

# **Policies and Procedures**

**Approved by the Board of Directors of the Sustainable Farming Association of Minnesota  
September, 2010**

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## ADDENDA

Strategic Plan

Bylaws

Chapter Charter, Regional Committees

Chapter Charter, Incorporated Chapters

Book Keeping Procedures for Chapters

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Priorities for the President

Approved by the Board, March 7, 2008

**Policy:** The priorities of the SFA President shall be:

1. Strategic Planning: Develop a plan for updating the strategic plan as needed, working with the Executive Director and other key resources. Resources: Existing strategic plan, executive director, Events & Youth Outreach Coordinator, Steering Committee, outside professional facilitator.

2. Committees:

- a. Assure the effective operation of committees
- b. Appoint chairs and members of all committees as soon as possible
- c. Give mandates and expectations to each committee
- d. Monitor the progress of all committees
- e. Require reporting at each board meeting from every committee
- f. Act as liaison between committees.

Resources: Existing policy on the new committee structure passed in 2007, by-laws concerning committees, Steering Committee, present committee chairs

3. Policies and Procedures: Facilitate the completion and upkeep of a Policy and Procedure Manual. This was assigned to the Executive Committee on the recommendation of the Steering Committee and by a motion passed at a board meeting in 2007. Steering submitted an entire set of recommendations on this matter. Resources: Minutes from previous meetings, board secretary, Executive Committee, Steering Committee

4. Evaluations:

- a. Facilitate evaluation of the board of directors, which can be self-evaluation and/or outside evaluation.
- b. Facilitate evaluation of the Executive Director
- c. Oversee follow through of the evaluations.

Resources: Executive Director, Steering Committee, Nomination, Recruitment and Succession Committee

5. Organizational Sustainability: Work toward assuring that SFA is financially and structurally sustainable. Resources: Finance and Fundraising Committee, Steering Committee, Executive Director, advisors and consultants.

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Liability/Event Insurance

Approved by the Board, July 13, 2007

**Policy:** The Sustainable Farming Association of Minnesota will carry liability insurance to cover the organization and events sponsored by the organization.

## Standing Committees

Approved by the Board, April 20, 2007

**Policy:** The Sustainable Farming Association of Minnesota will have six standing committees: Executive, Steering, Fundraising and Financial, Events and Youth Outreach, Training and Chapter Development, and Nominating, Recruitment, and Succession. All directors will be assigned to at least one committee. Committees will have no more than three directors each, excluding the President who serves ex officio on every committee. The duties of these committees, in addition to those described in the by-laws are:

### Nominating, Recruitment, and Succession

1. Search out and recruit appropriate at-large Directors;
2. Oversee the succession of new Officers, and assure that each new Officer is well acquainted with their duties;
3. Plan in advance and oversee a smooth succession to a new Executive Directors, including supervision of the recruitment and hiring process;
4. Report to the board at all regular board meetings.

### Training and Chapter Development

1. Compose, compile, and maintain the "Orientation and Training Packet" for board Directors;
2. Facilitate the training and orientation of board Directors who are chapter representatives, including assuring that chapters have the materials needed for the representative being sent as a Director;
3. Facilitate the training and orientation of at-large Directors by sending the training materials directly to the incoming Director;
4. The President, as an ex officio member of the committee, will send a welcome/agreement letter to all incoming Directors, and will verify that a new Director has completed training and orientation;
5. Develop and implement practices to help chapters to grow and become more vital and effective;
6. Help to assure that chapters are up to date and in alignment with the organization's By-laws, practices, and policies;
7. Report to the board at all regular board meetings.

### Events and Youth Outreach

1. Work with the Executive Director and other staff to create, plan, promote, and manage the state organization's events;
2. Create, plan, implement, and oversee an effective youth outreach program;
3. Report to the board at all regular board meetings.

Staff, Officers and Directors Duties

Approved by the Board, April 20, 2007

**Policy:** The Sustainable Farming Association of Minnesota directors, officers and staff will have the duties and responsibilities described below and complementary to pertinent articles of the by-laws include:

**PRESIDENT**

1. Convene regularly scheduled Board meetings, and presiding or arranging for other members of the executive committee to preside at each meeting, in the following order: Vice President, Secretary and Treasurer;
2. Oversee Executive Committee meetings;
3. Serve as an ex-officio member of all committees;
4. Work in partnership with the Executive Director to make sure board resolutions are carried out;
5. Call special meetings if necessary;
6. Appoint all committee chairs and recommending who will serve on which committees;
7. Assist the Executive Director in preparing the agenda for board meetings;
8. Assure that new board members receive orientation by the Training and Orientation Committee;
9. Oversee searches for a new Executive Director;
10. Coordinate the Executive Director's annual performance evaluation;
11. Work with the appropriate committee to recruit new board members;
12. Act, along with the Executive Director, as a spokesperson for the organization;
13. Periodically consult with board members on their roles and helping them assess their performance;
14. Serve as the liaison between the board and the Executive Director.

**VICE PRESIDENT**

1. Chair committees on special subjects as designated by the board, and carrying out special assignments as requested by the board President;
2. Attend all board meetings;
3. Serve on the Executive Committee;
4. Understand the responsibilities of the board President and being able to perform these duties in the President's absence;
5. Participate as a vital part of the board leadership.

**SECRETARY**

1. Keep records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate bylaws and records are accurately updated and maintained;
2. Attend all board meetings;
3. Serve on the executive committee;
4. Maintain all board records and ensuring their accuracy and safety;

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5. Assume responsibilities of the President in the absence of the board President, President-elect, and Vice President;
6. Provide notice of meetings of the board and/or of a committee when such notice is required.
7. Implement systematic reviews of policy that have been in effect for at least three years, bring these policies forward to the board for review

## TREASURER

1. Make a report at each Board meeting;
2. Facilitate the formation and continuation of a Fundraising and Finance Committee and serving on that committee;
3. Assist the Executive Director in preparing an annual budget and presenting the budget to the board for approval;
4. Make financial information available to Board members and the public;
5. Maintain knowledge of the organization and personal commitment to its goals and objectives;
6. Understand financial accounting for nonprofit organizations;
7. Serve as financial officer of the organization;
8. Manage, with the Fundraising and Finance Committee, the board's review of and action related to the board's financial responsibilities;
9. Work with the Executive Director to ensure that appropriate financial reports are made available to the board on a timely basis.
10. Assist the Secretary with the preparation and submission of the annual registration required by the Minnesota Secretary of State.

## DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

1. Act as trustees on behalf of the members, the chapters, the organization's funders, and, as a government chartered non-profit organization, on behalf of the government and taxpayers;
2. Those Directors who represent specific chapters and chapter organizing committees serve as a liaison between their chapter and the state organization;
3. Responsible for establishment and fulfillment of the Mission, including formation, oversight and implementation of a Strategic Plan to accomplish the Mission;
4. Responsible for the legal accountability of the organization;
5. Ensure financial solvency of the organization;
6. Hire a competent and effective Executive Director, and provide adequate supervision and support to that person;
7. Evaluate the performance of the Executive Director, (ref. Policy on Page 19) and determine compensation, and approve the hiring of additional staff;
8. Participate in self-evaluation and regular review of their own performance and composition to ensure constituent representation, board expertise and commitment;
9. Institute a fair system of policies and procedures for human resource management;
10. Engender a culture of loyalty to the organization, its staff and other board members by keeping the inevitable disagreements impersonal, by practicing discretion, by accepting decisions made on a majority basis, and by promoting board unity, confidence and goodwill;

11. Attend and participate in the meetings and in ongoing duties between meetings, and support an effective committee structure that is appropriate to the mission and size of the organization and the board;
12. Effectively serve on committees as assigned, and assist with projects;
13. Carry out the responsibilities for management of the business and affairs of the corporation in accordance with Minnesota state law (Statute 317A), including the requirements for the specific functions of board president and treasurer;
14. Actively participate in the recruitment of new directors;
15. Observe appropriate communication channels, in which the board President acts as the liaison to the Executive Director and between the committees.

#### DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE DIRECTOR

1. Oversee, with the Directors, the implementation of the Strategic Plan;
2. With the President, enable the Board to fulfill its governance function;
3. Give direction and leadership toward the achievement of the mission, strategy, goals and objectives;
4. Work with the Board to complete details of quarterly Board meetings and periodic Executive Committee meetings, including the preparation of the agenda in collaboration with the President;
5. Report to the Board of Directors at each Board meeting;
6. Support the operations and administration of Board by advising and informing Board members, interfacing between Board and staff, and supporting the Board's evaluation of the Executive Director and other staff;
7. Oversee design, marketing, promotion, delivery and quality of programs, products and services;
8. With the Treasurer, recommend a yearly budget for Board approval and oversee the prudent management of the organization's resources within those budget guidelines, according to current laws and regulations;
9. Effectively manage the human resources of the organization according to authorized personnel policies and procedures that fully conform to current laws and regulations;
10. Assure that the organization and its mission, programs, products and services are consistently presented in a strong, positive image to the chapters, members and public;
11. With the Fundraising and Finance Committee and Treasurer, oversee fundraising planning and implementation, including identifying resource requirements, researching funding sources, establishing strategies to approach funders, submitting proposals and administering fundraising records and documentation;
12. Work with the Treasurer to complete requirements for annual filing of taxes and audit of financial statements;
13. Oversee grant administration, including oversight of work plans, invoicing and budgets;
14. Conduct outreach and communication with chapters, including attending chapter events and meetings;
15. Work with the Events Committee to complete details of the annual meeting and conference, as well as other statewide events;
16. Work with Cornerpost editor and publisher to publish a quarterly newsletter;
17. Oversee the work of subcontractors and approving their work for payments;
18. Meet with statewide partners at strategic planning meetings and

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19. policy discussions;
20. Work with project directors to plan, coordinate and facilitate project objectives and deliverables;
21. Other duties as may be assigned from time to time by the board.

Director Recruitment, Orientation, and Training  
Approved by the Board, April 20, 2007

**Policy:** The Sustainable Farming Association of Minnesota will implement ongoing director recruitment, orientation, and training including:

- Required active participation by existing officers, directors and staff in recruiting;
- Required proper orientation and training of new directors before first board meeting attendance;
- Development and maintenance of an “Orientation and Training Packet;”
- New directors eligible to vote only after completion of training and return of signed “Agreement Letter” which affirms their understanding of and agreement to uphold the by-laws and their duties as director under the by-laws and the position description.
- Required completion of training and signing of “Agreement Letter” by existing directors.

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Executive Committee Authority to Approve Grant Applications  
Approved by the Board, April 23, 2004

**Policy:** The Executive Committee has the authority to approve grant applications when the deadlines make it impossible to deal with them at regularly scheduled board meetings.

Chapters with Bank Accounts, Financial Reporting  
Approved by the Board, February 21, 2003

**Policy:** Chapters that have active bank accounts and are using the state tax ID number must submit quarterly financial reports by the 10th of the month following the last day of the quarter. If these chapters are accepting grant funds, the following information should be provided to the state – that an application has been made, a copy of the contract if grant awarded, and the grant should include funds for bookkeeping in the grant application.

NOTE: Bylaw 10.2 has superseded this policy. Regional Committee Chapters are not permitted to have their own checkbooks; and Incorporated Chapters would have their own tax ID numbers.

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Chapter Dues to SFA

Approved by the Board, February 22, 2002

**Policy:** Chapters will provide \$5 per member per year to the state SFA for Cornerpost expenses.

4/13/12: This policy is superceded by Page 24.

PAGE 9

Standardization of Registration Process and Form  
Approved by the Board, November 13, 2009

(awaiting clarification)

PAGE 10

Policy on Mileage Reimbursement

Motion to adopt the federal mileage reimbursement rate.

Passed February 20th, 2009

Page 11

At-large positions on the board be advertised to the membership.  
Passed February 19th, 2010

#### Schedule for Treasurer Reports

The following reports will be provided to the SFA State board before each scheduled board meeting:

- Current Balance Sheet, with Fiscal Year-To-Date Comparison;
- Current Profit and Loss Statement, with Fiscal Year-To-Date Comparison;
- Reports on recent SFA Events;
- Reports on Grants Receivable when warranted by recent changes;
- other relevant reports as requested by the Finance Committee, Executive Director, or Board President.

The following reports will be sent preferably by email to each chapter on a quarterly schedule:

- Checking Account Ledger for Regional Committee Chapters;
- Updated list of chapter members from Databank records;
- other reports requested by an individual Chapter.

Passed February 19, 2010

Schedule for Book Keeper Timeline

- Check writing, when appropriate detail and approval is supplied: 10 days excluding holidays and mail time;
- Checks and cash deposited in the appropriate bank account: 14 days excluding holidays and mail time;
- “Special request” reports and miscellaneous requests: 10 days excluding holidays and mail time.

Passed February 19, 2010

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#### Farm Membership Rate

Farm membership rate of \$40/one address where all people who live on the farm are members.

Only one Cornerpost will be sent to the registered farm address.

Approved February 19, 2010

Membership Renewal Dates  
Membership Drives

- As of April 1, 2010, all memberships will have a renewal date of March 1. Any member who renewed or joined between November 1, 2009 and April 1, 2010 will be asked to renew by March 1, 2011.
- In the future, membership drives will kick off in November of each year, and those who renew or join between November 1 and March 1 will have membership until the following March 1.
- Members who renew or join between March 1 and November 1 each year will be asked to renew on March 1 of the following year.

Approved February 19, 2010

New Committee on Electronic and Social Media

SFA state board will establish a new committee per Article V, Section 5.3 of the By-laws to aggressively develop SFA's online electronic and social media presence. The title of committee will be determined by discussion.

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New Committee: Member Services

Created at the Board Meeting on April 16th, 2010

## Guidelines for Chapter Delegates to SFA State Board

### Introduction

In the past, SFA chapter leadership have asked for help in determining what makes for a good Chapter Delegate to the SFA state board. This document is intended to provide that clarity. Comments and questions should be directed to the Executive Director, the Board Chair or the Chair of the Steering Committee (responsible for by-laws).

### Requirements as written in the SFA By-laws

Chapter Delegates to the SFA Board agree to:

1. Faithfully attend regular state board meetings
2. Serve faithfully and regularly on at least one SFA of MN Board Committee
3. Make regular and accurate reports on state activities to their Chapter, and
4. Present and file reports of their Chapter activities at each and all SFA Board Meetings.

Please note that as of February, 2010, the SFA Board has gone to three meetings per year in recognition of the difficulty many of us have in meeting over the summer. Regular meetings are in February at the annual conference, mid-April and late October.

In addition, the Chapter Delegate will also:

1. Have an interest in and enthusiasm for the overall work of the SFA organization.
2. Play a leadership role in representing the chapter.
3. Chapter Delegate shall be a voting member of the respective chapter board; and the Delegate should be prepared to fulfill this duty.

Adopted April 16, 2010

Executive Director Evaluation

The Executive Committee, under the direction of the board President, and with input from the full board, shall annually review the Executive Director's performance. (ref. Page 4B, Item 7)

Adopted October 22, 2010

### Political Activities

- 1) Pursuant to 501(c)(3), individual Chapters and the SFA may engage in educational and advocacy activities regarding legislation and public policy, as long as such activity does not become a substantial part of the Chapter's or the SFA's overall activities or expenditures.
- 2) Pursuant to 501(c)(3), Chapters and the SFA will not participate in, or intervene in, any political campaign on behalf of, or in opposition to, any candidate for public office.
- 3) Chapters that choose to participate in political activities must not claim that they represent the SFA as a whole, or that they have the support of the SFA, unless the Chapter has first received approval from the SFA Board of Directors to make such claims.
- 4) Positions taken by chapters must be in alignment with the mission of the organization

Adopted October 22, 2010

## Exhibitors

- 1) All materials, content and products that are displayed, conveyed or sold by vendors and exhibitors at SFA events must be in alignment with the stated mission of the SFA.
- 2) Should a question arise as to the appropriateness of a vendor's or exhibitor's materials, content or products, the issue will be decided as follows: for events sponsored by Chapters, the Chapter President will decide if the vendor or exhibitor will be allowed; for events sponsored by the SFA and not a particular Chapter, the Executive Committee will decide if the vendor or exhibitor will be allowed.
- 3) SFA and its Chapters retain the right to refuse the application of any vendor or exhibitor that is determined, in the manner stated in this Policy, to be not in alignment with the stated mission of the SFA.

Adopted October 22, 2010

### Definition of an Official SFA Event for Event Liability Eligibility

Only officially sanctioned events will be covered by SFA's Event Liability Insurance. To be considered officially sanctioned, an event must meet the following criteria. This includes events produced in collaboration with organizations and individuals.

- 1) The event must be approved by either the appropriate chapter board or the SFA state board and recorded in the appropriate minutes;
- 2) The event must be in alignment for SFA's mission;
- 3) Particularly in regard to collaborative events, there must be some advantage, bonus or discount to SFA members or the association as a whole;
- 4) All publicity for the event should include the SFA logo and website at a minimum.

## Social Media Policy

The intent of the SFA's use of social media is to promote the mission of SFA. The following is the Sustainable Farming Association of Minnesota's (SFA) social media and social networking policy. The absence of, or lack of explicit reference to a specific site does not limit the extent of the application of this policy. Where no policy or guideline exists, employees, contractors and members should use their best judgment and take the most prudent action possible. Consult with the Executive Director of the SFA, the Executive Committee of the SFA state board or your chapter boards if you are uncertain.

- The state organization of SFA has official social media accounts through a Facebook fan page. In the future this could include YouTube channel, a Twitter account or other forms of social media. One or more SFA employees, contractors or members will staff these accounts. These accounts will be the official voice of SFA on that social media outlet and the staff will use their professional judgment about what is appropriate content to post.
- Content of official SFA social media accounts should be a mix of event and programming promotion, useful information, current events, etc. These accounts should not be solely used to shamelessly promote events, nor should they be used as a "soapbox."
- SFA's Policy on Political Activities applies in these situations (Policy Manual, Page 20).
- Personal blogs should have clear disclaimers that the views expressed by the author in the blog is the author's alone and do not represent the views of SFA. Bloggers should be clear and write in first person. Making it obvious that the writer is not speaking on behalf of the SFA.
- Information published on blog should comply with the SFA's confidentiality and disclosure of proprietary data policies. This also applies to comments posted on other blogs, forums, and social networking sites.
- Persons writing in blogs and elsewhere should be respectful to SFA, other employees and contractors, members, funders, partners, and competitors.
- Social media activities should not interfere with work commitments, though social media can and should be used to promote SFA's events and programming. Social media should be balanced with other media and publicity strategies.
- Persons using social media in reference to SFA will not reference or site SFA's clients, partners, or members without their express consent, and will not publish any information regarding a client during the engagement.
- Copyright laws will be respected, and sources will be cited appropriately.
- SFA's logo and event logos may be used to promote SFA events on employees', contractors', members' and partners' websites and social media outlets. Employees, contractors, members and partners should seek written consent for other applications of SFA's logos and trademarks.
- SFA members may use the "member version" of the SFA logo on their websites, social media outlet or publications. The SFA member logo does not mean that SFA endorses these farms, businesses or organizations; this only means that the farm, business or organization is a member in good standing with SFA.
- SFA Chapters should follow similar guidelines as outlined above for their chapter logos. If they have questions they should consult the Executive Director of the SFA or their chapter boards.

### Membership Money Collected by Chapters

Regarding money received for memberships that designate a particular chapter, the entire amount shall be credited to the particular chapter's account, less any transaction costs for online registrations.

Approved by the board on 4/13/12

Supercedes Policy on Page 8