

The logo features a stylized, colorful wave or zigzag pattern in teal, purple, green, and orange. A dark teal horizontal bar is superimposed over the center of the wave.

CALIFORNIA COMMUNITY COLLEGES CLASSIFIED SENATE

Dedication. Leadership. Advocacy.

Board Policies

Adopted January 29, 2022

Last Amended March 22, 2024

TABLE OF CONTENTS

Chapter 1, The Organization	1
BP 1100 California Community Colleges Classified Senate (4CS)	1
BP 1200 Purpose	2
BP 1205 Mission	3
BP 1206 Strategic Plan	4
BP 1210 Communications	5
Chapter 2, Membership	6
BP 2100 Representation	6
BP 2200 Electorate	7
BP 2300 Membership	8
BP 3100 Board Composition	9
Chapter 3, Board of Directors	10
BP 3105 Board of Directors Qualifications	10
BP 3110 Terms	13
BP 3115 Elections	14
BP 3120 Appointment	15
BP 3125 Removal	16
BP 3130 Resignation	17
BP 3135 Leave of Absence	18
BP 3140 Recall	19
BP 3145 Vacancies	20
BP 3150 Evaluations	21
Chapter 4, Powers and Duties	22
BP 4100 Organizational Powers	22
BP 4105 Duties	23
Chapter 5, Meetings	28
BP 5100 Notice and Place of Meeting	28
BP 5105 Frequency	29
BP 5110 Quorum	30
BP 5115 Parliamentary Authority	31
BP 5120 Special Meetings	32
BP 5145 Minutes	33

BP 5150 Agendas	34
Chapter 6, Bylaws Establishment and Amendment	35
BP 6100 4CS Bylaws	35
BP 6105 Amendment of Bylaws	36
BP 6115 Dissolution Clause	37
BP 7000 Administration	38
BP 7050 Committees	39
Chapter 7, Administration	40
BP 7100 Conflict of Interest	40
BP 7105 Budget and Use of Funding	44
BP 7300 Fiscal Management	45
BP 7400 Internal Audits	46
BP 7405 External Audits	47
BP 7500 Record Retention	48



BP 1100 California Community Colleges Classified Senate (4CS)

The organization has been named California Community Colleges Classified Senate (4CS).

The name is the property of the Organization. No person shall, without the permission of the Board, use the name of the Organization, or any abbreviation of, to imply, indicate or otherwise suggest that an organization, product or service is connected or affiliated with, or is endorsed, favored, supported, or opposed by, the Organization.

Adopted: January 29, 2022
(Replaces former Board Policy 1.1)

Revised:



BP 1200 Purpose

The specific purpose of the non-profit Corporation shall be to represent the Classified Professionals of the California Community College System for participation in governance and to support the mission of the California Community College System.

Adopted: January 29, 2022
(Replaces former Board Policy 2.1)

Revised: July 29, 2023
Revised: March 22, 2024

BP 1205 Mission

California Community Colleges Classified Senate recognizes and values the insight of Classified Professionals, and advocates for their inclusion in decision making through participatory governance and active participation in professional learning and leadership in student success.

The mission is evaluated and revised on a regular basis.

Adopted: September 2021
(Replaces former Board Policy 2.2)

Revised: July 29, 2023

BP 1206 Strategic Plan

The organizational strategic plan shall be developed on a four-year cycle. A report of the yearly accomplishments shall be included in the organization's Annual Report.

Adopted: September 23, 2023

Revised:

BP 1210 Communications

The 4CS shall communicate with classified professionals and campus communities by developing resources and tools. All 4CS webpages, posted documents, and videos available for public use shall be in accordance with ADA compliance laws.

Adopted: September 23, 2023

Revised: March 22, 2024



BP 2100 Representation

All classified professionals, as defined in Article X of the bylaws, are represented by 4CS.

Adopted: January 29, 2022
(Replaces former Board Policy 3.1)

Revised: July 29, 2023

BP 2200 Electorate

The Electorate has voting rights and are defined as voting members of the Board of Directors and Certified Local Senates. Certified Local Senates are those that have a constitution/bylaws on file with, and certified by, the 4CS.

Adopted: January 29, 2022
(Replaces former Board Policy 3.3)

Revised: July 29, 2023



Board Policies

Chapter 2, Membership

BP 2300 Membership

The 4CS shall establish monetary membership levels to support the mission of the organization.

Adopted: September 23, 2023

Revised:

BP 3100 Board Composition

The Board of Directors shall consist of no more than 25 members. The minimum composition must include the president, treasurer, and secretary. Board of directors' positions include president; president-elect; past president, vice president; secretary; treasurer; director, communications; director, government relations, director, professional learning; and region representatives. These positions are elected or appointed per BP 3115 (Elections) or BP 3120 (Appointment).

Adopted: January 29, 2022
(Replaces former Board Policy 3.4)

Revised: July 29, 2023
Revised: March 22, 2024

BP 3105 Board of Directors Qualifications

All candidates must have the ability to support the vision, mission, and integrity of the 4CS organization in accordance with the bylaws. Candidates must also have the ability to understand and convey the role of the 4CS and its role in the California Community College system, as well as the role it plays in support of community college governance.

President

- All candidates for President must be active members of the current 4CS Board of Directors for a minimum of two (2) full years, have attended at least four Board of Directors meeting per year during the previous two years of service, and be from a college with a certified local senate.
- In the event that there is no President-Elect, the Presidency may be filled by appointment of the Board of Directors.
- Due to the demands of managing the California Community College Classified Senate, the 4CS President shall not concurrently hold any other president/CEO position in unions and/or local senates.
- Knowledge of the 4CS organizational policies, procedures, structures, and practices
- Knowledge of the California Community College system.
- Knowledge of non-profit requirements and incorporated status.
- Upon completion of the two-year term, the president becomes the immediate past president and remains an active member of the 4CS Board of Directors until the term is ended by an incoming President-Elect.

President-Elect

- All candidates for President-Elect must be active members of the current 4CS Board of Directors for a minimum of two (2) full years, have attended at least four Board of Directors meeting per year during the previous two years of service, and be from a college with a certified local senate.
- Must commit to the 4CS President position at the end of the one-year term.
- Knowledge of the 4CS organizational policies, procedures, structures, and practices.
- Knowledge of the California Community College system.
- Knowledge of non-profit requirements and incorporated status.

Vice President

- All candidates for Vice President must have served a minimum of one (1) full year on the

4CS Board of Directors and be from a college with a certified local senate.

- Knowledge of the 4CS organizational policies, procedures, structures, and practices.
- Knowledge of the California Community College system.

Secretary

- All candidates for Secretary must have served a minimum of one (1) full year on the 4CS Board of Directors or have equivalent experience as it relates to the duties of the role.
- Current or retired classified member of the California Community College system.
- Knowledge of the 4CS organizational policies, procedures, structures, and practices.
- Knowledge of the California Community College system.
- Knowledge of procedures relative to recording minutes.
- Understand filing practices and systems.
- Ability to use recording devices and software programs to take and transcribe minutes.

Treasurer

- All candidates for Treasurer must have served a minimum of one (1) full year on the 4CS Board of Director or have equivalent experience as it relates to the duties of the role.
- Current or retired classified member of the California Community College system.
- Knowledge of the 4CS organizational policies, procedures, structures, and practices.
- Knowledge of the California Community College system.
- Ability to perform basic accounting functions and use appropriate accounting software.
- Proficiency in Excel.
- Knowledge of non-profit requirements, laws, rules, and procedures relative to financial status and recording.
- Knowledge of basic tax reporting requirements.

Director, Communications

- All candidates for Director, Communications must have served a minimum of one (1) full year on the 4CS Board of Director or have equivalent experience as it relates to the duties of the role.
- Current or retired classified member in the California Community College system.
- Knowledge of the 4CS organizational policies and procedures, structure, and practices.
- Knowledge of the California Community College system.
- Understand the best practices of social media channels including Facebook, Instagram, Pinterest, etc.
- Must possess exceptional writing skills and be able to compose engaging and accurate content.
- Understanding of communications, public relations, and marketing best practices.

Director, Government Relations

- All candidates for Director, Government Relations must have served a minimum of one (1) full year on the 4CS Board of Directors and be from a college with a certified local senate.
- Current classified member in the California Community College System.
- Knowledge of the 4CS organizational policies and procedures, structure, and practices.
- Knowledge of the California Community College system.
- Knowledge of resolution writing and the voting process for resolutions.

Director, Professional Learning

- All candidates for Director, Professional Learning must have served a minimum of one (1) full year on the 4CS Board of Director or have equivalent experience as it relates to the duties of the role.
- Current classified member in the California Community College System.
- Knowledge of the 4CS organizational policies and procedures, structure, and practices.
- Knowledge of the California Community College system.
- Knowledge of professional learning offerings relevant to Classified Professionals.

Region Representative

- All candidates for Region Representative must have served at least one year on a certified local senate.
- Current classified member in the California Community College system.
- Knowledge of the 4CS organizational policies and procedures, structure, and practices.
- Knowledge of the California Community College system.

Associates

- Any classified professional can serve in an Associate role. This includes classified professionals from community colleges without a classified senate. Associates provide support by taking on special assignments and participating in meetings as non-voting members.

Board Advisors

- Former board members who operate in an advisory capacity to the board as a non-voting member.

Adopted: January 29, 2022
(Replaces former Board Policy 3.4)

Revised: July 29, 2023
Revised: September 23, 2023
Revised: March 24, 2024

BP 3110 Terms

A term of office is two years for all board of director positions except the President-Elect. The President-Elect is a one-year position, and is selected at the beginning of the second year of the President's term. Members of the Board of Directors except the President, President-Elect, and Past-President may serve consecutive terms. Exceptions can be made to the President and Past President term limits due to unforeseen circumstances with approval of the Board of Directors.

Adopted: January 29, 2022
(Replaces former Board Policy 3.7)

Revised: July 29, 2023

BP 3115 Elections

Members of the board of directors shall be elected annually as determined by the election schedule outlined in the Procedures manual.

Adopted: January 29, 2022
(Replaces former Board Policy 3.6)

Revised: July 29, 2023

BP 3120 Appointment

An individual may request an appointment to represent a vacant position as outlined in BP 3100, Board Composition. Such an appointment must be recommended by the 4CS President and approved by a majority of the 4CS Board of Directors.

Appointed members of the board of directors shall hold office until completion of the term in process or until their successor has been elected, unless they sooner resign, are removed, or become ineligible to continue to serve in such capacity.

Adopted: January 29, 2022
(Replaces former Board Policy 3.10)

Revised: March 22, 2024

BP 3125 Removal

An elected member of the Board of Directors may be removed from office for cause following the process outlined in the Procedures manual.

Adopted: January 29, 2022
(Replaces former Board Policy 3.8)

Revised:

BP 3130 Resignation

Any member of the Board of Directors may resign by written notice to the President.

Adopted: January 29, 2022
(Replaces former Board Policy 3.8)

Revised:

BP 3135 Leave of Absence

Any member of the Board of Directors may request a leave of absence by written notice to the President.

Adopted: January 29, 2022
(Replaces former Board Policy 3.9)

Revised:

BP 3140 Recall

Recall of a member of the Board of Directors shall follow procedures outlined in the Procedures manual.

Adopted: January 29, 2022

Revised:

BP 3145 Vacancies

A vacancy in office shall be filled in accordance with the Procedures manual.

Adopted: January 29, 2022
(Replaces former Board Policy 3.10)

Revised:

BP 3150 Evaluations

Board of Directors members shall complete an evaluation on an annual basis. Evaluations may be used in assessing the participation level of a Board of Directors member and in assessing and prioritizing travel requests.

Adopted: September 23, 2023

Revised:

BP 4100 Organizational Powers

- All the business and affairs of the 4CS shall be managed and controlled by the Board of Directors.
- Act as the non-bargaining representative of and advocate for classified professionals at the statewide level.
- Establish programs under 4CS that support the mission and purpose.
- Define and pursue goals and objectives appropriate to the 4CS mission and purpose.
- Convene and conduct meetings to discuss statewide matters relevant to Classified Professionals.
- Fiscal responsibility including expending and holding resources.
- Establish and review bylaws, policies, and procedures in accordance with California non-profit law.
- Facilitate statewide communication with Senates.
- Conduct transparent and inclusive business on behalf of Classified Professionals.

Adopted: January 29, 2022
(Replaces former Board Policy 3.11)

Revised: March 22, 2024

BP 4105 Duties

President

- The 4CS President shall be the official representative of the 4CS organization.
- Provide overall organization and leadership.
- Submit an annual board report to the Board of Directors, including accomplishments and progress made in alignment with the 4CS Strategic Plan and goals.
- Actively advocate for 4CS and statewide community college matters addressing non-bargaining legislative and senate items that have or are likely to have an impact on Classified Professionals.
- Represent the 4CS organization at, and/or assign a designee to attend, community college and statewide organization meetings and/or events.
- Represent 4CS as a member of the CCLC Operating Board and/or assign a designee.
- Review the agenda for all meetings after receiving input from the 4CS Board of Directors and/or any Certified Local Senate.
- Sign documents on behalf of 4CS.
- Preside over the 4CS Board of Directors meetings and the Annual Business Meeting.
- Reviews financial records and maintains oversight and authority for expenditures and purchasing within the organization.
- Monitors progress of 4CS committees ensuring alignment of work with organizational mission and goals.
- Conducts annual 4CS Board Member evaluations.
- Submit the 4CS Board of Directors meeting calendar for board approval.
- Serve as a mentor to the 4CS President-Elect.
- Perform any other function normally thought to be within the purview of a presiding officer that is not otherwise defined by the bylaws.

Past President

- Provide advice and leadership to the Board regarding past practices and other matters to assist in governing the organization.
- Facilitate officer transition.
- Support and mentor the current President and President-Elect, as needed.
- Chair the Nominations and Elections Committee.

- The immediate Past President performs the duties of the current President in the absence or disability of the President.
- Perform such other duties as may be assigned by the Board of Directors.

President-Elect

- Collaborate with the 4CS President to learn the role of President.
- Gain experience and training in relation to the legislation process, 4CS organization, non-profit and incorporated status, and fiscal operations.
- Familiarize and assist with 4CS organizational activities, goals, and governance.
- Represent the 4CS organization on state advisory committees and Consultation Council, as needed.
- Attend the CCLC Annual Legislative Conference and League Board Meetings.
- Represent the 4CS organization at community college and statewide organization meetings and/or events, as needed.
- Serve as designee in the absence of the 4CS President.

Vice President

- Serve as a liaison between the 4CS President/President-Elect and 4CS Region Representatives.
- Provide support, mentorship, and training to 4CS Region Representatives
- Help ensure updated information is provided for and collected from Region Representatives.
- Recruit for 4CS Region Representatives.
- Responsible for surveying the needs of and creating workshops in support of 4CS Region Representatives.
- Assist 4CS Region Representatives with the formation of new Classified Senates.
- Attend regional meetings or workshops, upon request.
- Solicit and obtain potential sites for future board meetings, with assistance from region representatives.
- Perform activities at the discretion of the 4CS President.
- In the unlikely event that the 4CS President, President-Elect, and Past President are unable to serve, the 4CS Vice President shall serve as Interim 4CS President.

Secretary

- Perform the function of general secretary.
- Provide administrative support for the 4CS Board of Directors.
- Provide administrative support for the planning, coordinating, and implementing of organizational programs.
- Create, post, and store meeting agendas and minutes.

- Perform a variety of duties independently as delegated by the 4CS President.

- Maintain online voting records as needed in collaboration with the Past-President and submit them for inclusion in minutes as appropriate.
- Provide records for documentation of the organization; may assist in the preparation of organizational reports.
- Update and maintain Certified Local Senate records.
- Sign financial documents for the President and/or Treasurer as their designee.

Treasurer

- Perform the functions of general treasurer.
- Maintain all records pertaining to the organization's financial status.
- Receive supporting membership applications. Provide copies to the Secretary within 10 days.
- Maintain a record of all contributions and include a written report citing contribution totals at each Board of Directors meetings.
- Ensure proper control of the collection and disbursement of 4CS funds.
- Upon approval from the President, process all travel advance payments and reimbursements.
- Make purchases as approved by the President.
- Establish policies to provide proper authorization for the deposit, investment, and expenditure of funds by the Treasurer and/or other authorized board members.
- Provide Audit Coordinator and/or President financial records on a quarterly basis or as requested to ensure adequate internal controls.
- Prepare financial reports and reconciliation with the bank and/or investment statements to ensure the accuracy of information. Reports will be presented to the Board of Directors at each meeting.
- Ensure bank records are updated when changes in officers occur.
- Contract with the 4CS CPA to complete and file the yearly taxes, as needed, by the due date of November 15.
- Establish a check and balance for the use of a debit card.
- Perform other related duties as assigned by the Board of Directors.
- Maintain awareness of non-profit and incorporated status as it pertains to the organization.

Director, Communications

- Create communications content on behalf of the organization.
- Maintain digital media archives.
- Develop, write and edit marketing and communications materials, including press releases, blog posts, and social media content.
- Promote communications and marketing materials through appropriate social channels.

- Facilitate dissemination of pertinent 4CS organization correspondence – newsletters, bulletins, and emails.
- Ensure that all communications and marketing material align with brand standards.
- Work with marketing team members to conceptualize and implement communications strategies and campaigns
- Serve on 4CS committees, sub-committees, or task forces.
- Complete specific duties, upon request, by the 4CS President and/or 4CS President's Designee within a reasonable timeline.
- Perform other duties as assigned by the 4CS Board of Directors or ordered by the 4CS Bylaw.

Director, Government Relations

- Represent 4CS in all legislative matters.
- Provide regular legislative updates to the 4CS Board of Directors.
- Represent 4CS on the CCLC Advisory Committee on Legislation.
- Attends the annual CCLC Legislative Conference.
- Participate in legislative visits.
- Coordinates resolutions and works with chair of elections committee on the voting process for resolutions.

Director, Professional Learning

- Represent 4CS on statewide committees related to professional learning.
- Create professional learning offerings.
- Oversee the Gathering of the Senates, in collaboration with the 4CS Vice President.
- Oversee the Speakers Bureau.
- Serve as a liaison with the CLI and Caring Campus Chairs.

Region Representatives

- Provide resources and support for the region colleges and Senate leadership.
- Act as a liaison between area senate leadership and the 4CS organization by sharing important information.
- Advocate and provide a voice for classified professionals within their region.
- Facilitate dissemination of 4CS organization communications.
- Support classified professionals without a senate by providing information, mentoring, and training, as needed.
- Schedule and attend meetings, retreats, or other pertinent senate activities within the representative area.
- Ensure membership and annual update forms for the region are up-to-date.

- Provide region report updates during the 4CS Board of Directors meetings and address and/or forward concerns to 4CS leadership, regardless of senate status.

- Collaborate with appropriate officers for region events and 4CS board meeting logistics as a host college or at a college within the representative's region.
- Perform other duties as assigned by the 4CS Board of Directors or as outline in the 4CS Bylaws.

Associates

4CS Associates provide support by taking on special assignments and participating in meetings as non-voting members.

Board Advisors

4CS Board Advisors are former board members who operate in an advisory capacity to the board as non-voting members.

President-Emeriti

President Emeriti provides a historical perspective in the decision-making process, counsels the Board of Directors in prioritizing the needs of the organization, and is responsible for fulfilling the duties as requested by the Board of Directors.

- President Emeriti serve as an advisor/mentor to the existing board.
- President Emeriti may attend all 4CS meetings and serve on committees, taskforce, and events.
- President Emeriti may perform other duties assigned by the Board of Directors.
- President Emeriti have a non-voting role.

Adopted: January 29, 2022
(Replaces former Board Policy 3.11)

Revised: July 29, 2023
 Revised: September 23, 2023
 Revised: March 22, 2024

BP 5100 Notice and Place of Meeting

All meetings shall be scheduled in advance by the Board of Directors except for special circumstances provided for within the Bylaws. Notice of all meetings must be sent at least seventy-two (72) hours prior to the date of the proposed meeting to the Board of Directors. The Board of Directors will determine the place and times for each meeting. Meeting times and places shall be made available to the public.

Adopted: January 29, 2022
(Replaces former Board Policy 4.1)

Revised: March 22, 2024

BP 5105 Frequency

The Board of Directors shall meet no fewer than four (4) times each fiscal year. All meetings of the Board of Directors will be held according to the Procedures manual.

Adopted: January 29, 2022

Revised: September 23, 2023

Revised: March 22, 2024

BP 5110 Quorum

In order to conduct business, the Board of Directors shall consist of a simple majority of voting members (not including vacancies).

Adopted: January 29, 2022
(Replaces former Board Policy 4.5)

Revised: July 29, 2023

BP 5115 Parliamentary Authority

The Board of Directors reserves the right to establish meeting procedures for all 4CS meetings. In the absence of specific action by the Board of Directors, Robert's Rules of Order (latest edition) shall be the designated parliamentary authority for reference at all 4CS meetings.

Adopted: January 29, 2022

Revised:

BP 5120 Special Meetings

Special meetings may be called by the President or a majority of the members of the Board of Directors to be held at such place and time when needed. Notice of special meetings must be sent to the Board of Directors at least twenty-four (24) hours prior to the date of the proposed meeting.

Adopted: January 29, 2022
(Replaces former Board Policy 4.8)

Revised: July 29, 2023
Revised: March 22, 2024

BP 5145 Minutes

Minutes shall be taken of all meetings of the Board of Directors and shall record all actions taken by the Board of Directors. The minutes shall be public records and shall be available to the public.

Adopted: September 23, 2023

Revised: March 22, 2024

BP 5150 Agendas

Agendas shall be provided for all Board of Directors meetings. Agenda shall be posted to the 4CS website at least 72 hours prior to the meeting time for regular meetings. Agendas will include the meeting time and location, as well as brief description of each item of business to be transacted or discussed at the meeting.

Adopted: September 23, 2023

Revised:



Board Policies

Chapter 6, Bylaws Establishment and Amendment

BP 6100 4CS Bylaws

The Board of Directors shall adopt bylaws to establish rules and other provisions for implementing the intent and purpose of the non-profit Corporation. The Board of Directors is charged with the responsibility to update and change the bylaws as necessary per Corporation Code.

Adopted: January 29, 2022
(Replaces former Board Policy 6.1)

Revised: July 29, 2023

BP 6105 Amendment of Bylaws

Bylaws consistent with and necessary to implement the organization's mission may be adopted or amended by the 4CS Board of Directors as outlined in the Policies and Procedures manuals. Any local member senate or 4CS Board of Directors member may propose bylaw changes to the President. Approval of proposed changes to the bylaws shall require a two-thirds (2/3) majority vote of those present. If passed, the amendments will move to the Electorate for approval. The amendments must be approved by the Electorate by a two-thirds (2/3) majority vote of those present. All changes shall be implemented immediately and shall be made available to all Classified Professionals.

Adopted: January 29, 2022
(Replaces former Board Policy 6.2)

Revised: July 29, 2023

BP 6115 Dissolution Clause

The 4CS may be dissolved only with the authorization of its Board of Directors given at a special meeting called for that purpose with approval by a two-thirds (2/3) vote of the full board. If passed, the dissolution clause will move to the Electorate for approval. This must be approved by the Electorate by a two-thirds (2/3) majority vote of those present. Upon dissolution or other termination of 4CS, all remaining assets of the 4CS, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore, shall be distributed to such tax-exempt organizations with purposes similar to those of the 4CS, which shall be chosen by the then existing Board of Directors of 4CS.

Adopted: January 29, 2022

Revised: July 29, 2023

BP 7000 Administration

The 4CS Board of Directors will develop procedures by which the Board may conduct business and clearly direct Board member participation.

Administrative Procedures shall not conflict with non-profit regulations or the Bylaws of the organization.

Adopted: January 29, 2022
(Replaces former Board Policy 7.1)

Revised: March 22, 2024

BP 7050 Committees

- A. There shall be standing committees for topics related to professional learning, marketing and communications, standards and practices, and other topics as identified by the Board of Directors.
- B. There shall be two operational committees: Government Relations and Financial Operations.
- C. The Board of Directors may create other committees, task forces, and ad hoc groups as needed to address the adopted positions of the Classified Senate.

Adopted: March 22, 2024

Revised:

BP 7100 Conflict of Interest

Upon becoming a member of the Board of Directors and annually thereafter, members shall sign a copy of the Conflict of Interest Policy. A Conflict-of-Interest Policy is a nonprofit requirement per IRS code and should be revisited every five (5) years at minimum to review currency.

ARTICLE I

The purpose of this Conflict-of-Interest Policy is to protect this tax-exempt organizations (“the Organization”) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal law as governing conflicts of interest applicable to nonprofit and charitable organizations.

ARTICLE II

1. Interested Person. Any director, officer, or member of a committee of the board of directors, or his or her spouse, who has a material financial interest (as defined below) in a transaction or arrangement involving the Organization is an “interested person.”
2. Material Financial Interest. A person has a material financial interest if the person has any of the following:
 - (a) An ownership or investment interest in any entity with which the Organization has a transaction or arrangement.
 - (b) A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement;
 - (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.
3. Compensation. “Compensation” includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

ARTICLE III

Procedures

1. Duty to Disclose. An interested person must disclose the existence of his or her material financial interest and be given the opportunity to disclose all material facts to the directors and to members of committees with the board of directors considering the

proposed transaction or engagement, for them to determine whether an actual or possible conflict of interest exists.

2. Determining Whether a Conflict of Interest Exists. After disclosure of the material financial interest and all material facts, and after any discussion with the interested person, he or she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
3. Procedures for Addressing the Conflict of Interest
 - (a) An interested person may make a presentation at the governing board or committee meetings but, after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - (b) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - (c) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - (d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
4. Violations of the Conflicts of Interest Policy.
 - (a) If the governing board or committee has reasonable cause to believe that a member has failed to disclose actual or potential conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - (b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV

Exception

1. Those transactions set forth in California Corporations Code Section 5233(b) shall not give rise to a conflict of interest. Such transactions include the following:
 - (a) An action of the board of directors fixing the compensation of a director as a director or officer of the corporation.
 - (b) A transaction which is part of a public or charitable program of the Organization if it
 - (i) is approved or authorized by the Organization in good faith and without unjustified favoritism; and
 - (ii) results in a benefit to one or more directors or to their families

because they are in the class of persons intended to be benefited by the public or charitable program.

- (c) A transaction of which the interested person has no actual knowledge and which does not exceed the lesser of one percent (1%) of the gross receipts of the Organization for the preceding fiscal year or One Hundred Thousand Dollars (\$100,000.00).
- (d) Any transaction or arrangement approved either before or after it is consummated by the State of California Attorney General's Office, or by a court of law.

ARTICLE V

Records of Proceedings

The minutes of the board of directors and all committees with board delegated powers shall contain:

- (a) The names of other persons who disclosed or otherwise were found to have a material financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, an action taken to determine whether a conflict of interest was present, and the board of director's or committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, or including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

ARTICLE VI

Compensation

- (a) Except as permitted in Article IV 1(a) above, a voting member of the board of directors who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- (b) Except as permitted in Article IV 1(a) above, a voting member of any committee whose jurisdiction includes compensation matters and who received compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- (c) No voting member of the board of directors or any committee whose jurisdiction includes compensation matters and who received compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VII

Annual Statements

Each director, principal officer and member of a committee with powers delegated by the board of directors shall annually sign a statement which affirms such person:

- (a) Has received a copy of the conflicts of interest policy;
- (b) Has read and understands the policy;
- (c) Has agreed to comply with the policy; and

- (d) Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

ARTICLE VIII

Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

ARTICLE IX

Use of Outside Experts

When conducting the periodic reviews as provided for in Article VIII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the board of directors of its responsibility for ensuring periodic reviews are conducted.

Adopted: January 29, 2022
(Replaces former Board Policy 7.1)

Revised:

BP 7105 Budget and Use of Funding

The 4CS will develop procedures for budget, funding and auditing processes to follow non-profit guidelines for appropriate reporting.

Adopted: January 29, 2022
(Replaces former Board Policy 7.2)

Revised: March 22, 2024

BP 7300 Fiscal Management

The Board of Directors will examine and evaluate the policies, procedures, and systems that are in place to ensure safeguarding of assets, compliance with policies, and reliability of information.

Adopted: September 23, 2023

Revised:

BP 7400 Internal Audits

An internal audit on all financial transactions for the checking account will be conducted at the end of each month. An external audit will be conducted by an outside CPA in the fall of each year for the prior fiscal year.

Adopted: September 23, 2023

Revised: March 22, 2024

BP 7405 External Audits

An external audit will be conducted by an outside CPA in the fall of each year for the prior fiscal year.

Adopted: March 23, 2024

Revised:

BP 7500 Record Retention

The Board of Directors will establish administrative procedures to assure the retention and destruction of 4CS records.

Adopted: September 23, 2023

Revised: