

**Policies and Procedures
Impact 100 Baldwin County**

I. Membership and Affiliation Policies and Procedures

A. Affiliations

The only way to have an affiliation with Impact 100 Baldwin County is to be a Member or a Donor during the current membership year.

B. Member Affiliation

A woman becomes a member of Impact 100 upon receipt of her annual dues. Membership dues are to be post-marked by the membership deadline. Acceptable sources of the dues are:

1. A membership may be funded entirely by the member
2. A membership may be funded entirely by another entity (a business, trust, or another individual).

A membership may be funded by a combination of funds coming from any **two** of these sources: the member, a business, a trust, or other individuals. All contributions should accompany the member's application, except in the case of a matching contribution from a business. In the event of an employer match, the employer must approve the match by the membership deadline. No more than two entities can fund a membership. Exceptions may be allowed at the discretion of the Executive Committee.

C. Non-member Donor Affiliation

An individual or entity who makes a donation to Impact 100 and is not a Member is a Supporter. If the donation is made to fund a membership, then the Supporter becomes a Sponsor. Supporters and Sponsors have no membership rights. Donations may be made in honor of or memory of someone. Acknowledgement will be sent to the donor, as well as the honoree or family of the memorial gift.

D. Restriction of use of donations

One hundred percent of membership dues is restricted to fund grants. All other donations may be used to cover administrative expenses unless the donor(s) requests the donation be restricted to the grant fund and the donation is in multiples of \$1,000. The Board of Directors has the authority to direct additional funds from its operating account to the grant fund as it deems appropriate.

E. Tax receipts

Each donor receives a tax acknowledgement at the time the donation is received. A donor may request an additional tax statement at any time.

F. Types of Payments accepted

Donations may come from cash, a credit card, or PayPal, business checking account, stocks or bonds, a personal, foundation, or trust. If dues are paid using a credit card or PayPal, a surcharge (currently \$30) is added to cover processing costs.

G. Membership Year

The membership year is the same as the fiscal year for Impact 100 Baldwin County. The fiscal year is December 1 – November 30.

H. Dues

Annual membership dues are \$1,000 and provide voting rights and full membership participation for one person.

I. Awarding matching funds for subsidizing memberships

Occasionally funds are available to subsidize memberships. If a woman is in need of a subsidy she should submit a written request (email or US mail) to the Executive Committee before February 15th. The request should contain 1) the amount of subsidy, 2) why the need, and 3) her proposed participation in the organization. Executive Committee will reply to requester no later than the end of March.

J. Disclosure of Members, etc.

Members and Supporters may be listed on the website.

K. Member only functions

Only members may attend the Annual Meeting and the Membership Celebration. Women who join Impact 100 after the conclusion of the membership drive may be invited to attend the Annual Meeting but will not have a vote until the following membership cycle. Only members can serve on Focus Groups and vote in the grant selection process. Supporters and Sponsors, as well as prospective members, may be invited to the Membership Kick-Off event, membership socials and Just For Fun events.

L. Nondiscrimination policy

Impact 100 membership does not and shall not discriminate on the basis of race, religion, national origin, disability, or age as long as the member is over 18 years old. We are committed to providing an inclusive and welcoming environment for all Impact 100 members, volunteers, vendors, donors and nonprofits.

M. Whistleblower protection

All members are protected under a whistleblower policy. Concerns should be directed to the President or the Chair of the Governance Committee.

N. Solicitation prohibition

Support of the Impact 100 Mission by area businesses is necessary and actively encouraged. However, the use of that support by a business owner or employee of that business to enhance its own revenues is prohibited. Membership data is not to be used for solicitation or any other personal, professional or corporate business purpose.

II. Board of Directors, Officer and Committee Policies and Procedures

A. Responsibilities of Board Members

1. All board members are expected to assume a position of responsibility.
2. Board members are expected to attend regular monthly board meetings. In the event a member misses more than 25% of the meetings, she may be asked by the Governance Committee to relinquish her position to allow the appointment of someone who has more time to devote to serving on the board.
3. All board members are expected to make a financial contribution above their annual membership dues to support the administrative account.
4. At the first meeting of every fiscal year board members will complete and sign all forms contained in the Board Manual including a Financial Conflict of Interest form. The President will read all potential conflicts into the minutes of the first meeting. Should a member become aware of any other conflict during the course of the year, she should disclose it at the next Board meeting and recuse herself from any matters related thereto. In the event a board member of Impact 100, or a member of her immediate family, is affiliated with any non-profit chosen as a finalist, she should disclose that relationship to the board of Impact 100 immediately upon the announcement of the grant finalists.
5. No board member shall assist any non profit in any aspect of the grant application process except in the case of any non-profit workshop which may be conducted by Impact 100 for the purpose of assisting all potential applicants who may require assistance completing the Impact 100 grant application.

B. Nomination of Directors

The Board will appoint 5 individuals to the Nominating Committee, to include at least 3 board members not up for re-election and up to 2 non-board members. Members of the Nominating Committee will appoint their own chair. The committee will solicit names for consideration from Impact members and board members, will vet the candidates, and present a list of qualified candidates to the entire board no later than the May Board meeting. The members of the Board of Directors will determine the slate of the incoming class by vote. Pursuant to Article III, 1 of the bylaws, Impact members will receive ballots for the purpose of electing the incoming class, and will be given 14 days to submit votes.

Newly elected board members may be invited to attend the meetings of the board that occur between the time of their election and the beginning of their term, but will not have a vote.

Pursuant to Article III, 5 of the by-laws, a vacancy on the board may be filled by the Board of Directors by appointment. If the balance of the term is less than two years, the appointment should not be considered a full term for the purposes of term limitation. If the balance of the term is two years or greater, it should be considered a full term.

C. Election of Officers

The nominating committee will compile a slate of officers for the upcoming year after seeking input from current board members. Nominations may be made from the floor. A nominee must receive a majority of the votes cast to be elected in the first ballot. If no candidate receives a majority of the votes cast, the top two vote recipients will be re-balloted for an instant run-off.

D. Standing Committees

The Standing committees of Impact 100 are: Executive Committee, Governance Committee, Membership Committee, Grants Committee, Financial Oversight Committee and Communications Committee. According to our bylaws, these must be chaired by a member of the board. Additional standing and ad hoc committees may be added with board approval. Each of these committees may form sub-committees to facilitate fulfilling the specific responsibilities of the committees as set forth in their committee charters. These subcommittees may or may not be chaired by a member of the board. The specific subcommittees needed will vary from year to year depending on the skills and interests of individual board members and officers and does not require board approval.

E. Bylaw and Policies Update

The Recording Secretary will maintain a current copy of the Bylaws and Policies and they will be made available on our website.

F. Record Retention Policy

In order to facilitate transparency, consistency, and fulfillment of board members' duty of care, the Impact 100 board will maintain and follow a schedule identifying record retention and destruction responsibilities.

III. Grant Policies and Procedures

A. Determining the number and amount of grants

The number of grants to be awarded will be determined by dividing the total grants pool by two numbers: the number of hundred thousands just below and just above the number of hundred thousands in the grant pool. Whichever amount is closest to \$100,000 will be the grant amount. The grant number will be whichever divisor yielded the amount closest to \$100,000. In the event that both calculations yield grant amounts equally close to \$100,000, the highest number of grants possible to award will be selected. If grant amount so determined is not an exact thousand, the grant amount is rounded up to the next thousand and funded from administrative funds. At recent and current membership levels, the minimum amount for grants will be \$80,000.

B. Determining the number of finalists and voting procedures

When we reach a threshold membership which would result in four or more grants to be awarded in a year, then each of the five focus groups would present the two most qualified grant proposals to the membership at large. If the focus group determines there are not two qualified grant proposals, the same procedure would be used as outlined in our policies and procedures that is used when there is no qualified grant proposal. Members would have the same number of votes as the number of grants to be awarded with only one vote allowed from an individual focus group area per ballot. When we reach a threshold of awarding six (6) or more grants, a member will cast one vote for a finalist from each of the five focus areas and the remaining vote(s) may be cast in any area. The number of finalists per focus group area would be increased again by one when we reach a threshold of nine or more grants to be awarded. Ballots that reflect more votes than the total number of grants to be awarded will not be counted. Ballots that reflect more than the allowable number of votes in any focus area will not be counted. The president's vote is only counted if needed to break a tie.

C. Grant Period

The grant period for all awarded grants will begin December 1 following award of the grant, and continue for twenty five (25) months, through December 31 of the second year.

D. Changes to the Grant Budget

No substantial changes in the budget of an active grant may be made without prior written approval of the Impact 100 Baldwin County Board of Directors. A "substantial change" for purposes of this paragraph is any change to the line item amounts specified in the budget that exceeds \$5,000 in totality. Changes must be consistent with eligibility requirements in the Grant Application and not violate any terms of the Grant Agreement.

E. Unexpended grant funds

Funds not expended by a grant organization during the timeframe allowed will be rounded up to the nearest thousand and expended in the next year's grants.

F. Grant Focus Areas

Arts and Culture: Initiatives that cultivate, develop, and enhance the cultural and artistic climate of Baldwin County.

Education: Initiatives that further the educational process or improve access to education for children and/or adults in the Baldwin County area.

Environment, Preservation and Recreation: Initiatives that restore, preserve, revitalize or enhance the natural resources, facilities, surroundings or recreational opportunities of the Baldwin County area.

Family: Initiatives that strengthen and enhance the lives of children and families living in the Baldwin County area.

Health and Wellness: Initiatives that improve the mental and/or physical well-being of people living in the Baldwin County area.

G. Eligibility Requirements for non-profits

Impact 100 Baldwin County will only accept proposals for funding from entities recognized as tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code. Applicant organizations need not be based in Baldwin County, but the proposed project or capital endeavor must be implemented in Baldwin County and primarily serve the residents of Baldwin County.

H. Waiting period for grant recipients

An organization that is awarded an Impact 100 Baldwin County grant may apply for a new grant the second year following the year of its award. In other words, an organization must sit out one grant application cycle after being awarded a grant; a grant recipient in 2011, for example, is eligible to re-apply for a grant in the 2013 cycle.

I. Sharing publicity for nonprofits

In the interest of avoiding the appearance of partiality to any nonprofits that have applied or may apply for a grant in the future, Impact 100 will only share appropriate information about events, awards, etc. on behalf of organizations that are current grantees. Exceptions may be allowed at the discretion of the president, especially if the information is directly related to a project or program previously funded by Impact

J. Requirement of Letter of Intent

An organization must submit a Letter of Intent by the deadline in order to be eligible to submit a grant proposal.

K. Submission of 501(c)(3) status

An organization that fails to submit proof of a 501(c)(3) with its Letter of Intent will be advised by the Grant Chair of the deficiency and granted an extension to the Grant Application deadline.

L. Eligibility for grant proposals

An organization may submit only one application each year, either individually or as a collaborative proposal with other 501(c)(3) agencies. The project may be a capital project, new program, or an expansion of an existing program. Should the sum total of any of the following ineligible items in an application exceed \$500, the application in its entirety will be deemed ineligible.

Applicants may not request funding for any of the following activities or expenditures:

- General operating expenses or overhead, unless applicable to the new initiative or project to be funded by Impact 100
- Debt reduction or operational deficits
- Grants to individuals
- Endowment funding
- Interim or bridge financing
- Partisan, legislative, or political activity
- Fees paid to a grant writer
- Capital improvements or renovations to property for the grant project where the organization does not own or have at least a five-year lease or written agreement
- Projects of individual churches, religious organizations or bodies of worship that are intended to benefit only their specific denominations or congregations, or are exclusive with respect to others of differing beliefs
 - Faith-based projects/programs which require participation in activities of a particular faith, denomination or religion in order to benefit from the project or program
 - Benefits of the project or program must be available to any person, regardless of religious beliefs or practices.
 - Benefits of the project or program must not be dependent on any person being required to participate in any religious activity, ceremony or service.

M. Policy for grant proposals requesting less than the grant amount

If the requested amount from a grant applicant is less than the designated award amount by more than \$500.00, the application will be considered ineligible and will not be sent to a Focus Group for consideration. The Grant Chair will advise the applicant organization of its ineligibility.

N. Blind Discussion

On occasion, the circumstances of an organization or application may be brought to the board for discussion. Should a vote ensue, the members of the Grants committee or other board members who have knowledge of the grant application will abstain from voting. At no time during the grants process shall the name of an applicant organization be disclosed to anyone other than the Grants Chair and her co-chair and administrator, the members of the Focus Group to which an applicant submitted an application and any member assisting with the financial review of the application.

O. Policy allowing President, Grant Chair and Vice President to act under special circumstances

Should unanticipated circumstances arise with a grant applicant, the Grant Chair may bring the circumstances to the attention of the President and the Vice President without disclosing the name of the grant applicant's organization. This committee shall be empowered to determine a course of action with fairness to all other grant applicant organizations.

P. Withdrawal of a Finalist Organization

In the event that a finalist organization should withdraw from the selection process, the opening should be sent back to the focus group who selected the withdrawing finalist for a new finalist selection.

Q. Disclosure of number of grant applicants

The Board of Directors will be informed of the number of grant applicants in each focus area following the Grant Application deadline. The names of the grant applicant's organizations will not be disclosed until the grant review process is completed.

R. Public Disclosure of historical distribution of grant applicants by focus area

The historical number of grant applicants per focus area may be made available to the public.

S. Public disclosure of names of grant applicants

The names of organizations that applied for a grant may be made available to the public following the grant review process.

T. Feedback to non-finalists

All agencies who are not chosen as finalists will be given feedback explaining the strengths and weaknesses of their proposals with the belief this will encourage them to improve their proposal and apply again next year. The chair of each focus group will prepare the feedback and send to the Grant Chair who will send to the non-profits.

IV. Focus Groups

A. Conflict of Interest

1. A member may not serve on a committee if she or an immediate family member (spouse, child, parents) is a paid employee or a member of the board of directors of a 501(c)(3) that has submitted a grant request to that committee. She may serve on any of the four other focus committees. She may vote at the Annual Meeting.
2. Any member of Impact 100 who will directly gain financially from a grant awarded to a 501(C)(3) non-profit organization will not be able to serve on the committee reviewing the grant proposal, but will be entitled to vote at the annual meeting. At the convening of the first committee meeting of each of the respective focus area committees, all committee members, by voice disclosure, shall acknowledge any affiliation, past or present, with any of the applicant organizations. The focus chair shall document such disclosures and distribute to all committee members.
3. Members must meet the requirements outlined in Conflict of Interest and Full Disclosure.
4. Prior to receiving grant applications, a focus group member must sign a Conflict of Interest and Confidentiality form

B. Confidentiality

Members are not to discuss the identity of the applicants, or the contents of the applications or the Focus Group Committee discussions with anyone other than their own Committee members from the time the Focus Group process begins until after the Annual Meeting.

Board members who, through the process of carrying out their responsibilities and duties, become aware of any information pertaining to grants proposals or potential grants proposals, are not to disclose that information to anyone.

C. Code of Conduct

When representing Impact 100, members are expected to act respectfully and ethically. A member may be disciplined, removed from a focus group or committee, or have her membership activity restricted at the discretion of the Board for unethical or unprofessional behavior, including but not limited to:

- Unprofessional interactions with non-profit organizations
- Attempting to affect the outcome of finalist selection or the vote at the annual meeting
- Violating the terms of the Conflict of Interest and Confidentiality Agreement

D. Site Visits

There are some circumstances when a site visit may be optional:

1. The proposed project does not meet Impact 100 Baldwin County eligibility criteria.
2. The applicant organization itself is ineligible to submit a grant application under the Impact 100 Baldwin County eligibility guidelines.
3. If the amount of a grant application is less than the designated amount to be awarded by more than \$500.00, the application will be considered ineligible and will not be sent to a Focus Group for consideration. In this instance, the Grant Chair will notify the agency.

4. When an applicant organization is headquartered outside of Baldwin County, members of a focus group may request to conduct a telephone interview in lieu of a site visit if a suitable time and location for a site visit cannot be agreed upon.
5. Other requests for waivers will be handled on a case-by-case basis by the Grants Chair, in consultation with the Executive Committee, if necessary.

A site visit team may ask to see missing or new information and may take notes of its contents. Materials that are deemed relevant and/or clarifying to the grant application may be taken to the focus group for review by all its members as long as there is no significant change to the application. Gifts, mementos or promotional items are not allowed to be taken from the site visit.

E. Non-recommendation of finalists

The Board of Directors of Impact 100 Baldwin County and the members who serve on individual focus committees bear a responsibility to the membership at large to recommend finalists that, to the best of the committees' understanding, demonstrate sustainability as organizations and have proposed projects that meet the eligibility guidelines. The grant application and site visits, are, in part, designed to assist in this due diligence effort. To that end, any focus committee chair may bring to the full Board a non-recommendation proposal when significant questions of organizational sustainability or project eligibility arise. The Board reserves the right to authorize the non-recommendation of a finalist from any focus area on these grounds.

F. Financial Questions

The Grants committee may form a separate Financial Review Committee whose members shall be charged with reviewing the financial statements of all grant applications and submitting a list of questions and comments to each focus group, OR the Grants committee will ensure that at least one person with financial expertise is assigned as a member of each focus group. Each member of the Financial Review Committee, if it is utilized, will read and sign the Conflict of Interest and Confidentiality form prior to receipt of grants.

G. Right to Revise During the Grants Process

Every effort is made to have all revisions to grant policies and procedures set prior to the beginning of the grants process. However, should circumstances arise that, in the opinion of the Board, require a revision to policies and/or procedures during the process, Impact 100 Baldwin County reserves the right to make those revisions.