

# **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL: Organizational POLICY: GA-1  
SECTION: General & Administrative PROCEDURE NO.: GA1-01  
TITLE: Ethics PAGE NO.: 1/1

ORIGINAL DATE:  
AMENDED DATE: April 28, 2008

## **POLICY STATEMENT**

In order to ensure that the mission of The Kappa Kappa Gamma Charitable Foundation of Houston is not compromised, it is the intent of the organization to develop and maintain an ethical practice environment in all aspects of operation. The following guidelines are intended to ensure that an organizational code of ethics is in place, that its principles are clearly defined, communicated, and reinforced; and that appropriate mechanisms are available to monitor its effectiveness. Any and all Trustees and officers are encouraged to maintain the highest level of personal and professional ethics in any and all interaction with children, parents, guardians or caretakers, professional associations, vendors, peers, subordinates, and the community as a whole. The guidelines associated with this policy shall be observed in order to ensure that neither the appearance nor actual occurrence of irregularity or impropriety is allowed to exist.

REVIEWED: January 30, 2008

# **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL: Organizational POLICY: GA-1  
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ORIGINAL DATE:  
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## **PROCEDURE**

All Trustees and officers are encouraged to maintain the highest level of personal and professional ethics in any and all interactions with children, parents, guardians or caretakers, professional associations, vendors, peers, and the community as a whole. The guidelines associated with this policy shall be observed in order to ensure that neither the appearance nor actual occurrence of irregularity or impropriety is allowed to exist. Trustees and officers shall exercise sound ethics in personal behavior and when representing The Kappa Kappa Gamma Charitable Foundation of Houston.

All Trustees and officers will sign the code of conduct on an annual basis. The Code of Conduct Form is Exhibit A in the Exhibits section. The annual meeting shall be when the signed code of conduct will be due.

REVIEWED: January 30, 2008

EXHIBIT A  
CODE OF CONDUCT  
TRUSTEES AND OFFICERS

**The Kappa Kappa Gamma Charitable Foundation of Houston**

GENERAL STATEMENT

As a trustee and/or officer of The Kappa Kappa Gamma Charitable Foundation of Houston (the "Foundation") I am charged with observing the duties of care, loyalty, and obedience in administering the affairs of the Foundation. These duties include, but are not necessarily limited to, the matters listed below.

ACTIONS REQUIRED

In order to properly discharge my responsibilities as a trustee and/or officer of the Foundation, I shall:

1. ***Be aware of:***
  - a. Organizational documents of the Foundation (i.e., articles of incorporation, bylaws, trust agreement).
  - b. Material contracts (employment contracts, leases, etc.)
  - c. The structure and performance of investments and other income producing activities of the Foundation.
  - d. Board and Committee meeting minutes
  - e. General tax and accounting principles applicable to the Foundation
2. ***Participate*** in the affairs of the Foundation by:
  - a. Attending substantially all board and/or applicable committee meetings
  - b. Voting for or objecting to matters submitted to a vote
  - c. Make an annual financial donation to the Foundation.

3. **Comply** with:
  - a. The organizational documents of the Foundation
  - b. The Conflict of Interest Policy of the Foundation
4. **Refrain** from:
  - a. Participating in, or attempting to influence, any deliberations involving the Foundation and my own (or family's) personal or business interests (self-dealing transactions)
  - b. Obligating the Foundation to any contract or liability without express authority from the board
  - c. Acting outside the course and scope of authority granted to me under the organizational documents, any employment contract, or directives adopted by the board
  - d. Advancing my own (or family's) interests over the interests of the Foundation
  - e. Disclosing to third parties or utilizing any confidential or proprietary information of the Foundation
  - f. Taking or usurping an opportunity that is presented to the Foundation
5. **Obey** all:
  - a. Decisions of the Board
  - b. Material documents
  - c. Term of tax laws applicable to the organization

ENFORCEMENT AND SANCTIONS

I understand that my responsibilities to the Foundation may be enforced by existing or former trustees or officers of the Foundation, the Attorney General, and in some cases, other interested third parties, such as donors, patrons, etc. Penalties for failing to comply with the responsibilities include my removal as trustee and/or officer of the Foundation, monetary damages, restitution, and punishment under applicable criminal statutes.

AGREEMENT

For and in consideration of my appointment as a trustee and/or officer of the Foundation, I agree to be bound by this Code of Conduct.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Date

## **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL: Organizational POLICY: GA-2  
SECTION: General & Administrative PROCEDURE NO.: GA2-01  
TITLE: Interested Party Transactions/  
Conflict of Interest PAGE NO.: 1/1

ORIGINAL DATE:  
AMENDED DATE: April 28, 2008

### **POLICY STATEMENT**

The Kappa Kappa Gamma Charitable Foundation of Houston Trustees shall carry out their duties faithfully, administer the business affairs honestly and economically, and utilize their best skill and judgment for the benefit of the organization. The Trustees shall be held to a strict standard of good faith, honesty, and fairness in all dealings. Trustees may on occasion have, or appear to have, a direct or indirect interest in a transaction in which The Kappa Kappa Gamma Charitable Foundation of Houston is or may become involved (an interested party transaction). Trustees shall promptly disclose all such interests, and shall conduct themselves in such a manner that all conflicts of interests, improprieties, or the appearance of the same, are eliminated. The President shall disclose a conflict of interest or potential conflict, immediately to the Board of Trustees and such disclosure must be of record in the minutes.

REVIEWED: January 30, 2008

# **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL: Organizational POLICY: GA-2  
SECTION: General & Administrative PROCEDURE NO.: GA2-01  
TITLE: Interested Party Transactions/  
Conflict of Interest PAGE NO.: 1/1

ORIGINAL DATE:  
AMENDED DATE: April 28, 2008

## **PROCEDURE**

Each Trustee shall annually review the Conflict of Interest Policy which is Exhibit B-1 in the Exhibits section and shall complete a disclosure form identifying any relationships, positions, or circumstances in which he or she is involved that could contribute to a conflict of interest. Such relationships, positions, or circumstances might include service as a trustee, director or consultant to a non-profit organization that might request funds from the Foundation, or ownership of a business that might provide goods or services to the Foundation. Any changes during the year must be reported.

Prior to a board action on a contract or transaction (i.e., grant approval), Trustees shall disclose any potential interest (e.g., personal, financial or business) of the director or family that would be affected by any action being considered for a vote by the Foundation (a "conflict of interest"). The Trustee shall complete and sign the Conflict of Interest Disclosure Form which is Exhibit B-2 in the Exhibits section. Such disclosure must be of record in the minutes.

A Trustee who has a conflict of interest may not participate in the discussion except to disclose material facts and to respond to questions, and may not attempt to exert his or her personal influence whether at or outside the meeting.

The Trustee with the conflict of interest may not vote on the matter.

Trustees and members of all committees shall not accept gifts, favors, or hospitality that might influence, or appear to influence, their decisions or actions. All Trustees and members of committees shall be advised of this policy.

REVIEWED: April 11, 2007

## **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL:	Organizational	POLICY:	GA-3
SECTION:	General & Administrative	PROCEDURE NO.:	GA3-01
TITLE:	Incident Reporting	PAGE NO.:	1/1

ORIGINAL DATE:  
AMENDED DATE: April 28, 2008

### **POLICY STATEMENT**

The Kappa Kappa Gamma Charitable Foundation of Houston will respond in a timely manner to written or verbal compliments and complaints. It is the policy to resolve complaints on an individual basis. It is also the policy that the activities and functions of The Kappa Kappa Gamma Charitable Foundation of Houston be safe and that injuries associated with Foundation activities be reported immediately to the President of the Board of Trustees and resolved in a timely manner.

Reviewed: January 30, 2008



# **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL: Organizational POLICY: GA-3  
SECTION: General & Administrative PROCEDURE NO.: GA3-01  
TITLE: Incident Reporting PAGE NO.: 1/1

ORIGINAL DATE:  
AMENDED DATE: April 28, 2008

## **PROCEDURE**

It is the responsibility of the person receiving the compliment or complaint to provide an immediate and appropriate response. Written compliments are to be forwarded to the appropriate Trustee. The President will inform the Trustees. It is the responsibility of the appropriate Trustee to investigate complaints, take appropriate action, and respond to the complaint in writing. Anyone aware of an injury that occurs during an activity or function shall inform the appropriate chairman of the activity or event who then will inform the President of the Board of Trustees.

REVIEWED: January 30, 2008

# **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL:	Organizational	POLICY:	GA-4
SECTION:	General & Administrative	PROCEDURE:	GA4-01
TITLE:	Nominating Committee	PAGE:	1/1

ORIGINAL DATE: November 28, 2001

## **POLICY STATEMENT**

It is the policy of the Foundation to have a nominating committee.

REVIEWED: January 30, 2008

## **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL:	Organizational	POLICY:	GA-4
SECTION:	General & Administrative	PROCEDURE:	GA4-01
TITLE:	Nominating Committee	PAGE:	1/1

ORIGINAL DATE: November 28, 2001

AMENDED DATE: April 28, 2008

### **PROCEDURE:**

1. The President of the Foundation will appoint an Unaffiliated Trustee (refer to Bylaws for definition) to serve as the chairman of the Nominating Committee. This appointment should be made by the January meeting.
2. Serving on the Nominating Committee will be the President of the Foundation and the President Elect of the Association.
3. The Chairman of the Nominating Committee will select one Unaffiliated Trustee and one member of the Association to serve on the committee to make a total of five (5) members.

REVIEWED: January 30, 2008

# **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL:	Organizational	POLICY:	GA-4
SECTION:	General & Administrative	PROCEDURE:	GA4-02
TITLE:	Nominating Committee	PAGE:	1/1

ORIGINAL DATE: November 28, 2001

## **POLICY STATEMENT**

It is the Policy of the Foundation that the Nominating Committee shall select candidates to serve as Trustees of the Foundation. It is the Policy of the Foundation that the Nominating Committee will prepare the slate of officers to be elected by the Foundation.

REVIEWED: January 30, 2008

## **Kappa Kappa Gamma Charitable Foundation of Houston**

MANUAL: Organizational POLICY: GA-4  
SECTION: General & Administrative PROCEDURE: GA4-02  
TITLE: Nominating Committee PAGE: 1/1

ORIGINAL DATE: November 28, 2001  
AMENDED DATE: April 28, 2008

### **PROCEDURE:**

1. The Committee will place in nomination the names of members of the Houston Alumnae Association for Trustee positions that will be open the following fiscal year. The Nominating Committee will select Trustees to serve in the following officer positions:
  - a. President
  - b. Vice-President
  - c. Treasurer (refer to Finance Policy F-1, Procedure F-1-1)
  - d. Secretary

It is the Policy of the Foundation that the Nominating Committee will prepare the slate of officers to be elected by the Foundation. In addition, the committee will place in to nomination members to serve the Foundation in the capacity of open committee chairmen positions as needed and requested by the current President. These positions will be filled with the direction and approval of the current President.

2. The Nominating Committee shall endeavor to nominate for each office, but especially with respect to the office of President, a person who can serve in that capacity for two years. The term of office shall commence in May of the odd numbered year and end in the spring of the next odd numbered year.
3. The committee will meet annually no later than the February meeting. They will present the names of the Trustee candidates to the Foundation at the March meeting, if at all possible, but by the April meeting at the latest, and hold the election of the Trustees at the Foundation meeting in April. New Trustees and officers will take office at the May meeting.
4. Whenever vacancies occur the Nominating Committee will meet to select candidates to be recommended to the Board for election.
5. By January in the odd-numbered year, the President of the Foundation shall appoint the Philanthropy Chairman –Elected from Trustees in their 1<sup>st</sup> or 2<sup>nd</sup> year of their term on the Foundation. If a Trustee is not available to

serve in this capacity, the Nominating Committee shall nominate the Trustee-Elect who shall be recommended for election to the Foundation. Such election shall be at the next annual meeting, or within 30 days after such recommendation, whichever is earlier.

REVIEWED: January 30, 2008

## Kappa Kappa Gamma Charitable Foundation

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-01  
TITLE: Job Descriptions PAGE NO.: 1/1  
ORIGINAL DATE:

### POLICY STATEMENT

It is the policy of the Kappa Kappa Gamma Charitable Foundation of Houston to maintain appropriate job descriptions for Foundation Trustees.

REVIEWED: March 29, 2010

# **Kappa Kappa Gamma Charitable Foundation**

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-01  
TITLE: Job Descriptions PAGE NO.: 1/1  
ORIGINAL DATE:  
AMENDED DATE:

## **TRUSTEES**

### **President**

1. Serve as the chief executive officer of the Foundation
2. Have general executive charge, management and control of the properties, business and operations of the Foundation
3. Have the authority to agree upon and execute all leases, contracts, evidences of indebtedness and other obligations in the name of the Foundation subject to the approval of the Board of Trustees
4. Preside at all meetings of the Board of Trustees
5. Chair the Executive Committee

### **Vice-President**

1. Undertake the duties of the President in the event of the President's absence or inability to perform such duties
2. Supervise Foundation Administrative Assistant Position
3. Oversee database management for the Foundation
4. Serve on the Executive Committee

### **Secretary**

1. The minutes shall be electronically distributed or mailed at least three to five business days prior to the next meeting
2. Notify Trustees of all meetings
3. Provide notebooks for the Minutes to each Trustee and to make sure the notebooks are complete at the end of each fiscal year and returned at the end of term on the Foundation
4. Distribute notebooks to new Trustees at the annual meeting, or whenever she begins to serve
5. Be available to the President for any assistance as she may request to fulfill her duties
6. Serve on the Executive Committee



### Treasurer -

1. Serve on the Executive Committee
2. Inform the bank of the officers, particularly the Treasurer, President, and Business Manager
3. Develop Policies and Procedures for fiscal responsibility
4. Maintains financial records for the Foundation with the assistance of the Business Manager
5. Deposits all money promptly
6. Communicates with Pilgrimage Business Manager
7. Prepare, or has accountant prepare, all required State and Federal financial reports (i.e., tax returns, sales tax returns, 1099/1096 employee tax forms)
8. Provide a written financial report at every meeting of the Board of Trustees with the assistance of the Business Manager

### Assistant Secretary –

1. Serve as Corresponding secretary
2. Write notes from the Foundation
  - a. Thank –you notes
  - b. Condolences when necessary
3. Assist Secretary as needed
4. Write acknowledgement letters for all donations (See Finance Section, Policy F-3, Procedure F-3-1)

### Governance –

1. Serve as Parliamentarian (be familiar with Roberts Rules of Order)
  - a. a. Assist the President by bringing any lapses in following correct procedures to the attention of the Trustees
2. Review Policies and Procedures
  - a. Philanthropy
  - b. Pilgrimage
  - c. Financial
  - d. General and Administrative
    - 1) Nominating
    - 2) Communication –Internal and Public
3. Review By-Laws every 4 years

### Legal/ Insurance Trustee

1. Review contracts used for Pilgrimage
2. Obtain legal advice as needed from Foundation Attorney
3. Consult with KKG National as necessary to clarify legal and insurance relationships and coverage
4. Address insurance needs

### Long Range Planning

1. Serve as the primary person to receive and report to the Board issues and concerns regarding the long term health of Kappa Kappa Gamma Charitable Foundation of Houston
2. Report to the board twice a year with a summary and evaluation of long range issues
3. Chair and appoint members of any special committee the Board identifies as needed to address long range planning concerns
4. Report to the Board the results of any long range planning special committees

Nominating – (see Policies & Procedures, GA-4)

Philanthropy – (see Policies & Procedures, P-2)

### PR/ Communications

1. Write articles for publication in Kappa Keynotes, The Key, other magazines or newspapers
2. Develop a plan for communicating the purpose and work of the Foundation to the Association and general public
3. Attend Board and General meetings of the Association from time to time
4. Work with Pilgrimage Chairmen in planning event publicity

### Ways & Means

1. Assist Pilgrimage Chairmen
2. Develop strategy for all fundraising activities of the Foundation including an Annual Giving program
3. Chair a committee to select the next Pilgrimage Chairman. Refer to Holiday Pilgrimage Section of Policies and Procedures, Policy HP!-01

REVIEWED: March 29, 2010

# Kappa Kappa Gamma Charitable Foundation Of Houston

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-02  
TITLE: Job Descriptions PAGE NO.: 1/1  
ORIGINAL DATE:  
AMENDED DATE:

## Governance

### Basic Functions:

1. Serve as a Trustee attending substantially all regular monthly meetings and any additional meetings as might be called
2. Call and chair any committee that is deemed appropriate by the Chairman and approved by the Board
3. Appoint members of the committee as needed
4. Supervise committee members and report committee actions to the Board on a regular basis

### Primary Responsibilities:

- a. Work with Committee Chairmen to develop and review Policies and Procedures Manual. This should include an annual review of a portion of The Policies and Procedures Manual, so that the entire document is reviewed over a three year period. Changes in Job Descriptions should be made as needed
- b. The Bylaws should be reviewed every fourth year (in the year when the Policies and Procedures Manual is not reviewed)
- c. Serve as Parliamentarian (be familiar with Roberts Rules of Order)

REVIEWED: March 29, 2010

# Kappa Kappa Gamma Charitable Foundation Of Houston

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-03  
TITLE: Job Descriptions PAGE NO.: 1/1

ORIGINAL DATE:  
AMENDED DATE:

## Legal / Insurance

### Basic Functions:

1. Serve as a Trustee attending substantially all regularly monthly meetings and any additional meetings as might be called
2. Call and chair any committee that is deemed appropriate by the Chairman and approved by the Board
3. Appoint members of the committee as needed
4. Supervise committee members and report committee actions to the Board on a regular basis

### Primary Responsibilities:

1. Review and oversee the approval of contracts to be used by Pilgrimage Chairmen, included but not limited to the following:
  - a. Homeowner
  - b. Floral
  - c. Security
  - d. Valet Parking
  - e. Venue arrangements
  - f. Any other contracts or agreements deemed necessary
2. On behalf of the Foundation, seek legal advice from Foundation attorney, when necessary.
3. Address-insurance needs for the Foundation and Pilgrimage
  - a. Verify coverage from KKG Fraternity Headquarters and obtain any additional insurance, as appropriate. Review and follow Pilgrimage Procedure HP9-01
  - b. Make recommendations to Foundation for approval

REVIEWED: March 29, 2010

## Kappa Kappa Gamma Charitable Foundation

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-04  
TITLE: Job Descriptions PAGE NO.: 1/1  
ORIGINAL DATE:  
AMENDED DATE:

### Long Range Planning

#### Basic Functions:

1. Serve as a Trustee attending substantially all regular monthly meetings and any additional meetings as might be called
2. Compile information from sources and report to the Board regarding long-range planning issues
3. Chair, appoint, and supervise committees approved by the Board to address long-range planning issues

#### Primary Responsibilities:

- a. Serve as the primary person to receive and report to the Board issues and concerns regarding the long term health of the Kappa Kappa Gamma Charitable Foundation of Houston
- b. Report to the Board twice a year with a summary and evaluation of long range issues
- c. Chair and appoint members to any special committee the Board identifies as needed to address long range planning concerns
- d. Report to the Board the results of any long range planning special committees

REVIEWED: March 29, 2010

## Kappa Kappa Gamma Charitable Foundation

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-05  
TITLE: Job Descriptions PAGE NO.: 1/1  
ORIGINAL DATE:  
AMENDED DATE:

### PR/ Communications

#### Basic Functions:

1. Serve as a Trustee attending substantially all regular monthly meetings and any additional meetings as might be called
2. Call and chair any committee that is deemed appropriate by the Chairman and approved by the Board
3. Appoint members of the committee as needed
4. Supervise committee members and report committee actions to the Board on a regular basis

#### Primary Responsibilities:

- a. Write articles for publication in *Keynotes*, *The Key*, other magazines or newspapers
- b. Develop a plan for communicating the purpose and work of the Foundation to the Association
- c. Oversee the execution of the plan
- d. Attend Board and General meetings of the Association from time to time
- e. Work with Pilgrimage Chairmen in planning event publicity

REVIEWED: March 29, 2010

## Kappa Kappa Gamma Charitable Foundation

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-06  
TITLE: Job Descriptions PAGE NO.: 1/1  
ORIGINAL DATE:  
AMENDED DATE:

### Secretary

#### Basic Functions:

1. Serve as a Trustee attending substantially all regular monthly meetings and any additional meetings as might be called
2. Be available to the President for any assistance as she may request to fulfill her duties
3. Serve on the Executive Committee
4. Work in cooperation with the Assistant Secretary

#### Primary Responsibilities:

- a. Take minutes of all meetings
- b. Notify Trustees of all meetings
- c. Provide notebooks for the minutes to each Trustee and make sure the notebooks are complete at the end of each fiscal year
- d. Distribute notebooks to new Trustees at Annual Meeting, or whenever a new Trustee is elected
- e. Write a letter to the bank listing names of the new Treasurer, Pilgrimage Business Manager and President. Include the minutes of the Annual meeting in which officers are elected

REVIEWED: March 29, 2010

## Kappa Kappa Gamma Charitable Foundation

MANUAL: Organizational POLICY: GA-5  
SECTION: General & Administrative PROCEDURE NO.: GA5-06  
TITLE: Job Descriptions PAGE NO.: 1/1  
ORIGINAL DATE:  
AMENDED DATE:

### Ways and Means

#### Basic Functions:

1. Serve as a Trustee attending substantially all regular monthly meetings and any additional meetings as might be called
2. Call and chair any committee that is deemed appropriate by the Chairman and approved by the Board
3. Appoint members of the committee as needed
4. Supervise committee members and report committee actions to the Board on a regular basis

#### Primary Responsibilities:

- a. Assist Pilgrimage Chairmen
- b. Develop strategy for all fundraising activities of the Foundation including an Annual Giving program
- c. Chair a committee to select the next Pilgrimage Chairman. Refer to Holiday Pilgrimage Section of Policies and Procedures, Policy HP1-01

REVIEWED: March 29, 2010