

SUMMARY OF FSBA POLICY PROPOSALS

June 2023 General Membership Meeting

PROPOSAL NUMBER	FSBA POLICY	DESCRIPTION OF THE PROPOSED AMENDMENT	RATIONALE FOR THE PROPOSED CHANGE	PROPOSAL ORIGINATOR
1	Article V – Duties of Officers	<p>Adds new section 1, “The Executive Officers shall uphold the mission, policies, and beliefs of the Association and conduct themselves in a manner that reflects positively on these foundational elements.”</p> <p>Renumbers all successive sections.</p> <p>Deletes: “The President or his/her designee shall countersign all checks.”</p> <p>Changes “shall countersign all checks” to “approve all checks, drafts, and ACH payments”</p>	<p>Clearly articulates that FSBA Executive Officers will uphold the mission, policies, and beliefs of the Association.</p> <p>This was always an assumption, but this will make the expectations very clear.</p> <p>FSBA Finance Department is changing to an online banking system. This change removes the requirement for paper checks to be signed but retains requirement for Chief Executive to approve all forms of payment.</p>	<p>Originated in Policy Committee</p> <p>Approved by Policy 2.3.2023</p> <p>Approved by Long Range Planning Committee 2.15.2023</p> <p>Approved BOD 3.17.2023</p> <p>SCHEDULED General Membership 6.9.2023</p>

PROPOSED:

Article V - DUTIES OF OFFICERS

Section 1. - The Executive Officers shall uphold the mission, policies, and beliefs of the Association and conduct themselves in a manner that reflects positively on these foundational elements.

Section .2 - The President shall preside at all meetings of the Association and the Board of Directors. He/She may appoint any Ad Hoc Committees after collaboration with the Executive Officers, and shall attend all functions as are deemed necessary by the office. The President shall declare vacant the office of any Director who misses two (2) consecutive meetings without sufficient reason. ~~The President or his/her designee shall countersign all checks.~~

Section 3. - The President Elect shall perform the duties of the President in his/her absence and shall act in an advisory capacity at all times. In case of a vacancy in the office of the President, the President Elect shall become President for the unexpired portion of the term. If the President Elect has served a term of six (6) months or less, he/she shall have the option of continued service as President of the Association for the following year. If the President Elect has served a term of more than six (6) months, he/she shall be required to apply for the office of President pursuant to procedures in Article XI, Section 2. The President Elect shall succeed the President at the Annual Meeting without further election. The President Elect shall serve as Sergeant at Arms at FSBA conferences and meetings with the responsibility of coordinating the orderly beginning of meetings, serve as an ex-officio Trustee of the Florida School Boards Insurance Trust Program, and Chair the Long Range Planning Committee. The President Elect should accompany the President to a minimum of three (3) non-association meetings to prepare for succession to the Presidency.

Section . 4 - The Vice President shall serve as the Chair of the Policy Committee, a member of the Finance Committee, and Trustee of the Florida Education Purchasing Consortium, shall monitor the attendance of the Board of Directors at each scheduled meeting, and shall have other duties as assigned by the President. In case of a vacancy in the office of President Elect, the Vice President shall become, upon confirmation by a majority of the Board of Directors at its next regularly scheduled meeting, President Elect for the unexpired portion of the term. Should the President be eligible for and choose to continue in office pursuant to Section 2. herein, the President Elect shall apply for office pursuant to the nominating procedures described in Article XI, Section 2.

Section . 5- The Treasurer shall act as Chair of the Finance Committee, shall oversee and make budget recommendations to the Board of Directors as approved by the Finance Committee, and shall serve as a Trustee of the Florida Education Purchasing Consortium.

Section . 6- The Chief Executive Officer shall conduct the day-to-day business of the Association office, including the management of all office personnel authorized by the Board of Directors. The Chief Executive Officer shall conduct all other duties as assigned by the Board of Directors, act as Secretary of the Association, and shall be an ex-officio member of all the committees, without vote. The Chief Executive Officer or his/her designee shall ~~countersign all checks~~ **approve all checks, drafts, and ACH payments**. The Executive Officers shall conduct an annual performance evaluation of the Chief Executive Officer and shall report its findings to the Board of Directors at the Annual Meeting.

2	Article VI – BOARD OF DIRECTORS	<p>Adds new section 6, “The Board of Directors shall uphold the mission, policies, and beliefs of the Association and conduct themselves in a manner that reflects positively on these foundational elements.”</p> <p>Renumbers all successive sections.</p>	<p>Clearly articulates that FSBA Board of Directors will uphold the mission, policies, and beliefs of the Association.</p> <p>This was always an assumption, but this will make the expectations very clear.</p>	<p>Originated in Policy Committee</p> <p>Approved by Policy 2.3.2023</p> <p>Approved by Long Range Planning Committee 2.15.2023</p> <p>Approved BOD 3.17.2023</p> <p>SCHEDULED General Membership 6.9.2023</p>
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PROPOSED:

Article VI - BOARD OF DIRECTORS

Section 1. - The Board of Directors shall be the Executive Officers, a Director from each FSBA district as described herein, and any active member of the Florida School Boards Association serving as an officer or on the Board of Directors of a national or regional collaboration of state school boards associations with membership paid by FSBA. The Chair of each Standing Committee and subcommittee shall serve, in an ex-officio capacity, and attend all Board of Directors' Meetings.

- A. A Director and Alternate shall be elected from the following FSBA districts by the board members in those districts:
1. Miami-Dade
 2. Hillsborough
 3. Broward
 4. Palm Beach
 5. Orange

6. Duval
7. Polk
8. Pinellas
9. Osceola
10. Pasco
11. Brevard
12. Lee
13. Volusia
14. Holmes, Jackson, Okaloosa, Walton, Washington
15. Escambia, Santa Rosa
16. Collier, Glades, Hendry, Monroe
17. Flagler, Putnam, St. Johns
18. Alachua, Bradford, Clay, Union
19. Bay, Calhoun, Franklin, Gulf, Liberty
20. Dixie, Gilchrist, Lafayette, Levy, Taylor
21. Baker, Columbia, Hamilton, Nassau, Suwannee
22. Lake, Marion, Seminole
23. DeSoto, Hardee, Manatee
24. Gadsden, Jefferson, Leon, Madison, Wakulla
25. Highlands, Indian River, Martin, Okeechobee, St. Lucie
26. Charlotte, Sarasota
27. Citrus, Hernando, Sumter

- B. The position of director and alternate shall only be held by board members whose school board retains a majority of membership in FSBA.
- C. Directors and Alternates will serve for two (2) years. Directors and Alternates from even numbered districts shall be elected in even numbered years, and those from odd numbered districts shall be elected in odd numbered years. Their term of office shall begin at the fiscal year following their election.
- D. In single county districts, the Director and Alternate shall be elected by majority vote of the district school board, in accordance with the time schedule as outlined.
- E. In multi-county FSBA districts, the Director and Alternate shall be elected by majority vote of the members of the FSBA district at the Annual Meeting or in a manner determined by the districts prior to the Annual Meeting. FSBA encourages equitable rotation among counties.
- F. Should no Director and Alternate be elected by July 1, the President shall appoint a Director and Alternate from within the FSBA district.

Section 2. - The Board of Directors shall meet at least four (4) times a year. Special meetings shall be held on call of the President or a majority of the membership of the Board of Directors.

Section 3. - Each newly elected Director and Alternate shall sign a written agreement acknowledging the requirements for meeting attendance and resignation from office as described in Section 4. herein, and shall file the agreement with the Secretary.

Section 4. - Each Director who is unable to attend a Board of Directors' Meeting shall notify the Alternate to sit and act on his/her behalf. Each member who is unable to attend a Board of Directors' Meeting shall submit written verification to the Secretary two (2) weeks prior to the scheduled meeting unless extenuating circumstances exist. The President shall declare vacant the office of any Director who misses two (2) consecutive meetings without sufficient reason as determined by the Executive Officers. When the President declares a vacancy on the Board of Directors, the Alternate for that FSBA district shall be advanced automatically to the Director's position and a new election shall be conducted in the FSBA district within thirty (30) days to fill the Alternate vacancy created by the succession.

Section 5. - The Board of Directors shall elect from the general membership two (2) individuals to serve as at-large members with the Executive Officers on the Long Range Planning Committee. At-large members shall be elected during the Board of Directors' Meeting at the Annual Meeting and shall serve for a two-year term. Prior to electing the at-large members, the FSBA President, or the presiding officer, shall

encourage the Board of Directors to examine the current composition of the Executive Officers and to consider issues of diversity, equity, equality, and demographics when casting votes for the at-large members. Nominations to fill the at-large positions shall be accepted from any Director who serves on the Board of Directors or by self-nomination. Each Director may cast two (2) votes during the election of at-large members; each vote shall be cast for a different candidate. In the case of a resignation or vacancy during the term of an at-large member, the Executive Officers shall appoint a member of the Board of Directors to complete the unexpired term of the individual who vacated the position.

Section 6. - The Board of Directors shall uphold the mission, policies, and beliefs of the Association and conduct themselves in a manner that reflects positively on these foundational elements.

Section .7. - The business and the corporate powers of the Association shall be managed and directed by the Board of Directors, to wit:

- A. To transact business of the Association and report such transactions;
- B. To make recommendations of policy and resolutions to the regular meetings of the Association;
- C. To establish and staff an Association office;
- D. To execute such documents as are necessary or appropriate for facilitating the financing of school sites, facilities, buses, equipment, or such other items necessary for school boards, including, but not limited to notes, mortgages, leases, and underwriters' agreements; and,
- E. To engage in a strategic planning process to establish long range goals in order to achieve the mission of the Association; approve, monitor, and evaluate the annual operational plan developed by the Chief Executive Officer to reach the long range goals.

Section 8. - The members of the Board of Directors are responsible for communicating with the other members of the district which they represent. The District Director shall establish a liaison with the Chair of each school board in his/her district.

Section .9 - The Board of Directors shall act as the final authority for acceptance or rejection of all committee reports. If a revision to the Policies or Bylaws is proposed by the Board of Directors, it will be noted as its recommendation to the membership.

Section .10 - The Chief Executive Officer shall have the power and responsibility to execute such documents approved by the Board of Directors as are necessary to facilitate the financing for school boards of school sites, facilities, buses, equipment, or such other necessary items, including but not limited to bonds, notes, certificates, mortgages, leases, and purchase contracts relating thereto.

3	5020 - COLLECTION OF FSBA DUES	Adds "at non-member rates" in section B. 2. Changes "a check" to "payment"	Clarify that school boards and individual school board members who are not dues paying will be charged non-member rates for participation in Association activities and events Changes language to allow for electronic payment of dues rather than only by check	Originated in Finance Committee 3.21.2023 Approved by Policy 4.7.2023 Scheduled for BOD 6.7.2023 SCHEDULED General Membership 6.9.2023
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PROPOSED:

5020 - COLLECTION OF FSBA DUES

- A. The FSBA office shall send a dues payment notice to each school board at least three (3) months prior to June 30 of each fiscal year. The dues schedule shall be adopted annually by the general membership as prescribed in the FSBA Bylaws. A dues reminder may be sent to appropriate school boards prior to June 30.
- B. A notice of dues nonpayment shall be sent to any delinquent school boards by August 1 of each fiscal year. A second notice shall be issued by September 1 to advise that nonpayment shall result in cessation of FSBA services effective October 1.
 - 1. Services shall be continued if a school board submits a check payment by October 1 or files a letter of intent to pay the current dues for the fiscal year as soon as practicable.

A school board that does not renew its FSBA membership for the current fiscal year shall be billed, at non-member rates, for all services provided by FSBA.

4	5030 – AUTHORIZED SIGNATURES	<p>Changes title from “Authorized Signatures” to “Authorized Payments”</p> <p>Changes introductory language from “The FSBA President and the Chief Executive Officer shall sign all checks, drafts, orders for the payment of money.”-To The FSBA Chief Executive Officer shall approve all checks, drafts, and ACH payments.”</p> <p>Replaces Section A with “A. The Director of Finance and Administration shall initiate payments, providing Chief Executive officer documentation which includes: description of goods or services purchased, cost of goods or services and the date provided.”</p> <p>Replaces Section B with “B. Each payment issued by either check, draft or ACH transaction must be approved by the FSBA Chief Executive Officer. The Chief Executive officer shall review documentation and provide approval of payment in the form of a written signature, initials on payments drafted, or ACH electronic batch approval.”</p> <p>Adds new Section C “C. The Director of Finance and Administration shall retain all supporting documentation for audit purposes and will annually review the accounts payable process with the FSBA Finance Committee.”</p>	<p>FSBA Finance Department is changing to an online banking system. This change removes the requirement for paper checks to be signed and in its place, allows electronic approval.</p> <p>Clarifies that the Director of Finance and Administration will <i>initiate</i> all payments and the CEO will <i>approve</i> all payments to ensure separation of duties.</p> <p>Ensures supporting documentation is retained for all payments.</p>	<p>Originated in Finance Committee 3.21.2023</p> <p>Approved by Policy 4.7.2023</p> <p>Scheduled for BOD 6.7.2023</p> <p>SCHEDULED General Membership 6.9.2023</p>
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PROPOSED:

5030 - **AUTHORIZED SIGNATURES PAYMENTS**

The FSBA President and the Chief Executive Officer shall sign approve all checks, drafts, and ACH payments. orders for the payment of money.

- A. A facsimile stamp may be used in lieu of the original signature of the FSBA President. Provided, however, only the FSBA Chief Executive Officer or designee as defined in Subsection (2) herein shall be authorized to use the facsimile stamp of the FSBA President in combination with his/her original signature.

The Director of Finance and Administration shall initiate payments, providing Chief Executive officer documentation which includes: description of goods or services purchased, cost of goods or services and the date provided.

- B. ~~The FSBA Chief Executive Officer may authorize other FSBA staff members who are bonded in accordance with policy 5035 entitled "Bonded Employees and Officers" to sign checks, drafts, and orders under emergency conditions.~~

Each payment issued by either check, draft or ACH transaction must be approved by the FSBA Chief Executive Officer. The Chief Executive officer shall review documentation and provide approval of payment in the form of a written signature, initials on payments drafted, or ACH electronic batch approval.

- C. The Director of Finance and Administration shall retain all supporting documentation for audit purposes and will annually review the accounts payable process with the FSBA Finance Committee.

5	5115 – CHARGE CARD STATEMENTS	Changes “Comptroller” to “Director of Finance and Administration”	Changes staff title to reflect currently approved job title (approved FSBA BOD Feb. 4, 2022)	Originated in Finance Committee 3.21.2023 Approved by Policy 4.7.2023 Scheduled for BOD 6.7.2023 SCHEDULED General Membership 6.9.2023
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PROPOSED:

5115 - CHARGE CARD STATEMENTS

- A. The FSBA ~~Comptroller~~ Director of Finance and Administration and FSBA Chief Executive Officer shall review all charge card statements on a monthly basis.
- B. Copies of all charge card statements shall be provided to the FSBA Treasurer on a quarterly basis and upon written request to Finance Committee Members.

6	5200– FSBA SALARY SCHEDULES	<p>Changes title from “FSBA Salary Schedule” to “FSBA Staff Salaries”</p> <p>In Section A, strikes “by the FSBA Board of Directors in consultation with the FSBA Chief Executive Officer” and adds “through use of an outside salary survey utilizing job descriptions and market data.”</p> <p>Strikes, “The beginning salary for any new FSBA employee shall be determined by the Chief Executive Officer and shall be within the beginning salary range established by the FSBA Board of Directors” and adds, “. Based on the data provided, salary ranges shall be set at 30 - 70% of report values with a potential market premium for competitive positions. Each position will be reviewed, at a minimum, every 5 years.”</p> <p>In Section B, strikes, “The annual salary of”. Adds “salaries are encompassed within the Salaries and Benefits section of the FSBA Annual Budget” and “taking into account the salary range as developed for each position in section A.”</p> <p>In Section C, strikes “paychecks” and adds “salary payments”.</p> <p>Strikes “provided, however”</p>	<p>Eliminates random salary ranges and clarifies that salaries will be based on outside salary survey utilizing job descriptions and market data.</p> <p>Guides salary levels within survey ranges to be set at 30-70% of range and that salaries will be reviewed, at a minimum, every 5 years.</p> <p>Clarifies that salaries are approved annually by the Board of Directors and General Membership with the approval of the annual operating budget.</p> <p>Clarifies that staff do not receive paychecks but salary payments and when issued.</p>	<p>Originated in Finance Committee 3.21.2023</p> <p>Approved by Policy 4.7.2023</p> <p>Scheduled for BOD 6.7.2023</p> <p>SCHEDULED General Membership 6.9.2023</p>
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PROPOSED:

5200 - **FSBA SALARY SCHEDULE STAFF SALARIES**

- A. The beginning salary range for each FSBA position shall be established by the FSBA Board of Directors in consultation with the FSBA Chief Executive Officer through use of an outside salary survey utilizing job descriptions and market data. The beginning salary for any new FSBA employee shall be determined by the Chief Executive Officer and shall be within the beginning salary range established by the FSBA Board of Directors. Based on the data provided, salary ranges shall be set at 30 - 70% of report values with a potential market premium for competitive positions. Each position will be reviewed, at a minimum, every 5 years.
- B. The annual salary of FSBA staff members' salaries are encompassed within the *Salaries and Benefits* section of the FSBA Annual Budget and shall be approved by the Board of Directors based on the FSBA Chief Executive Officer and Finance Committee's recommendations, and General Membership upon approval of the annual budget. Salary increases may be considered during preparation of the annual operating budget, taking into account the salary range as developed for each position in section A above.

~~Paychecks~~ Salary payments shall be distributed to FSBA employees on the first (1st) of each month. ~~Provided, however, w~~ When the first (1st) falls on a Saturday, Sunday, or holiday, the paychecks shall be distributed the last working day prior to the first (1st).

7	5310– BOARD OF DIRECTORS' INSURANCE	<p>Changes title from “Board of Directors’ Insurance” to “Board of Directors’ Errors and Omissions Insurance”</p> <p>Strikes, “directors and officers” and adds, “errors and omissions”</p> <p>Adds “coverage”</p>	<p>Clarifies that FSBA purchases Errors and Omissions insurance coverage for Board of Directors individually and collectively.</p>	<p>Originated in Finance Committee 3.21.2023</p> <p>Approved by Policy 4.7.2023</p> <p>Scheduled for BOD 6.7.2023</p> <p>SCHEDULED General Membership 6.9.2023</p>
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PROPOSED:

5310 - BOARD OF DIRECTORS' ERRORS AND OMISSIONS INSURANCE

FSBA shall provide at no charge directors and officers errors and omissions coverage to protect members of its Board of Directors individually and collectively for claims filed against them as a result of membership on the Board of Directors.

8	5400– FSBA ANNUAL AUDIT	<p>Deletes “at least two (2) weeks prior to” and “meeting in September” and adds “at the 3rd quarterly meeting of the Board of Directors”</p> <p>Strikes, “BOD” and adds, “Board of Directors”</p>	<p>Aligns timing of annual audit with fall Board of Directors’ meeting which is no longer being held in September (but October).</p> <p>Writes out Board of Directors for consistency with policy manual</p>	<p>Originated in Finance Committee 3.21.2023</p> <p>Approved by Policy 4.7.2023</p> <p>Scheduled for BOD 6.7.2023</p> <p>SCHEDULED General Membership 6.9.2023</p>
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PROPOSED:

5400 - FSBA ANNUAL AUDIT

An independent auditor shall be selected to conduct an audit of all funds and accounts of FSBA at the close of each fiscal year.

The audit shall be initiated within six (6) weeks of fiscal year end. The audit shall be concluded and a final written report prepared and submitted to the Chief Executive Officer ~~at least two (2) weeks prior to~~ and the Board of Directors ~~at the 3rd quarterly meeting of the Board of Directors, meeting in September~~ unless extenuating circumstances exist as determined by the Chief Executive Officer.

Upon receipt of the audit report, the FSBA Chief Executive Officer shall immediately send an official copy to the FSBA President and Treasurer.

Each member of the Board of Directors shall be provided an official copy of the audit report prior to the meeting where it is scheduled for acceptance on the published agenda.

After the report is accepted by the ~~Board of Directors~~ **BOD**, notification of its availability shall be made to the General Membership and digital or paper copies shall be provided upon request.