



*SkillsUSA Texas Board of Directors  
Board Organization and Operations*

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# **BOARD POLICY**

Adopted: 09/11/2016  
Last Revised: 09/11/2016

# SkillsUSA Texas – Board Policy

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## **PURPOSE**

The purpose of this Board Policy is to outline the responsibilities of the members of the SkillsUSA Texas Secondary Division Board of Directors. This Policy will be the working guidelines of the Board of Directors and detail how they are to oversee the operations of the SkillsUSA Texas Secondary Division Organization.

## **SCOPE**

This document is intended for the general oversight of the SkillsUSA Texas Secondary Division and its strategic initiatives and is not intended to oversee the day-to-day operation of the Organization.

\*\*\*\* End of Section \*\*\*\*

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Section:	2	<b>DEFINITIONS</b>	Rev.	0	Date	09/11/2016
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## DEFINITIONS

- 2.1** **Annual Budget**: Budget approved by the Board of Directors in the Formal Meeting preceding the start of the fiscal year.
- 2.2** **Board of Directors or Board**: The members as defined by this Policy that serve the Organization.
- 2.3** **Board Member**: Voting, elected, as described in this Policy, to serve on the Board of Directors.
- 2.4** **Committee**: Group of Board Members and/or professional members of the Organization brought together at the request of the Board chairperson.
- 2.5** **Committee Meeting**: Meeting called or requested by the Board chairperson to accomplish a specified goal/recommendation.
- 2.6** **District Director**: Person, or persons, appointed by the Board to oversee a SkillsUSA Texas district.
- 2.7** **Ex Officio Member**: A non-voting, non-elected member of the Board.
- 2.8** **Executive Director**: Person hired by the Board of Directors to run the day to day operations of SkillsUSA Texas and execute the goals of the Board of Directors.
- 2.9** **Formal Meeting**: A meeting as outlined in this Policy where official Organization business is conducted.
- 2.10** **Industrial Member**: A Board Member that represents industry as appointed in accordance to this Policy.
- 2.11** **Majority Vote**: Vote that is has 50% plus one of members present voting in favor of the motion. Votes must be conducted when a Quorum of the members are present.
- 2.12** **Organization**: SkillsUSA Texas, Inc., Secondary Division
- 2.13** **Board Policy or Policy**: This operating document that describes the duties of the Board of Directors that may be amended by the Majority Vote of the Board of Directors
- 2.14** **Quorum**: Presence of 50% plus one of the members of the Board of Directors at a meeting.
- 2.15** **SkillsUSA Texas**: National Career and Technical Student Organization (CTSO) recognized by the State of Texas. Legally defined as SkillsUSA Texas, High School Division.
- 2.16** **State Advisory Committee**: Committee as defined by the SkillsUSA Texas Constitution
- 2.17** **Teacher Advisory Committee**: Committee as defined by the SkillsUSA Texas Constitution
- 2.18** **Teacher Member**: A voting member of the Board elected by Professional Members, as defined in the SkillsUSA Texas Constitution, to represent a SkillsUSA Texas region.

\*\*\*\* End of Section \*\*\*\*

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## **BOARD MEMBER RESPONSIBILITIES**

### **3.1 Code of Conduct**

- 3.1.1 All Board Members must sign a code of conduct and conduct, attached hereto as Exhibit A.1, annually that demonstrates commitment to uphold the values of the Organization and present themselves in a professional manner at all times representing the Organization.

### **3.2 Conflict of Interest**

- 3.2.1 Board Members may not serve or work in a capacity outside of the Organization that causes a conflict with the duties described in this Policy. This would include, but not be limited to, serving on the Board of a competing Organization, working for a company with financial transactions with the Organization.
- 3.2.2 If a Board Member is in conflict of interest at any time, any Board Member may bring this to a vote at a Formal Meeting. Removal shall be by two thirds vote of the Board.

### **3.3 Meeting Attendance**

- 3.3.1 Members shall attend a majority of all Formal Meetings in a fiscal year. If Board Member is unable to attend the required number of Formal Meetings, the Board shall vote on whether the Member is removed. A Board Member may only be removed by a two thirds vote.
- 3.3.2 The Organization may provide reimbursement to Board Members for reasonable travel expenses for attendance to Board meetings, only if the Board Member is not being compensated by their school district or industry. Such reimbursed expenses shall be allowed for and approved in the Annual Budget. Reimbursement rates shall be in accordance with travel policies in the Organization's employee handbook.
- 3.3.3 The Organization may not pay the travel expenses of spouses and other persons who have no responsibilities or duties to perform for the Board when they accompany Board Members to Board-related activities.
- 3.3.4 All reimbursement requests must be submitted in accordance with the expense guidelines set forth in the SkillsUSA Texas Employee Handbook.

### **3.4 Oversight of Organization**

- 3.4.1 The Board exists to oversee the operations and strategic plan of the Organization. The Board may hire an Executive Director to assist with the execution of its role and responsibilities and to run the day-to-day operations of the Organization.
- 3.4.2 The roles and responsibilities of the Board shall include, but are not limited to, the following.
- 3.4.2.1 Determine the mission and purpose of the SkillsUSA Texas Organization;
  - 3.4.2.2 Select the Executive Director;
  - 3.4.2.3 Approve an Annual Budget;
  - 3.4.2.4 Support the Executive Director in furtherance of Organizational goals as jointly determined by the Board and Executive Director;

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- 3.4.2.5 Establish and monitor programs and services offered by the Organization;
  - 3.4.2.6 Acquire, dispose, and protect assets of the Organization
  - 3.4.2.7 Provide proper financial oversight;
  - 3.4.2.8 Ensure legal and ethical integrity;
  - 3.4.2.9 Enhance the Organization's public standing;
  - 3.4.2.10 Provide annual performance evaluation of the Executive Director;
  - 3.4.2.11 Establish job description and annual performance goals of the Executive Director;
  - 3.4.2.12 Establish district and regional boundaries;
  - 3.4.2.13 Approve the location of the Annual State Leadership and Skills Conference
  - 3.4.2.14 Present to the public, the philosophy, purposes, and the progress of SkillsUSA Texas;
  - 3.4.2.15 Accept legal responsibilities as required by law in the name of SkillsUSA Texas;
  - 3.4.2.16 All duties as outlined in this Board Policy; and
  - 3.4.2.17 All other duties as required by state and federal law.
- 3.4.3 All Board Members shall
- 3.4.3.1 Be informed about the Organizations mission, services, policies, and programs;
  - 3.4.3.2 Review agenda and supporting materials prior to Board and Committee Meetings;
  - 3.4.3.3 Serve on Committees as assigned by the Board Chairperson;
  - 3.4.3.4 Inform others about the Organization;
  - 3.4.3.5 Assist the State Advisory Committee in identifying possible Industrial Members;
  - 3.4.3.6 Follow all Board policies;
  - 3.4.3.7 Refrain from making special requests from the Executive Director and staff;
  - 3.4.3.8 Assist the Board in carrying out its fiduciary responsibilities; and
  - 3.4.3.9 All other responsibilities as provided by state law.
  - 3.4.3.10 Before accepting the assignment or responsibilities of being a Board Member, each individual must have the backing of their school district or industry, which they represent in regards to the ability to attend such meetings.
  - 3.4.3.11 Board Members shall serve without compensation.

### **3.5 Organizational Appointments**

- 3.5.1 The Board shall appoint, on an annual basis at the Formal Meeting immediately preceding the fiscal year, the following
  - 3.5.1.1 Attorney;
  - 3.5.1.2 Certified Public Accountant;
  - 3.5.1.3 Banks & Depositories;

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- 3.5.1.4 Investment Broker;
- 3.5.1.5 District Directors;
- 3.5.1.6 Insurance Agents/Agencies and Policies Issued;
- 3.5.1.7 All credit accounts (i.e. department credit cards, credit cards, standing lines of credit, etc.);
- 3.5.1.8 Any consultants or third party labor/service providers to be used; and
- 3.5.1.9 Any other outside services required to conduct the business of the Organization that are not defined by definite contract and specified budget cost.

\*\*\*\* End of Section \*\*\*\*

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## COMPOSITION OF THE BOARD OF DIRECTORS

### **4.1 Membership**

- 4.1.1 The State Constitution defines the required makeup of the Board of Directors.
- 4.1.2 The Board may elect to add Ex Officio Members and advisors to the Board as they see fit. These members must be appointed by Majority Vote annually in the meeting immediately preceding the start of the fiscal year.

### **4.2 Elections**

- 4.2.1 Election Process – Teacher Members
  - 4.2.1.1 Board elections shall be conducted in accordance with Article II of the SkillsUSA Texas Constitution.
  - 4.2.1.2 The Board Chair shall appoint an Election Committee for all elections at the meeting immediately preceding the start of the fiscal year. The Committee shall consist of a chair and at least two other members.
  - 4.2.1.3 The election Committee shall propose an election process to the Board at the fall meeting.
  - 4.2.1.4 The election Committee shall approve the ballot prior to the election. The election Committee shall also verify the qualifications of each nominee.
  - 4.2.1.5 In case of a tie, only those with the highest equal number of votes will be placed on a repeated ballot.
  - 4.2.1.6 In case of a tie in the election of Board Members, the election Committee shall determine the method of a runoff election. Runoff elections shall be held in a manner to give all eligible voters an opportunity to vote.
- 4.2.2 Special Elections
  - 4.2.2.1 Special elections may occur if there are errors in the standard election process or if circumstances beyond the control of the election Committee exist that prevent a standard election.
  - 4.2.2.2 The election Committee shall recommend a method of special election. The method of a special election shall be approved by Majority Vote of the Board prior to conducting special election.
- 4.2.3 Term of Service
  - 4.2.3.1 Industrial Members will be nominated by the State Advisory Committee and they shall be appointed by the Board by Majority Vote.
  - 4.2.3.2 Teacher Members will be elected on a rotating basis so that no more than one position from a single region is up for election in a given year.
  - 4.2.3.3 Newly elected Board Members will assume responsibilities to coincide with the summer Formal Meeting of SkillsUSA Texas and will continue in office for their full term, unless they officially resign or are removed for cause.
  - 4.2.3.4 All elected Board Members will serve a three-year term.



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4.2.3.5 All elected Board Members may only serve two consecutive terms.

### **4.3 Removal of Members**

#### 4.3.1 Removal for Cause

4.3.1.1 Any Professional Member of the Organization may bring a request for the removal of a Board Member from office. Such a request must be presented in writing to the Board Chairperson, documenting the reason(s) for removal from the Board.

4.3.1.2 The Board Chairperson shall conduct, or cause to be conducted, an investigation. Upon completion of the investigation, the Board Chairperson shall present to the full Board, in executive session, the original reason(s) for the request for removal and the results of the investigation.

4.3.1.3 The Board Member for whom the complaint was alleged against shall have the opportunity to address the issue before the full Board in executive session.

4.3.1.4 The Board shall vote regarding the matter before it and the two-thirds vote must be obtained for removal of Board Member.

#### 4.3.2 Resignation

4.3.2.1 To be effective, a Board Member's resignation must be in writing, signed by the member, and delivered to the Board Chairperson.

4.3.2.2 The Board may not refuse to accept a resignation.

4.3.2.3 Resignation is effective only upon acceptance by the Board Chairperson.

### **4.4 Filling of Vacancies**

4.4.1 Any vacancy occurring on the Board, whether by death, resignation, forfeiture, lack of qualifications or removal, shall be filled with Professional Members having the same qualifications as candidate for election.

4.4.2 If a vacancy occurs in the Board, the remaining members of the Board may fill the vacancy by appointment until the next regular Board election or may order a special election to fill the vacancy for the unexpressed term using the process stated herein.

4.4.3 If a Board position is filled by election, the fulfillment of that position shall not constitute the beginning of a new term served, but instead shall assume the term of the vacant seat.

\*\*\*\* End of Section \*\*\*\*

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## **BOARD OFFICERS**

### **5.1 Chairperson**

The duties of the chairperson shall be as follows.

- 5.1.1 Preside at all meetings of the Board;
- 5.1.2 Appoint all Committees and Committee chairs, unless otherwise instructed by the Board;
- 5.1.3 Serve as an ex-officio member of all Board Committees;
- 5.1.4 Call special meetings of the Board;
- 5.1.5 Have the right to discuss, make motions and resolutions, and vote on all matters coming before the Board;
- 5.1.6 Sign all legal documents, warrants, vouchers, and reports as required;
- 5.1.7 Decide all questions of order in accordance with Robert's Rules of Order, as modified by Board Policy;
- 5.1.8 Perform all customary duties of the office and other duties as may be required by law or the Board;
- 5.1.9 Work in partnership with the Executive Director to set and accomplish the goals of the Organization;
- 5.1.10 Be the primary representative of the Board with funders or at meetings in the community;
- 5.1.11 Work with the State Advisory Committee to identify new Industrial Members of the Board;
- 5.1.12 Play leading role in fundraising activities; and
- 5.1.13 Coordinate the Executive Director's annual performance evaluation.

### **5.2 Co-Chairperson**

The duties of the associate chairperson shall be as follows.

- 5.2.1 Act in the capacity and perform the duties of the chairperson of the Board in the event of the absence, disability, or resignation of the chairperson; and
- 5.2.2 Perform other duties as prescribed by the Board.

### **5.3 Treasurer**

The duties of the treasurer shall be as follows.

- 5.3.1 Understand financial accounting for nonprofit Organizations;
- 5.3.2 Serve as chair of the financial Committee;
- 5.3.3 Manage, with the financial Committee, the Board's review of and action related to the finances of the Organization;
- 5.3.4 Work with the Executive Director to ensure appropriate financial reports are made available to the Board in a timely manner prior to Board meetings or as requested;

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- 5.3.5 Review the annual audit and answer Board Members' questions regarding the audit;
- 5.3.6 Assist Executive Director to prepare a proposed Annual Budget;
- 5.3.7 Review expenditures on a monthly basis for budget compliance; and
- 5.3.8 Perform other duties as directed by the Board

## **5.4 Secretary**

The duties of the secretary shall be as follows.

- 5.4.1 Keep or cause to be kept, an accurate record of the proceedings of each Board meeting;
- 5.4.2 Review Board records for accuracy and make sure matters of importance are properly recorded;
- 5.4.3 Sign Board meeting minutes;
- 5.4.4 Assume responsibility of Chair in absence of Board Chairperson and the Co- Chair;
- 5.4.5 Provide notices of Board meetings in accordance with Board Policy and applicable law; and
- 5.4.6 Perform other duties as directed by the Board

## **5.5 Election of Officers**

- 5.5.1 The Board shall elect a Chairperson, a Co-Chairperson, Treasurer and a Secretary on an annual basis at the meeting preceding the start of the fiscal year. Officers must be current Board Members. Officers shall be elected by Majority Vote of the Board Members present and voting.
- 5.5.2 Each officer shall perform any legal duties of the office and other duties as required by the Board.
- 5.5.3 Board officers can serve no more than two consecutive years in the same office.
- 5.5.4 A vacancy among the officers of the Board, other than the Chairperson, shall be filled by majority action of the Board. A vacancy in the Chairperson position shall be filled by the Co-Chairperson, and a new Co-Chairperson shall be elected.

\*\*\*\* End of Section \*\*\*\*

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## **BOARD OF DIRECTOR MEETINGS**

### **6.1 Formal Meetings**

- 6.1.1 The Board shall have three Formal Meetings each fiscal year. These meeting shall be as follows:
  - 6.1.1.1 Summer-Meeting preceding the start of the fiscal year.
  - 6.1.1.2 Fall
  - 6.1.1.3 Winter
- 6.1.2 A Quorum is required for each Formal Meeting.
- 6.1.3 Agendas shall be set by the Board Chairperson and sent out with backup documentation three business days before the meeting to allow for adequate preparation by the members for these meetings.
- 6.1.4 General agendas for Formal Meetings are contained in the Board Work Plan attached hereto as Exhibit B.
- 6.1.5 Formal Meetings are open to all members of the Organization. The Board may allow for public comments during the meeting.

### **6.2 Special Meetings**

- 6.2.1 Any member of the Board or Executive Director may request a special meeting.
- 6.2.2 The Chairperson, in consultation with the Executive Director, shall determine the date, time, and location of a special meeting.
- 6.2.3 Board Members may attend special meetings in person, via conference call, or via video conference.
- 6.2.4 A Quorum is required for special meetings.
- 6.2.5 Special meetings are limited in purpose to
  - 6.2.5.1 Budget adjustment or expenditure approvals; or
  - 6.2.5.2 Take action on an item of business that cannot wait until the next Formal Meeting.

### **6.3 Executive Session**

- 6.3.1 Executive session meetings may be called by the Board Chairperson at any formal or special meeting or in accordance with the current revision of Robert's Rules of Order.
- 6.3.2 Only Board Members and invited guests of the Board Chair Person may be allowed into Executive Session meetings.
- 6.3.3 Records for Executive Session meetings shall be in compliance with the current version of Robert's Rules of Order.

### **6.4 Budget Review Meetings**

- 6.4.1 The Board may confer on a monthly basis to review the monthly checking accounts reconciliation, profit and loss YTD, budget projections, balance sheet.

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- 6.4.2 The Treasurer or Executive Director shall send the reports listed above to Board Members no later than 24 hours in advance of the budget review meeting.
- 6.4.3 Members may attend in person, via conference call, or via video conference.
- 6.4.4 A Quorum is not required.
- 6.4.5 The Board shall not vote on any business, including budget adjustments. Any budget adjustments or expenditures shall be voted on in a Formal Meeting or special meeting.

## **6.5 Committees and Committee Meetings**

- 6.5.1 Standing Committees shall be established per the Board Work Plan, attached hereto as Exhibit B.
- 6.5.2 Committee chairs must be Board Members. Committee members may consist of Professional, Active and Alumni member of the Organization.
- 6.5.3 The Board may from time to time as it deems necessary create Committees to facilitate the efficient operation of SkillsUSA Texas. Special Committees shall be assigned by the Chairperson.
- 6.5.4 No decisions made in Committee Meetings are final. All recommendations made in Committee Meetings must be brought before the Board for a final vote.

## **6.6 Meeting Records**

- 6.6.1 Secretary shall take, or have taken, record of all formal and special meetings and executive sessions in accordance with Board Policy and the current version of Robert's Rules of Order.
- 6.6.2 Meeting records must include at a minimum
  - 6.6.2.1 Record of attendance.
  - 6.6.2.2 Record of all votes including nomination, second, those in favor and those opposed. Votes shall be recorded as individual votes.
  - 6.6.2.3 Record of significant events and reports provided at the meeting.
- 6.6.3 Committee Meetings shall appoint a note taker to take notes for all Committee Meetings held. These records must be given to the Secretary in printed/written form after completion of the meeting.

\*\*\*\* End of Section \*\*\*\*

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## ORGANIZATIONAL OVERSIGHT BY THE BOARD OF DIRECTORS

### 7.1 Fiscal Responsibilities

#### 7.1.1 Annual Budget

- 7.1.1.1 The Board shall adopt an Annual Budget at the Formal Meeting immediately prior to the beginning of the fiscal year.
- 7.1.1.2 The fiscal year shall be September 1<sup>st</sup> through August 31<sup>st</sup>.
- 7.1.1.3 The Board shall establish when and how the Executive Director must submit an Annual Budget for consideration by the Board.
- 7.1.1.4 The Annual Budget shall be presented at least three business days prior to the meeting at which the Annual Budget is to be approved.
- 7.1.1.5 Once approved, the Annual Budget shall not be modified, except through a Majority Vote of the Board at a formal or special meeting.

#### 7.1.2 Expenditure Approval

- 7.1.2.1 All expenditures over \$1,500 must be approved by a minimum of two members of the Board prior to incurring the expense.
- 7.1.2.2 All expenditures under \$1,500 that are within the line item budget of the current Approved Budget do not need Board Member approval.
- 7.1.2.3 All expenditures under \$1,500 that are not within the line item budget of the current Approved Budget and are over \$100 must be approved by a minimum of two members of the Board prior to incurring the expense. Any item under \$100 may be expended without approval.
- 7.1.2.4 Approval process must consist of a paper trail, approved by the Board, that documents the following:
  - 7.1.2.4.1 Description and justification of expense;
  - 7.1.2.4.2 Amount of expense;
  - 7.1.2.4.3 Budget for expense, including remaining budget in the cost category; and
  - 7.1.2.4.4 Approval of the required Board Members.
- 7.1.2.5 Once approval process is complete the Executive Director may issue payment via approved payment methods. Records of approval must be kept for audit purposes.
- 7.1.2.6 Any goods or services expended over \$10,000 will require three quotes from comparable vendors, if possible.

#### 7.1.3 Accounts of Credit

- 7.1.3.1 Accounts of Credit include any account established that allows the user to spend monies that are not already in the account. (i.e. credit cards, department store cards, advance payments, rental contracts, etc.)
- 7.1.3.2 Accounts of Credit may only be established by Majority Vote of the Board.

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- 7.1.3.3 All expenditures via accounts of credit must be within the approved budget.
- 7.1.3.4 All expenditures through accounts of credit must be per the approved Expenditure Approval process.
- 7.1.3.5 Board Chairperson and Treasurer must have access to statements of all accounts of credit.
- 7.1.3.6 Board Treasurer must be an authorized user on all accounts of credit and must have the authority to cancel all accounts of credit.

### 7.1.4 Legal Matters

- 7.1.4.1 The Executive Director shall immediately notify the Board of any lawsuit, claims, or potential lawsuits involving the Organization by requesting a special meeting.
- 7.1.4.2 The Executive Director is authorized to sign contracts in accordance with the approved individual line items of the Annual Budget and this Policy.
- 7.1.4.3 Contracts that extend beyond the fiscal year or exceed the amount of \$25,000 require Board approval via Majority Vote.
- 7.1.4.4 Legal documents that are not otherwise addressed shall be signed by the Board Chairperson.

### 7.1.5 District Fiscal Policies

- 7.1.5.1 The Executive Director shall establish a uniform process for the monitoring and administration of all District financials.
- 7.1.5.2 All District accounts shall have the Executive Director as an authorized signer.

## **7.2 Organization Policies**

- 7.2.1 The Board shall ensure that the Executive Director maintain a current Employee Handbook and enforce all policies. These policies shall include at a minimum the following.
  - 7.2.1.1 Employee Expense Report Policy;
  - 7.2.1.2 Travel Policy;
  - 7.2.1.3 Equal Opportunity Employment Policy;
  - 7.2.1.4 Employee Conduct Policy;
  - 7.2.1.5 Vacation / Time Off Policy; and
  - 7.2.1.6 Affirmative action Policy.
- 7.2.2 The Board shall require that the Executive Director maintain the following Internal Control Policies at a minimum.
  - 7.2.2.1 Volunteer Conduct;
  - 7.2.2.2 Conflict of Interest Policy;
  - 7.2.2.3 Document Retention/Destruction Policy; and
  - 7.2.2.4 Crisis Management Plan.

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7.2.3 All changes to existing, approved policies must be brought before the Board by Majority Vote before they are to be used in the operation of the Organization.

7.2.4 The following documents are incorporated by reference, as if fully restated in full.

7.2.4.1 SkillsUSA Texas Constitution and Bylaws;

7.2.4.2 SkillsUSA Texas Rules and Regulations;

7.2.4.3 SkillsUSA Technical Standards;

7.2.4.4 SkillsUSA Texas Employee Manual; and

7.2.4.5 SkillsUSA Texas District Management Manual.

## **7.3 Organization Operations**

7.3.1 Organization Staffing

7.3.1.1 SkillsUSA Texas is an equal opportunity employer and adheres to all federal and state laws and regulations regarding the employment and termination of employees.

7.3.1.2 Executive Director

7.3.1.2.1 The Board of Directors shall establish the job description for the position of Executive Director and conduct an annual performance review of that individual. The Executive Director works under the direction of the SkillsUSA Texas Board of Directors. The Texas Executive Director is responsible for the supervision of the SkillsUSA Texas staff.

7.3.1.3 District Directors

7.3.1.3.1 District Directors shall be nominated by the Executive Director on an annual basis at the summer meeting. These nominations shall be approved by the Board by a Majority Vote.

7.3.1.3.2 District Directors are not employees of SkillsUSA Texas. The Board, upon the recommendation of the Executive Director, may remove a SkillsUSA Texas District Director from office for violation of the established role and responsibilities. The Executive Director shall then appoint an interim District Director to complete the term of the removed individual.

7.3.1.3.3 Each Board appointed District Director must:

7.3.1.3.3.1 Submit a financial report of the preceding fiscal year to the Executive Director prior to the start of the new fiscal year. The Board at the Formal Meeting immediately preceding the fiscal year shall approve this budget.

7.3.1.3.3.2 Attend Summer Trade & Industrial Teacher Conference, District Director Training, Fall Leadership Conference, the appropriate Midwinter Conference, District Spring Contests, State SkillsUSA Championship and Summer Officer Leadership Training.

7.3.1.3.3.3 Conduct a district planning session.

7.3.1.3.3.4 Plan, organize and conduct all district activities.



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7.3.1.3.3.5 Manage district funds, budget and accountability with the assistance and oversight by the Organization.

7.3.1.3.3.6 Comply with State SkillsUSA Contest rules in conducting spring contests. Must abide by and adhere to the SkillsUSA Texas Constitution and Bylaws.

7.3.1.3.3.7 Submit District Spring Contest results to the Executive Director within seven (7) days of the completion of Spring Contests. All results must be in accordance with State SkillsUSA Championship Contest Rules.

7.3.1.3.3.8 Establish and work with a District Advisory Committee to set the goals of the district.

7.3.1.3.3.9 Conform to all requirements detailed in the SkillsUSA Texas State Constitution.

### 7.3.1.4 Other Personnel

7.3.1.4.1 Executive Director shall recommend compensation levels for all employees. These compensation ranges must be submitted along with a positions job description to the Board for approval. Approval of new positions' job description and compensation ranges, including benefits, must be approved by a Majority Vote of the Board.

7.3.1.4.2 The Executive Director shall conduct an annual performance review of all SkillsUSA Texas personnel and report to the Board.

## **7.4 Audits**

7.4.1 The Board shall enlist the services of the appointed CPA to perform an annual financial audit in accordance with accounting standards.

7.4.2 The Board shall enlist the State Advisory Committee to perform an operational audit to ensure that all of the adopted policies and procedures listed within this Board polices are adhered to.

7.4.3 The Board shall audit all district financial statements.

7.4.4 All audits to occur on an annual basis at a minimum.

\*\*\*\* End of Section \*\*\*\*

# SkillsUSA Texas – Board Policy

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## FORMS

A.1 – Board Code of Conduct

# SkillsUSA Texas – Board Policy

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## WORK PLAN FOR THE BOARD OF DIRECTORS

### Quarterly Board Meetings

- Fall*
1. Assign Ad Hoc Committees to address issues of importance.
  2. Approve State Conference Location
  3. Budget Review
- Winter*
1. Executive Director performance Review
  2. End of Year Audit Presentation
  3. Appoint Board Election Committee
  4. Budget Review
- Summer*
1. New Board Member orientation.
  2. Sign code of conduct and conflict of interest policies.
  3. Election of Board of Director Offices.
  4. Assign chairs for Standing Committees
  5. Annual Budget review and approval.
  6. Appointments per Board Policy.
  7. Budget Review

### Committees

The Chairman in consultation with the Executive Director will organize the following standing Committees. Committees will be made up of 3 – 5 members.

#### Finance

The Finance Committee will continuously monitor the financial reports of SkillsUSA Texas. The Committee will review investments, monitor budget reports, and propose adjustments in Policy or actions needed to keep SkillsUSA Texas financially strong. The Committee will work with the Executive Director to develop an Annual Budget for approval by the Board. The chair of this Committee will be the current Board treasurer.

#### Program

The Program Committee will review program issues and make recommendations to the Board in the interest of the state Organization. Issues related to such

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programs as the SkillsUSA Texas Championships, Membership, Summer Leadership, and Skills USA Day will be discussed by this Committee and Policy issues related will be brought to the Board with recommendations. The Committee will work with the Executive Director to develop an annual plan that will outline the program activities for the following year. The plan will identify and prioritize any finances which must be raised.

## **Governance**

The governance Committee will review issues related to how SkillsUSA Texas shall be governed and organized at the state and local levels. Issues related to the basic documents of the Organization including, the student constitutions, articles of incorporation and bylaws, will be discussed by this Committee and Policy recommendations will be brought to the Board. Governance structure changes at all levels, as well as staff structures, will be the purview of this Committee.

The Committee will also conduct an annual review of the Executive Director's performance and recommend to the Board actions related to his/her employment regarding job descriptions, salary or incentive pay, benefits, personal objectives or future contractual arrangements. In the event of the need to replace the Executive Director, this Committee will recommend requirements to the Board, conduct the search and interview process and make recommendations to the full Board. Further, this Committee will review the annual compensation plan and incentive recommendations for the entire staff, as well as personnel policies. The Committee will make recommendations to the Board and its composition shall consist entirely of Board Members and shall limit its size such that a Quorum shall not be formally assembled.

## **Appointments and Terms**

Annually, at the summer meeting, the new president will reorganize the Board Committees by:

1. assigning new members to standing and/or special Committees;
2. moving existing members to new Committees if necessary; and
3. appointing a chairperson to each Committee.

The term for Committee membership and chairmanship shall be one year and can be renewed for as many years as needed and as determined by the President.

## **Committee Meeting Procedures**

Prior to regular Board meetings:

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1. Each Committee chair and member will receive a file from the Executive Director and staff outlining the issues on which Board action is required.
2. If necessary, the chairperson will call Committee members or the Executive Director to discuss the issues or to seek clarifying information.
3. In an approximate three-hour time block immediately preceding each regular Board meeting, each Committee will meet to discuss its issues and to prepare recommendations for the subsequent Board meeting.

During the quarter:

1. Regular reports related to the Committee's assignment will be forwarded to the chair.
2. Issues which require ongoing work will be organized for completion at the discretion of the chairperson.