

Apra Policies and Procedures

Article I. BOARD OF DIRECTORS & EXECUTIVE & FINANCE COMMITTEE

Section I.01 Board of Directors

- a. Apra will be governed by an elected Board of Directors as well as by the Executive Director of Apra who shall be an ex officio, non-voting member of the Board of Directors. No less than ten (10) and no more than fourteen (14) Board members shall serve Apra, excluding the Executive Director.
- b. The membership elects Directors and Officers through an annual process of nomination and election. Directors serve one term of three years. Director terms are limited to one term of service; however, Directors may serve additional one-year terms if elected as Officers.
- c. A former Board member who has served a partial or full term as a Director and/or an Officer is not eligible to seek re-election to the Board until at least five years have elapsed between the conclusion of the previous term and the beginning of the new term.
- d. Members may not simultaneously serve on both the Apra Board of Directors and an Apra chapter Board of Directors if they have voting rights on each Board. A member may retain their position on a chapter Board while being considered by the Nominations Committee as an Apra Board candidate, but if elected to the Apra Board, they would be required to resign from their local chapter Board position effective when the Apra Board term begins (September 1).
- e. Board members must pay dues and maintain their membership in good standing.
- f. There shall be two primary committees composed solely of Board members (Executive & Finance Committee and Governance Committee).
- g. The President-Elect appoints vice chairs of standing committees. The following year, each vice chair will become chair of the committee for which they served as vice chair. If a vice chair is unable or unwilling to become chair the following year, the President will appoint a new chair.
- h. The Board of Directors shall direct the following activities:
 - i. Strategic planning
 - ii. Annual budget development
 - iii. Alliances and partnerships with other organizations
 - iv. Visionary Award discussions and decisions
 - v. Leadership development initiatives and activities

Section I.02 Executive & Finance Committee

- a. The Executive & Finance Committee consists of the Officers of the Board of Directors: President, President-Elect, Immediate Past President, Treasurer, and Secretary. The Executive Director shall serve as an ex-officio member of the Executive & Finance Committee without a vote.

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- b. A minimum of one year of Board service is required before a Director is eligible to serve in an Officer position.
- c. The Executive & Finance Committee may act in place and stead of the Board of Directors between Board meetings on all matters, except those specifically reserved to the Board by law or the bylaws, pursuant to a delegation of authority to the Executive & Finance Committee by the Board of Directors. Minutes summarizing the actions and votes of the Executive & Finance Committee shall be submitted to the Board at the next Board meeting for the Board to review, approve, adopt, and/or vote on, as appropriate.
- d. Officer terms are one year in length except for the President-Elect and President who assume their successive positions automatically. The Secretary and/or Treasurer may be elected for a second consecutive year to the same role.
- e. The Executive & Finance Committee, or a subset of the Executive & Finance Committee, shall direct the following activities:
 - i. Monthly financial review
 - ii. Investment decisions
 - iii. Executive Director Oversight (President) and relationship with association management company
 - iv. Unbudgeted spending decisions, including moving funds from reserves to current use
 - v. Ethics decisions
 - vi. Media responses

Section I.03 Nominations Committee

- a. The Nominations Committee shall be chaired by a member of the Board of Directors as appointed by the President. When the Immediate Past President post is occupied, it will be customary for this individual to chair the Nominations Committee. When the President-Elect post is occupied, the individual holding that position will also customarily serve on the committee.
- b. The Executive Director shall serve on the Committee in an ex-officio capacity. No more than half of the committee may be current Board members.
- c. The Nominations Committee Chair will recruit members to the Nominations Committee, all of whom must be current Apra International members and must be approved by the Board of Directors prior to recruitment. Members of the Nominations Committee will serve a one-year term and are not eligible to run for an elected position in the year during which they serve on the committee.
- d. The Nominations Committee will confirm the number of Board vacancies in the upcoming year and will seek to propose a slate of candidates for Board elections equal to the number of Board vacancies, or in keeping with the bylaws.

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- e. The Nominations Committee Chair will work with the Executive Director to develop a timeline for the nominations process each year that will commence each December and result in an election confirming the newly elected Board members and Officers at least 7 days prior to the Annual Business Meeting.
- f. The Nominations Committee will discuss and be open to input from the Board of Directors concerning the desired qualifications, skill sets, and requirements for Board members and Officers, taking into consideration the skills and qualifications of retiring Board members and emerging needs and priorities.
- g. The Nominations Committee will seek nominations for the Board of Directors. On behalf of the Nominations Committee Chair, Apra Staff will solicit Directors' interest in running for an Executive Committee role in writing. Apra Staff will share the Secretary, Treasurer, and President-Elect role descriptions with Directors who indicate in writing their interest in running for an Executive & Finance Committee Role.
- h. The Nominations Committee will prepare all documentation for nominations and applications, review and discuss all applications received, and interview all eligible candidates for Officer roles and a selection of the most qualified eligible candidates for Director roles.
- i. Apra Staff will facilitate the Nominations Committee meetings and collect and disseminate all candidate materials to the Committee.
- j. After thorough consideration, the Nominations Committee shall prepare the ballot/slate for a vote by the membership. The Nominations Committee will submit the ballot/slate to the Board of Directors for approval prior to its presentation to the membership.
- k. The Nominations Committee members shall consider the discussions related to applicants to be confidential. Committee members are prohibited from disclosing applicants and final nominees to the membership. Committee members must sign a Confidentiality Agreement to this effect.
- l. Nominations Committee members are expected to attend all scheduled conference calls. All committee members must participate in the meeting when the ballot/slate is decided, or the call will be postponed.

Section I.04 Board of Directors Nominations and Election Process

- a. Annual elections shall be conducted in which the membership elects Directors and Officers to the Board of Directors.
- b. All candidates for election must meet the minimum requirements for Board eligibility set forth in the bylaws. Any additional qualifications and requirements determined by the Board of Directors will be communicated to the membership during the annual Call for Nominations.
- c. Self-nominations are required.
- d. The Call for Nominations will be disseminated to the entire membership via email and will be communicated in regular newsletters and publications. The Call for Nominations and all

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necessary materials and forms will also be available on the website and will be made available upon request by emailing Apra Staff.

- e. To self-nominate, a Nomination Form must be completed and returned to Apra by the published deadline date, which should be at least two weeks prior to the deadline date to submit all required materials. Late nominations and incomplete forms will not be considered.
- f. Any candidate interested in being considered for Board service must complete an application and submit to Apra all required materials by the published deadline date. Late applications and incomplete forms will not be considered.
- g. At least 30 days prior to the Annual Business Meeting, the Nominations Committee shall present to the membership relevant portions of each slated candidate's nomination statement.
- h. The membership will have the option to petition the slate by identifying additional individual(s) who were not slated by the Nominations Committee.
 - i. These additional individuals are "write-in" candidates. To be eligible for consideration for Board service, write-in candidates must secure sponsorship by at least 10% of the current membership and must meet the minimum requirements for Board eligibility as set forth in the bylaws.
 - ii. Petitions must be addressed to the Secretary by the prescribed deadline. Members who wish to sponsor a write-in candidate must complete a form acknowledging their support with an electronic signature to authenticate the sponsorship. Forms must be returned to Apra Staff via email by the deadline. Late and incomplete forms will not be considered.
 - iii. After the deadline has passed, the Secretary will verify whether any write-in candidates have satisfied petition and eligibility criteria. If so, and if such candidates accept their write-in nominations, they will be required to submit a candidate statement.
 - iv. If any write-in candidates satisfy petition and eligibility criteria and accept their nominations, a contested election will be held in which a written ballot shall be submitted to the membership listing all slated and viable write-in candidates. The ballot shall indicate which candidates were slated by the Nominations Committee and which were nominated by petition. The ballot shall include relevant portions of each slated candidate's nomination statement.
- i. If the membership does not petition the slate, the membership will vote on the proposed slate of candidates as presented by the Nominations Committee
- j. The election for the Board of Directors shall be held at least 30 days before the Annual Business Meeting. Each member shall have one vote for each position to be elected.
- k. The Nominations Committee Chair or Executive Director will notify the President of the election results within one business day of the closing of the voting period.
- l. In the event of a tie in any election, the Board shall vote to approve the selection of one of the candidates involved to fill the position in question.

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Section I.05 Board Expenses

- a. Board members shall receive complimentary registrations for Prospect Development. Board members must pay annual dues.
- b. All Board members will be reimbursed for reasonable and appropriate expenses incurred as a result of attending a Board meeting. Receipts are required for travel and meal costs. The following guidelines have been established:
 - i. Economy air travel is required, except in circumstances where the Executive Director, President, and Treasurer approve, Board members use personal status benefits, and/or Board members pay the difference.
 - ii. Mileage is reimbursed at the current IRS rate for ground travel. Mileage will only be reimbursed if ground travel is more economical than air travel.
 - iii. All parking, shuttle, and taxi charges are reimbursed for transportation to and from the meeting. Ground transportation costs to and from the hotel for dining or entertainment purposes are not reimbursable unless the meeting site is in a remote location and no other dining options are available.
 - iv. Car rentals are not reimbursed unless needed for Apra business.
 - v. Reasonable housing expenses during the Board meeting will be reimbursed.
 - vi. Food and beverage expenses will be reimbursed for meals not scheduled during the Board meeting or conference. Alcoholic beverages are not reimbursable. The maximum allowable expense for meals will be as follows: breakfast \$20, lunch \$35, dinner \$50.
- c. Staff and speakers who are being reimbursed for meeting participation shall follow these policies unless stated otherwise in a written agreement.
- d. Board members will not be reimbursed for any of the following:
 - i. Laundry service
 - ii. Spouse and/or family lodging, meals, and travel expenses
 - iii. Personal phone calls
 - iv. Personal expenses
 - v. Entertainment expenses, unless approved in advance by the Executive Director
- e. Board members must submit an expense report within 60 days of the final day of the board meeting to be eligible for reimbursement. Receipts are required for all expenses.

Section I.06 Finance

- a. The Apra Staff team, in conjunction with the Treasurer, the Executive & Finance Committee, and the Executive Director, shall prepare an annual budget for full Board approval in the fall of every year. Unless otherwise recommended by the Finance Committee and approved by the board,

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the initial draft budget provided by Apra Staff to the Finance Committee shall be balanced and be prepared in a manner that projects income conservatively and expenses liberally.

- b. The association's goal shall be to maintain reserve funds at a minimum range of 30%-40% of budgeted operating expenses, with an ideal range of 50%-60%; approximately 90% of these reserve funds shall be liquid (i.e., cash and/or cash equivalents that can be liquidated immediately).
- c. The reserve is intended to provide long term financial stability by preserving the association's ability to continue serving its members. It should solve timing issues or cover short-term losses but is not expected to cover a long-term or permanent income shortfall or accumulating deficit problems. These longer-term issues should be addressed separately by the Board so that the reserve is not permanently impaired by recurring losses.
- d. When year-end revenues exceed expenditures, the Finance Committee discusses how to best recommend Apra use the surplus and then the recommendation is presented to the full board for approval.
- e. The Treasurer and Executive Director shall select a certified public accounting firm to perform an annual audit and prepare the association tax return. Best practice is to retain the audit firm for a period of approximately five years, at which time it may be beneficial to post a request for proposals (RFP) to change the audit firm.
- f. The Board of Directors shall receive financial statements, which include the statement of financial position and the statement of activities, on a monthly basis from Apra Staff.
- g. No Apra bank or investment accounts are to exist, be opened, or be closed without the prior notification of the Treasurer and President. The Treasurer shall notify the Board of Directors of any such changes in Apra's bank accounts.
- h. The Treasurer, President, and Executive Director shall have the ability to sign checks and authorize payments on behalf of the organization.
- i. All payments made by Apra require approval by the Executive Director. Apra expenses and payment information are shared with the Apra Executive and Finance Committee, including the Treasurer, and the Apra Board of Directors on a regular basis and are a part of the monthly financial files.
- j. In the event that a discretionary budget exists, the discretionary budget is designed for timely use by the President, in consultation with the Executive & Finance Committee and Executive Director, to further Apra's mission and priorities for the budget year without a board vote. The total amount of the discretionary budget is approved during the annual budget process. Activity related to the discretionary budget is discussed at future Board meetings and becomes part of the official minutes.
- k. Membership dues may increase by a 2-3% increment every two years, to be approved in the annual budget. Additional or larger increases may be considered if warranted by extenuating circumstances and approved by Board vote.



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Section I.07 Miscellaneous

- a. The Apra Staff is solely responsible for entering into contracts and agreements on behalf of the organization with the approval of the Executive & Finance Committee. Board members may be involved in the negotiation process if appropriate.
- b. No Board member shall enter into any written contract or agreement with an outside organization or service provider on behalf of the organization without the consent of the President and the Executive Director.
- c. The Executive Director, acting on behalf of and with approval from the Board of Directors, is the only person authorized to enter into a cooperative agreement with another organization on behalf of the organization.
- d. Each Board member has oversight of specific responsibilities as determined by their position on the Board and the strategic plan. Any projects and new initiatives that do not fall within the strategic plan must be reviewed and approved by the full Board of Directors. If a project, particularly a new initiative, clearly falls within the scope of the strategic plan and may or will exceed its budget, the full Board will make the decision whether to approve the additional expense.

Article II. EDUCATIONAL EVENTS

Section II.01 In-Person and Virtual Education Events

- a. Presentations should be educational in nature and should not be used as a platform to sell or promote any specific company or product. Presenters from a for-profit organization may not make sales pitches but can contextually refer to products or services offered by their organization during a presentation.
- b. Apra Staff and the education committees shall encourage speakers to refrain from presenting their workshop or session for six months preceding their Apra speaking engagement. Committees reserve the right to waive this policy in special circumstances or to cancel or replace a program or speaker when such circumstances arise.
- c. Presenters may be asked not to repeat sessions from previous years.
- d. Presenters are required to use the established Apra-branded presentation template.
- e. Apra may offer speakers modest compensation as appropriate and available per the approved Apra Volunteer Benefits Matrix as outlined in Article III and in accordance with Apra's annual budget. The amount and terms are to be approved by the Board of Directors and coordinated by Apra Staff.
- f. The locations of in-person events will be researched and recommended for approval by the Board of Directors by Apra Staff in alignment with Apra's guiding principles for site selection.

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- g. Hotel contracts for in-person events require that all food and beverages must be purchased from the hotel. No outside food should be brought onto the property and publicly served unless authorized by the hotel.
- h. When onsite at in-person events, Apra Staff are the only people authorized to direct facility staff in ordering and placement of items. This includes food and beverages, business center needs, and furniture arrangement.
- i. Event registration cancellations will be refunded, less an administrative fee, if notice is given by the published deadline. Refund requests received after the published deadline and for events that do not have a cancellation deadline published will be handled on a case-by-case basis by Apra staff.
- j. If a member is unable to use their event registration, they may transfer it to another qualifying individual at the discretion of Apra Staff, provided Apra is informed in writing at least two weeks prior to the event. Registration transfer requests received less than two weeks prior to the event will be handled on a case-by-case basis by Apra staff.
- k. Apra may sell books or other media published by keynote presenters onsite if appropriate. Other speakers' publications may be sold onsite in accordance with existing exhibit hall policies.
- l. Apra will sell previously recorded virtual seminars and/or offer replays of them when such permission is granted by the speaker.

Section II.02 Annual Prospect Development Conference

- a. Apra's Annual Conference is known as "Prospect Development (PD)," followed by the year (e.g., Prospect Development 2024).
- b. The Conference Planning Committee determines the conference curriculum based on a number of factors. Completed Call for Presentation forms are used as a source for ideas and may or may not be used as submitted. The submission of a Call for Presentation form does not guarantee a speaking engagement. Vendors/consultants are eligible to submit presentation proposals.
- c. To ensure diversity of content and perspective, at the time of recruitment, the Conference Planning Committee will endeavor to:
 - i. have individual speakers present no more than one session (excluding workshops, open forums, panel discussions, and roundtable discussions).
 - ii. have no more than one session (excluding workshops, open forums, panel discussions, and roundtable discussions) per conference be presented by representatives from the same for-profit organization.
 - iii. have no more than two sessions (excluding workshops, open forums, panel discussions, and roundtable discussions) per conference be presented by employees of the same non-profit organization.

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- d. Workshops are separate, fee-based educational offerings held the day before the conference begins. Vendors/consultants are also eligible to present workshops.
- e. All vendors/consultants are encouraged to participate in the exhibitor presentations. These presentations occur each year during the conference and are offered to sponsoring organizations as part of their sponsor or exhibitor fee. It is intended that vendors/consultants will present their products and services to conference attendees during exhibitor presentations. Exhibitor presentation slots are filled on a first come, first served basis.
- f. Volunteers are not reimbursed for personal expenses at the conference. See Article III for more information regarding volunteer benefits.

Article III. VOLUNTEER BENEFITS

Section III.01 Volunteer Benefits and Speaker Compensation

- a. Apra may offer specific benefits to volunteers and speakers in recognition and appreciation for their work. These benefits are offered each year, in accordance with the Board-approved Apra Volunteer Benefits Matrix available in the [Board of Directors Community Resources](#).

Section III.02 Annual Prospect Development Conference Speaker Compensation Assistance Request Process

- a. A limited amount of funds exists each year to support presenters' travel, hotel, or registration costs beyond any waived registration costs or discounts as outlined in the Apra Volunteer Benefits Matrix.
- b. Selection criteria will be listed on the call for presentations web page with registration discount information. Speakers must specify their needs regarding registration, travel, or hotel assistance at the time of request.
 - i. All requests will be entered in a queue by the date/time received. After the deadline, a report outlining all requests will be sent to the Conference Planning Committee Chair and Board Liaison.
 - ii. During the recruiting process, the Conference Planning Committee may alert speakers to the compensation approval process.
 - iii. The PD annual marketing plan will stipulate specific dates and deadlines, which may vary based on the timing of the conference.
- c. Compensation requests will be reviewed and selected by the Conference Planning Committee Chair and Board Liaison and a representative from the Apra Staff.
 - i. This group will receive the following information for each requestor: Name, organization, session type, track, city/state, Apra speaking experience in the past with evaluation scores, and requested assistance.



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- d. Selection criteria may include:
 - i. Timeliness of request – first come, first served
 - ii. Difficulty to recruit speakers for a particular track
 - iii. Past evaluation scores
 - iv. Location of speaker
 - v. For profit vs. non-profit
 - vi. Size of organization

Article IV. MARKETING

Section IV.01 Media & Public Relations Responses

- a. Members of the Board of Directors may be approached by reporters/media for print, online, or social media stories on prospect development, nonprofit leadership, and fundraising and philanthropy broadly. The only persons authorized to speak to the media on Apra's behalf are the President and the Executive Director. Unless explicit permission exists, Directors should refer reporters/media to the President and Executive Director for comment.
- b. Apra Member Guidelines:
 - i. Apra Members should feel free to respond personally to requests from media/social media, or to stories/comments, but should consult with their institution's media guidelines/legal counsel for best practices as an employee. Their opinions are their own, which may or may not coincide with Apra's official position.
- c. Apra Board of Directors Guidelines:
 - i. Apra Directors should not at any time respond to any story or comment in any print, digital or social media format, on behalf of Apra without express permission from the Executive Director or the President.
 - ii. Apra Directors may respond personally to requests from media/social media, or to stories/comments, but should consult with their institution's media guidelines/legal counsel for best practices as an employee. Directors' opinions are their own, which may or may not coincide with Apra's official position.
 - iii. In accordance with Apra's code of conduct for Directors, Directors should not discuss decisions or policies made at the Board level with individuals but should direct them to the Executive Director.
 - iv. In the case of a qualifying emergency, Apra's immediate response plan will be coordinated by Apra leadership as outlined in section IV.02.

Section IV.02 Apra Immediate Response Plan

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- a. Whether it is a crisis communication or highly positive announcement, there can be an occasional need for an immediate and official response from Apra. The following plan is meant to provide a step-by-step process for leadership to reference and follow to facilitate swift assessment and action.
- b. First, the need for a response from Apra is identified and escalated to the President and/or Executive Director, who will then activate the Rapid Response Team. Response is warranted if any of the following criteria are met:
 - i. Apra itself is the subject;
 - ii. Potential for significant positive or adverse impact on the prospect development profession and/or high-level of controversy;
 - iii. Expressed need is strongly felt by membership.
- c. Apra Rapid Response Team (consisting of the President, President-Elect, Executive Director and Apra marketing staff representative) develops an official response within one business day.
- d. Posts expressing Apra's official response are placed on appropriate channels as determined by the Rapid Response Team.
- e. Follow up communications to the industry and/or industry partner organizations are conducted as determined by the Rapid Response Team.
- f. The Rapid Response Team debriefs among themselves to review what happened, outcomes, and lessons learned.
- g. An update is provided to the full Board after the debrief.

Section IV.04 Corporate Relations

- a. Neither Apra nor the Apra Board of Directors endorses any companies or products.
- b. A trade show will be held annually in conjunction with the Prospect Development Conference.
- c. Apra's Executive Director and staff have the ability to negotiate exhibitor, sponsorship and advertising pricing with corporate entities.
- d. Apra's President, President-Elect and/or Immediate Past President will actively steward relationships with industry partners.

Article V. MEMBER VALUE

Section V.01 Member Types

- a. Professional individual membership allows one professional to receive access to full Apra benefits for up to one full calendar year. Individuals who pay for their own membership may choose to transfer their membership to another individual or retain the membership if they change jobs within the calendar year. If an institution pays for an individual's membership, the

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institution retains the right to transfer membership to another employee when the original designee leaves the institution.

- b. Associate membership is subject to the same terms and requirements as Professional membership but is offered at a lower price point and offers fewer benefits than Professional membership. Retention and transfer rights are the same as Professional membership.
- c. Organizational memberships of four or more individuals from a single institution are eligible for a discount when joining or renewing together. The larger the number of members in the group, the more substantial the discount will be.
 - i. Organizational memberships must be registered and paid for as a single group. One group administrator from the institution must be assigned. Each person receives full member benefits including discounted rates for in-person events and educational offerings.
 - ii. The Associate membership rate is not available for Organizational memberships.

Section V.02 Membership Criteria

- a. Changes to the Professional, Associate, and Organizational membership dues shall be approved by the Board of Directors.
- b. The membership renewal campaign involving outreach to current, lapsed, and potential members begins in the fall of each year. The annual membership cycle runs January 1 through December 31.

Section V.03 Directory

- a. An electronic member directory is accessible to all members on the Apra website via member log-in. The Directory is not printed.

Section V.04 Connections

- a. Apra produces a quarterly digital publication, Connections. The Content Development Committee is responsible for sourcing, writing, and determining content value for each edition. The managing editor role is filled by Apra Staff.

Section V.05 Awards

- a. Apra's awards program recognizes excellence in the industry. The Apra Foundation Board of Trustees follows the established procedures to announce the opening of and solicit nominations, review applications, and select a winner per the criteria for each. The awards are funded by the Apra Foundation.
- b. Awards bestowed annually are Distinguished Service, Professional of the Year, Margaret Fuhry, and Scholarship. [Award descriptions can be found on the website.](#)

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- i. Each award is given to an individual recipient.
 - ii. All Apra members, and only Apra members, are eligible to self-nominate or be nominated for Distinguished Service, Professional of the Year, and Margaret Fuhry. All Apra members and non-members are eligible to self-nominate or be nominated for Scholarship.
 - iii. Nominators may nominate more than one nominee for the award.
 - iv. The Apra Foundation Board of Trustees shall use the established rating system to evaluate nominees.
 - v. The award recipient will be recognized at Prospect Development. The award recipient's conference registration fee will be covered in full by Apra. The hotel and travel costs will be reimbursed as outlined in the Volunteer Benefits Matrix.
 - vi. The Scholarship recipient will be given a complimentary Apra membership from the date of the award through the following calendar year.
- c. The Apra Visionary Award may be awarded in honor of one individual's exceptional contributions to the prospect development industry. This is Apra's equivalent of a lifetime achievement award.
- i. Only members of the Apra Board of Directors are allowed to nominate colleagues who must demonstrate a significant role in the industry to be considered for this recognition.
 - ii. Visionary awards are generally not given annually.
 - iii. The Board will consider all nominations and determine if a winner will be recognized in any year.
 - iv. The award recipient will be recognized at Prospect Development. The award recipient's conference registration fee will be covered in full by Apra. The hotel and travel costs will be reimbursed as outlined in the Volunteer Benefits Matrix.

Section V.06 Committees and Task Forces

- a. Structural changes to Committees and Task Forces – including launches, merges, pauses, and dissolutions – require the approval of the Board of Directors.
- b. Each Committee and Task Force will have an Apra Board member appointed as a Board liaison to provide strategic guidance.
- c. Standing Committees address areas which require ongoing attention, such as the Governance Committee and Executive & Finance Committee.
- d. Task Forces are established to address specific needs and interests which may be resolved over a short period of time.
- e. All Committee and Task Force Chairs are required to partner with Apra Staff to ensure minutes from each meeting are accurately maintained.

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- f. All Committee and Task Force Chairs are responsible for setting Key Performance Indicators (KPIs), tracking progress, providing a formal midyear update, and alerting their Board liaison to any challenges inhibiting successful completion of KPIs.

Section V.07 Chapter Guiding Principles

- a. Chapters will support the mission and goals of Apra.
- b. The Apra Board of Directors reserves the right to approve chapter formation and chapter names. The chapter must clearly identify itself as a chapter of Apra, either as part of its chapter name or by stating it is "a chapter of Apra."
- c. A chapter will have a minimum of ten (10) members with no limit on the maximum number of members. The Apra Board of Directors reserves the right to approve chapter status for groups of fewer than ten (10) members.
- d. Each chapter must elect a minimum of three chapter Board members.
- e. Three chapter Board members must also be current members of Apra International.
- f. Chapter members who do not belong to Apra International do not receive benefits of Apra International, only the benefits of Apra chapter membership. Chapter-only members are not automatically Apra International members.

Article VI. WEBSITE MANAGEMENT

Section VI.01 Terms of Service

- a. Apra provides its service, subject to the following Terms of Service ("TOS"), which may be updated by the Apra Board of Directors or its representatives from time to time. The most current version of the TOS can be reviewed at any time through the use of our website at <https://www.aprahome.org/terms-of-service>. The TOS govern Apra Member Organizations, Affiliate Organizations and the Vendors/Clients to which Apra has granted access to its website.

Section VI.02 Privacy Policy

- a. In May of 2018, Apra updated its Privacy Policy based on legislation passed in the European Union (EU) called the General Data Protection Regulations (GDPR). That policy is accessible on Apra's website for all users and linked here: <https://www.aprahome.org/privacy-policy>.

Section VI.03 Content

- a. All website content shall be regularly reviewed by Apra Staff to ensure accuracy, currency, and functionality. Regular updates do not require Apra Board approval.
- b. Content shall be consistent with non-web-based Apra publications, practices, and policies.

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Section VI.04 Website Advertising / Promotion

- a. Website advertisements shall serve as a source of Apra revenue and may be sold independently or as a portion of an Apra sponsorship package.
- b. It shall be the goal to both maximize exposure for advertisers and maintain the integrity and appearance of the Apra website.
- c. Changes or modifications to website advertising policies shall be implemented by Apra Staff in consultation with the Apra Board.
- d. Periodic efforts shall be made to announce website news and content to general membership and other targeted audiences.
- e. At no time shall Apra participate in, nor give the impression of participating in, the act of spamming for promotional purposes.

Section VI.05 Access Agreement for Apra Discussion Forums

- a. The Apra Exchange discussion forum is for use by members and non-members to participate in discussions relevant to the prospect development industry.
- b. Apra Staff shall maintain accurate permissions for private discussion forums, such as the Board of Directors forum, Committee forums, and the Chapter Leaders forum.

Article VII. Investment Policy Statement

Section VII.01 Purpose

- A. It is the policy of the Apra Board of Directors to place reserve funds in investment vehicles that will provide for the successful management of these funds for their intended uses. This policy, to be reviewed periodically, will provide overall guidelines for the goals and objectives for investing the reserve funds. Basic investment standards shall be those of a prudent investor.
- B. The Apra Board of Directors is committed to balancing the fiduciary responsibilities in this investment policy with the opportunities that are available to ensure the growth and development of our organization and our profession.
- C. The Apra Board of Directors is authorized to retain one or more Investment Counselors to assume the investment management of funds and assets owned by Apra. In discharging this authority, the Board may receive reports from, pay compensation to, enter into agreements with, and delegate investment authority to such Counselors. When delegating investment authority to the Investment Counselor, the Board will establish and follow appropriate procedures for conveying the organization's expectations and the requirement of full compliance with this policy.
- D. The Apra Board of Directors encourages consideration of Environmental, Social, and Governance (ESG) factors in the investment decision-making process as part of our commitment to social responsibility. Investment Counselors and other relevant professional advisors and staff are expected to incorporate ESG principles where feasible and prudent. However, ESG considerations

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do not override the primary objective of achieving positive financial returns. Investment vehicles should be selected based on their potential to enable Apra to both meet its financial goals and maintain responsible investing principles.

- E. Asset diversification for Apra Reserve funds will be shared with the board at least annually. The Executive Committee/Finance Committee will review allocations at least annually, to ensure it aligns with current conditions and the organization's needs.

Article VIII. WHISTLEBLOWER PROTECTION PLAN

- a. Apra prides itself on its adherence to federal, state and local laws and/or regulations, including business ethics policies. As such, even though it is not obligated to do so, Apra has decided to voluntarily adopt a whistleblower protection policy. Pursuant to this policy, any employees/volunteers who become aware of any violation of federal, state, or local law or regulation, including any financial wrongdoing, should immediately report the violation to the Executive Director to allow Apra to investigate and, if applicable, correct the situation or condition.
- b. If the Executive Director is involved or is believed to be involved in the matter being reported, employees/volunteers may, in the alternative, make a report to Apra's legal counsel. Apra will conduct an investigation and take appropriate action within a reasonable period of time. Such complaints will be held in confidence to the extent the needs of the investigation permit.
- c. "Financial wrongdoing" may include, but is not limited to:
 - i. questionable accounting practices;
 - ii. fraud or deliberate error in financial statements or recordkeeping;
 - iii. deficiencies of internal accounting controls;
 - iv. misrepresentations to company officers or the accounting department (including deviation from full reporting of financial conditions).
- d. If any employee/volunteer reports in good faith what the employee/volunteer believes to be a violation of the law and/or financial wrongdoing to Apra, its legal counsel, or to a federal, state, or local agency or assists in an investigation concerning financial wrongdoing, it is Apra's policy that there will be no retaliation taken against the employee/volunteer.
- e. Employees/volunteers are reminded of the importance of keeping financial matters confidential. Employees/volunteers with questions concerning the confidentiality or appropriateness of disclosure of particular information should contact the Executive Director.

Article IX. RECORD RETENTION SCHEDULE

Type of Record	Retention Period
Accounting	
Accounts receivable reports	7 years
Accounts payable reports	7 years



INSIGHT
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Auditors' reports/work papers	Permanent
Award winners	Permanent
Bank deposit slips	7 years
Bank statements, reconciliations	7 years
Board of Directors, Executive Committee, and Foundation Board meetings minutes	Permanent
Budgets	7 years
Canceled checks	7 years
Cash disbursements journal	Permanent
Cash receipts journal	Permanent
Depreciation records	Permanent
Employee expense reports	7 years
Volunteer expense reports	7 years
Independent contractor expense reports	7 years
Employee payroll records (W-2, W-4, annual earnings records, etc.)	7 years
Financial statements (annual)	7 years
Financial statements (interim/internal)	7 years
General journal or ledger	Permanent
Inventory lists	Permanent
Invoices	7 years
Membership Lists	Permanent
Payroll journal	7 years
Petty cash vouchers	7 years

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Article X. CONFLICT OF INTEREST POLICY

Section X.01 Purpose

- a. The purpose of the conflict of interest policy is to protect the interests of Apra as a tax-exempt organization 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 laws governing conflict of interest applicable to nonprofit/charitable organizations.

Section X.02 Definitions

- a. Interested Person
 - i. Any Director, Officer, or member of a committee with governing Board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- b. Financial Interest
 - ii. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 1. An ownership or investment interest in any entity with which Apra has a transaction or arrangement,
 2. A compensation arrangement with any entity or individual with which Apra has a transaction or arrangement,
 3. A proposed ownership or investment interest in or compensation arrangement with any entity or individual with which Apra is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
 - iii. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing Board or committee decides that a conflict of interest exists.

Section X.03 Procedures

- a. For any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Directors and members of committees with governing Board delegated powers considering the proposed transaction or arrangement.
- b. The Board or committee members shall decide if a conflict of interest exists.
- c. After disclosure of the financial interest and all material facts and after any discussion with the interested person, they shall leave the governing Board or committee meeting while the determination of a conflict of interest is discussed and voted upon.

Revised and Approved August 18, 2024



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