**Friends of the Green Bay Trail**

**Policies and Practices**

**Board Meeting Practices** (adopted April 13, 2018)

**Frequency**. The board of trustees of Friends of the Green Bay Trail (FGBT) meets monthly, normally on the second Friday of the month.

**Materials for meetings**. Materials for board meetings should be sent by email at least two (and preferably five) days in advance and should include the following and other relevant materials:

* Agenda
* Minutes of last meeting
* President’s report
* Treasurer’s report to be presented at least quarterly
* Brief report of each standing committee
* Summary of any proposal to be made at the meeting

The materials should be sent as a single pdf file (for ease of printing) when practicable.

**Expected duration**. Meetings should be completed within an hour and a half, subject to extension if more time is required.

**Conduct of meetings**. Multiple agenda items that are not expected to require discussion may be acted upon by a single vote unless a trustee requests discussion of any particular item.

**Minutes of meetings**. Draft minutes of each board meeting should be distributed to all trustees within one week.

**Endowment Transfers** (adopted 5/10/2019)

In order to build the endowment of Friends of the Green Bay Trail (FGBT), for each calendar quarter FGBT shall transfer from its operating funds to its endowment account:

* an amount not less than 30% of the gross income of FGBT for the quarter;
* investment returns in the endowment account; and
* any contribution that the donor has directed be transferred directly to the endowment.

**Expense authorization**

Any expenditure exceeding $250 on behalf of FGBT, or any reimbursement of such an expense, must be approved by two trustees.

**Conflict of Interest** (adopted April 13, 2018)

In order to avoid any conflict or appearance of conflict between the interests of Friends of the Green Bay Trail (FGBT) and the interests of certain individuals associated with FGBT, the Board of Directors has adopted the following policy and procedures:

1. **Covered Persons**. The policy and procedures set forth in this policy statement are applicable to the following persons:

* All trustees and officers of FGBT and
* Any staff member identified by the Board of Trustees or the President as exercising substantial influence over the operations of FGBT.

All such persons are referred to as “Covered Persons.”

1. **Personal Business or Financial Interest**. A Covered Person shall not vote on, participate in, or use his or her personal influence with any other Covered Person in connection with any decision or the resolution of any issue or matter involving FGBT, or a member of the senior management staff of FGBT, being considered by any other Covered Person as to which the Covered Person (or a member of that person’s immediate family) has a business or financial interest in the outcome. For this purpose,

* the term “business or financial interest” includes any interest as an individual or as sole proprietor, owner, director, trustee, officer or partner in any entity. Such business or financial interest shall not be deemed to include ownership of less than five percent of the equity in any publicly-owned company, and
* the term “immediate family” includes the person’s spouse, life partner, parent, child and grandchild, including step and in-law relationships.

If requested, however, a Covered Person may make a presentation at a meeting of the Board of Trustees or the Executive Committee regarding an issue or matter in whose outcome he or she has a business or financial interest; but after such presentation, he or she shall refrain from participation in any discussion or decision involving the issue or matter.

1. **Annual Disclosure**. Each Covered Person shall annually complete a disclosure form identifying any business or financial interest in any actual or proposed transaction covered by this policy during the preceding 24 months. Such a transaction may be with FGBT or the senior management staff and may involve a sale or lease of goods, property or services. As part of the disclosure, the person making the disclosure shall affirm that he or she has read and understands this policy and intends to comply with it. Any reported violation of this policy shall be reported to the President for appropriate action.

This policy is meant to supplement good judgment, and board members and staff are expected to respect its spirit as well as its wording.

**Expectations of Trustees** (adopted April l13, 2018)

Each member of the board of trustees of Friends of the Green Bay Trail (FGB”) is expected to further the mission of FGBT in a variety of ways, including:

* Attending board meetings as reasonably practicable
* Serving on at least one board committee
* Serving as an ambassador of FGBT and its activities in the community and/or on the Trail
* Supporting, promoting and/or participating in the annual fundraising event
* Contributing to FGBT financially and/or through personal service
* Helping to identify, cultivate and recruit prospective volunteers, committee members and/or trustees