

CALICO ROCK COMMUNITY FOUNDATION, INC

POLICIES & PROCEDURES

EFFECTIVE December 1, 2024

1.0 Foundation Policies

This handbook does not constitute a contract for employment but merely sets forth policies and procedures in effect on the date it was issued. The handbook may be amended from time to time without prior notice to employees. Furthermore, additional policies and procedures specific to job classifications may be added as needed.

1.1 Mission of the Calico Rock Community Foundation

The Calico Rock Community Foundation *brings our community together* by honoring and preserving our past and preparing for our future.

1.2 Authority to Conduct Business

The Foundation may operate businesses or entities related to our mission in accordance with non-profit regulations, including Calico Rock Museum & Visitor Center, Main Street Calico Rock, Artisan Gift Shop, and rental properties.

1.3 Financial Donors

The board of trustees retains sole discretion in accepting donations or recognizing donors. Donor information is considered proprietary and shall not be released, sold, or transferred. Naming rights shall expire after five years, unless specified by specific agreement.

1.4 Non-Discrimination

The Foundation shall not discriminate based on race, religion, national origin, age, gender, sexual orientation, or any other legally protected status.

1.5 Joint Ventures

The Foundation may enter joint ventures with civic organizations, museums, foundations, individuals, and government entities that do not jeopardize the Foundation's tax-exempt status.

1.6 Accounting Practices and Fiscal Year

The Foundation uses cash basis accounting. The fiscal year is January 1-December 31.

1.7 Annual Reporting

The Foundation shall timely file required annual reports and returns with the Internal Revenue Service, state of Arkansas, and other entities as required by law.

1.8 Dissolution

Foundation property, which has not been disposed of by the board of trustees, shall become the property of the city of Calico Rock upon dissolution of the Foundation.

1.9 Valuation of Donations

The donor is responsible for valuation or appraisal of real property given to the Foundation for tax deductible purposes.

2.0 Board of Trustees Policies

2.1 Essential Legal Duties of the Board of Trustees

The board of trustees have three essential legal duties they may not delegate to anyone or any entity other than themselves:

- A) **Duty of Care**
Act in good faith to care for the organization and its future.
- B) **Duty of Loyalty**
Act in loyalty to the best interests of the organization, rather than themselves.
- C) **Duty of Obedience**
Act within the organization's purposes and mission.

2.2 Major Responsibilities of the Board of Trustees

The board of trustees have the following major responsibilities:

- A) Determine the organization's mission and purpose.
- B) Select the Executive Director.
- C) Support the Executive Director and Review Their Performance.
- D) Develop and set policies and procedures of the organization.
- E) Ensure effective organizational planning.
- F) Ensure adequate resources.
- G) Ensure compliance with state and Federal regulations and laws.
- H) Manage resources effectively and efficiently.
- I) Determine the organization's products, services, and programs.
- J) Enhance the organization's public image.
- K) Provide continuity for the organization.
- L) Serve as a court of appeal.
- M) Assess its own performance.

2.3 Executive Sessions

The board may adjourn to executive session to discuss personnel in strict compliance with Arkansas law. The board shall not take any action in an executive session and there shall be no record of the executive session discussions. All actions and votes shall be taken in open session on the record. The board may not enter executive sessions for ANY reason other than personnel.

It is unlawful for the board to receive legal advice during an executive session; therefore, a non-trustee attorney is not allowed to enter executive session. Legal advice must be given to the board in public session. The chair of the board or the executive director, depending upon the nature of the pending litigation or legal question, may receive legal advice on behalf of the organization that would be covered under attorney-client privilege. The courts have ruled that

the Chair or executive director may then brief trustees individually (one-on-one) as deemed necessary and appropriate.

Pursuant to Arkansas law, discussions in an executive session are strictly confidential and shall not be disclosed or shared with anyone outside the executive session. Unlawful disclosure of an executive session subjects the individual to making the disclosure to criminal and civil liabilities, including being removed from the board and charged with a Class C misdemeanor.

When an employee requests a grievance hearing before the board, they may request the hearing be held in executive session. In which case, the employee and a representative of their choice may attend the executive session. The board, and only members of the board, may deliberate in executive session. Any action taken by the board regarding the matter must be taken in open session.

2.4 Board Calendar

The board will conduct quarterly meetings using this calendar:

First Quarter:	Review Annual Report & Form 990 Tax Return
Second Quarter:	Elect Trustees
Fourth Quarter:	Review Policies and Procedures Review Staff Salaries Executive Director Performance Review

3.0 Museum Policies

3.1 Mission of the Calico Rock Museum & Visitor Center

The Calico Rock Museum & Visitor Center *builds a bridge* of culture and understanding by igniting a passion for history, art, and science.

3.2 Standards of Ethics

The museum has a public trust to operate under high standards of excellence and adopts the American Museum Association *Standard of Ethics*.

3.3 General Collections Guidelines

The Museum cannot and should not collect *everything*. The museum collection will consist of historical, cultural, scientific, and artistic items of relevance. Items in collection will be kept until they no longer retain their physical integrity, authenticity, relevance, and usefulness.

3.4 Accession Guidelines

The guidelines for accession shall be:

- a) The museum will not accept objects with conditions, nor guarantee exhibition.
- b) All gifts become the unconditional permanent property of the museum.
- c) The museum will comply with Federal and state law, including regarding taxidermy, Native American artifacts, and the Museum Property Act § 13-5-1001.
- d) The museum may reject any object for any reason, especially duplicates, poor physical condition, or if proper storage is not available.
- e) The museum determines how, or if, an object is exhibited or kept in collection.
- f) The collection will be properly cataloged, stored, or displayed, and publicly accessible.

3.5 Interpretation and Display

The museum will use the most accurate research available in interpreting and presenting items in the collection. The trustees will resolve any disputes in interpretation.

3.6 Deaccession

When an item in collection is no longer in reasonable physical condition, useful, relevant, or easily managed, the board has authorized our professional staff to deaccession the item using the following guidelines:

- a) Deaccessioned items may be offered to the original owner or heirs, transferred to other public or private institutions, sold, or appropriately destroyed. Notice to the original owners or heirs is not required.
- b) The deaccessioned item is removed from the permanent collection records.

4.0 Whistleblower Policy

The Foundation requires the Board of Trustees, officers, employees and volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of the Foundation must practice honesty and integrity in fulfilling their responsibilities and comply with applicable laws and regulations. Each has an obligation to report questionable or improper financial matters or instances of suspected dishonesty or lack of compliance.

Initial reports of suspicion should be reported to either the Executive Director or the Board Chair. These reports may be made anonymously with as much detail as possible to allow for sufficient review. Upon receipt of the report, the Executive Director or the Board Chair has an obligation to conduct an immediate review of the complaint and to determine its legitimacy. A report must be made to the Board of Trustees on the nature, legitimacy, finding, and any corrective actions within a reasonable time, but not less than 60 days of receipt.

If the complaint involves the Executive Director, the Board Chair will assume responsibility for investigating the complaint and reporting the findings to the Board.

The Board of Trustees shall take all appropriate steps to prevent retaliation by trustees, officers, employees, and volunteers against any person submitting a complaint. This Whistleblower Policy is intended to encourage and enable trustees, officers, and employees to raise concerns within the organization for investigation and appropriate action. With this goal in mind, no one who, in good faith, reports a concern shall be subject to retaliation or, in the case of an employee, adverse employment consequences. Anyone who is found to have engaged in retaliation contrary to this policy will be subject to discipline, up to and including termination of employment or removal.

Similarly, if, during the review, it is found that an individual made a complaint with malice or intentionally made a knowingly false accusation out of personal motivation, the individual shall be subject to discipline, up to and including termination of employment or removal.

5.0 Endowment Fund Policy

5.1 Legacy Giving

Legacy gifts provide for the long-term financial security, maintenance, scholarship, and development of the Calico Rock Museum and community. These gifts are intended to honor the legacy of the donor or their loved one beyond their natural lifetime and assure our mission is achieved for generations to come. A legacy gift is not a gift given for immediate use by the Foundation, but rather a gift to our endowment fund or a scholarship fund. It is meant to be used over an extended period of time.

5.2 Types of Legacy Gifts

The Foundation may accept any gift, including, but not limited to cash; publicly traded securities; life insurance policies designating the Foundation as the beneficiary; real property; and certificates of deposit. The board of trustees may reject any legacy gift.

5.3 Foundation Endowment Fund

The Endowment Fund is established for future capital or emergency needs; maintenance, operation, improvement, and expansion projects; special projects; scholarships; and community development. It began in memory of [F. Stowe Easton](#) by his sister, Jill.

5.4 Investments and Distributions of the Endowment Fund

The board of trustees shall exercise all authority and maintain fiduciary responsibility for asset management, investment, and accountability for the Endowment Fund. The Chair of the board of trustees and the Foundation Executive Director are the authorized agents/Fund Advisor for all endowment funds.

6.0 Conflict of Interest Policy

6.1 Conflict of Interest

A conflict of interest arises when a trustee or decision-making employee may benefit financially from any decision they make while acting in their official capacity. When products, goods or services are sold to the foundation or museum at or below fair market value, there is no conflict.

6.2 Disclosure

When a *potential* conflict exists, a trustee or decision-making employee shall disclose the *potential* conflict to the board for their review. Review may also be requested by any trustee or staff member.

6.3 Finding by the Board

The board shall be the finder of fact and will:

- (a) find no conflict exists, OR
- (b) exclude the person from the decision being made, OR
- (c) in extremely rare cases, remove the individual from their position either temporarily or permanently

6.4 Employment

In hiring employees, the foundation will actively seek diverse, well-qualified applicants. The foundation will hire the most qualified individual for the position. Trustees shall declare a conflict of interest if an applicant or employee related to them comes before the board. At such times, the trustee shall recuse themselves from consideration of employment, promotion, or compensation of individuals with whom they have a relationship.

6.5 Recusal

When a trustee recuses themselves due to a potential conflict of interest, the trustee shall be completely removed from the meeting until consideration of the matter is completed. Any trustee may request another trustee to recuse themselves for a potential conflict of interest.

7.0 Document Retention and Destruction Policy

The organizing documents, bylaws, board minutes, 501 (c) (3) designation letter, intellectual property rights records, copyright and trademark registrations, deeds, and certain other documents shall be **permanently retained**. Documents in pending investigation(s) or litigation must be retained for **three years** after the matter is closed. Tax returns, employee records, lease agreements, paid invoices, and bank statements will be retained for **five years**.

The willful destruction of Foundation records in attempt to subvert compliance or review shall be subject to discipline up to and including termination or removal.

8.0 Employee & Contractor Policies

8.1 Employment and Supervision

Employees and contractors must be U.S. citizens capable of performing the duties of the job for which they are hired and shall provide proof of citizenship under the law. The board of trustees shall hire the Executive Director. The Executive Director may hire employees and contractors to fulfill the organization's mission within board-established budgetary limits. The executive director may suspend or terminate an employee or contractor for cause.

While supervision of the team is the responsibility of the executive director, the board of trustees shall have the authority to terminate any employee with or without cause. The board retains the authority to reduce staff or eliminate positions due to financial conditions. Employees who have been reprimanded, suspended, or terminated may request a hearing before the board, which they may request to be conducted in executive session.

8.2 "At Will" Employment

Under Arkansas law, employees and contractors are "at will" and may be terminated at any time.

8.3 Compensation

Compensation of all employees shall be reviewed annually by the board of trustees.

8.4 Employee Records

Employee records will be kept in the Foundation office. Employees may examine and request a copy of their records during normal business hours.

8.5 Equal Opportunity Employer

The Foundation is an Equal Opportunity Employer and recruits, employs, retains, and promotes persons in all job titles without regard to gender, sexual orientation, race, religion, color, national or ethnic origin, age, marital status, veteran status, or disability. When there are occupational requirements for a position, reasonable accommodations for qualified individuals with known disabilities will be made unless doing so would result in an undue hardship.

8.6 Worker's Compensation

The Foundation will provide workers compensation in accordance with applicable law(s). All on-the-job accidents **must** be reported to an employee's supervisor immediately.

8.7 Unemployment Insurance

The Foundation will provide unemployment insurance in accordance with Arkansas law.

8.8 Overtime Pay

Employees will be adequately and appropriately compensated for overtime work in accordance with applicable law and regulation. (A.C.A. 11-4-211, 11-4-203, FLSA)

8.9 Pay Period

Employee payroll will be every other week. Contractors may be paid monthly. Payroll is subject to bank holidays.

8.10 Withholding

The Foundation will withhold all federal and state income taxes, FICA/FUTA withholding, and returns will be timely filed and paid as required by law for employees.

8.11 Employee Leave, Tardiness, and Absenteeism

Employees are required to notify their immediate supervisor within one hour of the scheduled starting time in the event of illness or other unforeseen circumstances that will result in tardiness or absence from work. Tardiness and absenteeism strains fellow team members and prevents normal operations. Tardiness and absenteeism will not be tolerated and will be subject to disciplinary action, including termination or nonrenewal.

The Foundation may require doctor's verification or release for return to work after any absence and the Foundation may verify this information with the doctor's office.

Employees shall earn 18 hours of paid time off after 6 months of employment and 32 hours of paid time off after two years of employment.

8.12 Family and Medical Leave Act

The Foundation is exempt from the Family and Medical Leave Act.

8.13 Jury Duty

An employee will be allowed unpaid leave for service by a state or Federal jury by law without impact on their employment. (ACA 16-31-106)

8.14 Professionalism

Employees are expected to conduct themselves in a professional manner including their dress, workspace neatness, and content of conversations. Dress code shall be business casual. Pets are prohibited from the workplace.

8.15 Personal Time at Work

Employees' use of computers, iPads, internet searches, social media, or cell phones for personal use and personal visitors at work should be kept to a minimum. Employees are subject to disciplinary action for personal issues at work that becomes a distraction from the performance of their work duties.

8.16 Military Leave

The Foundation complies with active-duty military leave law. (ACA 12-62-413)

8.17 No Smoking Facility

Smoking is not permitted in any of the Foundation's buildings as governed under the Arkansas Indoor Clean Air Act of 2006 except for designated smoking areas.

8.18 Work Product

Work product developed by the employee in the course of their employment is the exclusive property of the foundation.

8.19 Performance Evaluations

Performance evaluations of every employee will be conducted at least annually and documented by their supervisor.

8.20 Employee Complaints, Grievance or Appeal

Employee complaints or grievances are made to the board of trustees. If the grievance involves reprimand, suspension, or termination, the employee may request a hearing before the board of trustees within ten (10) business days of the reprimand, suspension, or termination. The grievance will be heard by the board within twenty (20) business days of the request being received. The hearing may be held in executive session. The board shall be an impartial finder of fact, and any trustee involved in the disciplinary action or having direct knowledge of the matter shall recuse themselves from deliberations. Deliberations will be in executive session with only board members present for deliberations. The board decision will be made in open session and will be a final resolution of the matter with binding effect on the parties.

8.21 Impairment Prohibited

Employees shall not be under the influence of drugs or alcohol at work or on work-related travel which would impair their judgment.

8.22 Harassment

We are committed to providing a safe and respectful work environment for all staff and customers. No one, whether a manager, an employee, a volunteer, a contractor, or a guest, should endure harassment, for any reason, at any time. Additionally, no one has the right to harass anyone else, at work or in any situation related to employment or to create an environment in which anyone feels harassed or unsafe.

Harassment is any behavior that degrades, demeans, humiliates, or embarrasses a person, and that a reasonable person should have known would be unwelcome. It includes actions (e.g. touching, pushing), comments (e.g. jokes, name-calling) or displays (e.g. posters, cartoons). Sexual harassment includes offensive or humiliating behavior related to a person's sex, as well as behavior of a sexual nature that creates an intimidating, hostile, or "poisoned" work environment, or that could be thought to put sexual conditions on a person's job or employment opportunities.

An employee can create an unsafe environment by outbursts, sharp criticism, displays of emotion, or other acts that makes anyone feel unsafe or uncomfortable.

8.23 Proper Handling of Funds

All monies shall be deposited into and paid from Foundation account(s) and be properly accounted. All returns shall be filed, bills paid, and funds deposited in a timely fashion.

8.24 Travel Reimbursement

Actual gasoline costs, up to \$125 per day for lodging, up to \$75 per day for meals, and parking fees are authorized expenses for travel authorized by the board chair or executive director. Expenses may be charged directly to Foundation-issued credit cards or submitted for reimbursement along with receipts.

8.25 OSHA Right to Know Training Program

As the Foundation does not employ 10 or more full-time employees, it is not required to comply with the Right to Know training program.

8.26 Employee Safety

Employees will be trained in emergency evacuation plans, basic fire and safety training, and the use of safety gear. Appropriate safety gear and first aid kits will be readily available. Employees should use safety gear when cleaning, cutting, lifting, and conducting other similar tasks.

8.27 Security Monitoring

To maintain the highest level of security and protect employees and customers, the Foundation operates a 24/7 video surveillance system, security alarm system, and may employ audio surveillance systems. To preserve the integrity of the security and internet systems, the WIFI password may not be shared with anyone not directly associated with the Foundation.

8.28 Credit Cards

Foundation credit cards will be issued to appropriate staff for Foundation business. All receipts shall be retained and submitted to the executive director after the purchase. Foundation-issued credit cards may not be used for personal purchases or expenditures without prior permission. Accidental use of these cards for personal purchases must be reimbursed immediately and notice provided to the executive director and/or board chair. Intentional misuse of Foundation-issued credit cards are grounds for disciplinary action, including suspension of credit card privileges, suspension, or termination.

8.29 Breaks

Under the holdings of the Arkansas Supreme Court, employees are not entitled to breaks, including a lunch break. The Foundation will make every effort to provide team members with breaks as appropriate.

8.30 Conflict Resolution

It is incumbent upon team members to work together to advance the mission of the Foundation, to resolve conflicts with team members, and to project a positive attitude.

9.0 Financial Policies

9.1 The Role of the Board of Trustees

The board of trustees adopts the budget and quarterly and annual financial reports. The board has fiduciary responsibility for the organization.

9.2 The Role of the Board Chair

The Board Chair oversees the organization's financial condition and compliance and serves as the chief leadership officer of the organization. The Chair files the annual Form 990 return for the organization and performs oversight of the financial practices and procedures of the Executive Director.

9.3 The Role of the Executive Director

The Executive Director is the chief financial officer responsible for operating within budget; timely paying all bills, vendor payments, filing quarterly withholding returns, and payroll; filing monthly payroll withholding and sales tax returns and payments; reconciling bank statements; making timely deposits; hiring and supervising staff; and conducting board policy. The Executive Director may assign certain financial roles and duties to staff members. The Executive Director will provide appropriate oversight of staff actions and duties.

9.4 Signatures

One signature is required on any financial transaction. The board chair and executive director are designated as authorized signers.

9.5 Receipts and Records

All paid receipts will be marked with the payment date, check number (if applicable) and signed by the Executive Director or Board Chair. Paid receipts and financial records will be maintained for **three years** per IRS regulations.

9.6 Fiscal Policies

All cash accounts must be held in an FDIC insured financial institution approved by the board of trustees. Employee and personal checks will not be cashed through petty cash. Salary advances will not be approved. The supervisor will approve reimbursements and travel expenses. An employee may not complete their own sales transaction.

9.7 Transaction Limits

The Executive Director may approve bids and complete purchases and transactions up to \$10,000 without approval by the board of trustees. The Board Chair may approve bids and complete purchases and transactions up to \$25,000 without approval by the board of trustees.

10.0 Main Street Calico Rock Policies

10.1 Autonomy

The board of trustees has authorized the formation of Main Street Calico Rock, an autonomous subsidiary of the Foundation, with its own bylaws and an elected board of directors. While autonomous, the Foundation board of trustees remains legally responsible for the actions of Main Street Calico Rock and therefore retains legal authority to review and approve actions.

10.2 Transformation Strategy and Workplans

In coordination with district business and property owners, stakeholders, and community residents, Main Street Calico Rock shall develop a Transformation Strategy, Committees, and Workplans that have sufficient budget, activities, timelines, and volunteers to be completed and are approved by the Main Street Calico Rock board of directors.

10.3 Main Street Four Point Approach

Main Street Calico Rock plans, strategies, and work plans shall comply with the Four Point Approach.

10.4 Travel, Resources, and Training

Main Street Calico Rock staff shall have adequate resources, budget, and time to complete workplans, travel, and training for the Main Street program.

11.0 Compliance and Continuity

If any policy conflicts with state or Federal law or regulation, that particular policy will be superseded by law or regulation. If any policy is invalidated or superceded, the remaining policies shall remain in force.

These policies and procedures may be amended by the Board of Trustees of the Calico Rock Community Foundation, Inc. with or without notice to the employees, contractors and volunteers, while the board will take reasonable steps to keep them informed. In compliance with IRS regulations, these policies and procedures shall be posted to the Foundation's website at www.calicorockmuseum.com.

Amendments to the policies and procedures shall become effective immediately upon passage by the board of trustees unless otherwise at the time action is taken by the board.

All new employees shall receive a copy of the policies and procedures and shall sign acknowledgement of the receipt of the policies and procedures. Employees shall not be required to sign acknowledgement of amended policies or procedures.