fiduciary duty that requires a broad and unbending degree of loyalty and fidelity. The Board has the responsibility of administering the affairs of ACT honestly and prudently, and of exercising its best care, skill and judgment for the sole benefit of ACT. The Board shall exercise the utmost good faith in all transactions, and members shall not use their positions or knowledge gained from ACT for their personal benefit. This includes the appearance of conflict of interest for financial gain or as the result of personal relationships with other Board members, staff volunteers or program participants.

Conflicts of interest may arise in the relations of Board members with any of the following third parties:

- Persons and firms supplying goods and services to ACT
- Persons and firms from whom ACT leases property and equipment
- Persons and firms with whom ACT is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities or other property
- Competing organizations
- Donors and others supporting ACT
- Agencies, organizations and associations which affect the operations of ACT
- Family members, friends and employees

A material conflicting interest may be defined as an interest, direct or indirect, with any persons and firms mentioned above. Such an interest may arise through:

- Owning stock or holding debt or other proprietary interests in any third party dealing with ACT
- Serving on the Board of any third party dealing with ACT
- Receiving remuneration for services with respect to individual transactions involving ACT
- Using ACT's time, personnel, equipment, supplies or good will for other than ACT approved activities, programs, and purposes.
- Receiving personal gifts or loans from third parties that deal directly with ACT. Gifts of nominal value (not to exceed \$25) that could not be refused without discourtesy may be accepted. No personal gift of money is ever acceptable.

## Conflict regarding program and participants

- Board members shall not fraternize, hire or inquire about the status of program participants. Board members shall not be program volunteers including but not limited to Residential or non-residential programs, such as shelter, transitional housing; Outreach programs, All direct service programs.

These lists are not exhaustive. Conflicts might arise in other areas or through other relationships. It is assumed that the Board members will recognize situations where there is the potential for conflict, and discuss potential problems with the Board President. Such discussions shall remain confidential between the President and the member in question

The potential for conflict does not mean, necessarily, that a conflict exists, or that the conflict is material or that upon disclosure, its existence would have an adverse affect on ACT. Therefore, any potential conflict should immediately be brought to the attention of the Board president, who shall bring these matters, if material, to the Board. The ACT Board shall determine whether a conflict exists and is material; and in the presence of an existing material conflict, whether the transaction may be authorized as just, fair, and reasonable for ACT. The decision of the Board on these matters will rest in their sole discretion, and their concern must be the welfare of ACT and the advancement of its purpose.

If a Board member is requested by ACT to perform a service, or provide a product for the organization, competitive bids will be sought and/or comparable valuation will be determined. Transactions may be authorized when:

- A material transaction is fully disclosed in the audited financial statements of the organization;
- The related party is excluded from the discussion and voting on such transaction
- A competitive bid or comparable valuation exists and
- ACT's Board has determined that the transaction is in the best interest of the organization.

If a contract is awarded, the Board member will be paid in accordance with the bid for the service or product. If the Board member desires to provide the service or product as a contribution, the member will submit a bill to the organization noting "DONATION TO ACT" on the invoice.

Board members who become an ACT program participant or a contractor must temporarily resign from the Board of Directors until the member is no longer using ACT's services or engaged as a contractor by ACT.

Board members must report to the Board president if they are arrested as a perpetrator of domestic violence, or for any other violent act, or are a respondent on a petition for an injunction for protection. The President, in consultation with the Chief Executive Officer Executive Officer, may ask the Board member to immediately resign from his/her position on the Board without vote of the Board.

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Board Member Signature

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Date

**ACT  
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<b>POLICY TITLE: <i>Donations and Fund Raising Policy</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-10</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

Board members are expected to an annual membership fee. Board members are also expected to assist with any fundraising campaigns or funding needs initiated by ACT.

Annual gifts are determined according to ACT's fiscal year, which runs from July to June, and may be in the form of pledges, cash or other financial instruments such as stocks, or bonds.

Board members are expected to attend fund raising events, and to promote the organization to friends, family members and business colleagues. When possible, Board members are expected to use their personal and business connections to benefit ACT.

Board members are encouraged to arrange tours for potential donors through the Chief Executive Officer.

**ACT  
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<b>POLICY TITLE: <i>Board Meetings</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-11</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

Board meetings are for the single task of accomplishing the Board's responsibilities-

Board members are expected to prepare for each meeting, and to participate productively in all discussions.

Board members are encouraged to address concerns to the Board President and/or the Chief Executive Officer in writing, requesting that the appropriate committee review the concern/issue, develop a recommendation and place the item on a future Board meeting agenda. Although this method is preferred, nothing prevents a Board Member from addressing concerns or issues directly to the appropriate committee at its scheduled committee meeting. Board members may introduce topics of concern to the full Board during the new business portion of the bi-monthly Board meeting. At that time, the President may refer the topic to the appropriate committee for consideration.

When an issue is raised by a Board member and forwarded to the appropriate committee, it shall be the responsibility of the committee to take whatever action it deems necessary in order to either address the issue or otherwise prepare the subject for Board action. Issues should be reported to the Board with a recommendation. If the committee determines the item does not require Board action, the board will be advised of the decision at the next regularly scheduled meeting.

The Board may meet from time to time in executive session. The Board president or a majority vote of the Board members may call an executive session and it shall include whomever the Board chooses to invite.

**ACT  
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<b>POLICY TITLE: <i>Action Without a Meeting</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-12</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

Any action requiring ACT Board approval may be taken without a formal meeting provided the following occurs:

- The Board president shall notify all members in writing (email, fax or letter) of the need for the “special” vote.
- The communication shall include a clear statement of the vote required, the reason the action must be taken without a meeting, and any pertinent information required for the Directors to make an informed decision.
- A majority of Directors must execute a written consent via email, fax, or letter delivered by the deadline stated in the notice of a “special” vote.

Members may include their individual vote in the consent communication or a separate communication as requested by the Board president.

The reasons for the “special” vote as well as the action taken will be reported in the minutes of the next regularly scheduled Board meeting.



**ACT  
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<b>POLICY TITLE: <i>Election of Board Members and Officers</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-13</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

The ACT Board of Directors consists of not less than 11 and not more than 15 members. Board members are elected for a two-year term beginning in July of the election year. Board officers are elected to serve a term of one year beginning in July of the year elected.

The procedure for the election of Board members and officers shall be the following:

- The Nominating Committee shall present a slate of officers for the position of President, Vice-President (President Elect), Secretary and Treasurer at the May or June Board Meeting.
- The Nominating Committee shall present a slate of proposed new Board members at the April Board Meeting.
- The slate of proposed Board members shall be presented at the May Annual Meeting for action.
- Elected Board members and officers shall take office July ~~1, 4,~~ following the election.
- New Board members replacing a Board member that has resigned may take office at the next regularly scheduled meeting after the vote of the majority of the Board members.
- New Board members replacing a Board member that has resigned must be interviewed by the nominating committee and notice of the proposed Board member must be submitted for vote at least 14 days prior to the proposed Board meeting vote.

The Board and its officers shall strive to maintain a diverse membership.

**ACT  
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<b>POLICY TITLE: <i>Nepotism Policy</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-14</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

Board members and their immediate family members are excluded from consideration for employment by the organization. Immediate family includes but is not limited to husband, wife, son-in-law, daughter, daughter-in-law, father, father-in-law, mother, mother-in-law, brother, brother-in-law, sister, sister-in-law, grandparents and grandchildren. Immediate family also includes individuals who are not legally related but who reside with another employee as if a family.

[Family and Household members as defined in ss.741.28 of the Florida Statutes:](#)

["Family or household member" means spouses, former spouses, persons related by blood or marriage, persons who are presently residing together as if a family or who have resided together in the past as if a family, and persons who are parents of a child in common regardless of whether they have been married. With the exception of persons who have a child in common, the family or household members must be currently residing or have in the past resided together in the same single dwelling unit."](#)

**ACT  
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<b>POLICY TITLE: <i>Committee Procedures</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-15</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

Committees perform the preliminary research, discussion, and evaluation of the Board's work of policy development. As such, committees do not act in place of the Board unless specifically requested to do so by the Board.

**Membership**

Each Board member shall serve on a minimum of one and a maximum of two standing Board committees.

An individual Board member's committee appointments are determined by the President of the Board and the Chief Executive Officer, in consultation with the Board member.

The President of the Board shall appoint committee chairs.

A roster of Board committee assignments shall be distributed to the Directors annually.

The President of the Board and the Chief Executive Officer are considered ex-officio members of all Board committees.

**Staff**

The Chief Executive Officer shall arrange for appropriate staff to support the activities of each committee, if deemed necessary.

**ACT  
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<b>POLICY TITLE: <i>Indemnification Policy</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-16</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

ACT shall maintain a minimum of \$1,000,000 in Director's and Officer's insurance. Each member of the Board, committee members and officers of the organization elected or appointed in accordance with the organization's bylaws will be covered by this policy. The indemnification of liability includes attorney's fees for judgments, claims, and amounts paid in settlement arising from any claim or proceeding related to the individual's status as a member of the Board, a committee, or as an officer of ACT.

**ACT  
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<b>POLICY TITLE: <i>Board Self-Assessment</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-17</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

The Board of Directors shall conduct an annual self-assessment for the purpose of ensuring its ongoing viability.

Assessment forms will be sent to all Board members and returned to the chair of the Nominating Committee, who is responsible for summarizing the confidential responses. The summary will be presented at the next Board meeting, giving the Board an opportunity to respond to the feedback in a proactive fashion through actions such as ongoing training, personal development and policy development all designed to strengthen the Board's effectiveness.

**ACT  
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<b>POLICY TITLE: <i>Trustees</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-18</b>
<b>EFFECTIVE DATE: 07/2000</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

The Board of Directors supports the creation and ongoing activities of the ACT Board of Trustees, if applicable.

The Trustees serve in an advisory capacity to the Board of Directors, with a major emphasis on developing events and donors to raise operating funds for the organization. The Trustees have no governance functions. They do not establish policy. Their goals will not be in conflict with the philosophy and mission of ACT.

The ACT Board president will appoint a Chair of the Trustees. The Chair is responsible for appointing other Trustees as needed to carry out the annual goals of the group. The Trustees may be individually listed on reports and publications of the agency.

The Trustees will meet periodically throughout the year, and at least semi-annually will receive a status report from ACT's Chief Executive Officer. A member of the Board of Directors will be appointed as a liaison to the Trustees, and the Chief Executive Officer or designee will make staff support available as required.

**ACT  
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<b>POLICY TITLE: <i>Restricted Funds</i></b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-19</b>
<b>EFFECTIVE DATE: 09/1978</b>	<b>PAGE <u>1</u> OF <u>1</u></b>

ACT's policy is all funds shall be used according to the guidelines of the funding source and/or donor including restricted funds and shall not be used for any other purpose.

Adopted the Board of Directors September 1978

## Abuse Counseling and Treatment, Inc.

<b>POLICY TITLE: Whistleblower Protection Policy</b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-20</b>
<b>EFFECTIVE DATE: July 2009</b>	<b>PAGES: 1 of 2</b>

The whistleblower protection policy is being implemented by the agency to comply with the Public Company Accounting Reform and Investor Protection Act of 2002 (Sarbanes-Oxley). This provision in the legislation applies to all organizations, not just those that operate for profit.

An employee or volunteer of the agency who reports waste, fraud, or abuse will not be terminated or otherwise retaliated against for making the report.

The report will be investigated and even if determined not to be waste, fraud, or abuse, the individual making the report will not be retaliated against. There will be no punishment for reporting problems – including termination of employment, demotion, suspension, harassment, failure to consider the employee for promotion, or any other kind of discrimination.

The ways to report suspected waste, fraud, or abuse are sending an email or submitting a report in writing to the CEO. At the discretion of the CEO, allegations (and supporting documentation) may be forwarded to the Board Chair for review. If the allegation is specific to the CEO then the written report should be addressed to the Board Chair.

Such reports should be factual rather than speculative, and contain as much specific information as possible to allow for proper assessment of the nature, extent and urgency or preliminary investigative procedures. Broad allegations of a general nature will not be considered a valid report.

There is no set form for the allegation, but it must include the following information:

- The name, address, email address (if available) and phone number(s) of the person filing the allegation, or on whose behalf the allegation is being filed.
- The names and addresses of the entity and person(s) who are alleged to have violated the Act (who the complaint is being filed against).
- Names and addresses of any witnesses to the alleged violation.
- Specific description of the alleged violation, including when and where the violation occurred.
- Evidence and documentation supporting the allegation. Attach to allegation when available.
- Date of allegation filing.



The agency will take steps to deal with the issue including making operational or personnel changes where applicable.

If warranted, contact law enforcement to deal with any criminal activities.

Employees along with other persons may file a complaint with the Office of Chief Inspector General, Agency Inspector General, the Florida Commission on Human Relations or the Whistle-blower's Hotline number at 1-800-543-5353.

**Abuse Counseling and Treatment, Inc.**

<b>POLICY TITLE: Gift Acceptance Policy</b>	
<b>SECTION: Governance</b>	<b>POLICY NO.: B-21</b>
<b>EFFECTIVE DATE: July 2009</b>	<b>PAGES: 1 of 8</b>

**GENERAL**

It is the policy of the Board of Abuse Counseling and Treatment, Inc., (hereinafter "Organization") to offer donors the opportunity to make gifts to the Organization primarily for the benefit and support of the ACT programs and facilities of the Organization. It is also the policy of the Organization to actively seek and solicit such gifts to the Organization, and to provide adequate staff and resources in support of the Organization's gift program needs and requirements.

These guidelines provide the parameters within which Organization staff and volunteers shall function in discussing and promoting acceptable gifts from interested prospects. The guidelines also identify procedures and limitations on gifts that are offered to the Organization, for consistent consideration of such gifts in determining their suitability for the Organization. These guidelines are adopted as official policy by the Organization's Board.

**GUIDELINE 1 -- PRIORITY OF THE DONOR'S INTEREST**

The interest of the donor shall have priority over the interest of the Organization. No program, trust agreement, contract, or commitment may be urged upon any donor or prospective donor to benefit the Organization at the expense of the donor's intent, or which would knowingly jeopardize a donor's interests. Agents or representatives of the Organization must make full disclosure to the donor on all aspects of benefits and liabilities of which they are aware that may reasonably be expected to influence the decision of the donor to make a gift with the Organization.

**GUIDELINE 2 -- USE OF LEGAL COUNSEL**

- The Organization shall seek legal counsel as needed in matters pertaining to its planned gift program and shall execute no planned giving agreement unless and until all relevant documents have been duly reviewed. The use of documents that have received prior review and approval shall be acceptable.
- All agreements in which the Organization is the trustee shall follow the format of the specimen agreements approved by the Organization Foundation or the Organization's legal counsel, or shall be otherwise approved by them.
- Though the Organization is obligated to provide donors with as much information as possible regarding benefits, limitations, and tax implications of specific gifts or gift arrangements, the Organization shall not be considered to be offering tax or legal advice to donors or prospects. All prospects and donors shall be advised, both orally

and in writing, to seek their own legal counsel in matters relating to their gifts, tax, and estate planning. In particular, donors will be informed that the Organization cannot take into consideration the effect or impact that state laws, statutes, or taxes may have upon the suitability of a gift, or upon the terms of an agreement.

### **GUIDELINE 3 -- AUTHORIZATION FOR NEGOTIATION**

- Representatives and agents of the Organization, organization executives, and other appropriate organization professionals and volunteers are encouraged to discuss planned giving with prospective donors. However, only persons authorized by the Organization Board may accept and formalize any Organization gift from a donor.
- No gift or gift agreement may be accepted by the Organization unless it complies with the requirements of the guidelines herein stated. Any variances must receive prior approval by the Organization's legal counsel and/or Executive Board.

### **GUIDELINE 4 -- CONFIDENTIAL INFORMATION**

All information concerning donors and prospective donors, including names, names of beneficiaries, amount of gift, size of estate, etc., shall be kept in strict confidence by the Organization and its authorized personnel. A donor or, in the case of a testamentary gift or other acceptable circumstances, an executor, beneficiary, or close family member, may grant permission to the Organization to publicly announce or recognize a gift.

### **GUIDELINE 5 -- ACCEPTABLE GIFT ASSETS**

The following assets may be deemed acceptable as outright gifts to the Organization. Acceptance and suitability of any such property used to fund a charitable trust or income arrangement is discussed herein in Guideline 6. Acceptable assets include:

- Cash
- Securities
  1. Publicly Traded Stocks and Bonds -- may be accepted at fair market value of the stock on the day the gift is received by the Organization, as determined under IRS rules.
  2. Stock in a Closely Held Corporation -- may be accepted upon review of the Executive Committee of the Board of Directors. The Organization recognizes the difficulties that may arise with such gifts, and will give special attention in the preparation of gift proposals and agreements to any issues relating to restrictions on excess business holdings, restricted or controlled stock, potential redemptions, pending corporate liquidations, and capital gains treatment upon sale or maturity.
- Real Estate
  1. The Organization may accept gifts of real property upon review and acceptance of the ACT Board of Directors Executive Committee. at fair market value if, at the time of the gift, there are no outstanding mortgages, tax liens, or other encumbrances upon the land. Such value shall be established by at least one

recent, reliable, and qualified appraisal acceptable to the Organization.

2. If any encumbrances are present at the time the gift is offered, and such encumbrances represent a nominal amount when compared with the total value of the property, such property may be accepted with the approval of the Organization Board. How the encumbrance will be removed, and by whom, shall be agreed upon by the Organization and the donor in writing prior to acceptance of such property.
  3. No gift of real property may be accepted by the Organization unless and until such property has been personally visited by a designated Board member, Organization staff member, or appropriate agent or designee of the Organization (e.g., an Organization employee or recommended real estate agent). In addition, a written analysis of the marketability and potential use of the gift property shall be prepared by the Organization prior to acceptance of the property.
  4. No gift of real property may be accepted until a preliminary environmental evaluation, questionnaire, or disclosure statement has been completed or made available for the property in question. This should include a recent Phase I Environmental Site Assessment prepared by an assessor suitable to the Organization. In the event that this evaluation or Phase I assessment discloses any information indicating the presence or reasonable possibility of toxic materials, hazardous waste, oil seepage, or other contaminants on the property, additional environmental studies and phase assessments must be completed before the gift is accepted.
  5. Arrangements to cover post-transfer expenses should be agreed upon in writing by the donor and the Organization prior to the gift. Such expenses include taxes and assessments, insurance, and maintenance costs of the land or any buildings on the land.
  6. Tax benefits previously derived by the donor from the gift property, as well as a reasonable estimate of the net value of a real estate gift, shall be taken into consideration when offering and discussing gift proposals, especially involving charitable or split interest trusts funded with real estate.
  7. Any tangible personal property associated with real property gifts, such as furnishings for a home or ranch, should be segregated into separate gift proposals or agreements.
- Oil and Gas Properties
    1. Acceptable by the Organization [upon review and acceptance by the Executive Committee of the Board of Directors](#) if in the form of a royalty interest. Working interests and limited partnership interests will not be accepted.
  - Life Insurance
    1. The Organization may only accept gifts of a life insurance policy [upon review and acceptance by the Executive Committee of the Board of Directors](#) if the

Organization is irrevocably named as owner and beneficiary of the policy, with all incidents of ownership intact in the policy. Gifts of paid-up policies are preferred. If a policy is accepted that is not paid up, the Organization is under no obligation to continue premium payments, but may do so if it is found to be in the best interest of the Organization.

- **Tangible Personal Property/Gifts in Kind**

1. Gifts of tangible personal property, or gifts in kind, including but not limited to cars, boats, art, stamp/coin collections, equipment, inventory, etc., may be accepted if there are no significant restrictions, limitations, or unreimbursed additional expenses for their present or future use, display, maintenance, transfer, sale, insurance, storage, or other fees and costs. In particular, donors may not require the Organization to hold any property of any kind for a minimum or specified period of time prior to sale or disposition.
2. Such gifts are normally not accepted if there is a condition, understanding, or expectation that the items will be loaned or sold back to the donor or the donor's family or designee. The Organization will presumptively sell all tangible personal property it receives, unless specifically needed for use or consumption related to its charitable purposes, and such sales shall be to disinterested third parties.
3. Prior to any gift of tangible personal property, the Organization will provide all donors or prospects written guidance on possible related or unrelated use of the gift property, and IRS Form 8283 and its accompanying instructions. This shall be provided only for the convenience and general information of the donor on the reporting and tax issues relevant to such gifts.

- **Other Acceptable Gift Assets**

1. Upon consideration prior to acceptance, the Organization Board may accept gifts to the Organization of other types of assets not herein specified or discussed. All appropriate liability and cost/benefit issues related to the gift or gift property shall, as usual, be considered.

## **GUIDELINE 6 -- APPRAISALS FOR ORGANIZATION GIFTS**

The Organization will not be responsible for furnishing a donor with property appraisals or valuations for gifts to the Organization. The Organization also will not, under any circumstances, participate in a transaction in which the value of a gift is known to have been significantly inflated above its true fair market value to obtain a tax advantage for a donor.

It is the intention of the Organization to follow the requirements and guidelines set out, and from time to time amended, by the Internal Revenue Code related to qualified appraisals and appraisers and gift reporting. Proper receipts will be provided to each donor in a timely manner, and appropriate reporting forms will be used for all property sold by the Organization within two years of the date of contribution.

## **GUIDELINE 7 -- GIFTS AND SPECIFIC ACCEPTANCE CRITERIA**

In considering the acceptance of any gift and its value to the Organization, the following factors must be taken into account:

The nature of the assets contributed;  
Total return on investment of the gift assets;  
The length of the management or trust period; and  
Factors that cannot be controlled by the Organization, but are subject to estimate such as investment performance, life expectancy, etc.

Donors and Organization representatives should consider as controlling all restrictions and minimums on the following types of gifts. Gifts may vary from these guidelines in certain circumstances, where permitted by law, but must receive prior approval from the Organization Board, if it is determined that such variance is to the advantage of both the Organization and the donor.

It is the intention of the Organization to sell all gifts it accepts, as soon as reasonably prudent and in the sole discretion of the Organization trustee, and to reinvest the proceeds from those gifts in keeping with its recommended investment guidelines and portfolio mix.

- Outright Gifts
  1. No minimum is required, except for gifts of real estate which require a minimum appraised fair market value before they may be accepted by the Organization. Donors may not retain any significant rights or benefits in any property or asset offered to the Organization, except as herein described in Guideline 7 (e) and (f).
  2. Gifts for a specific purpose will not be segregated or designated as a separate cost center within the Organization, unless the gift value is a minimum of \$10,000, and either the donor requests it or the Organization believes it is in its best interest to create segregated accounting for the gift.
- Charitable Remainder Unitrusts
  1. As a general rule, because of staffing limitations, the Organization would prefer not to serve as trustee for charitable remainder trusts. We encourage donors to either use a bank or trust company of their choice, or the National Foundation (if the unitrust meets its required guidelines). However, the Organization would serve as trustee if ~~this was an important aspect of the gift for the donor~~ACT is the only beneficiary. ACT will have the option to appoint (and replace) an institutional fiduciary such as a bank or trust company.
- Subsequent additions to a unitrust may be made at any time, with a minimum gift of \$20,000 for each. The percentage to be paid by the unitrust to the donor or to donor's designee(s) shall represent no less than 5 percent each year of the value of the trust assets, as revalued annually. The maximum unitrust payment may not exceed the IRS guidelines requiring that a minimum of 10 percent of the trust's value must be available for charitable benefit at the end of the trust. Payments shall be made quarterly to all trust beneficiaries.

- The Organization may accept unitrusts a) that last for no more than two measuring lives, b) for a selected term of years with a term of no longer than 20 years, or c) an appropriate combination of both. For a one- or two-life unitrust, all income beneficiaries must be at least 50 years of age at the time the trust is created. For a term of years unitrust, there is no minimum age for beneficiaries. The Organization will not accept unitrusts funded with gifts of tangible personal property or gifts in kind.
- Charitable Remainder Annuity Trusts
  1. As with unitrusts, because of staffing limitations, the Organization would prefer not to serve as trustee for charitable remainder annuity trusts. We encourage donors to either use a bank or trust company of their choice (if the annuity trust meets its required guidelines). However, the Organization would serve as trustee if this was an important aspect of the gift for the donor.
  2. The minimum initial gift to fund a charitable remainder annuity trust shall be cash or marketable securities with a face value of at least ~~\$\$\$~~\$250,000. No additions to the annuity trust may be made at any time. The initial annuity amount to be paid annually by the annuity trust, to the donor or to donor's designee, shall represent not less than 5 percent of the trust assets. The maximum annuity payment may not exceed the IRS guidelines requiring that a minimum of 5 percent of the trust's value must be available for charitable benefit at the end of the trust. Payments shall be made quarterly to all beneficiaries.
  3. The Organization may accept annuity trusts that a) last for no more than two measuring lives, b) for a selected term of years if such term is no longer than 20 years, or c) for an appropriate combination of both. For a one- or two-life annuity trust, all income beneficiaries must be at least 50 years of age at the time the trust is created. For a term of years annuity trust, there is no minimum age for beneficiaries. The Organization will not accept any annuity trusts that are funded with gifts of tangible personal property, gifts in kind, real property, closely held stock, or other property that the Organization deems potentially difficult to sell in a timely manner.

• Gift/Sales, and Undivided Interests

1. The Organization is also authorized to enter into gift/sale transactions (where a donor contributes an undivided interest in property to the Organization prior to, and in anticipation of, a subsequent sale of the property). It is the policy of the Organization to accept undivided interests of no less than 25 percent of the total established or appraised value of the property. The Organization shall recommend to such donors that they discuss with their own advisers the possible tax implications for prearranged sale contracts or agreements entered into, prior to a charitable gift of that property.
2. Appropriate safeguards shall be taken with respect to any bargain sales, gift/sales, or undivided interests offered to the Organization involving real estate, and all

procedures as described in Guideline 5(c) herein shall be followed for such gifts.

3. We will accept property with a fair market value of at least \$100.

- Life Estate Agreements

1. The Organization may enter into a life estate agreement on homes, vacation homes, farms, ranches, or other real property interests that the Organization deems suitable, beneficial, or advisable for use or investment by the Organization. The minimum fair market value of the property must be \$200,000 at the time of the gift, and the minimum age for any measuring life on a life interest will be 60 years of age at the time of the gift. Under no circumstances will a life estate agreement be entered into for more than two measuring lifetimes.
2. Prior to acceptance of any life estate agreement, the guidelines and restrictions on real estate gifts in general, as described in Guideline 5 (c) herein, shall be followed by the Organization. No life estate agreement shall be entered into in exchange for any annual income or annuity amount payable by the Organization.

- Testamentary Gifts

1. The Organization may accept any gifts approved by these Guidelines if offered to the Organization through bequests, will substitutes, or testamentary trusts and instruments. Such gifts will be subject to the same guidelines and restrictions as if the gift had been made to the Organization during the donor's lifetime. The Organization may disclaim any bequest or testamentary gift if determined by the Organization Board to be in the best interests of the Organization to do so.

- Revocable Trusts

1. The Organization may accept or serve as trustee on trusts subject to amendment or revocation by the donor. Such trust must, however, be established by a donor who has, in the past, demonstrated significant support of Scouting either in contributions of service or financial gifts. Revocable trusts are subject to the same minimums and restrictions as described herein for irrevocable gifts and trusts of similar nature.

- Gift Annuities/Pooled Income Fund Gifts

1. The Organization will not accept gifts in exchange for a gift annuity or pooled income fund payment from the Organization. Donors interested in such gifts shall be referred to the National Foundation and encouraged to get information from them about the Gift Annuity Program and the Pooled Income Fund.

## **GUIDELINE 8 -- FINAL DISPOSITION OF PLANNED GIFT FUNDS**

Upon the death of the surviving beneficiary, or termination, of a gift agreement, the assets and any accruals derived there from shall be paid to the Organization for its general purposes or



specific purposes, unless otherwise restricted by the donor and stated in the gift agreement. It is the policy of the Organization to direct all gifts received for general purposes to the Organization for discretionary use. All gifts that are donor-restricted shall be directed to the appropriate restricted or endowment funds, for such uses as are consistent with the donor's restriction or request.

#### **GUIDELINE 9 -- INVESTMENT OF FUNDS, PHILOSOPHY, DUTIES AND RESPONSIBILITIES**

Guidelines related to investment of Organization funds, investment strategies, philosophies, asset allocations, duties, and responsibilities may be set out in a separate document, as drafted and duly adopted from time to time by the Organization investment committee and/or endowment committee, and the Organization Board.

#### **GUIDELINE 10 -- AMENDMENT OF POLICIES AND GUIDELINES**

All gift acceptance policies of the Organization are subject to amendment, upon appropriate resolution and vote by the Organization Board. However, such amendments may not be used to defeat or infringe upon the rights or expectations of any donor who may have made a gift, or entered into a gift agreement, prior to such amendment.