

ACTION ITEMS - CAC Policy & Procedures Task Force Meeting - Nov. 29, 2017

Justin Dionne	<u>Action 1:</u> Justin will ask Executive Committee about bylaws and the scope of the task force.
---------------	---

Doug Singleton	<u>Action 2:</u> Doug will make a few grammar edits to it and resend to the Task Force for a final review before submitting to CAC's Executive Committee.
----------------	--

Justin Dionne	<u>Action 3:</u> Justin to send the Whistleblower Policy to Anthony Roberts who will review and send to the Town's attorney for review.
---------------	--

Doug Singleton	<u>Action 4:</u> Doug to revise wording for Item # 10 of the Board of Directors Service Policy. The "Dual Board Practices" will be reviewed annually.
----------------	---

Doug Singleton	<u>Action 5:</u> Doug to resend all revised documents to the Task Force for a final review before submitting to Executive Committee.
----------------	---

Justin Dionne	<u>Action 6:</u> Justin will work with Ginger Griffin Marketing & Design to design and develop a website for the board.
---------------	--

**Cornelius Arts Center
Policy & Procedures Task Force Meeting
Nov. 29, 2017**

Attending: Doug Singleton, Justin Dionne, Tamara Williams, Jim Duke, Carroll Gray, Ginger Griffin, Anita Overcash

I. Introductions

- The Policies and Procedures Task Force was created to establish board policies and an employee handbook. Question that needs to be addressed: Are the bylaws the scope of

this task force? ***Action 1:*** Justin will ask Executive Committee about bylaws and the scope of the task force.

- The majority of policies this group will address is connected to those found on a legal compliance checklist, which will be important to have as we raise funds because we will be required to file a 990.

II. Conflict of Interest Policy - Purpose of Policy and Duties of Directors and Officers

- The group discussed board involvement between board members who also have a contractual relationship with CAC (i.e., Ginger Griffin Marketing), and board members who also serve on the board of a potential organization that CAC may partner/have a relationship with (i.e., Janice Travis who serves on the ClayWorks board or Pat Bechdol who serves on the Charlotte Ballet board) CAC. Everyone agreed that these relationships are ok as long as there are no motivations for special compensation. There must be full disclosure. Board members who serve on two boards working with one another will refrain from voting on certain CAC issues/transactions and revenue/contractual agreements between the two organizations.
- Every CAC board member will be required to sign the Conflict of Interest form annually.
- The CAC Policies and Procedures Task Force agreed on the proposed Conflict of Interest policy. ***Action 2:*** Doug will make a few grammar edits to it and resend to the Task Force for a final review before submitting to CAC's Executive Committee.

III. Whistleblower Policy

- This is a policy that will eventually be worked into an Employee Handbook.
- Jim suggested letting the Town of Cornelius look at the policy to make sure it isn't in conflict with the one they have. ***Action 3:*** Justin to send the Whistleblower Policy to Anthony Roberts who will review and send to the Town's attorney for review.

IV. Board of Directors Service Policy

- The primary purpose of this document is to present the responsibilities and expectations of board members. There will be a required orientation for every new board member. The document also addresses required committee (must serve on minimum of one committee) and financial commitments (must give to both annual and capital campaigns).
- ***Action 4:*** Doug to revise wording for Item # 10 of the Board of Directors Service Policy.
- The "Dual Board Practices" will be reviewed annually.
- ***Action 5:*** Doug to resend all revised documents to the Task Force for a final review before submitting to Executive Committee.
- ***Action 6:*** Justin will work with Ginger Griffin Marketing & Design to design and develop a website for the board.

V. The next CAC Policies & Procedures Task Force Meeting is on Tuesday, Jan. 23, 4-5:30 p.m.

VI. **Adjournment:** There being no further business, the meeting was adjourned.

Minutes submitted by Anita Overcash.

