

Klamath Film

POLICIES & PROCEDURES

Last Revised June 13, 2018

KLAMATH FILM POLICY.....MEMBERSHIP DUES

Last Revised September 4, 2017

1. Membership dues shall be \$15 per year, and are to be paid in January of each year, at or before Klamath Film's regularly scheduled monthly meeting.
2. The standard dues paid by members joining August 1st or later shall also cover their membership for the following calendar year.
3. Payment of dues will allow Klamath Film members to vote on the yearly election of two members to the Board, any changes to the By-laws which affect member rights, and access to Klamath Film's production equipment as detailed in the section titled "Equipment Borrowing" in this document.
4. Newly paid members prior to a vote must have actively attended multiple Klamath Film meetings/events over the course of the 3 months prior to voting in order to be eligible to vote.
5. The Board of Directors may remove an Officer or Board member from his/her position and/or terminate theirs or any other member's membership by a 2/3 vote by the Board for conduct unbecoming a member or prejudicial to the aims or repute of Klamath Film, after notice and opportunity for a hearing are afforded the member complained against.

KLAMATH FILM POLICY.....BOARD OF DIRECTORS

Last Revised September 4, 2017

1. The Board will review the potential contributions of any individual who wishes to be considered for a seat on the Board, as well as the contributions of the current Board members themselves, based on a criteria of knowledge, experience, character, and dedication to Klamath Film defined as follows:
 - a. Knowledge – Directly or indirectly related knowledge beneficial to Klamath Film
 - b. Experience – Directly or indirectly related experience beneficial to Klamath Film
 - c. Character – Valued general traits such as, but not limited to, enthusiasm, communication, perspective, diversity, objectivity etc. and/or particular traits such as problem solving, mediation, articulation, etc.
 - d. Dedication – Dedication to the ideals, growth, improvement and success of Klamath Film. Note: regular participation in individual group projects and/or attendance at Klamath Film general membership meetings is not necessarily required to demonstrate dedication to Klamath Film itself.
2. The Board may choose to remove another Board member from their seat if he/she misses three or more meetings within a calendar year.

KLAMATH FILM POLICY.....EQUIPMENT BORROWING

Last Revised June 13, 2018

1. Borrowing of Klamath Film equipment is available to paid members only.
2. Klamath Film's Quartermaster shall be responsible for keeping Klamath Film equipment in a location for which such equipment would reasonably be considered safe and protected from theft and damage. The Quartermaster shall be responsible for maintaining equipment in ways such as but not limited to noting condition, marking/labeling/categorizing equipment, resetting parameters, clearing memory, taking and coordinating use reservations, reacquiring equipment after use in a timely manner, etc.
3. Any particular Klamath Film equipment may be borrowed up to a maximum of 1 week. If there are no reservation requests for the equipment at the end of such period, additional time may be extended at the Quartermaster's discretion. At the end of a member's borrowing period he/she must wait at least 1 week before borrowing the same equipment again, and cannot ask to reserve the same equipment at all, until the 1 week window has passed, in order to allow others an open opportunity to borrow the equipment.
4. Borrowing of certain Klamath Film equipment may require Klamath Film members to sign a one-time policy acceptance form, including additional information such as driver's license, address, etc. for the purpose of further protecting such equipment. Such equipment shall be limited to members at least 18 years old. An exception may be made at the Board's discretion if the policy acceptance form is signed by a legal parent or guardian.
5. Members shall use their own consumables/accessories (memory cards, hard drives, batteries, light bulbs, etc.) except when Klamath Film specifically provides such for use (such as rechargeable batteries, ink used in a Group printer, etc.)
6. Equipment shall be picked up from, and returned directly to the Quartermaster, at a reasonable time and location of the Quartermaster's choosing. Requests to the Quartermaster shall be made at least 24 hours in advance. Please remember borrowing of equipment is a privilege, not a right, and the Quartermaster is not 'on-call'.
7. Klamath Film members shall sign-out equipment for use, noting any damage to the equipment, cosmetic or otherwise, with the Quartermaster. The signed borrower is solely responsible for the assigned equipment until he/she signs it back in with the Quartermaster. If equipment is returned with new damage, the borrower shall be responsible for 50% of the repair or replacement cost if such action needs to be taken as determined by the Board. The borrower will be responsible for 100% of the replacement cost for lost items. The Board may opt to lower or waive this requirement on a non-discriminatory, case-by-case basis, at their discretion.
8. If loss/damage fees are not paid, the responsible member will have his/her borrowing privilege suspended. If equipment is returned late, the responsible member *may* have his/her borrowing privilege suspended for 1 month, at the Quartermaster's discretion. If the offense is a repeated or flagrant policy violation, the Quartermaster may ask the Board for a stronger penalty at his/her discretion.

KLAMATH FILM POLICY.....CONFLICTS OF INTEREST

Last Revised September 4, 2017

Article I Purpose

The purpose of the conflict of interest policy is to protect the Klamath Film's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Officer or Board member of the Organization, or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II Definitions

1. **Interested Person** Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

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 Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a 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 the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing 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 governing 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 governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b.** The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c.** After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement 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 possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a.** If the governing board or committee has reasonable cause to believe 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 member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has 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 governing 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 was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b.** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V Compensation

- 1.** A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- 2.** A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- 3.** No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, 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 governing board delegated powers shall annually sign a statement which affirms such person:

- a.** Has received a copy of the conflicts of interest policy,
- b.** Has read and understands the policy,
- c.** Has agreed to comply with the policy, and
- d.** Understands the Organization is charitable and 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 the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a.** Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b.** Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII Use of Outside Experts

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

KLAMATH FILM POLICY.....PERTAINING TO MEETINGS OF THE BOARD

Last Revised September 1, 2014

1. Board meetings shall be attended by Board Members only.
2. The required number or percentage of votes to pass shall be based on the number of votes cast.
3. Abstention:
 - a. The quorum shall be unaffected by abstaining members.
 - b. Abstention shall not count as a vote cast.
4. If a quorum is not present, a motion may still be passed by signatures acquired from all Board members, if approval is unanimous.

KLAMATH FILM POLICY.....REIMBURSEMENTS/PAYMENTS

December 13, 2017

1. Members may request to be reimbursed for purchases by personal payment specifically pre-approved by the Board of Directors. If the Board has not pre-approved a purchase (such as, but not limited to, an impulse buy on a limited offer), members may still seek reimbursement through the Board, but are not guaranteed approval.
2. If the reimbursement of a purchase totals \$100 or less, the Executive Director may authorize such reimbursement at his or her discretion. Such reimbursement shall still require a second signature. Any of the other account signatories may refuse to endorse the reimbursement and if no additional signature is acquired, reimbursement must be sought through the Board.
3. The Executive Director's signature shall be accepted as one of the two signatures required on any and all Klamath Film checks.