



BOARD STANDING POLICIES MANUAL

TABLE OF CONTENTS | Updated Jan. 28, 2016

SECTION 1:	INTRODUCTION AND PURPOSE	P. 2
SECTION 2:	ORGANIZATION ESSENTIALS	P. 4
SECTION 3:	BOARD STRUCTURE, PROCESS	P. 6
SECTION 4:	BOARD-COO RELATIONSHIP	P. 12
SECTION 5:	EXECUTIVE PARAMETERS	P. 16
SECTION 6:	FUNDRAISING	P. 18
SECTION 7:	EXTERNAL RELATIONS	P. 18
SECTION 8:	FISCAL POLICIES AND PROCEDURES	P. 18
SECTION 9:	CHECK WRITING	P. 19
SECTION 10:	INFORMATION SECURITY	P. 21
SECTION 11:	INFORMATION SECURITY OF CONTRACTORS / SERVICE	P. 22
SECTION 12:	COMPENSATION OF COO	P. 23
SECTION 13:	DEPRECIATION	P. 23
SECTION 14:	DOCUMENT RETENTION	P. 23
SECTION 15:	ACCEPTABLE EARNED INCOME SOURCES	P. 29
SECTION 16:	ACCEPTABLE GIFTS	P. 29
SECTION 17:	TAX STATUS	P. 32
SECTION 18:	INVESTMENTS	P. 33
SECTION 19:	JOINT VENTURES	P. 35
SECTION 20:	WHISTLE BLOWER	P. 36
SECTION 21:	CONCEALED WEAPONS	P. 38

STAFF AND OPERATIONAL POLICIES

SECTION 22:	TRAVEL POLICY	P. 39
SECTION 23:	EMPLOYEMENT POLICIES	P. 39

RELIGION NEWSWRITERS ASSOCIATION BOARD STANDING POLICIES MANUAL

SECTION 1: INTRODUCTION AND PURPOSE

1.0 Introduction and Purpose: The Religion Newswriters Association Board Standing Policies Manual (**Policy Manual**) is a “governance management system” for a nonprofit board to address all of the standing (i.e., on-going) policies necessary to govern. It is the critical “one voice” of the entire board, to itself and to its “one agent,” the Chief Operations Officer (COO). This Manual is drawn from the principles embodied in John Carver’s Policy Governance Model and from a seasoned nonprofit board consultant named Bob Andringa (See Carver’s book *Reinventing Your Board* and Andringa’s *Nonprofit Board Answer Book*).

1.1 Hierarchy of Policies: The following is the hierarchy of policies for Religion Newswriters Association:

1. Federal & state laws
2. University of Missouri policies (if applicable)
4. Articles of incorporation
5. Operating bylaws
- 6. Board Standing Policies Manual (Policy Manual)**
7. Other policies by COO and staff

1.2 Purpose and Maintenance: This Standing Policies Manual (Policy Manual) contains all of the current standing (ongoing) policies adopted by the Board of Religion Newswriters Association on Jan. 28, 2016 and effective as of Jan. 28, 2016.

1.2.1 Reasons for Adoption: The reasons for adopting this Policy Manual include:

- A. Efficiency of having all ongoing Board policies in one place
- B. Ability to quickly orient new Board members to current policies
- C. Elimination of redundant, or conflicting, policies over time
- D. Ease of reviewing current policy when considering new issues
- E. Clear, pro-active policies to guide the chief operations officer (COO) and staff
- F. Models an approach to governance that other organizations might use

1.2.2 Consistency: Each policy in this document is expected to be consistent with:

- A. U.S. Federal, State, and local laws; Articles of Incorporation; and Governing Bylaws, all of which have precedence over this SMP.
- B. Except for time-limited or procedural-only policies (approve minutes, elect an officer, etc.), which are recorded in regular Board minutes, all standing policies shall be included or referred to in this document.
- C. The COO is responsible for developing organizational and administrative policies and procedures, which shall be consistent with this Religion Newswriters

Association Standard Policy Manual and included at the end for the board's information.

- D. When possible, the policies of Religion Newswriters Association and Religion Newswriters Foundation should all be identical or as consistent as possible to better assure compliance and monitoring of said policies.

1.2.3. Transition: Whether adopted chapter by chapter or in a complete version:

- A. As soon as some version of the Policy Manual is voted on as the "one voice" of the Board, those policies are deemed to supersede any past policy that might be found in old minutes, unless a prior Board resolution or contract obligates the organization to a specific matter.
- B. If any actual or apparent conflict arises between the Policy Manual and other policies or Board resolutions, the matter shall be resolved by the President or the entire Board as may be appropriate.

1.2.4. Changes: These policies should be reviewed consistently:

- A. Policies should be reviewed and refined at least annually each fiscal year.
- B. The COO helps the Board formulate new language in the Policy Manual by distributing proposed changes in advance.
- C. When language is recommended for deletion, it is shown in strike-through format.
- D. Proposed new language is underlined.
- E. Any change to this Policy Manual must be approved by the Board.
- F. Proposed changes may be submitted by any Board Member, as well as the COO.
- G. Whenever changes are adopted, a new document shall be dated and quickly made available to the Board and staff in an electronic format and archived on the organization's servers.
- H. The annual review of policies and goals will occur at the yearly in-person meeting at the RNA Annual Conference.

1.2.5. Specificity: Each new policy will be drafted to fit in the appropriate section:

- A. Conceptually, policies should be drafted from the "outside in," i.e., the broadest policy statement should be stated first, then the next broadest, etc.
- B. The least broad policy included should be one appropriate for Board action and below which management is afforded discretion as to how it implements the policies in this Policy Manual.

1.2.6 Oversight Responsibility: The Religion Newswriters Association Executive Committee:

- A. Will have primary responsible for drafting and reviewing those chapters.
- B. The Executive Committee shall include a chair who reports as needed to the President of the Board.

- C. The president shall appoint an Executive Committee Chair annually.

1.2.7. Maintenance of Policies: Both staff and board are responsible for maintaining policies.

- A. The Secretary shall ensure that staff record and publish all Standing Policies correctly.
- B. The COO or the COO's designee shall maintain the policies' digital file.
- C. The COO or the COO's designee shall provide updated copies to the Board whenever the policies change, or upon request.
- D. The Board will ask that legal counsel review its Policy Manual periodically as deemed necessary to ensure compliance with the law.
- E. Discrete documents referred to in the Policy Manual may be kept in an online folder called the Board Reference Book.

SECTION 2: ORGANIZATION ESSENTIALS

2.0 Key strategic descriptors: The following key strategic descriptors help guide staff planning, the budget, personnel decisions, etc.

2.1 Our vision: The Religion Newswriters Association is a charitable, literary and educational organization that envisions religion reporting and commentary informed by civility, accuracy, fairness and insight.

2.2 Our mission: RNA's mission is to promote excellence in media coverage and in public discourse about religion.

2.3 "Moral owners" to whom the board feels accountable: The Board feels accountable to its members, donors, customers and the general public.

2.4 The primary beneficiaries of our services:

- A. Journalists
- B. Educators and students
- C. The general public

2.5 Our primary operational concepts: RNA advances its mission through our annual conference and contests, website, networking channels and other training programs.

2.6 Effort: The major general functions for Religion Newswriters Association and the approximate percentage of total effort expended by Board and Staff:

- A. Annual Conference — 40%
- B. Annual Contests — 20%
- C. Membership — 20%
- D. Marketing, sales, fundraising and management — 20%

2.7 Strategic Plans: The Board is expected to think strategically at all times.

- A. The COO should assist the board in developing a strategic plan designed to fulfill the board's adopted mission and vision statements.
- B. The strategic plan should be reviewed regularly and updated periodically.
- C. The strategic plan should give broad general direction for all key areas of the institution and the President or the President's designee of the Board should develop goals that support the strategic plan.
- D. The Board shall assess its adherence to the Strategic Plan at the annual in-person board meeting.

2.8 Organizational Goals: The Religion Newswriters Association Board president, collaboratively with the COO, should develop major organizational goals that:

- A. Flow from the strategic plan and
- B. Are directly related to the strategic plan.

2.8.1. Mid-Range and Annual Goals: While the strategic plan sets the longer-term direction for the institution and generally does not have metrics, goals should be developed in a tiered fashion. Mid-range goals for 3 to 5 years should include loose metrics; specific annual goals should include strong and specific metrics.

2.8.1.1 Mid-Range Goals

- A. Mid-Range goals should be devised by the board in collaboration with the COO and reviewed annually before approval of the next fiscal year's budget.
- B. Mid-Range goals should include separate goals for both the Board and the COO.
- C. The board president, along with the Executive Committee and with feedback from the COO, shall be responsible for monitoring progress on the board's mid-range goals.
- D. The Board President shall report to the entire board the Executive Committee's assessment no later than June 1 each fiscal year.
- E. A vote of the entire board shall be required to change, add or delete Mid-range goals.

2.8.1.2 Annual Goals: Annual goals should be devised by the board in collaboration with the COO and reviewed annually before approval of the next fiscal year's budget.

- A. Annual goals should include separate goals for both the board and the COO.
- B. The board president, along with the Executive Committee and with feedback from the COO, shall be responsible for monitoring progress on the board's annual goals.

- C. The board president shall report to the entire board the Executive Committee’s assessment no later than June 1 each fiscal year.
- D. A vote of the entire board shall be required to change, add or delete annual goals.
- E. Annual goals shall be presented using SMART (Specific, Measurable, Assignable, Realistic, and Time-related) criteria.
- F. Assessments of Individual board members shall occur approximately one month before the annual in-person board meeting held at the Annual RNA Conference.

SECTION 3: BOARD STRUCTURE, PROCESS

3.0 Board Structure, Process: This section contains policies related to the board’s vision for its governing style and job descriptions.

3.1 Governing Style: The Board will approach its task with a style that emphasizes:

- A. outward vision rather than an internal preoccupation
- B. encouragement of diversity in viewpoints and board makeup
- C. strategic leadership more than administrative detail
- D. clear distinction of Board and staff roles
- E. pro-activity rather than reactivity.

3.1.1 Discipline: Enforce upon itself and its members whatever discipline is needed to govern with excellence. Discipline shall apply to matters such as attendance, respect of clarified roles, speaking to management and the public with one voice and self-policing of any tendency to stray from the governance structure and process adopted in these Board policies.

3.1.2 Accountability: Be accountable to its stakeholders and the general public for competent, conscientious and effective accomplishment of its obligations as a body. It will allow no officer, individual or committee of the Board to usurp this role or hinder this commitment.

3.1.3 Monitor: Monitor and regularly discuss the Board's own process and performance, seeking to ensure the continuity of its governance capability by selection of capable directors, orientation of directors, Board training and Board evaluation.

3.1.4 Initiators: Be an initiator of policy, not merely a reactor to staff initiatives. The Board, not the staff, will be responsible for board performance.

3.1.5 Board contracts:

3.1.5.1 Participation Contract: Each board member shall sign annually after the start of each new fiscal year a Participation Contract committing to participation to include but not be limited to:

- A. Attendance of monthly board meetings
- B. Support the board financially
- C. Serve on at least at least one committee

3.1.5.2 Conflict of Interest statement: Each board member shall sign annually after the start of each new fiscal year a Conflict of Interest statement.

3.2 Board Job Description: The job of the Board is to lead the organization toward the desired performance and assure that it occurs. The Board's specific contributions are unique to its trusteeship role and necessary for proper governance and management. To perform its job, the Board shall:

- A. Determine the mission, values, strategies and major goals/outcomes and hold the COO accountable for developing staff strategies and goals based on these policies.
- B. Determine the parameters within which the COO is expected to achieve the goals/outcomes.
- C. Monitor the performance of the organization relative to the achievement of the goals/outcomes within the executive parameters.
- D. Maintain and constantly improve all on-going policies of the Board in this Policy Manual.
- E. Select, fairly compensate, nurture and evaluate annually a COO, who functions as the Board's sole agent.
- F. Ensure financial solvency and integrity through policies and behavior, including personally donating and soliciting additional donors.
- G. Require periodic financial and other external audits to ensure compliance with the law and good practices.
- H. Evaluate and constantly improve our Board's performance as the governing board and set expectations for individual involvement as volunteers.

3.3 Board Member Criteria: In nominating members for the Board, the Board Executive Committee shall serve as the nominating committee and be guided by a Board-approved "profile" created by the Board Executive Committee.

3.4 Orientation: Prior to election, each nominee shall be given this Policy Manual along with adequate briefings on the role of the Board, officers, and staff, and an overview of programs, plans, and finances. Soon after election, each new Board member will be given more comprehensive orientation material and training.

3.5 President's Role: The job of the President, primarily, is to maintain the integrity of the Board's process. The President manages the board and is the only Board member authorized to speak for the Board, other than in rare and specifically Board-authorized instances.

3.5.1 Board Behavior: The President ensures that the Board behaves consistent with its own rules and those legitimately imposed upon it from outside the organization. Meeting discussion content will be those issues, which, according to Board policy, clearly belong to the Board to decide, not the COO.

3.5.2 Authority: The authority of the President consists only in making decisions on behalf of the Board that fall within and are consistent with any reasonable interpretation of Board policies in this Policy Manual.

3.5.2.1 Authority to Make Decisions: The President has no authority to make decisions beyond policies created by the Board.

3.5.2.2 Authority to Supervise the COO: The President has no authority to supervise or direct the COO, but is expected to maintain close communication, offer advice and provide encouragement to the COO and staff on behalf of the Board.

3.5.3 President's Duties: The President or a board member designate of the President's choosing shall also:

- A. Oversee board and Executive Committee meetings
- B. Prepare agenda for board meetings and send it to the board at least five working days in advance of the meeting
- C. Maintain knowledge of the organization and personal commitment to its goals and objectives
- D. Work in partnership with the COO to make sure board resolutions are carried out
- E. Provide notice of meetings of the board and/or of a committee when such notice is required
- F. Call special meetings if necessary
- G. Appoint all committee chairs and, with the COO, recommends who will serve on committees
- H. Assist COO in conducting new board member orientation
- I. Coordinate COO's annual performance evaluation
- J. Conduct an annual board review process to ensure the board is meeting its goals
- K. Work with the Executive Committee to recruit new board members
- L. Act as an alternate spokesperson for the organization
- M. Periodically consult with board members on their roles and helps them assess their performance

- N. Help to fund-raise and personally donates money annually

3.6 The Vice Presidents' Role: The jobs of the Vice Presidents, primarily, is to represent the President when the President is not available to perform the duties required of the President. In addition the Vice Presidents:

- A. Attend all board meetings and interim governance meetings
- B. Maintain knowledge of the organization and personal commitment to its goals and objectives
- C. Carry out special assignments as requested by the board chair
- D. Understand the responsibilities of the board president and is able to perform these duties in the president's absence
- E. Participate as a vital part of the board leadership
- F. Help to fund-raise and personally donates money annually
- G. Head the COO evaluation task force, as appointed by the president.

3.7 The Secretary's Role: The job of the Secretary, primarily, is to record and manage board records. Specifically, the Secretary shall:

- A. Attend all board meetings and interim governance meetings
- B. Take notes during meetings and sends the minutes to all board members
- C. Maintain knowledge of the organization and personal commitment to its goals and objectives
- D. Ensure the accuracy of all board records
- E. Review board minutes
- F. Assume responsibilities of the chair in the absence of the board president and vice president
- G. Help to fund-raise and personally donates money annually

3.8 The Treasurer's Role: The job of the Treasurer is to oversee responsible fiscal policies. Specifically, the Treasurer shall:

- A. Attend all board meetings and interim governance meetings
- B. Sign financial and legal documents when necessary or designate an appropriate surrogate.
- C. Maintain knowledge of the organization and personal commitment to its goals and objectives
- D. Understand financial accounting for nonprofit organizations
- E. Serve as the chair of the finance committee (if it exists)
- F. Advise the Executive Committee (serving as the Finance Committee) regarding the board's review of and action related to the board's financial responsibilities
- G. Work with the COO to ensure that appropriate financial reports are made available to the board on a timely basis
- H. Present the annual budget to the board for approval

- I. Review the annual audit and answers board members' questions about the audit
- J. Help to fund-raise and personally donates money annually

3.9 Board Meetings: Board events can include time for guest presenters, interaction with staff and beneficiaries, Board training, social activities, etc. as well as business sessions. Policies that are intended to improve the process for planning and running meetings follow:

3.9.1. Scheduling: Board meeting schedules shall generally be set at least one month in advance.

3.9.2 Agenda: The COO shall work with the President and committee chairs in developing agendas which, along with background materials for the Board and committees, monitoring reports, the COO's recommendations for changes in the Standing Policies, previous minutes, etc. shall be distributed via email to all Board members approximately one week in advance of Board meetings.

3.9.3 Minutes: Minutes shall be sent to Board members within 21 days of board meetings.

3.9.4 Regular Board Meetings:

3.9.4.1 Frequency: Meeting shall be held a minimum of four times a year or as specified in the Company's Operating Bylaws

3.9.4.2 Notice: Meetings shall be preceded by a reminder notice approximately 5 days in advance of the meeting date.

3.9.4.3 Budgeting: A meeting in the third quarter of the fiscal year shall include a review of the planning and budgeting for the upcoming year.

3.9.4.4 COO review: A meeting in the first quarter of the fiscal year shall include a review of the performance of the COO and the organization for the past year.

3.9.5 Special Meetings: Special meetings of the Board can be called according to the procedures listed in the Company's Bylaws

3.10 Standing Committees: Committees help the Board be effective and efficient. They speak "to the Board" and not "for the Board." Unless authorized by the whole Board, a committee may not exercise governance authority that is reserved to the whole Board by the Bylaws or by the laws of the State of Virginia, where RNA is incorporated. Committees are not created to advise or exercise authority over staff. Once committees

are created by the Board, the Board President shall recommend committee chairs and members for the Board's approval. The Board President and the COO are ex officio members of all committees.

3.10.1 Executive Committee: This committee shall recommend policies to the Board pertaining to governance issues and processes, including the orientation and training of new Board members, the evaluation and improvement of the service contribution of individual Board members and officers, and the recommendation of Bylaw changes. This committee shall also identify, review and nominate new Board members to fill vacant seats on the Board.

3.10.2 Fundraising Committee: This committee shall develop and recommend to the Board fundraising strategies and shall assist in the implementation of board-approved Fundraising Plans, including but not limited to meeting with potential donors, providing leads on potential donors, securing donations, assisting with fundraising events and other service as needed.

3.10.3 Finance and Audit Committee: This committee or its delegate shall develop and recommend to the Board those financial principles, plans and courses of action that provide for mission accomplishment and the organization's financial wellbeing. This committee, or its delegate, shall oversee the organization's internal accounting controls and review the annual report, management letter and external audit results. In addition, the committee shall be responsible for oversight of regulatory compliance, policies and practices regarding corporate responsibility, and ethics and business conduct-related activities, including compliance with all Federal, state and local laws governing tax-exempt entities. The committee shall also oversee written conflict of interest policies and procedures of directors and officers. At the Board President's discretion, the Executive Committee may serve as the Finance and Audit Committee.

3.10.4 Conference Committee: The conference committee, with the assistance of the COO and staff, shall develop regular and special RNA Annual Conference programming, including, but not limited to panels, tours, pre-conference programs, meals and special events.

3.10.5 Contest Committee: The contest committee, with the assistance of the COO and staff, shall develop and maintain the rules and regulations for RNA's Annual Awards for Religion Reporting Excellence, recommend the addition and removal of award categories, secure contest judges, prepare and host the Annual Awards Banquet presentation.

3.10.6 Membership Committee: The membership committee, with the assistance of the COO and staff, shall help recruit members, assist in the creation

of RNA student chapters, recommend membership policy changes, oversee networking and mentoring programs, welcome new members, assist in planning new member events and other duties related to growing RNA's membership.

3.10.7 Other Committees as determined: The president shall appoint additional committees as necessary.

3.11 Task Forces: To increase its knowledge base and depth of available expertise, the Board supports the use of task forces of qualified advisers. The term "task force" refers to any group appointed by the COO or the President to assist him or her in carrying out various time-limited goals and responsibilities. Although either the President or the COO may form a task force, he or she shall notify the Board of its formation, purpose and membership within 10 days of its formation. The COO may assign a staff member to serve the task forces in a staff capacity.

3.12 Board Members' Code of Conduct: The Board expects of itself and its members ethical and businesslike conduct. Board members must represent unconflicted loyalty to the interests of the entire organization, superseding any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs.

3.12.1 Conflict of Interest: Board members must avoid any conflict of interest with respect to their fiduciary responsibility. There must be no self-dealing or any conduct of private business or personal services between any Board member and the organization except as procedurally controlled to assure openness, competitive opportunity, and equal access to "inside" information.

3.12.2 COO Assessment: Board members will make no official evaluation or performance review of the COO or staff performance, except as the performance of the COO is assessed against explicit Board policies and agreed upon performance objectives.

3.13 Board Expenses: Expenses to attend Board or committee meetings shall be at Board or Committee member's expense. However, the COO, in consultation with the Board President, may determine if Board or Committee members are eligible for reimbursement for travel, lodging, meals and related expenses.

SECTION 4: BOARD-COO RELATIONSHIP

4.0 Board-COO Relationship: These policies describe areas of partnership and coordination between the Board and Chief Operations Officer (COO).

4.1 Delegation to the COO: While the Board job is generally confined to establishing the broadest policies, implementation and subsidiary policy development is delegated to the COO.

4.1.1 Staff Delegation: All Board authority delegated to staff is delegated through the COO, so that all authority and accountability of staff – as far as the Board is concerned – is considered to be the authority and accountability of the COO.

4.1.2 COO Boundaries: Organizational Essentials policies direct the COO to achieve certain results. Executive Parameters policies define the acceptable boundaries of prudence and ethics within which the COO is expected to operate. The COO is authorized to establish all further policies, make all decisions, take all actions and develop all activities as long as they are consonant with any reasonable interpretation of the Board’s policies in this Policy Manual.

4.1.3 Changing COO Boundaries: The Board may change its policies during any meeting, thereby shifting the boundary between Board and COO domains. Consequently, the Board may change the latitude of choice given to the COO, but so long as any particular delegation is in place, the Board and its members will respect and support the COO choices. This does not prevent the Board from obtaining information in the delegated areas.

4.1.4 Independence of COO: Except when a person or committee has been authorized by the Board to incur some amount of staff cost for study of an issue, no Board member, officer or committee has authority over the staff. Information may be requested by these individuals or groups, but if such request — in the COO’s judgment — requires a material amount of staff time or funds or is disruptive, it may be refused.

4.2 COO Job Description: As the Board's single official link to the operating organization, COO performance will be considered to be synonymous with organizational performance as a whole. Consequently, the COO's job contributions can be stated as performance in two areas:

- A. Organizational accomplishment of the Board policies and
- B. Organizational operations within the boundaries of prudence and ethics established in Board policies on Executive Parameters.

4.3 Monitoring COO Performance: Monitoring COO performance is synonymous with monitoring organizational performance against Board policies on goals/outcomes and on executive parameters.

4.3.1 Evaluation: Any evaluation of COO performance, formal or informal, should be derived from these monitoring data. The purpose of monitoring is simply to determine the degree to which Board policies are being fulfilled. Information that does not do this shall not be considered monitoring.

4.3.2 Monitoring: Monitoring will be as automatic as possible, using a minimum of Board time so that meetings can be used to create the future rather than to review the past. A given policy may be monitored in one or more of three ways:

- A. Internal report: Disclosing compliance information from COO to the Board.
- B. External report: Discovery of compliance information by a disinterested, external auditor or inspector who is selected by and reports directly to the Board. Such reports must assess executive performance only against policies of the Board, not those of the external party unless the Board has previously indicated that party's opinion is to be the standard.
- C. Direct Board inspection: Discovery of compliance information by a Board member, a committee or the Board as a whole. This includes Board inspection of documents, activities or circumstances that allows a "prudent person" test of policy compliance.

4.4 Annual Performance Review: The president shall appoint a task force from among the Board to evaluate formally the COO annually based on achievement of organizational goals and any other specific goals the Board and COO have agreed upon in advance, as well as the COO's own written self-evaluation.

4.4.1 Performance Review Task Force Chair: The Vice President or a designee of the President shall serve as Chair of the Task Force.

4.4.2 Evaluation Presentation: The COO's self-evaluation and the Task Force's overall evaluation (formative and summative) shall be presented to the Board annually.

4.4.3 Compensation Evaluation: The Task Force shall also recommend the COO's compensation and present it to the Board for its review and approval.

4.4.4 COO Goals: During this process, the COO and the Board will agree on any specific, personal performance goals for the year ahead. These goals shall be documented in a letter to the COO from the Board President and will be the primary basis for determining the COO's performance for the year.

4.4.6 Evaluation Date: The review shall be completed no later than August 1 of each year.

4.5 Staff Treatment: With respect to treatment of paid and volunteer staff, the COO may not cause or allow conditions that are inhumane, unfair or undignified. Accordingly, he or she may not:

- A. Discriminate among employees on other than clearly job-related, individual performance or qualifications.

- B. Fail to take reasonable steps to protect staff from unsafe or unhealthy conditions.
- C. Withhold from staff a due-process, unbiased grievance procedure.
- D. Discriminate against any staff member for expressing an ethical dissent.

4.6 Communication and Counsel to the Board: With respect to providing information and counsel to the Board, the COO shall keep the Board informed about matters essential to carrying out its policy duties. Accordingly, the COO shall:

- A. Inform the Board of relevant trends, anticipated adverse media coverage, material external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established, always presenting information in as clear and concise formats as possible.
- B. Relate to the Board as a whole, except when fulfilling reasonable individual requests for information or responding to officers or committees duly charged by the Board.
- C. Report actual or anticipated material noncompliance with any policy of the Board as soon as it is deemed essential to the mission and goals.

4.7 Staff Compensation: The COO is expected to hire, train, motivate, compensate and terminate staff in a professional and caring fashion.

4.7.1 Salaries: will be set within the pre-determined pay range assigned by the University of Missouri staff job grading system and may make exceptions for high cost of living communities.

4.7.2 Benefits: will include all mandatory benefits provided to University of Missouri employees.

4.7.3 Employee Manual: The COO shall distribute to staff an employee manual that is comprised of University of Missouri employee policies and regulations.

4.8 COO Transitions: At any time, the President may appoint a transition task force to explore options and propose strategies and Board policies related to succession and transition of the COO and to facilitate any special needs of the outgoing and incoming COOs and families.

4.8.1 Notice: The incumbent COO shall give the Board, ideally, a three-month notice of intent to leave that office.

4.8.2 Interim COO: Any need for an acting or interim COO will be determined by and will be appointed by the Board President after consultation with the COO and Board members.

4.8.3 Search Committee: The Board President is authorized, as soon as a vacancy or scheduled departure of the COO is known, to appoint a search committee and committee chair. The search committee may include up to two people not on the Board. The committee shall within 30 days recommend for Board approval a position announcement, a recommendation on any search consultant, the appointment of a search secretary, and a budget for the search.

4.8.4 Candidates: The search committee shall present one or two qualified candidates to the full Board for selection.

4.8.5 Successor Task Force: A special task force appointed by the President shall, at the time of selection, negotiate the new COO's compensation and service agreement and give both the incumbent and successor COO any special performance priorities from the Board.

4.8.6 Outgoing COO's Role: After he/she leaves the organization, the outgoing COO may be given a paid role, but only with the approval of the new COO in consultation with the officers and the Board.

4.9 Board Monitoring and Reports

In addition to reports, the COO or his/her designee shall maintain an electronic Board Reference Folder with all pertinent documents for use at Board meetings (e.g., Articles, Bylaws, organization chart, recent minutes, committee roster, list of key volunteers, Board documents referenced in this Policy Manual, etc.).

4.9.1 Board website: The COO or his/her designee shall maintain a secure Internet website for Board members in order to access relevant data and reports on a timely basis.

4.9.2 Website notification: The COO shall notify Board members via email as key information is posted to the Board website.

SECTION 5: EXECUTIVE PARAMETERS

5.0 Executive Parameters: These parameters are intended to free the COO and staff from needing to delay an action until the Board can approve each new initiative. The Board expects that the COO will do nothing that is illegal, unethical or imprudent. Beyond those general parameters, the Board details its Executive Parameters here:

- 5.1 Financial Planning and Reporting:** Budgeting any fiscal period shall not:
- A. Deviate materially from the Board's goals and priorities listed in Section Two of the policy manual, Strategic plan and annual priorities.
 - B. Risk fiscal jeopardy, or

C. Fail to show a generally acceptable level of foresight.

5.1.1 Budgeting Detail: Accordingly, the COO may not cause or allow budgeting that contains too little detail to:

- A. Enable accurate projection of revenues and expenses,
- B. Separation of capital and operational items,
- C. Monitoring of cash flow, and
- D. Disclosure of planning assumptions.

5.1.2 Conservative Budgeting: The COO may not cause or allow budgeting that anticipates the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period.

5.1.3 Budgeting from the Strategic Plan: The COO may not cause or allow budgeting that after June 30, 2016, is not derived from a written strategic plan.

5.1.4 Balance Sheets: The COO shall provide each board member with a quarterly balance sheet and report on actual and projected income / expenses, and cash flow, with any significant variances from the approved budget identified and explained.

5.1.5 Spreadsheets: The COO shall maintain detailed budget spreadsheets, cash flow spreadsheets, and all bank/investment account statements, as backup to any summary narrative reports, and provide them to any board member at any time by request.

5.1.6 Investment Statements: Bank and investment account statements are given to the Treasurer within 30 days of when they are available from the financial institution.

5.1.7 Reporting Changes: During the budget year, the COO shall report any significant change of income or expenditure to the Treasurer. For the purposes of this paragraph, a significant change shall be one which, in the opinion of the Treasurer, would significantly alter the annual plan of operation, or which would result in a change of more than 10 percent from the total amount of the organization's approved budget. Any such report shall be prepared by the COO, in consultation with the Treasurer, and submitted by the Treasurer for review by the Board of Directors at their next regular meeting.

5.2 Asset Protection: The COO may not allow assets to be unprotected, inadequately maintained, or unnecessarily risked. Accordingly, he/she may not:

- A. Fail to insure against theft and casualty losses and against liability losses to Board members, staff or the organization itself to beyond the minimally acceptable prudent level.

- B. Unnecessarily expose the organization, its Board, or staff to claims of liability.
- C. Receive, process or disburse funds under controls insufficient to meet the Board's fiscal policies.
- D. Invest or hold operating capital in violation with investment policies, as found in Section 19 of this policy manual.

5.4 Compensation and Benefits: With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the COO may not cause or allow jeopardy to fiscal integrity or public image. In addition, the COO:

- A. may not change his/her own compensation and benefits
- B. may not promise or imply permanent or guaranteed employment.

SECTION 6: FUNDRAISING

6.0 Fundraising Policy: The RNA Board recognizes that the Religion Newswriters Foundation board has a set of fundraising policies to provide guidelines as to acceptable types of gifts made to RNA's charitable foundation.

SECTION 7: EXTERNAL RELATIONS

7.0 External Relations: With respect to representing the Religion News Association to the public, including to government agencies, media, other health related organizations, etc., the COO may not lobby on behalf of any political candidate or political issue.

SECTION 8: FISCAL POLICIES AND PROCEDURES

8.0 Fiscal Policies and Procedures: These policies are binding on all company employees and board members in their official actions. Throughout this document, where duties are assigned to the COO, it is understood that the COO may delegate such duties to other employees or to consultants and other non-employees. However, in all such cases, the COO shall retain full and sole responsibility for ensuring that the delegated duties are properly carried out.

8.1. 990 and Associated Tax Forms Policy: Religion Newswriters Association's taxes will be reported on an IRS 990.

8.1.1 COO Assistance: The COO shall cooperate and collaborate with the accountant in the completion of RNA's 990s.

8.1.2 Unrelated Business Income (UBI): Payment to the IRS due to Unrelated Business Income (UBI) for revenue received and retained for use by RNA shall be paid by RNA.

SECTION 9: CHECK WRITING, SIGNING & REPORTING POLICY

9.0 Check writing, signing and reporting policies: This policy is intended to assure that checks are handled in ways that prevent fraud and mismanagement.

9.1 Check Preparation: It is company policy to print vendor checks and expense reimbursement checks at least monthly. Checks shall be prepared by persons independent of those who approve expenditures and sign the checks. All checks shall be produced in accordance with the following guidelines:

- A. Expenditures must conform to all board-approved policies.
- B. Timing of disbursements should generally be made to take advantage of all early-payment discounts offered by vendors.
- C. Generally, all vendors shall be paid within 30 days of submitting a proper invoice or upon delivery of the requested goods or services.
- D. Total cash requirements associated with each check run is monitored in conjunction with available cash balance in bank prior to the release of any checks.
- E. Checks shall be printed in numerical order (unused checks are stored in a locked drawer).
- F. Checks shall never be made payable to bearer or cash.
- G. Checks shall never be signed if blank.
- H. All supporting documentation is attached to the corresponding check stub, filed by date in the company business office and available for review at any time.
- I. Any additional policies required by the University of Missouri as payroll and benefits administrator for the Company shall be adhered to.

9.2 Check Creation and Signing Authority

9.2.1 Who Can Sign: The Business Office Assistant shall prepare all checks. The COO or Business Manager or COO's delegate may sign checks for the company.

9.2.1.1 Written Approval: If someone other than the COO is signing checks, signer shall receive written approval from COO that checks are approved in advance of signing any checks.

9.2.2 Examination: Check signers should examine all original supporting documentation to ensure accuracy prior to signing a check. Checks should not be signed if supporting documentation appears to be missing or there are any questions about a disbursement.

9.2.3 Treasurer Review: The treasurer shall review online all checks of more than \$1,000 to verify they are written in sequence with all other checks.

Attention should be given to the “Payee” name displayed on the cleared checks as well as to whether account activity is accurately reflected on the bank reconciliation. This shall be done each time the business office reconciles monthly statements. All statements shall be mailed directly from the banking institution or made available online. Bank statement copies may be received at company business office and will be filed and maintained there.

9.2.4 Reconciliations: An external accountant shall review all reconciliations and postings to verify accuracy and appropriate bookkeeping procedures.

9.3 Voided Checks and Stop Payments: Checks may be voided due to processing errors by making proper notations in the check register and defacing the check by clearly marking it as VOID. All voided checks shall be retained to aid in preparation of bank reconciliations.

9.3.1 Filing: Voided checks shall be filed with the bank statements by date.

9.3.2 Stop Payments: Stop payment orders may be made for checks lost in the mail or other valid reasons. Stop payments are processed by telephone instruction and written authorization to the bank by the Business Manager, COO or Treasurer. A journal entry is made to record the stop payment and any related bank fees.

9.4 Processing of Incoming Checks and Cash: All incoming checks and cash are given to the Business Manager to ensure that income received is appropriately directed, recorded and deposited on a timely basis. A written receipt will be given for all cash received. Receipts for checks will be given upon request only.

9.4.1 Logging checks: An administrative assistant shall retrieve the mail, open it and log any checks, to be maintained by date.

9.5 Endorsement of Checks: It is company policy that the business office staff shall immediately endorse all incoming checks. The restrictive endorsement shall be a rubber stamp that includes the following information:

- A. For Deposit Only
- B. Company name
- C. Bank name
- D. Bank account number.

9.6 Timeliness of Bank Deposits: It is company policy that bank deposits will be made on a weekly basis, unless the total amount received for deposit is less than \$500. In no event shall deposits be made less frequently than biweekly.

9.7 Processing of Credit Card Transactions: All credit card payments are given to the Business Manager for processing. Credit card transactions will be processed on a daily

basis, if possible. In no event shall credit card deposits be made less frequently than weekly. Receipts for credit card payments will be given upon request only.

9.8 Reconciliation of Bank Statements & Credit Card Statements: Bank Statements for each account and Credit Card Statements must be reconciled on a monthly basis by the Business Manager. In addition:

- A. The Treasurer shall receive a copy of each month's bank statement.
- B. Any discrepancies shall be investigated immediately by the Business Manager with a copy of the report to the COO and Treasurer.
- C. The Business Manager shall maintain a record of proof of reconciliation as provided by Quickbooks Pro.
- D. An external accountant shall verify all reconciliations have occurred and checked the accuracy of such reconciliations on a monthly basis.

9.9 Record-Keeping Associated with Independent Contractors: The company shall obtain a completed Form W-9 or equivalent substitute documentation from all vendors to whom payments exceed \$599 per year as required by IRS. In addition:

- A. A record shall be maintained of all vendors to whom a Form 1099 is required to be issued at year-end.
- B. Payments to such vendors shall be accumulated over the course of a calendar year.

SECTION 10: INFORMATION SECURITY

10.0 Information Security Policy: This policy is intended to relay the importance of security and protecting cardholder data; to secure handling of sensitive card holder data including but not limited to magnetic strip data, cardholder name, Primary Account Numbers (PAN's), expiration date, and service code; to establish the policies and procedures to manage the relationship(s) with Service Providers.

10.1 Policies to Restrict Physical Access to Cardholder Data: The importance of protecting cardholder data is paramount. Allowing data theft or destruction, inadvertently sharing confidential information, infecting system networks with viruses, misuse of company resources, allowing the theft of company property, and allowing the compromise of private or confidential company or client information are all very real examples of what might result from a security compromise.

10.2 Paper Storage: All paper that contains cardholder data is to be identified and physically secured in a locked drawer. No electronic cardholder data will ever be stored.

10.3 Media Distribution: Strict control is to be maintained over the internal or external distribution of any kind of media that contains cardholder data.

10.3.1 Securing Media: Media is classified and clearly marked as confidential. Media is sent by secured courier or other delivery method that can be accurately tracked.

10.3.2 Approval: Management approval is to be obtained prior to moving any and all media containing cardholder data from a secured area.

10.3.3 Storage: Strict control must be maintained over the storage and accessibility of media that contains cardholder data. Only senior management, or its designates, will have access to media containing cardholder data.

10.3.4 Retention: Media containing cardholder data is to be destroyed when it is no longer needed for business or legal reasons.

10.3.4.1 Paper Records: Paper materials are to be shredded, incinerated, or pulped so that cardholder data cannot be reconstructed.

10.3.5 Length of Retention: The general rule is that media containing cardholder data will be destroyed when more than 180 days old. Exceptions to the rule must be approved by senior management.

SECTION 11: INFORMATION SECURITY FOR CONTRACTORS AND SERVICE PROVIDERS

11. Information Security for Contractors and Service Providers: This policy is intended to assure that the Company is complying with regulations and best practices related to information security of contract and service provider data, particularly financial data.

11.1 Services Providers: A list of Service Providers must be maintained. This list will be updated and reviewed by senior management when necessary but at least every annually.

11.2 Written Agreements: A written agreement that includes an acknowledgement that the service providers are responsible for the security of cardholder data the service provider possess is required from each service provider.

11.3 Due Diligence: Due diligence is to be performed prior to the engagement of Service Providers. Procedures performed will include when possible:

- A. A visit to the Service Providers' physical offices to discuss security practices and procedure with their management and staff.
- B. A written statement acknowledging their responsibilities to securely process, handle and transmit cardholder data.
- C. Written proof that the Service Provider is PCI compliant.

- D. Request reliable industry references.
- E. A program is to be maintained to monitor Service Providers' PCI DSS compliance status. On an annual basis a new compliance certificate will be requested.

SECTION 12: COMPENSATION POLICY OF COO

12.0 Compensation Policy: The Board of Directors will approve in advance of payment the salaries and benefits of the COO and staff. They will do so based on a review of data demonstrating that the compensation proposed is comparable to or below that paid for similar positions in the market. The basis for this determination shall be documented in the corporate records.

12.1 Documentation: Documentation should include the terms of the transaction and the date of its approval, the members of the Board present during the debate and vote on the transaction, the comparability data obtained and relied upon, the actions of any members of the Board having a conflict of interest, and documentation of the basis for the determination.

SECTION 13: DEPRECIATION POLICY

13. Depreciation Policy. Effective Jan. 1, 2016, only equipment and furniture for which cost or donated value exceeds \$2,500 and has a useful life of at least two years shall be capitalized and depreciated. The depreciation shall be calculated straight-line over the expected useful life of the asset.

SECTION 14: DOCUMENT RETENTION POLICY

14. Document Retention Policy: Company policy for human resources records management and retention will be retained in accordance with governmental regulations. This records management policy serves the following purposes:

- A. To establish a mechanism to comply with applicable federal and state laws and regulations relating to the retention of specific records;
- B. To preserve records that may become necessary in the future, including those that may be needed for legal or administrative proceedings;
- C. To reduce the cost and administrative burden associated with retaining records longer than necessary by:
- D. To reduce the use of filing equipment to store inactive records in office areas;
- E. To reduce the need for expensive storage or warehousing areas, systems and equipment for unnecessary records; and
- F. To allow for more efficient access to retained records to save expensive employee time required for the retrieval of records.

14.1 Records Retention Schedule: The Business Manager maintains the Records Retention Schedule.

14.1.1 Schedule: The Records Retention Schedule may be revised at the discretion of the COO and shall be followed by all employees and directors. This schedule is the minimum retention period.

14.1.2 Exceptions: One exception applies to the retention period for all documents. Any record that relates to a pending claim, lawsuit, or legal or administrative proceeding, must not be destroyed before the termination of the claim, lawsuit, or legal or administrative proceeding even if the records are otherwise identified for disposal under this policy. If you have doubts as to whether particular records relate to discovery in pending litigation or administrative proceedings, consult with legal counsel.

14.2 Responsibility and Authority: The administration of the company-wide program is the responsibility of the COO or his/her designee.

14.3 Application of Policy: Staff should periodically review the types of records maintained in his or her area of responsibility and determine whether those records are actively or frequently used. All actively or frequently used records should be retained in the office area. All other records should be removed to the appropriate off-site or designated storage location.

14.3.2 Retrieval: These records can be retrieved as needed during the retention period, but should ultimately be destroyed after the retention period has expired. Records that have met the minimum retention period should be disposed of in accordance with the “Guidelines for Disposal” section of this policy.

14.3.3 Extending Retention: The company may determine on a case-by-case basis to retain specifically designated records beyond the period set forth in the Records Retention Schedule to meet its business needs. However, the period in the Records Retention Schedule must never be shortened.

14.4 Off-site Storage of Paper Records: Paper records should be moved to non-affiliated site storage only if they have not yet met a two-year minimum retention period. When boxing records, please keep in mind that storage fees are incurred on a per cubic foot basis. Records should be consolidated and boxed in an organized and cost-efficient manner.

14.4.1 Labeling: Non-digital records to be sent to long-term storage at the University of Missouri should be stored in data storage boxes consistent with the University of Missouri’s labeling requirements.

14.5 Electronic Records: The Records Retention Schedule here applies to both paper and electronic records. Both types of records may be discarded if they have met minimum retention requirements. In many cases, an electronic record and a paper record co-exist. Paper records may be discarded if an appropriate electronic record exists and can be substituted for the paper record.

14.5.1 When to Retain Paper Records: If you are not certain as to whether an appropriate electronic record exists, keep the paper record until you have confirmed that the company has an electronic record that is sufficient to comply with all laws and regulations as well as the company Records Management Policy.

14.5.2 When Document Content Can't Be Recreated: In cases where an original document exists that cannot be fully re-created in paper form from the electronic record — such as invoices to customers or from vendors — you may not discard the paper record. If a paper record has signatures, notations, handwritten comments, or other alterations, the paper and the electronic record may not be considered the same document.

14.5.3 Infrequent electronic correspondence: If you have infrequently used electronic correspondence that needs to be retained in an electronic format, please use off-line media storage and label it as outlined under “Off Site Storage of Paper Records.”

14.5.4 E-mail: E-mail documents should be retained in printed form or on the server for the same duration as paper documents. Employees can create personal folders in their email system to retain e-mail and attached documents and can archive personal folders to individual hard drives or cloud-based server storage. Please be aware that the company does not maintain long-term backups of e-mail on the e-mail server.

14.6 Correspondence. It is important for both business and legal reasons for the company to hold correspondence for an appropriate period of time. This policy applies to both written and e-mail correspondence and to internal as well as external correspondence.

14.6.1. Other Correspondence: The COO, Board and staff should use their best judgment when deciding how long to keep correspondence that is not referred to in the Records Retention Schedule. Holding correspondence unnecessarily can be costly to the company by tying up physical and computer space, incurring outside storage costs, and slowing down the information systems. Not holding certain correspondence can lead to business issues and legal non-compliance. It is especially important that the company retain correspondence related to

agreements with outside parties and to pending claims, lawsuits, or legal or administrative proceedings.

14.7 Guidelines for Disposal. It is important to protect the confidential information the company and the companies with which it does business. If it is determined under the Records Retention Schedule that records can be discarded, please be sure that records of a confidential nature are appropriately shredded and discarded.

14.8 If In Doubt: If in doubt about whether or not to retain a record, contact the COO.

RETENTION SCHEDULE

File Category	Item	Minimum Retention Period
Corporate Records	Bylaws and Articles of Incorporation	Permanent
	Corporate resolutions	Permanent
	Board and committee meeting agendas and minutes	Permanent
	Conflict-of-interest disclosure forms	5 years
Finance and Administration	Financial statements (audited)	Permanent
	Auditor management letters	Permanent
	Payroll records	Permanent
	Journal entries	Permanent
	Check register and checks	7 years
	Bank deposits and statements	7 years
	Charitable organizations registration statements (filed with [State] Attorney General)	7 years
	Chart of accounts	7 years
	Expense reports	7 years
	General ledgers and journals (includes bank reconciliations, fund accounting by month, payouts allocation, securities lending, single	7 years

	fund allocation, trust statements)	
	Accounts payable ledger	7 years
	Investment performance reports	7 years
	Investment consultant reports	7 years
	Investment manager correspondence	7 years
	Equipment files and maintenance records	7 years after disposition
	Contracts and agreements	7 years after all obligations end
	Investment manager contracts	7 years after all obligations end
	Correspondence — general	3 years
Insurance Records	Policies — occurrence type	Permanent
	Policies — claims-made type	Permanent
	Accident reports	7 years
	Fire inspection reports	7 years
	Safety (OSHA) reports	7 years
	Claims (after settlement)	7 years
	Group disability records	7 years after end of benefits
Tax	IRS exemption determination and related correspondence, including Form 1023	Permanent
	IRS Form 990s and 990-Ts	Permanent
	Withholding tax statements	7 years
	Correspondence with legal counsel or accountants, not otherwise listed	7 years after return is filed
Communication	One set of all communication documents kept on-site and one set kept off-site	

	Press releases	Permanent
	Annual reports	Permanent
	Other publications	7 years
	Photos	7 years
	Press clippings	7 years
Donor Services	Fund agreements (paper and digital copies)	Permanent
	Correspondence — acknowledgment of gifts and grant requests	Permanent
	Donor fund statements	Permanent
Consulting Services	Consulting contracts/filed	7 years after all obligations end
Human Resources	Employee personnel files	6 years after termination
	Retirement plan benefits (plan descriptions, plan documents)	Permanent
	Employee medical records	Permanent
	Employee handbooks	Permanent
	Workers comp claims (after settlement)	7 years
	Employee orientation and training materials	7 years after use ends
	Employment offer letter	7 years after all obligations end
	Employment applications	3 years
	IRS Form I-9 (store separate from personnel file)	3 years
	Résumés	1 year
	EEOC Settlements	15 years
Technology	Software licenses and support agreements	7 years after all obligations end

Library	Other annual reports	2 years
	Directories and periodicals	2 years
General Administration	Correspondence — chief executive and general	7 years
	Appointment calendars — chief executive	7 years

SECTION 15: ACCEPTABLE EARNED INCOME SOURCES POLICY

15.0 Acceptable Earned Income Sources: The Board of Directors and its staff solicit income to secure the future growth and missions of the company while adhering to the company Bylaws in accordance with company polices. Direct program revenues, including membership dues; conference registrations; cash from sales of sponsorships, advertising, tools, resources, mailing list rentals; and similar forms of earned income as may be identified and approved by the Board, are acceptable.

SECTION 16: ACCEPTABLE GIFT POLICY

16.0 Purpose of Policies and Guidelines: The Board and its staff solicit current and deferred gifts from individuals, corporations, and foundations to secure the future growth and missions of Religion Newswriters Foundation and its supported entity, Religion Newswriters Association. These policies and guidelines govern the acceptance of gifts by RNF and provide guidance to prospective donors and their advisors when making gifts to RNF. The provisions of these policies shall apply to all gifts received by RNF and restricted for use by any of the RNF’s programs or services.

16.1 Acceptable fundraising: All solicited and accepted funding must adhere to the Operating Bylaws in accordance with RNF policies and the Association of Fundraising Professional’s Principles of Ethical Fundraising and the Donor’s Bill of Rights.

16.2 Gift evaluation: All gifts are accepted on a case-by-case basis. RNF reserves the right to decline or return any donation which, in the opinion of the Board or the Board's designees, may conflict with these principles or otherwise damage the integrity of the organization. Gifts from explicitly religious institutions such as denominations or judicatures shall not be accepted.

16.3 Donors: RNF shall strive for an array of individual donors, so as not to be, or appear to be, overly dependent on donations from any particular sector, ideological perspective or type of individuals beyond the journalism community.

16.4 Control: The company's board, COO, and staff are to remain in control of all programming and no outside funding sources may be represented as sponsors or co-sponsors of company events, products or content without prior approval of company's COO.

16.5 Gift Definition: A gift is defined as a voluntary transfer of assets from a person or an organization to RNF.

16.6 Gift Forms: Gifts usually take the form of cash, securities, real estate or personal property. RNF may accept or decline any gift. The following criteria generally identify a gift:

- A. Gift is motivated by charitable intent.
- B. Gifts are irrevocable transfers of assets.
- C. Gifts are not generally subject to an exchange of consideration or other contractual duties between the company and the donor, except for certain split-interest gifts as set out in this Policy, although objectives may be stated and funds may be restricted to a specific purpose.
- D. Donors are not provided formal financial accountings. A general report to the donor stating the utilization or impact of the gift is appropriate.
- E. Generally, funds received from individuals, closely held corporations, and family foundations will be classified as gifts. Funds received from corporations, corporate foundations, and major foundations will be classified as gifts unless the grant requires performance or other consideration.
- F. A gift is not completed until it has been accepted by the company, or in the case of securities, bonds or mutual funds, when deposited into company account.

16.7 Acceptable Income Sources

16.7.1 Grants: RNF may solicit grants to fund projects, programs and general operating expenses of the company. RNF maintains control over all grant fund use, provided it is in accordance with the mutually agreed-upon grant agreement. Records substantiate the amount of grants awarded and are maintained according to the company Document Retention Policy.

16.7.2 Gifts or Bequests: RNF accepts gifts or bequests from individuals provided they are not from a religious institution such as a denomination or judicatory. Tangible personal property donated to the company must be readily convertible to cash and pre-approved by the Board. RNF shall retain full control over the use of all funds.

16.7.2.1 Bequests: A bequest to the company is a gift made in the donor's will. Gifts made in a donor's revocable trust that are effective at the donor's death are treated the same as bequests. The donor can designate a specific amount, a percentage, or the remainder of an estate to the company. Direct unencumbered bequests shall be accepted by the

company if the underlying assets are in conformity with the guidelines set forth this Policy. The company reserves the right to not accept gifts from the estates or trusts of deceased donors that are not in conformity with the terms of this Policy. Donors should be encouraged to notify the company when considering a bequest in order to ensure that the assets left to the company meet the criteria set forth in this policy.

16.7.4 Marketable Securities, Insurance and Retirement Funds: Securities that are actively traded on recognized stock exchanges and other readily marketable securities, including bonds and mutual funds, may be accepted as gifts according to the policies described below. Securities given to RNF will typically be sold as soon as possible. Insurance and retirement plans gifted to RNF and naming RNF or RNSLLC as a beneficiary must have a minimum face value of \$1,000, be paid up, have a cash value and be marketable at the time the gift is accepted as such assets will be liquidated or sold.

16.7.5 Non-Standard Contributions: RNF shall not accept real estate gifts, any interest in a closely held business or other gift that is not readily convertible to cash. Closely held or non-publicly traded securities or restricted securities, (unregistered securities, investment-letter stock, control stock or private placement stock) may be accepted only after prior review and approval by the Board.

16.7.5.1 Valuation: Valuation of closely held or restricted securities may be challenging due to infrequent trading, which makes it difficult to establish fair market value. RNF will only consider gifts of closely held securities in amounts of \$10,000 and above.

16.7.5.2 Documentation: The following documentation must be provided to the Board before a gift of such securities will be considered for acceptance:

- A. a qualified independent appraisal as defined in the Internal Revenue Code and IRS Publication 561
- B. copies of any shareholder buy/sell agreements
- C. copies of transfer restrictions on the transfer contained in the bylaws and/or reflected on the stock certificates

16.7.5.3 Other Non-Traditional Asset Gifts: Gifts of nontraditional assets such as intellectual property or mineral rights are complicated and can carry with them additional risks and costs to both donor and the company. Such gifts will not be accepted unless it can be demonstrated that acceptance will further the mission of the company in an important way. This policy is meant to ensure that the company makes prudent

decisions regarding the acceptance of these types of gifts such that maximum benefit is achieved.

16.8 Matching Gifts: Many companies offer programs that match employee contributions to quality charitable organizations. As a 501(c)(3) organization, RNF is eligible to benefit from these matching gift programs. Donors will be encouraged to take advantage of this program when available to them.

16.9 Use of Legal Counsel: Use of legal counsel by both the donor and RNF is advantageous to all parties. RNF cannot serve as both the donor's advisor and beneficiary of the donor's gifts. Therefore potential donors should be advised to consult independent tax and/or legal counsel before making gifts to RNF.

16.9.1 Donor Responsibility: It is the donor's responsibility to retain appropriate independent legal and tax counsel in these transactions. Prior to signing gift agreements, such as gifts of partial interests, charitable gift annuities, charitable remainder trusts and charitable lead trusts, counsel for the donor should be given the opportunity to review and approve the documents.

16.9.2 Company's Use of Legal Counsel: RNF's Counsel should review in advance any split-interest gifts and outright gifts of assets other than cash or publicly traded securities.

16.10 Gift Acknowledgment

RNF will acknowledge the receipt of all gifts in writing and in a manner which satisfies the IRS's substantiation requirements set forth in IRC Section 170(f) for the deduction of charitable gifts by individual donors.

SECTION 17: TAX STATUS POLICY

17.0 Tax Status Policy: To preserve RNA's 501(c)(6) tax-exempt status, the Board, through its strategic plan, shall ensure that the organization is operated exclusively for qualified exempt purposes, including charitable and educational purposes, and that no more than an insubstantial portion of the organization's activities are devoted to the furtherance of non-exempt purposes. Examples of non-exempt purposes might include a members-only job bank or other activities that result solely in a private benefit without serving an overriding public interest.

17.1 Political endorsement: No part of the organization's activities may constitute intervention or participation in any political campaign on behalf of any candidate for public office. No substantial part of the organization's activities may consist of political, lobbying or non-exempt purposes as defined in paragraph (1) above.

17.2 RNF donation deductibility: The organization shall offer no guidance to donors about the deductibility of their gifts other than to inform them that RNF is a 501(c)(3) organization, gifts to which may be tax-deductible under U.S. tax laws.

17.3 Form 990: As under current practice, each year's IRS Form 990 shall be made available to the public upon request.

SECTION 18: INVESTMENT POLICY

18.0 Investment Policy: The COO or his/her designee shall invest funds in such a way as to maximize return while protecting principal and will follow the guidelines listed below.

18.1 Restricted Funds: The Board on a regular basis should review investment activity. Restricted funds (grants and contracted funds) shall be limited to federally insured savings instruments and fully backed government securities. Investment of all funds shall not exceed the federally guaranteed amount in any one institution. Accounts such as interest-bearing checking accounts, money market accounts, certificates of deposit, and government securities are to be the primary investments for restricted funds.

18.2 Unrestricted Funds: Separate guidelines for investment of non-restricted funds (interest-generated funds, unrestricted donations, endowment funds) are outlined below. Investments should be limited in term. The executive committee must approve any investments with a term longer than three years.

18.3 Financial Institutions: Acceptable financial institutions include commercial banks, savings and loans and brokerage houses insured by the Securities Protection Investment Corporation or the Federal Insurance Deposit Corporation.

18.4 Interest Rates: Within guidelines, maximum interest rates shall be sought, with the maturity of the investments governed by expected cash needs.

18.5 Securities: All securities are to be written in the name Religion Newswriters Association.

18.6 Investment Guidelines: These guidelines shall apply to unrestricted funds only. The board recognizes that risk, volatility, and the possibility of loss in purchasing power are present to some degree in all types of investment vehicles. While high levels of risk are to be avoided, the assumption of some risk with unrestricted funds is warranted in order to allow the investment advisor the opportunity to achieve satisfactory long-term results consistent with the objectives of the company. The investment advisor shall serve to fulfill a fiduciary duty on behalf of the board.

18.6.1 Target Asset Mix: The board will leave the asset allocation for investments of unrestricted funds to the investment advisor’s discretion within a target range of 60 percent equity and 40 percent fixed income (see target mix below). Advisors will have no limitation on moving out of investments and into money market or cash if deemed necessary by the market conditions.

Target Asset Mix

Asset Class	Minimum Weight	Target Weight	Maximum Weight
Cash & Equivalent	0%	0%	30%
Equity	40%	60%	65%
Fixed Income	20%	40%	50%

18.6.2 Target of Asset

18.6.2.1 Equity Securities: Equity securities include common stocks, preferred stocks, convertible securities including debentures, and may be selected from the New York, American, and Regional Stock Exchanges and over-the-counter markets. The equity portfolio should be well diversified to avoid undue exposure to any single economic sector, industry group, or individual security.

18.6.2.2 Fixed-income Securities: Fixed-income securities may be comprised of obligations of the United States Government and its agencies, corporate bonds and notes, convertible bonds, mortgage-backed securities, and asset-backed securities. High-yield bonds are inappropriate for this portfolio. All debt instruments must carry investment grade credit rating of Moody’s A3 or S&P A or better. The maximum maturity per security should not exceed 12 years.

18.6.2.3 Cash and Equivalents: Cash and equivalents may be invested in commercial paper, repurchase agreements, U.S. Treasury bills, money market funds, and certificates of deposit or money market preferred. Certificates of deposit should come from U.S. banks having at least \$250 million in capital, surplus, and undivided profit accounts, and should not exceed the federally insured maximum.

18.6.2.4 Other Assets: The investment advisor is prohibited from investing in commodities, unregistered letter stock, foreign securities other than those listed on the NYSE, warrants, purchase of equity securities on margin, selling short, real estate mortgages, all options and futures, or other specialized investment activities. No client assets should be invested in speculative securities or companies whose principal lines of business include manufacture of tobacco products.

18.6.2.5 Other Investments: Investments not specifically addressed by this statement are forbidden without the written consent of the board.

18.7 Performance: Investments will be evaluated quarterly and upon maturity. Returns will be compared to the following:

An index comprised of the S&P 500 index (60 percent) and the Lehman Corporate & Government Intermediate Index (40 percent) or other appropriate benchmarks. The fixed income indices and the equity portion of the portfolio may be compared to the equity indices separately if deemed appropriate.

18.8 Reporting: The following procedures shall be followed in reporting investment performance:

- A. The investment performance of the restricted and unrestricted funds may be commingled for reporting purposes.
- B. The portfolio performance will be measured against the objectives stated above and the investment advisor will also be evaluated against a universe of his or her peers.
- C. The data shall be presented for the latest quarter, year-to-date, annually.
- D. The report will be given to the executive committee quarterly and to the board semiannually.

SECTION 19: JOINT VENTURES

19.0 Joint Venture Policy: In compliance with Internal Revenue Service guidelines for approval and management of any joint venture entered into by the company, the Board of Directors adopts the following guidelines.

19.1 Activities Subject to this Policy: For the purposes of this policy, the term “Joint Venture” is defined as any arrangement, including contractual or more formal arrangements undertaken through a limited liability company, partnership, or other entity through which the company and another entity jointly undertake any activity or business venture, or otherwise agree to joint ownership of any asset. A Joint Venture may include both taxable and tax-exempt activities.

19.2 Approval and Management of Joint Activities: Before making any decision to participate in a Joint Venture, the company will ensure that the Joint Venture furthers the company’s exempt purposes and will negotiate at arm’s length contractual and other terms of participation that safeguard the company’s exemption from federal income tax. Such terms shall be in writing in the operating agreement of the Joint Venture and shall include the following minimum requirements:

19.2.1 With respect to any whole joint venture (that is, a joint venture in which the company contributes substantially all of its assets to the enterprise), the

company's control over the Joint Venture through fifty-one percent (51%) or more of the voting rights and/or veto power;

19.2.2 With respect to any ancillary joint venture (that is, a joint venture to which a portion of the company's resources are contributed), the company would, at a minimum, maintain sole control over the tax-exempt aspects of the Joint Venture and would have voting and ownership interests in the Joint Venture that are consistent with the company's capital contributions;

19.2.3 A requirement that any subsequent contract with the company's partner in the Joint Venture be negotiated at arm's length and for fair market value;

19.2.4 A requirement that the Joint Venture give priority to the company's tax-exempt purposes over maximization of profit for the participants of the Joint Venture; and

19.2.5 A prohibition on activities that would jeopardize the company's tax-exempt status.

19.3 Where there is any question as to whether a particular Joint Venture may pose a risk to the company's tax-exempt status, a decision to enter into such Joint Venture will be made only in consultation with legal and/or tax counsel.

SECTION 20: WHISTLBLOWER POLICY

20.0 Whistleblower Policy: This policy is intended to encourage Board members, staff (paid and volunteer) and others to report suspected or actual occurrence(s) of illegal, unethical or inappropriate events (behaviors or practices) without retribution and to cooperate in any inquiry or investigation of alleged activities.

20.1 Scope: This policy applies to all employees, including part-time, temporary and contract employees and to all directors, officers and other volunteers.

20.2 Policy: The company is committed to maintaining a workplace where employees are free to raise good faith concerns regarding company business practices. Employees and others are encouraged to report suspected violations of the law on the part of the company, its employees, directors or volunteers, to identify potential violations of company policies, and to provide truthful information in connection with any official inquiry or investigation.

20.3 Procedure: The Whistleblower should promptly report the suspected or actual event to his/her supervisor.

20.3.1 If the Whistleblower would be uncomfortable or otherwise reluctant to report to his/her supervisor, then the Whistleblower could report the event to

the next highest or another level of management, including to an appropriate Board committee or member.

20.3.2 The Whistleblower can report the event with his/her identity or anonymously.

20.3.3 Crimes against person or property, such as assault, rape, burglary, etc., should immediately be reported to local law enforcement personnel.

20.3.4 Supervisors, managers and/or Board members who receive the reports must promptly act to investigate and/or resolve the issue.

20.3.5 If an employee makes a report of a violation of any state or federal statute or any ordinance or regulation of a political subdivision that the employee's employer has authority to correct, and the employee reasonably believes that the violation is a criminal offense that is likely to cause an imminent risk of physical harm to persons or a hazard to public health or safety, a felony, or an improper solicitation for a contribution, the company, within twenty-four hours after the oral notification was made or the report was received or by the close of business on the next regular business day following the day on which the oral notification was made or the report was received, whichever is later, shall notify the employee, in writing, of any effort of the company to correct the alleged violation or hazard or of the absence of the alleged violation or hazard.

20.3.6 For reports of events or occurrences not described in the above list in 20.3.5, the Whistleblower shall receive a report within five business days of the initial report, regarding the investigation, disposition or resolution of the issue. If the investigation of a report, that was done in good faith and investigated by internal personnel, is not to the Whistleblower's satisfaction, then he/she has the right to report the event to the appropriate legal or investigative agency.

20.3.7 The identity of the Whistleblower, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement, in which case members of the organization are subject to subpoena.

20.3.8 The Whistleblower shall receive no retaliation or retribution for a report that was provided in good faith — that was not done primarily with malice to damage another or the organization.

20.3.9 A Whistleblower who makes a report that is not done in good faith is subject to discipline, including termination of the Board or employee relationship, or other legal means to protect the reputation of the organization and members of its Board and staff.

20.3.10 Anyone who retaliates against the Whistleblower (who reported an event in good faith) will be subject to discipline, including termination of Board or employee status. Any employee who believes that he or she has been subjected to any form of retaliation as a result of reporting a suspected violation of law or policy should immediately report such incident to his or her supervisor, the COO or the Business Manager. Supervisors or managers who receive complaints of retaliation must immediately inform the COO.

SECTION 21: CONCEALED WEAPONS POLICY

21.0 Concealed Weapons Policy: This policy is adopted to comply with local ordinances and as requested by our liability insurance. This policy applies to official office locations outside of the University of Missouri.

21.1 Acts of Violence: Religion Newswriters Association strongly believes that all employees should be treated with dignity and respect. Acts of violence will not be tolerated. Any instances of violence must be reported to the COO and/or the Business and Human Resources Manager. All complaints will be fully investigated.

21.2 Threats to Employees: Religion Newswriters Association is concerned about the increased violence in society, which has also filtered into many workplaces throughout the United States, and will not tolerate any acts or threats of violence against its employees, clients or visitors by any individual on Religion Newswriters/RNSLLC premises at any time. Further, employees, former employees, clients and visitors are prohibited from bringing unauthorized firearms or other weapons onto Religion Newswriters/RNSLLC premises at any time.

21.3 Concealed Firearm Permits: Also, all persons licensed to carry a concealed firearm under Virginia or any other state law, including all employees, former employees, clients and visitors, are prohibited at all times from bringing or possessing any firearm while on Religion Newswriters/RNSLLC premises or while attending any Religion Newswriters/RNSLLC-related event, meeting or function.

21.4 Remedial Action: To ensure a safe and healthy working environment, Religion Newswriters Association is committed to taking prompt remedial action, up to and including immediate termination, against any employee who engages in a physically hostile action such as threatening behavior or an act of violence, or who uses abusive or threatening language or gestures. Violators of this prohibition may be guilty of criminal trespassing and subject to fines and imprisonment under all applicable laws.

21.5 Retaliation: Religion Newswriters Association will not condone any form of retaliation against any employee for making a valid report under this policy.

SECTION 22 & 23: STAFF POLICIES

22.0 Travel Policy: Travel policies for staff are identical to those of the University of Missouri as explained in its Business Policy Manual here: <http://www.umsystem.edu/ums/rules/bpm/>

23.0 Employment Policy: Employment policies for staff are identical to those of the University of Missouri as explained in its Business Policy Manual here: <http://www.umsystem.edu/ums/rules/bpm>