



Washington Association of  
**Conservation Districts**

Washington Association of Conservation Districts  
**Board Policy and Procedures**  
**Manual**

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## INTRODUCTION

### **SECTION 1. Welcome to WACD**

#### **Mission**

WACD is a voluntary, non-governmental association to serve as the collective voice of conservation districts and to advance the purposes of conservation districts and their constituents by providing leadership, advocacy, representation, influence, information, and products and services, and by protecting and advancing the locally-led principle.

#### **Vision**

Protecting and conserving natural resources for future generations.

#### **Purpose**

- (a) Provide district supervisors, staff, and partners with timely information, education, training, and leadership.
- (b) Represent conservation districts at the state, regional, and national level to protect and promote conservation districts' interests, stability, roles, growth, and support.
- (c) Serve as a link between conservation districts and their state and federal partners, tribes, and other organizations to preserve and advance the locally-led principle and the role for conservation districts.
- (d) Facilitate the resolution of natural resource-related problems working through partnerships and providing direct influence.
- (e) Serve as a communication link among conservation districts to help keep districts informed, build unity, and improve coordination of collective action.
- (f) Provide benefits to all conservation districts and WACD, through the WACD Plant Materials Center's conservation plant materials and other products and services.
- (g) Inspire and educate conservation district supervisors to a full understanding and acceptance of their responsibilities for leadership and local governance.

#### **Non-Profit Corporation.**

The Washington Association of Conservation Districts (WACD) is a nonprofit, tax exempt organization [WACD as 501(c)(6)]. Maintenance of its tax-exempt status is important both for its continued financial stability and for public support. The following policies and procedures are adopted in accordance with IRS Form 990, Part VI, Line 11b, Organization's Process to Review IRS Form 990, in order to provide the required procedures to address potential conflicts of interest.

### **SECTION 2. Purpose of Manual**

The Manual contains the administrative policies and ethical standards that the Board has adopted. These policies and procedures are supplemental to, and not in contradiction of, the Association's articles of incorporation and bylaws.

## **ASSOCIATION POLICIES AND OPERATIONS**

### **SECTION 1. HOURS OF OPERATION**

#### **PART 1. Executive Office.**

- (a) The executive office is located in Olympia, Thurston County, shall have normal office hours for executive management staff of 8:00 am to 5:00 pm, Monday through Friday. Access to the executive office is by appointment only.
  
- (b) The standard work week for executive management staff is 40 hours for full-time employment. Individual work schedules may vary due to funding requirements and/or WACD program needs. This may include evenings and weekends.

#### **PART 2. Plant Materials Center.**

- (a) The Plant Materials Center is located in Bow, Skagit County, shall have normal operating hours for full-time staff of 7:00 am to 3:30 pm, Monday through Friday.
  
- (b) Staffing needs and operational demands may, from time to time, necessitate variations in starting and ending times as well as variations in the total hours that may be scheduled each day and week. Individual work schedules may vary as determined by the Director of Nursery Operations.

### **SECTION 2. CONFLICT OF INTEREST**

#### **PART 1. Definition of Conflict of Interest.**

The following policy is adopted in accordance with IRS Form 990, Part VI, Line 12 (a & b), in order to provide the required procedures to address potential conflicts of interest. This policy is intended to supplement, but not replace, federal and state laws governing conflicts of interest applicable to nonprofit corporations. It applies to the WACD Board of Directors and WACD employees, as well as their relatives and associates, who are hereinafter referred to as "interested parties."

A conflict of interest may exist when the interests or concerns of an interested party may be seen as competing with the interests or concerns of WACD, or where an interested party directly or indirectly benefits or profits because of an action by WACD. The variety of situations that raise conflict of interest concerns include, but are not limited to, the following:

- (a) Financial Interests - A conflict may exist when an interested party directly or indirectly benefits or profits because of a decision, policy or transaction made by WACD. Examples include situations such as:
  - (1) WACD contracts to purchase/lease goods, services, or property from an interested party.
  - (2) WACD offers employment to an interested party, other than a person who is already employed by WACD.
  - (3) An interested party uses his or her relationship with a WACD client or contractor to obtain employment, a contract or other benefit.
  - (4) An interested party is provided use of the facilities, property, or services of WACD in a manner that would not be available to other community members.

- (5) WACD adopts a policy or resolution that specifically creates a financial benefit to an interested party.
- (b) Other Interests - A conflict also may exist where an interested party obtains a non-financial benefit or advantage that he/she would not have obtained absent his/her relationship with WACD. Examples include where:
  - (1) An interested party seeks to make use of confidential information obtained from WACD or a WACD client or contractor for his/her own benefit (not necessarily financial).
  - (2) WACD adopts a policy or resolution that provides a significant non-financial benefit to an interested party.
- (c) Prohibitions - Employees are prohibited from performing work which could be construed as a "conflict of interest" by using WACD's name, equipment, or facilities for personal gain. Employees are prohibited from receiving any fee, commission, or gift in return for award of a bid, contract, subcontract, etc. For more information, see Anti-Kickback Act, 18 U.S.C., 40 U.S.C., 276b, 276c, 41 U.S.C. 51-54.

**PART 2. Disclosure of Potential Conflicts of Interest.**

- (a) An interested party is under a continuing obligation to disclose any potential conflict of interest as soon as it is known or reasonably should be known.
- (b) WACD Board of Directors and key WACD employees shall complete an Affirmation of Compliance form (Appendix A) when they join the board or staff and annually thereafter.
- (c) Any interested party shall complete and submit within fifteen (15) working days the Conflict-of-Interest Disclosure Statement (Appendix B) to disclose any potential conflicts of interest.
- (d) The WACD Board of Directors designates the WACD Executive Director as the reviewing official who is responsible for bringing potential conflicts to the attention of the WACD Board of Directors. Disclosure Statements and Affirmations of Compliance forms shall be submitted to the WACD Executive Director. The WACD Executive Director shall file copies of all disclosure statements with the official corporate records of WACD.
- (e) Where a potential conflict of interest applies to the WACD Executive Director, the WACD President shall serve as the reviewing official.

**PART 3. Violations of Conflict-of-Interest Policy.**

- (a) If either the WACD Board of Directors or the WACD Executive Director has reason to believe that an interested party has failed to disclose a potential conflict of interest, the WACD Executive Director shall inform the person of the basis for such belief and allow the person an opportunity to explain the alleged failure to disclose. The interested party shall submit the required disclosure documents within fifteen (15) working days where it is agreed that such submittal is required.

- (b) If the WACD Board of Directors decides that the interested party has in fact failed to disclose a conflict of interest, the board shall take such disciplinary and corrective action as it determines appropriate.
  - (1) For WACD directors and officers, disciplinary action may include written warning, written censure, loss of appointment, or removal from office in accordance with WACD bylaws.
  - (2) For WACD employees, disciplinary action may include written warning, written letter of reprimand, or dismissal.

### **SECTION 3. WACD ANNUAL CONFERENCE**

The Association shall convene annually for a conference.

- (a) The Board of Directors shall determine the date and location.
- (b) The purposes of the annual conference shall include, but are not limited to:
  - (1) Consideration of resolutions that have passed at the annual Area meetings or proposed at the annual conference;
  - (2) Consideration of changes to the Articles of Incorporation or Bylaws, or both; and
  - (3) Opportunities for attendees to network.

### **SECTION 4. WACD AREA MEETINGS**

Each Area of the Association shall convene annually, generally in the fall, to consider possible resolutions for consideration at the annual WACD meeting.

- (a) The host of the annual fall Area meeting shall be rotated among the districts in the Area.
- (b) The executive/planning committee for the annual Area meeting shall be comprised of the officers of the host district and the district board chair from the preceding year host district.
- (c) Each Area shall adopt bylaws.
- (d) The bylaws shall include how a vacancy in the position of Area Director is to be filled.

### **SECTION 5. WACD PERMANENT COMMITTEES**

#### **PART 1. Permanent Committees.**

The permanent committees of the Association are the same as specified in Part XII, Section 2 of the Bylaws:

- (a) Executive Committee;
- (b) Officer Recruitment Committee;
- (c) Finance Committee;
- (d) Legislative, Bylaws and District Policies Committee;
- (e) Natural Resource Policy Committee;
- (f) Ways and Means Committee; and
- (g) Tribal Relations Committee.

#### **PART 2. Committee Appointments.**

Pursuant to the Association Bylaws [Part X, Section 1(g) and Part XI, Section 3] the president has the discretion to appoint the following persons to the permanent committees of the Association, excepting the Executive Committee:

- (a) Supervisors from a district with current membership in the Association;
- (b) Associate Supervisors from a district with current membership in the Association;

- (c) District Managers/Directors or other WADE employees from a district with current membership in the Association.
- (d) Appointees under subparts (b) and (c) of this PART shall constitute no more than three (3) of any permanent committee.

**Part 2A. Finance Committee Appointments.**

- (a) The Finance Committee shall be of such size as determined by the President.
- (b) In making the appointments to the Finance Committee, the President shall give priority consideration to supervisors who have financial stewardship training and experience.
- (c) Members of the Finance Committee shall make every effort possible to take advantage of opportunities to receive training relating to financial stewardship responsibilities. The Executive Director shall facilitate opportunities for members to fulfill this expectation.

**Part 2B. Officer Recruitment Committee Appointments.**

- (a) Members of the Officer Recruitment Committee are the Immediate Past President and the Secretary, and other members appointed by the President.
- (b) The chair is the Immediate Past President.
- (c) Terms of the officers are set under Part V, Section 4 of the Bylaws.
- (d) Terms of other members are annual, with no limitation on the President to reappoint members for subsequent terms.

**PART 3. Committee Governance.**

- (a) In making appointments, the President shall try to appoint members who represent the west, central and east regions of the state.
- (b) The President shall determine the size of the permanent committees.
- (c) Terms of office shall be as follows:
  - (1) Terms of office for committee members shall be four years, with no limitation on the President to reappoint members for subsequent terms, subject to recommendations from the Executive Committee.
  - (2) Terms for committee chairs, if WACD officers, shall be as set forth under Part IV, Section 4 of the Bylaws.

**PART 4. Staff Support.** Staff support to the permanent and special committees, and advisory task forces, shall be determined by the Executive Director.

**PART 5. Committee Meetings.**

Committees shall convene as follows:

- (a) The Finance Committee will meet at least quarterly.
- (b) Other permanent committees are expected to meet at least once annually, excluding the annual Association meeting.
- (c) The Executive Committee meets at the discretion of the President or by request of the committee.

**PART 6. Resolution Review by Committees.**

Excepting the Officer Recruitment Committee, each permanent committee shall review standing policies and adopted resolutions since 1999 and make recommendations to the Board as to which policies and resolutions shall sunset.

- (a) Beginning no later than November 2018, every resolution and policy shall be reviewed at least every five years by the applicable permanent committee.
- (b) The review shall include recommendations from the permanent committees as to whether the resolution or policy should sunset, including a sunset date recommendation, or whether the policy or resolution should be retained.
- (c) Effective November 30, 2018, every new resolution and policy shall sunset after five years.

**PART 7. Parliamentary Law.** Roberts Rules of Order, latest edition, shall be the governing parliamentary law of the Association, Association committees and advisory task forces.

**PART 8. Duties of the Executive Committee.**

- (a) Those set forth under Part IX of the Bylaws;
- (b) Review the budget recommended by the Finance Committee and forward to the Board for final consideration and adoption;
- (c) Make recommendations to the Board for changes to internal Association policies;
- (d) As needed, review and recommend action on Area resolutions;
- (e) As appropriate, draft resolutions for membership consideration at the annual meeting; and
- (f) Monitor executive staff in their work with the Association lobbyists and the Washington State Conservation Commission in creating and implementing a strategy for achieving long-term sustainable funding. The strategy shall include the Association membership in reminding legislators that the CDs and the Legislature share constituent communities in responding to the state's natural resource challenges.

**PART 9. Duties of the Officer Recruitment Committee.**

- (a) Receive nominations for elected officer positions.
- (b) Interview all candidates for any of the elected officer positions for the Association;
- (c) Report to the membership at the business session of the annual Association conference on the interviews and the nominees for each position up for election;
- (d) When there are two or more candidates for any officer position, the Officer Recruitment Committee shall not recommend any candidate to the membership; and
- (e) All candidates shall be afforded the opportunity to address the membership on their candidacy before the election.

**PART 10. Duties of the Finance Committee.**

- (a) The role of the finance committee is primarily to provide financial oversight for the organization, making sure that financial matters are being conducted legally, ethically, and efficiently. Responsibilities include developing recommendations for the board of directors relating to budgeting and financial planning, financial reporting, internal controls, and accountability policies, audits, and investments.

(b) Budgeting and Financial Planning.

- (1) Develop a fully integrated annual operating budget with staff;

- (2) Monitor adherence to the budget and function as a watchdog to keep income and expenses pointed toward the mission;
- (3) Develop long-range financial goals along with funding strategies to achieve them;
- (4) Develop multi-year operating budgets that integrate strategic plan objectives and initiatives;
- (5) Present all financial goals and proposals to the board of directors for approval;
- (6) Work with staff to develop useful and readable financial reports; and
- (7) Work with staff to understand the implications of the reports.

(c) Internal Controls.

- (1) Create and update as necessary policies for board approval that help ensure the assets of the organization are protected;
- (2) Ensure policies and procedures for financial transactions are documented in a manual which is reviewed and updated, as necessary; and
- (3) Ensure that approved financial policies and procedures are followed.

(d) Audits.

- (1) With the approval of the board of directors, recruit, select, and evaluate the auditor;
- (2) Confer with the auditor about trends in the organization's financial picture;
- (3) Review the draft audit review and 990 as presented by the auditor;
- (4) Present the audit review report to the board of directors; and
- (5) Review the management recommendations from the auditor and ensure follow up on any issues identified.

(f) Investments.

- (1) Review and update as necessary the investment policy;
- (2) Ensure provisions of the policy are followed; and
- (3) Hire, with the approval of the board or directors and evaluate the investment manager/advisor.

(f) Insurance.

- (1) Annually review and update as necessary the proper insurance coverage to minimize the organization's risk exposure.

**PART 11. Duties of the Legislative, Bylaws and District Policies Committee.**

- (a) Review and act on bylaws resolutions and amendments at the annual meeting.
- (b) Resolve Bylaws interpretations.
- (c) Review and act on Area resolutions at the annual WACD meeting.
- (d) Discuss and recommend positions on legislation and policy matters that are external to the Association, and which may have an impact on the Association.
- (e) Discuss and recommend policies or resolutions relating to district operations (e.g., operational aspects of conservation service delivery; district management; conservation accountability and performance program, local assessments or rates and charges process; elections and appointments; information technology; fiduciary management; district consolidation; grant application and management; promoting conservation education programs; local work groups.)

**PART 12. Duties of the Natural Resource Policy Committee.**

- (a) Review and act on Area resolutions at the annual WACD meeting.
- (b) Discuss and recommend policies or resolutions relating to natural resource issues.

**PART 13. Duties of the Ways & Means Committee**

- (a) Develop policy recommendations for the Board of Directors related to the resolutions adopted by the membership.
  - (1) Collect and summarize conservation district input, and use the input to develop draft policies, resolutions, and position statements.
  - (2) Provide information to key Association decision makers.
- (b) After resolutions are adopted each year, the committee should:
  - (1) Attempt to identify which resolutions are feasible in the short term, within staff capacity, available funding, and also taking into consideration the urgency of the resolutions.
  - (2) Develop recommendations to address resolution goals within available WACD resources.
- (c) Meet at least quarterly, with other meetings as needed.

**PART 14. Duties of the Tribal Relations Committee.**

- (a) Support and facilitate communication and training between conservation districts and tribes to promote and build working relationships that advance shared conservation goals for healthy natural resources.
- (b) Assist in building relationships at two levels:
  - (1) Technical Collaboration - Continue to build partnerships at the field level involving tribal and conservation districts' technical staff; and
  - (2) Leadership Partnership Building - Establish communication and understanding between tribal leaders, elders, council members or other appropriate tribal representatives and local conservation district supervisors.
- (c) As needed, review and recommend action of Area resolutions.

**SECTION 6. WACD SPECIAL COMMITTEES**

**PART 1. The Awards Committee.**

- (a) The Secretary who shall serve as chair.
- (b) Other members as determined by the President. The President is encouraged to consider appointing members representing the WSCC, WADE, and NRCS.

**PART 2. Duties of the Awards Committee.**

- (a) Review the nominations for each award and complete the ranking and selection process.
- (b) The committee shall follow the procedures set forth below.

**PART 3. WACD Sponsored Awards**

- (a) Conservation District of the Year. The annual District of the Year Award is selected from one of the six districts awarded the District Area of the Year Award as chosen by the Conservation Commission at the fall area meetings.
- (b) Eugene Schloz Outstanding Supervisor Award. Active district supervisors and associate supervisors who have made an especially valuable contribution to district conservation

- programs or to the state conservation movement.
- (c) Conservation District/Tribal Partnership Award. A conservation district and an Indian Tribe for creating a relationship that offers examples of regional conservation of natural resources for the betterment of all. The term "natural resources" is inclusive of healthy water, land, air, flora, and fauna.
  - (d) Wayne Reid "Young Tiger" Award. Any district supervisor or associate supervisor who has served as a supervisor or associate supervisor for six years or less at the time of nomination and has made an extraordinary effort to assist their district to meet its goals and objectives in a short period of time.
  - (e) Special Service Award. Anyone who has provided assistance, paid or unpaid, on District sponsored projects including supervisors, associate supervisors, staff, volunteers, and agency staff who have made an outstanding achievement and contribution in the field of conservation.
  - (f) Vim Wright "Building Bridges" Award. Any person who has worked within the arena of conservation to foster understanding, partnerships, and greater conservation through collaboration.
  - (g) Wildlife Farmer of the Year Award. Wildlife Farmer of the Year award is for an owner, lessor/lessee, or manager who actively engaged in a farming, ranching or forestry business over 50 acres in size.
  - (h) Wildlife Steward of the Year Award. Any conservation district cooperator who enhances wildlife habitat on their commercial or non-commercial farm and/ or forest smaller than 50 acres in size.
  - (i) Conservation Educator of the Year Award. Any Washington State licensed instructor employed in Washington at a private or public institution is eligible. Grades K-12, college, technical, and trade school instructors are all eligible to receive this award.

The Board of Directors may bestow other awards, special recognitions, and commendations as they deem appropriate.

The Board of Directors retains the authority to amend the list of awards and to stop the awards program at any time. The Board of Directors may add the award back onto the list with a majority vote.

## **SECTION 7. RESOLUTIONS**

- (a) Resolutions may be submitted to the Association by any conservation district, or Association committee, or by authorized task forces.
- (b) Resolutions shall meet the following format criteria:
  - (1) The resolution is on a single topic that has regional, state, or national significance.
  - (2) The resolution specifies a desired outcome(s) and time limit for action.
  - (3) The resolution is consistent with the mission, goals (at least one) and strategic direction of the Association.
  - (4) The resolution is achievable by the Association's or membership's staff and resources.

- (c) Conservation districts submit their resolutions at the fall area meetings. If approved at an area meeting, the resolution goes to the annual Association conference for further consideration.
- (d) All resolutions submitted to the Association shall be reviewed by the Executive Director and then assigned to the appropriate permanent committee.
- (e) Submitted resolutions shall be reviewed by the assigned permanent committee in advance of the business meeting at the annual Association conference. The permanent committees shall make recommendations on the assigned resolutions at the annual business meeting.
- (f) Resolutions shall be processed and brought before the general assembly membership at the business session of the annual conference in accordance with Association committee operating policies and procedures.
- (g) Resolutions approved by the membership shall remain in effect for five years, after which they shall sunset, unless adopted as a new resolution. Resolutions converted into Association policy or bylaws do not need to be reinstated as resolutions.
- (h) Within 60 days of the annual conference, the Executive Director shall establish a tracking document that includes the title, source, description, and status of each resolution adopted at the annual conference.
- (i) Within 90 days of the annual conference, the Executive Director shall transmit applicable adopted resolutions to the Washington State Conservation Commission, the USDA Natural Resources Conservation Service, and to any other agency or organization to which resolutions apply or by which action is required.
- (j) The Executive Director shall report on the status of adopted resolutions at the Association's Board of Directors meetings, at fall area association meetings, and at the annual Association conference.
- (k) The National Director shall:
  - (1) Transmit applicable adopted resolutions to the National Association of Conservation Districts (NACD); and
  - (2) At the quarterly meetings of the Board of Directors, report on the status of resolutions transmitted to or adopted by NACD.
- (l) The Executive Committee may make recommendations to the Association Board of Directors for relief from action on an adopted resolution when it finds that it is beyond Association resources to accomplish the resolution, or when it finds that a resolution is in conflict with other resolutions or activities vetted with membership and underway by the Association.

- (m) The Board of Directors may grant such relief and shall inform the source area(s) and authoring conservation district(s) of such action.

## **SECTION 8. RECORDS RETENTION**

- (a) It is the discretionary policy of WACD that the retention, storage, and archiving of its public records be done in a manner that is consistent with Chapter 40.14 RCW – Preservation and Destruction of Public Records.
- (b) This policy and associated procedures are discretionary and advisory only and shall not impose any affirmative duty on WACD. WACD reserves the right to apply and interpret this policy within its sole discretion and to revise or change the policy at any time.
  - (1) For the purposes of this policy, “WACD records” means records that WACD creates and records that WACD receives or collects in connection with the transaction of its business.
  - (2) WACD records may be physical or electronic, including paper records, photographs, microfilm, e-mails, websites, blogs, digital photos, text messages, tweets, and any emerging technologies used to conduct WACD’s business.
  - (3) Some WACD records have high retention value and should be stored for several years, while other WACD records have short-term or no retention value.
- (c) WACD shall retain, store, archive, and dispose of WACD records in a manner consistent with the Local Government Common Records Retention Schedule (CORE Schedule), available at <http://www.sos.wa.gov/>.
- (d) This policy is secondary to any current records requests for specific WACD records and any legal hold notices for records in response to potential litigation. Sensitive and confidential data must be protected from disclosure in accordance with applicable federal and state law.
- (e) The Executive Director of WACD shall designate a Records Officer who shall oversee WACD’s compliance with the state Public Records Act (PRA) and this policy. The Records Officer may delegate the responsibility of processing requests to other staff. Accordingly, any reference in this Policy to the “Records Officer” means the Records Officer or applicable designee.
  - (1) The Records Officer shall provide full assistance to requestors, ensure that WACD’s records are protected from damage, disorganization, and improper disclosure, and prevent the fulfillment of any PRA request from causing excessive interference with WACD’s essential functions.
  - (2) The Executive Director, or designated Records Officer, shall maintain and administer this policy, including drafting any updates and changes to these policies and procedures.
- (f) WACD records are available for inspection and copying during WACD’s normal business hours, which are Monday through Friday from 8:00 a.m. to 5:00 p.m., excluding legal

holidays. Records must be inspected at WACD's main office unless the requestor pays for copies as provided in this policy and in Chapter 42.56 RCW. Many commonly requested WACD documents are available on our website at [www.wadistricts.org](http://www.wadistricts.org).

- (g) WACD does not maintain records for its member conservation districts. WACD maintains only WACD records. If a requestor seeks the records of a WACD member, that request should be directed to the member. Similarly, requestors seeking to obtain records of government functions related to Chapter 89.08 RCW ("The Conservation Districts Law") should direct their requests to the Washington State Conservation Commission.
- (h) Record Index. WACD finds that it would be unduly burdensome and would interfere with WACD operations to maintain an index of records. WACD will make available for public disclosure all indices which may at a future time be developed for WACD use.

### **SECTION 9. BYLAWS**

The following schedule shall generally govern the process for proposing changes to the Association's Articles of Incorporation and Bylaws:

- (a) Before September 1<sup>st</sup>, the Legislative, Bylaws and District Policies (LBDP) Committee shall convene as often as necessary to consider and agree on recommended changes to the Articles or Bylaws or both.
- (b) Not later than mid-September, the LBDP Committee shall forward its recommended changes to each Area so that district supervisors have an opportunity to review the recommendations in advance of the October Area meetings.
- (c) In October, the recommendations should be discussed at the Area meetings and input provided to the LBDP Committee.
- (d) Prior to the agenda mailing deadline for the November meeting of the Board of Directors, the LBDP Committee shall finalize its recommendations to the Board.
- (e) The Board of Directors shall consider the recommended changes. Any changes supported by the Board shall be forwarded to the full membership for action consideration at the business meeting at the annual conference.

### **SECTION 10. TRAVEL AND OTHER EXPENSE REIMBURSEMENT**

It is the policy of the Association to reimburse only reasonable and necessary expenses incurred by Board of Directors, and that reimbursement requests are submitted and processed in a timely manner to facilitate proper budget management and accounting procedures. When incurring business expenses, personnel are expected to promptly report actual expenses, supported by required documentation.

#### **PART 1. Expense Report.**

Expenses shall not be reimbursed unless the individual requesting reimbursement submits a written Expense Report within 60 days of the completion of travel, but no later than 30 days after the end

of the fiscal year. Exceptions to the 60-day requirement are outlined below under subsection (7) of PART 2 of this policy, Special Considerations.

The Expense Report must include:

- (a) The individual's name
- (b) Date, origin, destination, and purpose of the trip
- (c) The name and affiliation of all people for whom expenses are claimed (i.e., people on whom money is spent in order to conduct Association business).
- (d) Receipts are required for all expenditures billed directly to the Association, such as airfare, registration, and lodging.
- (e) The Association will pay per diem rates for meals based on General Services Administration rates in effect at the time of travel. The Executive Director can allow exceptions up to the reasonable and actual cost of meals, if needed. (*approved at the Board Meeting on February 27, 2023*)
- (f) Individuals will be reimbursed for mileage at the current Washington State mileage reimbursement rate issued by the state Office of Financial Management.
- (g) Completed expense reports will be mailed to the WACD Bookkeeper.
- (h) All submitted expense reports will be reviewed by WACD's Bookkeeper for reasonableness of expenses claimed prior to issuing a check within 60 days of the event.

## **Part 2. Board of Directors Travel Reimbursement Eligibility.**

Official Director Duties and Eligible Expenses.

- (a) Official duties of directors are outlined in the Association Bylaws, Article VIII, inclusive of Officers' responsibilities under the Bylaws, Article X.
- (b) All specifically listed director activities are eligible for reimbursement, except where specified in writing by the President as not eligible for reimbursement.

## **PART 3. Insufficient Funds Provision.**

- (a) Where sufficient funds are not available to cover the full costs for reimbursement of eligible director expenses, the Association's Executive Director, if authorized by the Board of Directors, shall set priorities for reimbursement, and shall identify which expenses, or which duties, shall not be fully reimbursed. Duties incurring actual travel and lodging expenses for directors associated with Board of Directors meetings shall take priority for reimbursement.
- (b) The Executive Director, if authorized by the Board of Directors, may limit the reimbursement amount for eligible expenses to a percentage of actual expenses, or may specify a cap or maximum reimbursement amount to be shared among directors taking part in an official duty and seeking reimbursement.
- (c) The Executive Director shall inform directors of any enacted restrictions on travel reimbursement prior to meetings of the directors of the Association, and Association staff shall remind directors of any enacted restrictions when distributing reimbursement application forms to directors.
- (d) Teleconferences or other reduced-cost measures may be used to conduct Board of Directors meetings where cost-savings are required due to insufficient funds.

#### **PART 4. General Travel Requirements.**

- (a) Personal and Spousal Travel Expenses. Individuals traveling on behalf of the Association may incorporate personal travel or business with their company-related trips. However, individuals shall not arrange Association-related travel at a time that is less advantageous to the Association. Any additional expenses incurred as a result of personal travel, including but not limited to extra hotel nights, additional stopovers, additional mileage, meals, or transportation, are the sole responsibility of the individual and will not be reimbursed by the Association. Expenses associated with travel of an individual's spouse, family or friends will also not be reimbursed.
- (b) Air Travel. Air travel reservations should be made as far in advance as possible in order to take advantage of reduced fares. The Association will reimburse or pay only the cost of the lowest coach class fare available for direct, non-stop flights from the airport nearest the individual's home or office to the airport nearest the destination.
- (c) Saturday Stays. Individuals traveling on behalf of the Association are not required to stay over Saturday nights in order to reduce the price of an airline ticket. An individual who chooses to stay over a Saturday night shall be reimbursed for reasonable lodging and meal expenses incurred over the weekend to the extent the expenses incurred do not exceed the difference between the price of the Saturday night stay ticket and the price of the lowest price available ticket that would not include a Saturday night stay. To receive reimbursement for such lodging and meal expenses, the individual must supply, along with the Expense Report, documentation of the amount of the difference between the price of the Saturday stay and non-Saturday stay airline tickets.
- (d) Frequent Flyer Miles and Compensation for Denied Boarding. Individuals may not deliberately patronize a single airline to accumulate frequent flyer miles if less expensive comparable tickets are available on another airline.
- (e) Lodging. Individuals traveling on behalf of the Association may be reimbursed at the single room rate for the reasonable cost of accommodations. Convenience, the cost of staying in the city in which the hotel is located, and proximity to other venues on the individual's itinerary should be considered in determining reasonableness. Individuals shall make use of the available corporate and discount rates for lodging. "Deluxe" or "luxury" lodging rates will not be reimbursed. Travel must be beyond 50 miles from the individual's home location in order to be eligible for lodging reimbursement, unless meeting the requirements of subsection (7) of this section, Special Considerations.
- (f) Meals. The Association will pay per diem rates for meals based on General Services Administration rates in effect at the time of travel. The Executive Director can allow exceptions up to the reasonable and actual cost of meals, if needed. (*approved at the Board Meeting on February 27, 2023*). If a registration fee includes meals and if part of the meeting, you may not ask to be reimbursed for those meals. Meals that are not included in the registration fee but are an integral part of the meeting or conference may be

reimbursed at actual cost provided the cost was approved on the travel request and is listed on the registration form.

- (g) Ground Transportation. Individuals traveling on behalf of the Association are expected to use the most economical ground transportation appropriate for the circumstances.
- (1) Courtesy Cars - Lodging venues that have courtesy cars, which will take you to and from the airport at no charge, should be used by individuals traveling on behalf of the Association.
  - (2) Airport Shuttle or Bus - Airport shuttles or buses generally travel to and from all major lodging venues for a small fee. Individuals traveling on behalf of the Association should consider this alternative, if less expensive than another option, such as a taxi.
  - (3) Taxis/Rideshare Services - When courtesy cars and airport shuttles are not available, a taxi or rideshare service may be the most economical mode of transportation between an individual's home and the airport, or within travel destination local environs. Individuals traveling on behalf of the Association should consider using a taxi or rideshare service when the trip is for a limited time and minimal mileage is involved.
  - (4) Rental Cars - Individuals traveling on behalf of the Association will be allowed to rent a car while out of town, provided that the cost is less than other available alternative methods of transportation.
  - (5) Personal Cars - Individuals traveling on behalf of the Association are compensated for the use of their personal cars when used for Association business, including travel to and from the airport. Mileage will be allowed at the current Washington State mileage reimbursement rate (determined by the state Office of Financial Management).
- (h) Parking/Tolls. Parking and toll expenses, including charges for lodging parking, incurred by individuals traveling on Association business will be reimbursed. The costs of parking tickets, fines, car washes, valet service, etc., are the responsibility of the individual and will not be reimbursed. On-site airport parking is permitted for short, Association-related trips. For extended trips, individuals should use off-airport facilities.
- (i) Special Considerations.
- (1) Exceptions to the 60-day requirement for submittal of the reimbursement Expense Report include:
    - i. Payment of certain eligible reimbursement expenses by another party (e.g., State Conservation Commission, local conservation district), where expense determinations or reimbursement payments may be delayed by the other party, and where payment or partial-payment by another party may reduce costs to the Association.
    - ii. Credit card or personal billing cycles out of synchrony with dates of travel completion, plus 30 days; and,
    - iii. Illness or unavoidable personal delay.

- (2) Special considerations notwithstanding, travel expenses shall not be reimbursed where a request is submitted beyond 90 days of completion of travel.
- (3) Exceptions to the 50-mile lodging reimbursement eligibility requirement shall be determined by the Executive Director.

#### **PART 5. Shared Travel Reimbursements.**

- (a) The Association recognizes that individuals will incur travel expenses to attend certain events where another party (e.g., State Conservation Commission, local conservation district) will have the responsibility to share in reimbursement of expenses. These circumstances may include:
  - (1) WACD Annual Meeting, where a Board of Directors meeting precedes the event, and where the local conservation district is responsible for covering remaining expenses.
  - (2) WADE training conference, where a Board of Directors meeting precedes the event, and where the local conservation district is responsible for covering the remaining expenses.
  - (3) WACD Legislative Days, where a Board of Directors meeting precedes the event, and where the local conservation district is responsible for covering the remaining expenses.
- (b) When these events occur, the Association shall be responsible for reimbursing expenses for only that portion of travel resulting from Association-related duties. Eligible Association expenses may include mileage to/from the meeting location and one night's lodging.
- (c) Individuals are responsible for seeking reimbursement from other parties for other expenses for that event.
- (d) For purposes of this section, the President is always eligible for reimbursement of expenses resulting from travel representing the Association. The Association may accept cases where another party reimburses travel expenses for the President or other individuals conducting Association or related business.

#### **PART 6. Non-Reimbursable Travel Expenditures.**

The Association maintains that expenses in any category that could be perceived as lavish or excessive will not be reimbursed, as such expenses are inappropriate for reimbursement by a nonprofit organization. Expenses that are not reimbursable include, but are not limited to:

- (a) Travel insurance
- (b) First class tickets or upgrades
- (c) When lodging accommodation has been arranged by the Association and the individual elects to stay elsewhere, reimbursement is made at an amount no higher than the rate negotiated by the Association.
- (d) Reimbursement shall not be made for transportation between the alternate lodging and the meeting site.
- (e) Limousine travel.

- (f) Movies, liquor, or bar costs.
- (g) Membership at any country club, private club, athletic club, golf club, tennis club or similar recreational organization.
- (h) Participation in or attendance at golf, tennis, or sporting events.
- (i) Spa or exercise charges.
- (j) Clothing purchases.
- (k) Valet service and car washes for vehicles not owned by the Association.
- (l) Expenses for spouses, friends, or relatives. If a spouse, friend, or relative accompanies the individual, it is the responsibility of the individual to determine any added cost for double occupancy and related expenses and to make the appropriate adjustment in the reimbursement request.

**PART 7. Use of the Association’s Corporate Credit Card.**

- (a) Association officers and directors may be included in the use of the corporate credit card by Association staff for meals and other expenses when conducting official Association business, as an acceptable alternative to after-the-fact reimbursement procedures. Other persons are not to be included in a charge using the corporate credit card.
- (b) Other persons in attendance with officers and directors may be included in a corporate credit card charge when they are considered to be an integral part of Association business activities, at the direction of the President, or at the discretion of the Executive Director. Receipts shall be retained as specified in the Association’s Employee Policy and Procedures Manual. In those instances where, at the direction of the President or the discretion of the Executive Director, other persons’ charges are included on the corporate card, a written notation is to be made on the receipt recording the name(s) of the other individual(s) and their part in the Association business activity.

**Part 8. Company Vehicles**

- (a) WACD-owned vehicles or those rented by the WACD are for work only and may not be used for personal business.
- (b) Only WACD Employees and Board Members are authorized to drive WACD owned or rented vehicles.
- (c) WACD Board members and employees may designate someone as their representative to drive with prior notification to the Executive Director.

**SECTION 11. FINANCIAL ASSISTANCE TO ORGANIZATIONS**

The Executive Director may recommend to the Board of Directors that financial assistance be granted via memorandum of understanding to specified organizations if mutual educational, technical proficiency, or leadership benefits would result.

**Affirmation of Compliance**

1. I have received and carefully read the Conflict of Interest Policy for directors, officers and employees of the Washington Association of Conservation Districts and have considered the literal expression of the policy as well as its intent.
2. By signing this affirmation of compliance, I hereby affirm that I have read, understand, and agree to comply with the Washington Association of Conservation Districts Conflict of Interest Policy.
3. I further understand that Washington Association of Conservation Districts is a nonprofit organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes without personal benefit, other than by salary.
4. Except as otherwise indicated in the Disclosure Questionnaire and attachments below, I hereby state that neither I nor any relative or business associate has any conflict of interest, financial or otherwise that may be seen as competing with the interests of Washington Association of Conservation Districts. Also, neither I nor any of my relatives or business associates benefit from any action, policy or transaction made by Washington Association of Conservation Districts in a manner that has not been previously disclosed.
5. If any situation should arise in the future that I believe may involve me in a conflict of interest, I will promptly and fully disclose the circumstances as appropriate:
  - o Members of the Board and Executive Director: Report to the Board Chair.
  - o Washington Association of Conservation Districts employees: Report to the Executive Director.
6. I further certify that the information set forth in the Conflict of Interest Policy is true and correct to the best of my knowledge, information, and belief.

Signature: \_\_\_\_\_

Name (Please print) \_\_\_\_\_

Date \_\_\_\_\_

**Potential Conflict of Interest Disclosure Statement**

Please complete the questionnaire below, indicating any potential conflicts of interest. If you answer "yes" to any of the questions, please provide a written description of the details of the specific action, policy or transaction in the space allowed. Attach additional sheets as needed.

A conflict may exist where an interested party directly or indirectly benefits or profits as a result of a decision, policy or transaction made by the WACD. The interested party would not have obtained this benefit were it not for his/her relationship with the WACD.

- Has the WACD proposed to contract or contracted to purchase or lease goods, services, or property from you or from any of your relatives or associates?
- Board members only: Has the WACD offered employment to you or to any of your relatives or associates?
- Have you used your relationship with the WACD to obtain a contract, or employment for yourself or any of your relatives or associates, from a person or entity that does business with the WACD?
- Have you or any of your relatives been provided use of the facilities, property, or services of the WACD in a way that is not available to others who benefit from the organization's services?
- Have you, a relative or an associate been in a position to benefit financially from an action, policy or transaction made by the WACD?

Other issues or situations not addressed above:

Signature: \_\_\_\_\_

Name (Please print) \_\_\_\_\_

Date \_\_\_\_\_