

Downtown Boone Development Association
Financial Policy for Municipal Service District Funding

For all activities involving, in whole or in part, Municipal Service District (MSD) funds:

- 1) A fund accounting system will be maintained and managed per project to ensure that MSD funds are used only in accordance with the purposes authorized under North Carolina State law and any contract made with the Town of Boone.
- 2) MSD funds are to be used to benefit only the MSD area and to benefit the entire range of stakeholder categories and all MSD locations that may be serviced within each designated project.
- 3) MSD funds are prohibited, in whole or in part, to be used to promote businesses or activities outside the MSD.

The foregoing Financial Policy for Municipal Service District Funding was adopted in its entirety on _____ by the officers and directors of the Downtown Boone Development Association.

Signature of President, Signature of Secretary to Attest & Date of Policy Approval

Name, Signature and Title	Date
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Name, Signature and Title	Date
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CONFLICT OF INTEREST POLICY

Downtown Boone Development Association

Article I

Purpose

The purpose of this conflict of interest policy is to protect the interest of the Downtown Boone Development Association (“the Corporation”) when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation. This policy is intended to supplement but not replace any applicable state laws governing conflicts of interest applicable to nonprofit and charitable organizations.

Article II

Definitions

1.) Interested Person

Any director, principal officer, or member of a committee with board delegated powers who has a direct or indirect financial interest, as defined below, is an interested person. If a person is an interested person with respect to any entity in a multi-entity system of which the Corporation is a part, he or she is an interested person with respect to all entities in the multi-entity system.

2.) Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business investment, or family –

- a.) An ownership or investment interest in any entity with which the corporation has transaction or arrangement, or
- b.) A compensation arrangement with the Corporation nor with any entity or individual with which the Corporation has transaction or arrangement, or
- c.) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has financial interest may have a conflict of interest only if the appropriate board or committee decides that conflict of interest exists.

Article III

Procedures

1.) Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of his or her financial interest and must be given the opportunity to disclose all material facts to the directors and members of committees with board delegated powers considering the proposed transaction or arrangement.

2.) Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3.) Procedures for Addressing the Conflict of Interest

- a.) An interested person may make a presentation at the board or committee meeting, but after such presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that results in the conflict of interest.
- b.) The chairperson of the board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transactions arrangement.
- c.) After exercising due diligence, the board or committee shall determine whether the Corporation can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- d.) If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to conflict of interest, the board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest and for its own benefit, and whether the transaction is fair and reasonable to the Corporation, and it shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

4.) Violations of the Conflict of Interest Policy

- a.) If the board or committee has reasonable cause to believe that a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

- b.) If, after hearing the response of the member and making such further investigation as may be arranged under the circumstances, the board or committee determines that the member has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV

Records of Proceedings

The minutes of the board and all committees with board delegated powers shall contain –

- a.) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest is present, and the board's or committee's decision as to whether a conflict of interest in fact exists.
- b.) The names of the persons who were present for the discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and record of any votes taken in connection therewith.

Article V

Compensation

- 1.) A voting member of the board of directors who receives compensation, directly or indirectly, from the Corporation for services is precluded from discussing and voting on matters pertaining to that member's compensation and the compensation of others.
- 2.) No compensated director or other compensated party, either individually or collectively, is prohibited from providing information to the board of directors regarding compensation.
- 3.) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- 4.) Individuals who receive compensation, directly or indirectly, from the corporation, whether as employees or independent contractors, are precluded from membership on any committee whose jurisdiction includes compensation matters. No person, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI

Annual Statements

Each director, principal officer, and member of a committee with board delegated powers shall annually sign a statement which affirms that such person –

- a.) Has received a copy of this conflict of interest policy,
- b.) Has read and understands the policy,
- c.) Has agreed to comply with the policy, and
- d.) Understands that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII

Periodic Reviews

To ensure that the Corporation operates in a manner consistent with its charitable purposes and that it does not engage in activities that could jeopardize its status as an organization exempt from federal income tax, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a.) Whether the compensation arrangements and benefits are reasonable and are the result of arm's-length bargaining.
- b.) Whether acquisitions of property (tangible and intangible), goods, and services result in inurement or impermissible private benefit.
- c.) Whether partnership and joint venture arrangements, and arrangements with for-profit entities, conform to written policies; are properly recorded; reflect reasonable payments for property, goods, and services; further the Corporation's charitable purposes; and do not result in inurement or impermissible private benefits.
- d.) Whether agreements and other arrangements for the Corporation to provide goods and services further its charitable purposes, are non-commercial in nature, and do not result in inurement or impermissible private benefit.

Article VIII

Use of Outside Experts

In conducting the periodic reviews provided for in Article VII, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the board of its responsibility for ensuring that periodic reviews are conducted.

The foregoing Conflict of Interest Policy supersedes all of the Corporation's prior existing conflict of interest policies (if any), and was adopted in its entirety on _____ by the officers and directors of the Corporation.

President Signature, Secretary Signature to Attest & Date of Policy Approval

Name, Signature and Title

Date

Name, Signature and Title

Date



Downtown Boone Development Association

Office Policy

This policy is a source of information to give employees a description of working conditions at the Downtown Boone Development Association (DBDA). It is not a contract for employment. This policy may be amended or withdrawn at any time at the sole discretion of the employer, the DBDA Board of Executive Directors. Failure to adhere to this policy or to specific items within this policy demonstrates grounds for disciplinary action up to and including dismissal.

I. Office Hours

Employees shall be on duty and perform work for the benefit of the employer between the hours of 9 a.m. to 5 p.m. Regular attendance is required. The DBDA office hours schedule is subject to the availability of staff resources. If circumstances arise that cause a delay in arrival, employees or a relative or friend must call their supervisor by the beginning of their scheduled work hours. If the employee's supervisor is not available, a message must be left on the appropriate phone voice mail, being the supervisor's indicated primary contact number.

Employees may arrange a flexible work schedule for the applicable number of hours in a work week if approved in writing by their supervisor.

A. Adverse Weather Conditions

The Executive Director or the DBDA Board of Executive Directors shall determine and authorize early closing or other deviations in the work schedule. An announcement will be made on the DBDA website, should it be necessary to alter the work schedule and office hours.

II. Dress Code

The basis of the dress code is simple: "Project a good image." You may dress professional, business-like yet casual, but this does not mean that you can get so comfortable that you look sloppy. Your clothes should be clean and pressed; your appearance should be neat. Specifically, employees should adhere to the following list:

- 1) No baggy, un-tucked t-shirts. It is required that all shirts be tucked in unless they have a banded bottom line, are tunic length, or are specifically designed to be worn over slacks or a skirt. T-shirts should have graphics appropriate to a professional business. Beer or other types of alcohol, tobacco, cigarettes, music bands, sports teams, or any type of political graphics are prohibited.

- 2) Hair should be trimmed evenly and well kept. If you are not growing a beard, a clean-shaven appearance is required.
- 3) Females may wear cropped pants that stop at the calf. Males can wear shorts that stop at the knee and are not baggy.
- 4) No skirts or dresses more than 4" above the knee.
- 5) No midriff tops.
- 6) No tie-dye.
- 7) No camouflage patterned clothing.
- 8) No sweat pants, leisure suits, or athletic sportswear.
- 9) Heads must be uncovered.
- 10) No visible body piercing (nose rings, navel rings, nipple rings, tongue studs, etc.) allowed for any employee.
- 11) No nail polish is allowed for male employees. Females must wear nail polish of an appropriate color. (No black, lime green, etc.)
- 12) No tears or rips in clothing.
- 13) Undergarments should never be exposed.
- 14) Sandals may be worn, but feet must clean and well kept.

The discretion of the supervisor is always involved. If they feel that your appearance is inappropriate, you may be required to leave and return more suitably dressed, groomed, or with a neater appearance. If you look neat and tidy, you have a better work attitude and put forward a better image.

III. Smoking

Employees are prohibited from smoking in all company-owned or leased vehicles and buildings, including offices, hallways, break rooms, rest rooms and porches. Employees who wish to smoke may do so only during their unpaid break and must do so off the premises and out of sight of business associates. No additional break times, either paid or unpaid, will be allowed. Employees in violation of this policy will be subject to disciplinary action up to and including dismissal.

IV. Personal Phone Calls & Electronic Devices

Personal phone calls, both incoming and outgoing, are discouraged. It is recognized that there may be some occasions when personal phone calls must be made or received during work hours. The calls should be held to a minimum and should not interfere with the employee's work or their work environment. If an employee accepts/makes an emergency personal phone call, they should quietly excuse themselves from the office and hold their conversation outside, out of sight from business associates. Non-emergency personal calls will be recorded as unpaid time-off. No additional breaks, either paid or unpaid, will be allowed for personal calls. No personal calls may be made using a DBDA phone line.

Phones, beepers/pagers or any similar-type electronic device must be kept on silent or vibrate at all times during the work day. These items should not be displayed in clear view of any business associate.

Failure to adhere to this policy may be grounds for dismissal.

V. Email/Computer/Internet Use

Personal use of business computers, personal email usage, or personal use of internet services may only be utilized during an employee's break and must remain appropriate to the business setting at all times. No videos, political oriented messages, or joke emails should be displayed, sent, or received at any time on any personal email, business email or the internet. Personal information should not be stored on business computers or business email. Failure to adhere to this policy may be grounds for dismissal.

VI. Payroll Deductions

Federal law requires that income tax be deducted from an employee's pay. Social Security and Medicare taxes are also deducted. Court-ordered child support and any other government-mandated wage withholding will also be deducted from any affected employee's pay.

VII. Time Sheets

Every employee must read and sign the DBDA Employee Time Sheet Policy. Each employee must accurately fill out the weekly time sheet and its supporting documents – Time Log, Overtime Log, Reimbursement Form, for documenting their hours spent working. Every DBDA employee must maintain time sheets accounting for time spent working in increments of .25 hours. Completed time sheets must be submitted to the employee's supervisor by 9 a.m. on the 14th and last day of the month. All time sheets must be approved before being considered valid proof for payment of wages or compensation for time spent. Failure to submit a time sheet may result in a delay in payment of wages; timesheets to be kept on file at the office of the DBDA for a period of seven years.

VIII. Scheduling Paid Time-Off

At the Organization Committee meeting at the beginning of each calendar month, or submitted to the DBDA President by the 5th of each month if no such meeting is held during the calendar period, the Executive Director shall submit all schedule paid-time off requested for the calendar month. All paid-time off must be approved before being utilized and any time-off requiring the office be closed for or more than one-half (1/2) a work day, notice will be posted on the DBDA website.

Employee Acknowledgment

I have received a copy of the DBDA Employee Handbook and Office Policy. I have been given time to read * the Handbook and Office Policy at my leisure. I have read* the Handbook and Office Policy and fully understand its contents. I have had the opportunity to clarify any information that I have received in this booklet, and I know that I can go to my supervisor to get questions answered at any time. I agree to comply with these rules, regulations and policies set out in these documents.

This Employee Handbook and Office Policy and its contents in no way, shape or form create any contracts for employment. Employment at the DBDA is considered "at will" during the entire employee/employer relationship.

* Special provisions will be made for anyone with a visual impairment.

Date

Employee Signature

(REV: 10.7.2010)

Downtown Boone Development Association

Employee Time Sheet Policy

This document is a source of information to give employees a description of basic requirements for recording time-spent while working at the Downtown Boone Development Association (DBDA). This document may be amended with approval of the employer, DBDA Board of Directors.

Time Spent Working

Every DBDA employee must maintain time sheets accounting for all time spent working in increments of .25 hours. Time recorded must include a description of activities and must reference the source of funds paying for the activity. Descriptions of activities must be thorough enough so that a person reviewing the records will be able to discern specifically what activities were undertaken during the time reported.

Time Sheet Documentation

Every employee must utilize the approved DBDA Time Sheet and its supporting documents – Time Log, Overtime Log, and Reimbursement Form, for documenting their hours spent working. Time sheets and their supporting documents may be amended with approval of the DBDA Board of Directors.

Submitting Time Sheets

Employees must accurately fill out weekly time sheets and submit them to their supervisor by 9 a.m. on the 14th and last day of the month. All time sheets must be approved before being considered valid proof for payment of wages or compensation for time spent. Failure to submit a time sheet may result in a delay in or freeze of payment of wages; timesheets will be kept on file at the office of the DBDA for a period of seven years.

Employee Acknowledgement

I have received and reviewed a copy of the DBDA Employee Time Sheet Policy. I verify that I understand and agree to abide by the information presented to me in this document.

Employee Name & Signature

Date

Downtown Boone Development Association Time Sheet

I verify that this is an accurate report of my time and that falsifying information is grounds for dismissal.

Employee Name & Signature Mary Baker

Position Executive Director

		to					2010
Date	10/4	10/5	10/6	10/7	10/8		
PROGRAM - Description of activities & time spent in .25 hr increments						Total Time	
Promotion MSD							
Promotion Non-MSD							
Organization MSD							
Organization Non-MSD							
Design MSD							
Design Non-MSD							
Economic Restructuring							
Economic Restruct Non-MSD							
PROGRAM TOTAL	0.00	0.00	0.00	0.00	0.00		
ADMINISTRATION							
MSD & Main St Administration							
Non-MSD Administration							
Holiday							
Paid Time Off							
Overtime/Comp Time (After 40 hrs)							
ADMIN TOTAL	0.00	0.00	0.00	0.00	0.00		
TOTAL	0.00	0.00	0.00	0.00	0.00		

Supervisor Signature

**Downtown Boone Development Association
Overtime Log**

NAME: Mary Baker, Executive Director _____

Previous Balance: _____

WEEK OF:	TIME EARNED	TIME TAKEN	BALANCE

New Balance: _____

Employee Signature _____ **Date** _____

Supervisor's Signature _____ **Date** _____

