



WOA
EXECUTIVE BOARD
POLICY MANUAL

WASHINGTON OFFICIALS ASSOCIATION
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TABLE OF CONTENTS

FOREWORD	4
POLICY 1.0 - EXECUTIVE DIRECTOR RESPONSIBILITIES	5
POLICY 2.0 - WOA BUILDING USE	5
POLICY 3.0 - INVENTORY	5
POLICY 4.0 - EXECUTIVE BOARD RESPONSIBILITIES	5
4.1.0 - EXECUTIVE BOARD MEMBERS	5
4.1.1 - OFFICERS	5
4.1.2 - ELECTION OF REGIONAL BOARD MEMBERS	5
4.1.3 - SELECTING SPORTS SPECIFIC BOARD MEMBERS	5
4.2.0 - EXECUTIVE BOARD MEETINGS	6
4.2.1 - BOARD MEMBER RESPONSIBILITIES	6
4.2.2 - MEETING SCHEDULE	6
4.2.3 - MEETING AGENDAS	6
4.2.4 - PUBLIC COMMENT	6
4.2.5 - VOTING: CONFLICT OF INTEREST	7
4.2.6 - EXECUTIVE SESSION	8
4.2.7 - ANNUAL TRAINING CONFERENCE	8
4.2.8 - CONFERENCE CALLS	8
4.2.9 - NASO MEETING ATTENDANCE	8
4.3.0 - COMMUNICATION WITH LOCAL AFFILIATED OFFICIATING ASSOCIATIONS	8
4.4.0 - COMMUNICATION WITH AFFILIATE ORGANIZATIONS	9
4.4.1 - GENERAL	9
4.4.2 - EX-OFFICIO	9
4.4.3 - AGENDAS	9
4.4.4 - WORKSHOPS	9
4.4.5 - APPROVAL OF AFFILIATE ACTIVITIES	9
4.5.0 - COMMUNICATION WITH THE WOA EXECUTIVE STAFF	9
4.5.1 - REQUESTS FOR BOARD ACTION	9
4.5.2 - ROUTING OF ACTION REQUESTS	9
POLICY 5.0 - EXECUTIVE BOARD COMMITTEE ASSIGNMENTS	10
5.1.0 - STANDING COMMITTEE MEMBERSHIP	10
5.2.0 - SUBCOMMITTEES	10
POLICY 6.0 - REPRESENTATION OF WOA	10
POLICY 7.0 - POLICY CHANGES	10
POLICY 8.0 - LEGAL REPRESENTATION OF WOA	10
POLICY 9.0 - RECOGNITION	10
91.0 - SERVICE PINS	10

9.1.2 - AWARDS	10
POLICY 10.0 - COMMUNICATING WITH MEMBERSHIP	10
10.1.0 - HANDBOOK	10
10.2.0 - QUESTIONNAIRES	11
POLICY 11.0 - REPRESENTING WOA	11
POLICY 12.0 - FINANCIAL REPORTING	11
12.1.1 - WOA ANNUAL AUDITOR'S REVIEW	11
POLICY 13.0 - BUDGET	12
13.1.0 - PRELIMINARY BUDGET DISCUSSIONS	12
13.2.0 - BUDGET DEVELOPMENT AND ADOPTION	12
13.2.1 - EXECUTIVE DIRECTOR REPORTS	12
13.2.2 - INITIATING BUDGET PROCESS	12
13.2.3 - SCHEDULE AND PROCESS	12
13.2.4 - BUDGET DEVELOPMENT GUIDELINE INTENTIONS	12
13.2.5 - COMMUNICATION DURING BUDGET DEVELOPMENT PROCESS	12
13.2.6 - INCLUSION OF INDEPENDENT AUDITOR IN BUDGET PROCESS	12
POLICY 14.0- ASSOCIATION EXPENDITURES	12
14.1.0 - PAYROLL PROCEDURES	12
14.2.1 - OUTSTANDING INVOICES DUE WOA	12
14.2.2 - PROCESSING AND POSTING OF INVOICES	13
14.3.0 - PURCHASING POLICY	13
14.3.1 - APPROVAL OF EXPENDITURES	13
14.3.2 - ONGOING MONITORING OF EXPENDITURES	13
14.4.0 - CASH HANDLING POLICY AND PROCESS	13
POLICY 15.0 - PAYMENT OF EXPENSES	13
15.1.0 - COMMITTEE EXPENSES	13
15.2.0 - EXECUTIVE BOARD AND EXECUTIVE STAFF EXPENSES	13
15.2.1 - ALLOWANCES AND ADJUSTMENTS	14
15.2.2 - MEALS	14
15.2.3 - LODGING	14
15.2.4 - MISCELLANEOUS	14
15.2.5 - IN STATE TRAVEL	14
15.2.6 - REGULAR MEETINGS	14
15.2.7 - SPECIAL MEETINGS	14
15.2.8 - BOARD PER DIEM ADJUSTMENTS	14

WOA EXECUTIVE BOARD POLICY MANUAL 2016

FOREWORD

Some of the main functions of the WOA Executive Board include planning and policy-making, and the evaluation of the policies and practices that are in the best interest of the total membership.

In making plans and policies to harmonize with the WOA Constitution, Bylaws, and Handbook, policies and regulations adopted by the Board offer guidance and direction to the Executive Board. The WOA Constitution and Bylaws place specific responsibilities on the Executive Board.

The administration of executive and managerial functions is vested in the Executive Director in accordance with WOA Bylaws and WOA Handbook requirements, Board policy, and directives. The Board represents the membership at large, not any one stratum or segment.

In addition to the WOA Constitution, Bylaws, and WOA Handbook and these policies, past practices or actions in the absence of policies comprise the operational code for the Executive Director.

EXECUTIVE BOARD POLICY MANUAL

This manual represents a compilation of WOA Executive Board adopted policies governing the programs and operations of the WOA Executive Board. This manual is subject to revision and is, therefore, a working document and not complete. This policy manual does not replace any portion of the WOA Constitution and Bylaws. Additions and deletions will be made as new situations or conditions result in Board action for policy adoption.

POLICIES: Policies are those statements, which set forth the purposes, and prescribe in general terms, organization and programs for which the Executive Board and the Executive Director and staff are responsible. Policies create a framework within which the Executive Director and staff discharge duties and responsibilities. They may also include rationale and the degree of services and responsibility.

POLICY 1.0 - EXECUTIVE DIRECTOR

Responsibilities

In order to serve member officials and member associations and boards in an efficient and effective manner, the Executive Board shall authorize and direct the Executive Director to carry out functions during Board meetings as follows:

- 1.1 Organize Board meeting agendas for effective use of time.
- 1.2 Prepare recommendations on operational items to provide the Board more time to address policies, finances and other major issues.
- 1.3 Offer philosophical items and direction for the Association.
- 1.5 Invite officials and representatives from member associations, and representatives from affiliate organizations to meetings.
- 1.6 Provide synopsis reports of National Federation, NASO and other meetings.
- 1.7 Enhance and promote relationships and communication with member officials and member associations and boards.
- 1.8 Place a focus and emphasis on communications within the WOA Regions; attend annual regional meetings.
- 1.9 Visit member associations and boards whenever possible.

POLICY 2.0 - WOA BUILDING USE

Any groups affiliated with the WOA may be allowed to use the Association facilities in accordance with the policies established by the WIAA.

POLICY 3.0 - INVENTORY

A current inventory of all equipment and supplies shall be maintained.

- 3.1 - Inventory Completion Date: An annual inventory shall be completed by August 1.

POLICY 4.0 EXECUTIVE BOARD RESPONSIBILITIES

4.1.0 Executive Board Members

Only duly elected Board or appointed members may serve on the Executive Board. All members serving on the board have full voting rights.

4.1.1 Officers

New Board members must serve on the Executive Board for at least one (1) year before being eligible to become President or Vice President. The Board President and Vice President are each voting members of the Executive Board.

4.1.2 Election of Regional Board Members

The election and appointment of regional board members shall be in accordance with the WOA Constitution.

4.1.3 Selecting Sports Specific Board Members

Any sports specific board members shall be appointed in accordance with the WOA Constitution

4.2.0 Executive Board Meetings

Executive Board meetings shall be held in accordance with the WOA Constitution, the WOA Bylaws and this WOA Executive Board Policy Manual. Executive Board members are to attend every Board meeting. For purposes of determining that meeting quorum requirements will be met, Board members shall notify the Executive Director if they will not be in attendance.

4.2.1 Board Members are expected to:

- Arrive early
- Be prepared to start the meeting on time
- Pay attention to matters being discussed
- Limit side conversations and use of electronic devices
- Focus on issues, not personalities
- Question and discuss issues, not motives

4.2.2 The meeting schedule shall be established by the Executive Board and shall consist of at least three (3) meetings per year. Meetings shall be scheduled at least one meeting in advance of the currently scheduled meeting. Regular meetings of the Board are open to the membership, the news media and the general public. Any Executive Session shall be conducted as a closed session.

4.2.3 Agendas: Any person requesting action from the Executive Board at an open meeting should submit their request for action via the representative for their region. In addition, advance notification of such request shall be submitted to the Executive Director in order to be included in the agenda. Sufficient background must be provided in order to make a specific request. Any such requests must be received by the Executive Director at least three (3) weeks in advance of the meeting.

Board agendas and support materials are to be distributed no later than one (1) week in advance of the scheduled meeting and should advise the Board of audiences, delegations, and background information.

4.2.4 Public Comment: This policy applies to all members or other individuals wishing to provide comment on matters concerning the Washington Officials Association or agenda items under consideration by the Board. The Board does not take public comment on issues related to personnel or individually named Board or staff at Board meetings. General Comments (comments to the Board by an individual or Member on a subject not on the meeting agenda) or Agenda Comments (comments to the Board by an individual or Member on a subject which is an agenda item for the meeting by a member) will be received by the Board at any Regular WOA Board Meeting. Agenda Comments only will be received by the Board at any Special WOA Board Meeting. Any person who abuses the privilege of providing comment and disrupts the meeting will be asked to leave.

4.2.4.1 General Comment:

- a. At the beginning of each regular meeting of the Board, time shall be reserved and noted on the meeting agenda for General Comment. This will be scheduled immediately after the approval of the minutes from the previous meeting(s).
- b. The total time allotted for general comments shall not exceed thirty (30) minutes. Based on motion and approval by the Board, this time may be extended.
- c. Each speaker will have up to five (5) minutes to address the Board. This time may be reduced based on the number of individuals or Members wishing to make general comments.

- d. The Chair has the authority to restrict or disallow general comment on issues that have been settled by action of the Board in prior meetings.
- e. If handouts are to be provided, twenty (20) copies should be made and distributed to the Board prior to the start of the meeting or at the time of the comment.

4.2.4.2 Agenda Comment:

- a. The time for Agenda Comment shall be during the time that the agenda item is under consideration by the Board.
- b. The Chair shall prescribe a time during such consideration for any Agenda Comment from individuals or Members.
- c. The total time allotted for agenda comments shall be set by the Chair.
- d. Each speaker will have up to five minutes to address the Board. A greater or lesser amount of time may be granted based on the total time allotted for the agenda item by the Chair and the number of individuals or members wishing to offer comment.
- e. If handouts are to be provided, twenty (20) copies should be made and distributed to the Board prior to the start of the meeting.

4.2.4.3 Board Expectations Regarding General or Agenda Comments

- a. Members or individuals wishing to comment should discuss the issue in advance with their regional representative on the Board.
- b. One person is to speak at a time.
- c. Comments are to be addressed to the Board.
- d. The speaker will adhere to the time limit on comments.
- e. If an individual wishes to give their allotted time to someone else, that individual must attend the board meeting and announce this to the Board in person when it is his/her turn to speak.
- f. The focus of comments should be on issues and solutions.
- g. No racial slurs, profanity, personal insults, ridicule, or threats will be allowed.

4.2.4.4 General or Agenda Comments

- a. For either General Comment or Agenda Comment, contact the WOA staff (tstordahl@woa-officials.com) to request an allocated spot for public comment.
- b. For General Comment, please include the topic you will be addressing.
- c. For Agenda Comment, please also indicate the associations/boards you are representing.
- d. The WOA staff will confirm placement on the list for General Comment or Agenda Comment.

4.2.5 Voting-Conflict of Interest

WOA Executive Board members must recuse themselves from voting on an issue that would constitute a conflict of interest or the appearance of such.

Such issues would include, but not be limited to, any issue that could provide any possible personal or professional gain due to the outcome of the decision.

Conflict of interest would also include any Executive Board member who has voted on an appeals issue that has been acted upon at a local association/board or regional level, or any Executive Board member whose local officiating association or member in such association is directly involved in an appeal.

4.2.6 Executive Session

Any Executive Board member or the Executive Director may call for an executive session at any regular or special Executive Board meeting. The purpose shall be primarily for the evaluation of personnel, to discuss litigation, or to deliberate policy revisions.

Executive sessions may be held for the following purposes:

- a. Personnel hiring, evaluation, or discipline
- b. Discuss alleged complaints against employees
- c. Negotiations and salary discussions
- d. Sale or purchase of property
- e. Actual or potential litigation involving the WOA.

4.2.6.1 The Executive Director shall be present during all executive sessions except Items 1 or 2 listed under 4.2.6. In those instances, attendance by any or all WOA staff shall be at the discretion of the Executive Board.

4.2.6.2 Executive sessions are for discussion only and can be followed by individual staff member discussions if needed. Any Board action shall be taken during an open meeting.

4.2.7 Annual Training Conference

The President or the Vice-President of the Executive Board shall chair the Annual Training Conference.

4.2.8 Conference Calls

Conference calls may be utilized in months between the regularly scheduled WOA Executive Board Meetings. The determination as to the need for the monthly calls shall be determined by the Executive Director in consultation with the Executive Board President. Calls may also be used on an as needed basis when issues and/or circumstances require.

Should an Executive Board member have an issue needing discussion with the entire board, that member is responsible for submitting the item(s) to the Executive Director for inclusion at least 72 hours in advance of the scheduled call.

4.2.9 NASO Meeting Attendance

Executive Board members are encouraged to attend National Association of Sports Officials (NASO) meetings. Some per diem and/or expense reimbursement may be provided to members who attend based on available and budget funds.

4.3.0 Communication with Local Affiliated Officiating Associations

The local affiliated officiating association and boards administrative policies are not waived nor intended to be altered by any action or decision of the WOA Executive Board - unless such authority already exists in the WOA Constitution, the WOA Bylaws, or has been granted to or requested of the WOA Executive Board through membership and/or special request.

In administering any appeals arising from officials and member associations and boards, the Executive Board assumes, supports, and respects local affiliated officiating association and board policies as supportive of their membership in that local association or board.

4.4.0 Communication with Affiliate Organizations

4.4.1 General - The Board recognizes and encourages meaningful relations and communications with affiliate organizations having an interest in WOA affairs and operations. Organizations having cooperating relations with WOA, include the WIAA, NFHS, NASO, other state officiating associations, and departments of state and local government which may have an impact on officiating in the State of Washington.

4.4.2 Ex-Officio - The Board may invite by appointment to ex-officio representation to the WAO Executive Board by majority vote of the Board.

4.4.3 Agendas - All interested organizations should be notified of Board agenda items dealing with the organizations' interests. Representatives of these organizations are welcome to attend all open Board meetings and may request the Executive Director that items be placed on an agenda in accordance with sections 4.2.3 and 4.2.4.

4.4.4 Workshops - Invitation and/or notification of workshops sponsored or co-sponsored by WOA are to be communicated to any affected affiliate organization.

The WOA Board authorizes and directs the Executive Director to participate in and/or present at workshops, meetings, or conferences upon request of affiliate organizations.

4.4.5 The Board must approve, upon request, affiliate organization activities that are a part of WOA sponsored events. Commitment of WOA funds, underwriting, or sharing of expenses are to be approved by the Board.

4.5.0 Communication with the WOA Executive Staff

The WOA Executive Board recognizes the need for effective lines of communications to exist between the Executive Board and the WOA Executive Director and Staff.

4.5.1 The WOA Executive Board members shall direct all requests for Board agenda items, budget, personnel, Board policies, and all special requests to the Executive Director or the Board President.

4.5.2 All requests by Executive Board members for WOA Executive Board Policy implementation must be directed to the Executive Director or the Board President.

Policy 5.0 – EXECUTIVE BOARD COMMITTEE ASSIGNMENTS

An Executive Board member may be assigned to serve on each WOA standing and special committee. The Board President shall annually approve these assignments.

5.1.0 Standing Committee Membership

The Executive Board shall approve standing committee members upon advice of the Executive Director.

5.2.0 Subcommittees

The Executive Board may establish subcommittees from within its own membership as needed.

5.3.0 Procedures for Board Hearings

Procedures for Board Hearings shall be those as set forth in the WOA Bylaws.

Policy 6.0 – REPRESENTATION OF WOA

Individuals who officially represent WOA on any committee or organization outside WOA, other than Executive Directors, Director of Operations and/or Executive Board members, must have the approval of the Executive Board.

Policy 7.0 – POLICY CHANGES

This Policy Manual may be changed by a majority vote of the Executive Board at the next regularly scheduled Board meeting following the meeting in which the change has been proposed.

Policy 8.0 – LEGAL REPRESENTATION

The Board may request cooperative efforts of legal counsel to propose amendments and/or definitions for Board consideration and adoption. The Board may authorize the WOA legal representative to negotiate a conciliation agreement under specific circumstances.

Policy 9.0 - RECOGNITION

The Executive Board desires to recognize persons who have offered outstanding services to the WOA. Such awards shall be approved by official action of the Board at a regular or special meeting.

9.1.0 Service Pins: Awarded to members of the association based on years of service to the WOA. The awards are five (5), ten (10), fifteen (15) and twenty (20) years of service. The design of the pin will be developed by the Executive Director and approved by the Executive Board.

9.2.0 Awards: The WOA Executive Board will approve criteria (which shall be published by the Executive Director) and nominated individuals for the awards listed below.

- a. Meritorious Service Award
- b. Official of the Year (one per sport)
- c. Tom Cross Award
- d. WOA Hall of Fame

Policy 10.0 – COMMUNICATING WITH THE MEMBERSHIP

The Board may direct or approve studies in the interest of the member officials and member associations and boards and the operations of the WOA. The Board desires and encourages valid and open communication with the member officials and member associations and boards and their representatives

10.1.0 Handbook

10.1.1 Editorial Changes

Annual handbook analysis shall be prepared and organized under the direction of the WOA Executive Director.

The WOA Executive Board has the authority to make editorial changes in the WOA Handbook. Editorial changes may fit, but are not limited to one or more of the following categories:

- a. Correction of typographical errors
- b. Changes in wording that reflect current interpretations
- c. Change in the RCW or WAC
- d. Court order

Editorial changes may be incorporated into the subsequent year's WOA handbook until the print deadline date.

10.2.0 Questionnaires

The Executive Director shall develop procedures for official questionnaires sent to member officials and member associations and boards. This process includes submission to WOA office prior to approval. Only those surveys, questionnaires, etc. approved by the Executive Director shall be identified as sanctioned or in cooperation with WOA.

All official questionnaires of the WOA shall be:

- a. Approved prior to distribution by the Executive Board, Executive Director, or designee of the Director.
- b. Distributed to WOA member officials and member associations and boards by the WOA or carry a cover letter of support and/or sanction.

Policy 11.0 – REPRESENTING WOA

The WOA Executive Staff, whenever possible and feasible, should be represented at meetings and functions of interest and those to whom WOA may be of service. Representing the WOA Board in an official capacity, with or without WOA funding, is a responsibility of elected WOA Board members, Executive Staff members, or designees. Any representation of the WOA involving WOA Board members or Executive Staff requires approval from the WOA Executive Board.

11.1.0 Out-of-State Meetings

All Executive Staff, Executive Board members, and representatives of WOA must have approval of the Executive Board prior to attending any meetings which are to be held outside Washington.

- 11.1.1 Expense Allowances for Out-of-State Meetings - Expense allowances for out-of-state meetings are to be decided at the time approval is acknowledged by the Executive Board.

Policy 12.0 – FINANCIAL REPORTING

The Executive Director will be responsible for presenting a financial report to the Board at each board meeting during the fiscal year/and at other times deemed necessary.

12.1.0 WOA Annual Auditor's Review

Each year, on or about October, the Association will hire an independent Auditor to provide an annual review of the Association's finances. This review will be for the prior fiscal year period, August 1-July 31. The Executive Director will work with the Auditor to provide any financial documentation to assist with completion of the review. The Auditor's Review will include, but may not be limited to: Review Report of the Independent Accountant, Statements of Financial Position, Statements of Activities, Statements of Cash Flows, Corresponding Notes to the Financial Statements, and Supplementary Information including, Schedules of Management and General Expenses. The Auditor's Review will be published and provided in hard copy, to each member of the Executive Board, and provided, to the Association's membership upon request.

Policy 13.0 - BUDGET

The Association budget shall include only those items, which are necessary to carry out the business of the Association, and shall be approved annually by the Executive Board.

On July 31 of each year, total unrestricted assets of WOA will be retained in the Association's checking account.

13.1.0 Preliminary Budget Discussions

The Executive Director, will make recommendations for modifications to the budget during the annual board meetings.

13.2.0 Budget Development and Adoption

The following process is a guide for budget development:

- 13.2.1 The Executive Director will provide financial reports to the Board regarding revenues, expenses, prior year finances, etc. as needed to help with the development of the Association's budget.
- 13.2.2 The Executive Director will initiate the process for the annual budget with a thorough and complete review of all financial aspects. After examining resource materials, a draft of the budget, will be presented to the Executive Board in May and an updated draft, will be presented to the Executive Board in August. During the May meeting, the budget will be completely examined, audiences provided, and modifications suggested.
- 13.2.3 As a goal for adoption, at the August meeting of the WOA Executive Board, the Board may take action on the proposed budget. The adopted budget will be provided to the Executive Board in hard copy and made available for view by its membership as requested.
- 13.2.4 The aforementioned guide for budgetary development is intended to accomplish Board goals for the involvement of the membership and affiliate organizations, which include:
- 13.2.5 All Executive Board members, as representatives of their regions and organizations, will be fully advised during the budget-development process of all details regarding the proposed budget of the Association and rationale for same;
- 13.2.6 An independent auditor who has full and direct access to the Association on all matters regarding the finances of the Association may be included on the budgetary process;

Policy 14.0 – ASSOCIATION EXPENDITURES

The Executive Director shall be designated to approve all Association expenditures prior to payment. A budget comparison and previous year profit/loss statement will be provided to the Executive Board at each Board meeting.

14.1.0 Payroll Procedures

The Executive Director shall establish policies regarding the payment of salaries and payroll expenses.

14.2.0 Outstanding Invoices Due WOA

- 14.2.1 At the end of the Association year, all outstanding invoices will be credited (added) to the appropriate account and debited to Accounts Receivable.

14.2.2 Invoices paid during the following year will be credited (deducted) from Accounts Receivable and debited (added) to cash. At the end of the succeeding Association year, any invoices still determined to be uncollectable will be expensed to a Bad Debt Expense Account and credited (deducted) from Accounts Receivable.

14.3.0 Purchasing Policy:

14.3.1 All expenditures must be approved by the Executive Director in order to help maintain better records for the payment of WOA bills and to ensure WOA bills are accurate and have been approved for payment BEFORE payment is made.

14.3.2 To help maintain the integrity of the budget to ensure that bills have been approved and are within the amount budgeted on the annual WOA budget. The Business Manager (provided as a contracted service by the WIAA) will have the opportunity to check to make sure the purchase is 1) within the budget 2) and that there are sufficient funds in the accounts to make the purchase at that time.

14.4.0 WOA Cash Handling Policy and Process

All WOA cash deposits must follow the guidelines set forth below:

- Staff member receiving cash for deposit into a WOA account must count the cash and fill out a WOA internal cash deposit receipt (found in Business Office).
- A second staff member must count and verify the initial cash count and fill out a WOA internal cash deposit receipt (can be found in Business Office).
- Two (2) staff members (steps 1 & 2) must have counted and filled out WOA internal cash deposit receipts. Once this has been done, then the cash can be delivered to the Business Manager.
- The Business Manager will do a final reconciliation of the cash deposit, fill out a bank deposit slip and have the two other staff members (from steps 1 & 2) initial the deposit slip.
- The Business Manager will make deposit at a WOA bank and will keep a copy of the final deposit slip for use in future reconciliation of deposit.

Policy 15 – PAYMENT OF EXPENSES

The WOA, a non-profit entity, attempting to economically assist the member officials and member associations and boards recognizes and appreciates the value of individuals volunteering their time and expertise in Association business and operations to benefit member officials and member associations and boards. Although such dedication and interest may be compensation enough, persons requested by the Executive Board or the Executive Director to represent WOA are to receive expense compensation in keeping with Board adopted rules and regulations.

15.1.0 Committee Expenses

The rate of payment for committee expenses is to be that listed on the Association Voucher.

15.1.1 Reimbursement - Rate of reimbursement of committee expenses and to committee members is to be established by the Executive Board. Rates shall be listed on expense vouchers (e.g. travel, meals and lodging).

15.2.0 Executive Board and Executive Staff Expenses

When attending WOA Board meetings, Executive Board and Staff members will be reimbursed for travel, meals, lodging, and other necessary expenses (cab, parking, etc.) Board and Staff

members will also be reimbursed for other meetings they are asked to attend as a representative of the Association.

- 15.2.1 The allowance for travel will be adjusted each August 1, consistent with the figure amount set by the I.R.S. as of January 1 each year. If on January 1, the IRS mileage rate increase, the Association will keep the rate established on August 1. If, on January 1, the IRS mileage rate decreases, the Association will in turn decrease their mileage rate.
- The driver may claim city-to-city mileage, while representing the WOA Executive Board, while on official WOA business.
- 15.2.2 Meals - When away from home on Association business, meal allowance shall be as indicated on approved expense voucher forms.
- 15.2.3 Lodging - Cost of hotel or motel is paid for individual only. Expenses shall be based on a single room rate.
- A. For WOA Executive Board meetings, the WOA Office shall arrange for location, reservations, and pay actual lodging costs directly.
- B. If approved lodging is paid by Board members, receipts are to accompany vouchers for the scheduled meeting days.
- C. For those meetings starting prior to noon, lodging for the preceding night may be included, provided residence is 75 miles or greater from the meeting site.
- 15.2.4 Miscellaneous - Items such as parking, cab fares, etc., shall be paid by the Association.
- 15.2.5 In-State Travel - These expenses cover all in-state travel where the Board member is representing the Association.
- 15.2.6 Regular Meetings - Association will pay towards cost of lodging, mileage and \$30 per diem for food for each Board/staff member (from home to meeting site and back)
- 15.2.7 Special Meetings (Drive-in, etc.) - Food allowance only for those meals involved (on basis of \$6/\$9/\$15) and mileage for each Board member; no lodging should be involved.
- 15.2.8 The Board reserves the right to adjust per diem rates, on a case by case basis, to conform to past practices involving NASO attendance, as well as sports specific meetings, provided that such changes do not violate WOA Bylaws.