

## **BOARD OF DIRECTORS SELF-GOVERNANCE POLICIES**

GCSAA’s success in achieving its mission depends on the involvement of volunteer members. To ensure that members are able to serve effectively, without regard to personal circumstance, the association provides significant support to GCSAA board members.

***Note:** For purposes of all the board policies and standard operating procedures, the Immediate Past President shall be considered an officer.*

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## ***Fiduciary Responsibilities***

Service on the Board of Directors of GCSAA is a position of trust bestowed upon an individual by the voting members of the Association. It is a position that requires an officer and/or director to conduct themselves in a manner consistent with a position of integrity and trust. In addition to the details listed below, Board members are also asked to review, approve and comply with the duties and responsibilities noted in the following documents/statements:

- GCSAA Board of Directors Code of Conduct and Board Commitment Form
- Conflict of Interest Annual Disclosure Statement

The membership of GCSAA must be confident in the integrity and objectivity of present and future board members in policy matters on behalf of all the membership.

## **Fiduciary Duties**

Directors and officers of GCSAA stand in a fiduciary relationship to the organization. This relationship imposes upon them a legal duty to manage the affairs of the organization and its members. Their fiduciary duties include an obligation to keep them informed of the organization's affairs and to exercise reasonable diligence in managing the organization's business for the benefit of all members.

1. **Liability.** No board member shall be liable for the acts or failure to act of any other member, director, officer or employee of GCSAA. Nor shall any board member be liable for monetary damages for breach of fiduciary duties, provided that such liability does not arise: (a) from breach of a board member's duty of loyalty to GCSAA, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, or (c) from any transaction from which a board member derived an improper personal benefit, or as otherwise set out in 10 Del.C. §8133.
2. **Liability Coverage.** The Association shall purchase an insurance policy of professional liability that covers all officers and directors.
3. **Confidentiality.** Officers and directors have a duty not to disclose the confidences of fellow board members, discussions from any board meeting and how any board member voted on any issue to any person so as to impair or undermine the ability of the Board of Directors to properly function.

**Unanimity of Voting.** The Board of Directors of GCSAA has a fiduciary responsibility not only to the members of the Association, but also to the members of the board itself. Therefore, when propositions or motions are made, each board member shall be given adequate time to express

their opinion either for or against such proposals. When the question is called and vote is taken, each board member shall have the option of voting yea, nay or abstaining. Board members have an obligation to support the vote of the body after the meeting even if the vote is contrary to the board member's point of view.

4. **Conduct Concerning Commercial Endorsement.** Current board members shall not appear in any advertisement(s) or use their position to endorse commercial products or programs. Former board members shall not use their former title of officer, director, or any reference to previously being on the GCSAA Board of Directors in any advertisement or endorsement of commercial products or programs.
5. **Ineligibility for Awards.** Members of the Board of Directors and their families (including grandchildren) are not eligible to receive awards, scholarships or win contests sponsored or administered by GCSAA or the GCSAA Foundation during their board service. This ineligibility also applies to Board of Directors' significant others and their families.

### **Board Meeting Minutes**

Board members shall receive a copy of the minutes of each board meeting during their board tenure.

1. It shall be the responsibility of the Secretary/Treasurer of GCSAA to promptly notify the Board of Directors of all board actions between board meetings, including the tally of individual votes and recording such actions into the minutes of the next board meeting.

### **Financial Review**

The primary purpose of a financial review is to spend dedicated time, periodically throughout the year, on the financial oversight of the organization. This will allow more in-depth discussion on related issues.

1. **Meetings and Communication.** It is anticipated that a financial review will be conducted during every quarterly board meeting, with any actions or requests communicated via board meeting outcomes and minutes.
2. **Duties.**
  - 2.1. Apply the "prudent person rule," or simply good business judgment in all financial oversight matters.
  - 2.2. Annually review all significant aspects of financial and investment policy, including among others, financial reporting policies, allocation and investment vehicle guidelines, and others.

- 2.3. Annually review the scope of the independent auditor's work (certified public accounting firm), previous year's performance, reports, findings and recommendations. Make appropriate recommendations regarding any engagement of the independent auditor.
- 2.4. Review investment performance on a quarterly basis and participate in conference calls and/or meetings with the independent investment consultant, when appropriate.
- 2.5. Look to the independent auditor, independent investment consultant and CFO to identify issues that warrant consideration, and then give due deliberation.
- 2.6. Over an appropriate time horizon, three (3) to five (5) years, evaluate the performance of the independent investment consultant and managers against established benchmarks.
- 2.7. Establish a disciplined agenda, and yearly schedule to address recurring quarterly and annual issues. Spontaneous issues shall be addressed as needed.

### **Membership Dues Review**

1. The Board of Directors shall review membership dues for classifications A, B and C a minimum of every two years.
2. The review shall occur as part of the annual business plan and budget setting process and will include an annual review of member dues for all classes of membership.
3. Factors to be considered in the review process are non-dues revenue sources, the Association's financial position and other general economic projections.
4. Projected amount and use of the investment reserves will be emphasized in the review.
5. The preferred range for the potential dues adjustment would be calculated using the published Consumer Price Index (CPI) from the U.S. Bureau of Labor Statistics for all urban consumers/U.S. city average/all items/non seasonally adjusted. The period of time shall be the preceding twenty-four (24) months (October-September), rounded up to the nearest \$5. However, if the need exists, a potential dues adjustment may exceed the twenty-four (24) month CPI amount.
6. Any adjustment to these classes of dues shall require a vote at the following year's annual meeting.
7. The decision and communication of the dues adjustment shall be made

within 30 days of the Chapter Delegates Meeting. . The twenty-four (24) month CPI shall be reported at the annual Chapter Delegates Meeting, and any potential dues adjustments shall be presented for discussion at the Chapter Delegates Meeting.

8. The targeted implementation date shall be the second quarter of the year in which the annual meeting is held.

## ***Campaigns and Elections***

GCSAA recognizes the importance of providing the membership with information about the board's needs, the direction of the organization and candidates' qualifications so that the members can make informed choices during the election process.

### **Campaign Policies and Procedures**

The following policies and procedures provide guidance for GCSAA board members, candidates and chapter delegates in conducting appropriate campaigns.

1. **Campaign Calendar.** Those nominated for office shall not actively campaign until the Nominating Committee has formally approved and submitted a list of candidates to the GCSAA Secretary/Treasurer for confirmation.
2. **Campaign Events.** Chapter delegates shall attend the annual Chapter Delegates Meeting unless otherwise approved by the Sr. Director of Member Programs.
  - 2.1. **Chapter Delegates Meeting.** All candidates ratified by the Nominating Committee shall attend the Chapter Delegates Meeting. Candidates will be provided a forum to give a short presentation and an extended question-and-answer session with the chapter representatives. Candidates will be allowed to distribute campaign literature only during the question-and-answer portion of the "Meet the Candidates" session.
3. **Communication and List Distribution.** The following information will be provided to candidates and delegates to promote communication between delegates and the board candidates.
  - 3.1. **Voting Delegate Lists to Candidates.** GCSAA headquarters will furnish all candidates with rosters of both voting delegates and alternate delegates as soon as they are identified. The rosters will be provided as a data file with preferred mailing addresses, e-mail

addresses and phone numbers.

- 3.2. **Voting Strength Reports.** Delegates and chapters have access to their voting rosters via the GCSAA web site throughout the year, as well as a summary of their chapters' voting strength. Candidates will be provided a summary of all chapters' voting strengths prior to the annual meeting.
4. **Board Conduct During Campaigns.** In order to facilitate harmony on the GCSAA Board of Directors, and to promote a positive image of the board to membership, no board member or candidate for the Board shall make any statement or statements regarding their "individual or the board's position" relative to the merits of any candidate for GCSAA office.

### **Annual Meeting and Elections**

GCSAA annual meetings will be held in conjunction with the GCSAA Conference and Trade Show with the time and location to be designated by the Board of Directors. In the event that the GCSAA Conference and Trade Show is not held in a given year, the board will designate a time and place for an annual meeting in that year.

1. **Required Attendance.** All candidates and voting delegates shall attend the GCSAA Annual Meeting and Election. Delegates shall represent and cast the votes of their eligible chapter members.
2. **Assignment of Proxies.** Members of the Board of Directors shall not solicit nor cast any proxy votes for dues increases or bylaws amendments. Nor shall they solicit proxies for candidates other than themselves. If a board member receives a proxy, they shall sign the proxy over to their chapter's voting delegate. Non-board candidates can solicit proxies on their own behalf but must assign all proxies to their chapter voting delegate or a registered individual voter, unless they are registered as an individual voter.
3. **Taking Office.** Officers and directors elected at the annual meeting shall take office immediately following adjournment of that meeting.

### **Resignation Policy**

Any board member who resigns his or her office shall relinquish all rights and privileges of board membership.

1. **Committee Appointment Option.** The president may appoint a resigning board member to fulfill committee service as a committee or task group member.
2. **Responsibility for Charges.** Any charges to a GCSAA credit card following the resignation of a board member shall be the personal

responsibility of that individual.

3. **Appointment of Successor.** Vacancies occurring in any office of the Board of Directors of the Association between scheduled elections of officers and directors shall be filled by an appointment by the President with the approval of the Board of Directors and the appointment will remain in effect until the next scheduled election of officers and directors. Appointees must meet the qualification requirements listed under Article VI, Section 1 of the GCSAA Bylaws.

### ***Representation and Travel***

It will be the responsibility of board members, and sometimes their significant others, where appropriate to represent the Association.

#### **Board Representation Policy**

The board representation chart indicates who will represent the Association at particular events. If any issues are known to be of particular interest to the constituents at the event, staff will provide background information or talking points to the board members attending the event, as appropriate.

1. Board Officers must approve any representation not listed. If standard operating procedures for such approval are not followed, the officer or director may be held personally accountable for the expenditures by a majority vote of the Board of Directors.
2. Because events typically attended by the President may change dates from one year to the next, the President will represent the Association only once per event during his or her presidential term, unless otherwise approved by a majority vote of the Board of Directors.
3. Substitutes will be selected in the order of Vice President, Secretary/Treasurer, Immediate Past President. If none of the officers can attend, a substitute will be chosen by the President.
4. GCSAA will pay expenses for board members' significant others to attend events and meetings as specified on the attached list. If a substitute is selected to represent the Association, this policy applies to the substitute's significant other. Other expenses for family members or guests of board members will not be paid by GCSAA. Board members will receive 1099 forms for all significant other travel expenses that are paid by GCSAA.

#### **International Invitation Policy**

When GCSAA is invited to participate in an international event, the Board of Directors will review the CEO's recommendation when deciding whether or not to

send a board member, using the following criteria:

1. Which association or organization is extending the invitation?
2. What is the significance and prestige of the event?
3. What opportunity exists for GCSAA to interface with current members, potential members and other officials during the event?
4. What additional business could be advanced while representing GCSAA at the event?
5. What are the time, budget and availability constraints?

### **Travel and Expense Policy**

Travel arrangements for GCSAA business should be made to ensure the best rates. GCSAA will reimburse the board member's actual and reasonable expenses incurred during travel on Association business per the policy guidelines. These policies also apply to the board member's significant other. Personal expenses owed to GCSAA will be collected from the next available expense reimbursement(s).

1. No reimbursement will be issued without a properly authorized expense report. If no expense report is filed within thirty (30) days of the last day of the trip, the CFO and/or Secretary/Treasurer will contact the board member to discuss resolution or other actions to be taken.
2. Individuals traveling on GCSAA business should select the most reasonable airfare in the appropriate class of service. For international travel, board members may purchase business-class airfare for any flights greater than eight hours for a single leg. For domestic travel, board members may receive reimbursement up to \$50 per flight for additional legroom or seat comfort for any flights greater than four hours for a single leg. Board members may request reasonable upgrades or more convenient flight times to minimize layovers and time away from work and (excluding business or first-class). Board members are not expected to stay over simply to obtain a lower airfare.
  - 2.1. Board members and their significant other have the option to upgrade to first-class for air travel only by using any previously earned upgrades or frequent flyer miles, except that officers may upgrade to first-class tickets at GCSAA expense, using the most cost-effective method available, when traveling on the same flight as their employer in instances when GCSAA pays for first-class travel for the employer.
3. Expenses associated with changing tickets, except to fulfill the



- requirements of the board member's employer or unforeseen circumstances; will be the responsibility of the individual traveler. GCSAA will pay for ticket change fees for earlier flights when a meeting adjourns earlier than expected and the fee is reasonable.
4. Individuals traveling on GCSAA business should select the most reasonable car rental rate in the appropriate class of vehicle. Board members may request reasonable vehicle upgrades based on business need. Board members who rent cars while traveling on Association business should carry GCSAA's Automobile Insurance Identification card. Collision damage provisions or programs offered by car rental companies including prepaid gas and tolls should be waived. Ground transportation expenses will be reimbursed based on the travel specifications outlined in the event travel shell, if applicable. Additional expenses resulting from personal travel will be the responsibility of the Board member.
  5. Newly elected directors will be reimbursed for their expenses beginning with commitments scheduled following the GCSAA Conference and Trade Show.
  6. Board members are encouraged to minimize meal expenses. Expenses for food, beverages, service charge, tip, tax, etc., should not exceed \$100 per day. The \$100 per day maximum shall be considered cumulative over the span of each event. The \$100 per day maximum may be exceeded in locations where costs are significantly higher to conduct business. The per day maximum will be reviewed annually by GCSAA staff to ensure the amount is sufficient and reasonable. Food and beverage expenses will be reimbursed based on the travel specifications outlined in the event travel shell, if applicable. Additional expenses resulting from personal travel will be the responsibility of the Board member.
  7. Reimbursements for alcohol will be made for reasonable consumption. This is a matter of professional image and appropriate use of the organization's financial resources.
  8. Approved expense reimbursement for those items considered income by the I.R.S. will be grossed-up for taxes using a standard thirty-three percent (33%) income tax rate and reported on IRS form 1099. The honorarium presented to the Past President is an exception since it has already been grossed-up for taxes.
  9. GCSAA will not reimburse or be responsible to board members or significant others for expenses such as childcare, pet care or other costs associated with being away from the home or workplace.

### **GCSAA Credit Card Policy**

GCSAA credit cards are available to each board member for GCSAA purposes only. Board members may spend their own funds or use their own credit cards while traveling on GCSAA business or performing responsibilities on behalf of GCSAA.

1. Board member GCSAA credit card accounts will be reconciled monthly. For any month a purchase was made, the Board Liaison will forward the statement to the board member. Documentation/receipts must be submitted by the 3<sup>rd</sup> week of the following month. Additionally, at each board meeting a travel variance report and summary of timely submission of expense reports will be prepared.
2. If any unapproved credit card charges remain by the next due date for payment, the CFO and/or Secretary/Treasurer will contact the board member to discuss resolution or other actions to be taken.

### **Entertainment Expense Policy**

On occasion, it may be appropriate for an officer or director to incur entertainment expenses for a bona fide business purpose while representing GCSAA. Examples include meals and social events that further the mission, vision, goals and established policies of the Association. Each board member should refrain from any activity that may detract from or give the appearance of detracting from the mission, vision, goals and established policies of the Association.

1. Should any director or officer violate this privilege; such privilege may be suspended and any subsequently incurred expenses will be the individual's personal responsibility.

### **Travel Accessory Policy**

The Association provides luggage and accessories to ensure that board members traveling on GCSAA business project a polished and professional image that reflects well on GCSAA and the golf course management profession.

1. Each board member will have the option of receiving up to \$2,000 in travel accessories (with GCSAA logo) that meet their individual needs upon election to the Board of Directors. Standard travel accessories include:
  - Wheeled garment bag
  - Wheeled expandable carry-on
  - Laptop backpack
  - Travel golf bag with travel cover
  - Golf accessories
2. Each item of the travel accessory set will be repaired if under warranty, or

replaced by the Board Liaison if lost, damaged, or worn out. Replacement costs should not exceed an average of \$1,000 over a three-year period.

### **Clothing Allowance Policy**

The Association provides clothing allowances, in lieu of uniforms, to ensure that board members representing GCSAA project a polished and professional image that reflects well on the Association and the golf course management profession. Board of Directors traveling in an official capacity shall wear either professional dress or GCSAA logoed attire.

1. Each officer will receive a \$1,500 annual clothing allowance.
2. Each director will receive a \$1,000 annual clothing allowance.
3. In addition to the board clothing allowance, each board member will receive a \$500 annual GCSAA-branded merchandise allowance, to enhance and promote the image and branding of the Association.
4. No portion of the clothing allowances left unspent in a calendar year may be carried over to a subsequent calendar year, with the exception for the Immediate Past President who may spend any remaining balances left over from the previous calendar year in lieu of not receiving any clothing allowances for the new calendar year in which he or she will be retiring from the Board of Directors following the forthcoming annual meeting.

### **Official GCSAA Stationery Policy**

The Association provides board members with personalized, GCSAA-logo business cards and note cards, to ensure that they project a polished and professional image that reflects well on GCSAA and the golf course management profession. GCSAA-logo letterhead may be provided upon request.

1. Officers are delegated certain responsibilities and authorities by the bylaws of the Association. An officer may use official letterhead only for matters that are within the scope of his or her authority as granted by the bylaws.
2. A director has no authority as an individual to speak for the Association. Only the Board of Directors as a body has such authority, unless there has been specific delegation of authority, by resolution of the Board of Directors, to that individual board member.
3. Individual board members may use the GCSAA-logo letterhead or the personalized GCSAA-logo notecards for any routine correspondence concerning Association matters.
4. The Association provides the Past President, upon retirement from the

Board of Directors, and upon request, an order of either GCSAA logo-letterhead or the personalized GCSAA-logo notecards, and business cards. Past Presidents may order additional supplies of stationery and business cards from GCSAA at no cost.

5. GCSAA-logo stationary will be supplied to board members and Past Presidents within one month after the order is received. Officer candidates who are running unopposed will receive business cards denoting their new title immediately after the election.

## **Standard Operating Procedures**

- 1. Approval of Board Representation at Events.** The annual operating budget shall include travel and expenses for the events and participants listed on the board representation chart.

- 1.1. Board travel for the outreach program and regional events will be determined throughout the year based on the goals of the association, scheduling of events, and availability of the board member to travel. Board members may, at their discretion, attend events in their region based on the approved regional event travel funds in the Board budget. Board members are to report to the Board of Directors about outreach visits within 30 days of the trip.

- 1.2. After the budget is approved, additional board travel should be documented, clearly identifying the purpose of the additional travel (e.g., the presence of additional board members would be advantageous at a listed event, or it would be beneficial for GCSAA to be represented at a non-listed event).

## **2. Travel and Expense Procedures**

- 2.1. Travel requests should be initiated as early as possible in order to secure the lowest cost possible. Expenses will be reimbursed for the duration of the travel that is associated with the main purpose of conducting GCSAA business. Lodging and other personal expenses associated with early arrival or late departure will not be reimbursed and will be the responsibility of the board member.

- 2.1.1. The Board Liaison will arrange appropriate car-pooling for functions attended by more than one board member.

- 2.2. The following guidelines apply to all board expense reports:

- 2.2.1. Itemized receipts must accompany all expenses over \$20. All expenses such as parking, tolls, taxis, etc., under \$20 must be properly recorded. Itemized statements from hotels, car rentals,

etc., must be submitted with the expense report. Credit card receipts showing only the amount charged and credit card statements are not acceptable.

- 2.2.2. Hotel statement charges that are not reasonable and customary will not be allowed. For meals, entertainment and meeting expenses, the names, titles and company names of those attending should be listed.
- 2.2.3. Gratuities that are not reasonable and customary will not be allowed.
- 2.2.4. Personal auto usage is reimbursed at the prevailing “per mile” Internal Revenue Service rate. The IRS mileage rate factors in car maintenance, insurance, vehicle taxes, and fuel expenses, among other things. Fuel expenses will not be reimbursed when the mileage rate is claimed. This reimbursement policy releases GCSAA from any liability or fiduciary responsibility to the individual using his or her own vehicle for GCSAA business. The individual traveler is responsible for maintaining proper insurance coverage and satisfying the deductible and any further claims against them as the result of an accident or traffic violation.
- 2.2.5. Mileage will not be reimbursed in excess of the cost of airfare and related ground transportation costs to the same city.

**Chart 1: GCSAA Board Representation at Annual Events**

<u>Event</u>	<u>Authorized Representation</u>				
	Pres	Vice Pres	Sec/ Treas	Immed. Past Pres	Directors
• Board of Directors Meetings	1 <sup>b</sup>	1 <sup>b</sup>	1 <sup>b</sup>	1 <sup>b</sup>	5 <sup>b</sup>
• BIGGA BTME	1	1			
• Canadian GSA C&S	1	1			
• USGA Annual Meeting	1				
• GCSAA Conference and Trade Show	1 <sup>a</sup>	1 <sup>a</sup>	1 <sup>a</sup>	1 <sup>a</sup>	5 <sup>a</sup>
• Board Orientation	1	1			1 <sup>c</sup>
• International Summit	1				
• Masters Tournament/Strategic Planning	1	1	1	1 <sup>i</sup>	5 <sup>i</sup>
• National Golf Day	1	1	1	1	5
• ASGCA Annual Meeting	1				
• Industry Advisory Council		1			
• U.S. Open Championship and GCSAA Foundation BOT Meeting	1 <sup>g</sup>	1 <sup>g</sup>	1 <sup>g</sup>		1 <sup>dg</sup>
• NGCOA MCOR	1	1			
PGA Championship	1 <sup>g</sup>				
• Ryder Cup – U.S.	1 <sup>g</sup>				
• Ryder Cup – Europe	1 <sup>g</sup>				
• Chapter Delegates Meeting	1	1	1	1	5
• Women's KPMG PGA Championship	1 <sup>gk</sup>	1 <sup>gk</sup>			
• Women's U.S. Open	1 <sup>g</sup>	1 <sup>g</sup>			
• Solheim Cup	1 <sup>ig</sup>				
• PGA of America Annual Mtg	1				
• GCBA Annual Meeting	1				
• Presidents Cup – U.S.	1 <sup>eg</sup>	1 <sup>eg</sup>			
• Players Championship	1 <sup>fg</sup>	1 <sup>fg</sup>			
• Olympic Games	1 <sup>h</sup>				
• FEGGA Annual Meeting	1				
• CMAA World Conference	1				
• Wee One Tournament	1			1	
• Clearview Foundation	1	1		1	
• Board Outreach Travel			1	1	5
• Board Regional Event Travel	1	1	1	1	5

### Legend

- a GCSAA pays significant other's expenses.
- b Significant others will attend two (2) board meetings.
- c All newly elected GCSAA Board of Directors.
- d GCSAA Foundation Board of Trustees member.
- e Presidents Cup attended when held in the U.S.
- f Players Championship attended when Presidents Cup is held outside U.S.
- g Contingent upon receiving an invitation from the host organization.
- h 2024 Olympic games will be held in U.S. (Los Angeles). If golf is still an official Olympic Event, additional representation may be required.
- i All board members may attend if a strategic planning session is held.
- j Attendance by a significant other may occur at either the U.S. Open or the PGA Championship for board members attending those events. Board members will agree on which event significant others may attend during the previous year Winter Board Meeting.
- j Solheim Cup attended when held in the U.S.
- k Women's KPMG PGA Championship attended when not attending Solhiem Cup.

### ***GCSAA Conference and Trade Show VIP/Special Guest Policy***

GCSAA offers complimentary registration and invitations to various VIPs and special guests to honor them and increase their recognition and appreciation of the Association. GCSAA also pays or reimburses certain expenses for various categories of VIPs and special guests for the duration of the event.

#### **Definitions**

1. **Course Official** refers to any individual in an employer-type role in relation to a board member, such as a general manager, club president, green chairman, course owner, etc.
2. **Designated Course Official** refers to the one course official whom the board member designates to receive an expenses-paid visit to the GCSAA Conference and Trade Show.
3. **Officer's Designated Direct Report** refers to the one direct report whom the officer designates to receive an expenses-paid visit to the GCSAA Conference and Trade Show.
4. **Board VIP** refers to Course Official, Designated Course Official, and Officer's Designated Direct Report, as specified above.
5. **Full Pack Registration** includes admittance to all sessions and events at the GCSAA Conference and Trade Show.

## Exclusions

1. **GCSAA Golf Championship.** GCSAA shall not provide complimentary golf tournament registration for any Board VIP or special guest; however, a board member may choose to apply the staff recognition allowance toward the entry fee and any related expenses.
2. **GCSAA Seminars.** GCSAA shall not provide complimentary seminar registration for any VIP or special guest. However, a board member may choose to apply the staff recognition allowance toward seminar registration fees.
3. **Entertainment Expenses.** GCSAA shall not pay entertainment expense for any VIP or special guest, other than board members and the board members' VIPs and special guests noted/approved in the VIP Expense Policy. Board members' entertainment expense must meet the qualifications set forth in the Entertainment Expense Policy.
4. **Other Individuals.** GCSAA shall pay no expenses for board family members, including minor (under the age of 18) children, guests in addition to those specifically listed in the VIP Expense Policy.
5. **Board VIP's.** Expenses designated for Board VIP's are not transferable to any other event. All expenses will be forfeited if the specific VIP is not attending.

## Complimentary Registration Policy

VIP/Special Guest registrations are assigned codes according to what events and functions are complimentary.

**Board Members & Significant Others** – Full-pack registration, guest activities and President's celebration event.

**Other VIPs** – Full-pack registration.

1. Each officer's designated direct report and significant other.
2. The current board members' course officials and their significant others, up to 12 additional guests of the President whose term expires at the GCSAA Conference and Trade Show, and up to four additional guests per other current board members.
3. Current Old Tom Morris Award and Col. John Morley Award recipients and significant others, and past recipients of the awards. The current award recipients are also entitled to up to eight additional complimentary tickets, if needed, for the event where the award will be presented.



## Board of Directors Self-Governance Policies

4. Current recipients of the Outstanding Contribution Award, President's Award for Environmental Stewardship, Leo Feser Award, Excellence in Government Affairs Award, Emerging Leader Award, and their significant others.
5. Past Col. John Morley Award winners.
6. Host chapter president and significant other.
7. GCSAA Past Presidents.

### **Allied Association Board Members – Full-pack registration.**

1. Chief volunteer and staff officers of U.S. allied associations of golf and international golf course superintendent associations, and their significant others.

### **VIP Expense Policy**

GCSAA's official travel agency will bill GCSAA directly for airfare and rental cars booked in accordance with a GCSAA travel shell. GCSAA also will arrange for direct billing for other means of airport-hotel ground transportation and lodging. GCSAA will reimburse travelers for flights or ground transportation booked through other means according to the standards listed below, upon receipt and approval of an expense report.

1. **Airfare.** GCSAA will pay coach airfare for GCSAA board members and significant others, each board member's designated course official and significant other, each officer's designated direct report, the President's designated direct report's significant other and current recipients of the Old Tom Morris Award, Col. John Morley Award, Outstanding Contribution Award, President's Award for Environmental Stewardship, Leo Feser Award, Excellence in Government Affairs Award, Emerging Leader Award, Edwin Budding Award, and the current award recipients' significant others.
  - 1.1. Each officer's designated course official and significant other may upgrade to first-class tickets at GCSAA expense, using the most cost-effective means available, if desired.
2. **Ground Transportation.** GCSAA will pay for on-site ground transportation during the duration of the conference event, as follows:
  - 2.1. Board members will receive appropriate ground transportation based on the travel specifications of the event travel shell.

- 2.2. Board members' significant others and the officers' designated direct reports' significant others traveling separately from the board member or direct report will receive appropriate ground transportation between the airport and hotel. **Note:** GCSAA will not pay for ground transportation for board members' extended families or guests in addition to the significant other and minor children traveling separately from the board member. However, additional family members and guests may ride with the significant other, provided there is adequate room.
  - 2.3. Each board member's designated course official will receive appropriate ground transportation for up to five (5) days.
  - 2.4. Each officer's designated direct report will receive appropriate ground transportation for up to five (5) days.
  - 2.5. Current recipients of the Old Tom Morris Award, Col. John Morley Award, Outstanding Contribution Award, President's Award for Environmental Stewardship, Leo Feser Award, Emerging Leader Award, and Excellence in Government Relations Award will receive appropriate ground transportation for up to five (5) days.
3. **Tournament Lodging for Board Members.** GCSAA shall arrange for complimentary or direct-billed lodging at the tournament headquarters hotel for all board members attending the tournament. GCSAA shall provide a one-bedroom suite for the President and one bedroom each for the other board members. If the hotel is an all-suite hotel, GCSAA will provide either a two-bedroom or upgraded one-bedroom suite for the President and regular one-bedroom suites for the other board members. Additional lodging is not provided for board member's family or guests.
  4. **GCSAA Conference and Trade Show Lodging for Board Members and Guests.** GCSAA shall arrange for complimentary or direct-billed lodging at the GCSAA headquarters hotel or other appropriate hotel, beginning no earlier than the night before the first conference seminar through the end of GCSAA Conference and Trade Show, as follows:
    - 4.1. The President shall receive a two-bedroom suite and up to two (2) additional bedrooms for up to five (5) nights for family and/or guests, if available. .
    - 4.2. The Vice President (incoming President) shall receive a two-bedroom suite if available.
    - 4.3. The Secretary/Treasurer and Immediate Past President shall receive a one-bedroom suite if available.
    - 4.4. Directors shall receive a one-bedroom suite; suites will be assigned

only if enough are available for all directors.

4.5. Each board member other than the President shall receive a maximum of one bedroom for up to-five nights during the course of the event, in addition to his/her suite.

5. **GCSAA Conference and Trade Show Lodging for Course Officials and Direct Reports.** GCSAA shall arrange for complimentary or direct-billed lodging at the headquarters hotel or other appropriate hotel, for up to five (5) nights during the duration of the conference event, as follows:

Each officer's designated direct report shall receive one bedroom. Each board member's designated course official shall receive one non-concierge level bedroom.

5.1. Lodging intended for designated direct reports and designated course officials are not transferrable to other family members or guests.

6. **GCSAA Conference and Trade Show Lodging for Award Recipients.** GCSAA shall arrange for complimentary or direct-billed lodging at the conference headquarters hotel or other appropriate hotel, for up to four (4) nights during the duration of the conference event, as follows:

6.1. The current Old Tom Morris Award and Col. John Morley Award recipients shall receive a one- bedroom suite.

6.2. Current recipients of the Outstanding Contribution Award, President's Award for Environmental Stewardship, Leo Feser Award, Emerging Leader Award, and Excellence in Government Relations Award shall each receive one bedroom.

7. **Meal Expenses.** GCSAA shall reimburse actual travel-related meal expenses for the duration of the conference event, up to \$100 per day maximum for each VIP and \$100 per day maximum for their spouse/significant other, if paid travel is allowed per the SOP. The \$100 per day maximum will be cumulative for the covered days. The \$100 per day maximum may be exceeded in locations where costs are significantly higher to conduct business. All receipts must be attached to the expense report and submitted for approval. The per day maximum should be reviewed periodically to ensure the amount is sufficient.

8. **GCSAA Past President Reimbursement Policy.** In addition to complimentary full-pack registration, all GCSAA Past Presidents with AA membership classification are eligible for reimbursement up to \$1,500 in expenses to attend the GCSAA Conference and Trade Show. The Past President reimbursement amount should be reviewed periodically to ensure it is sufficient. Expenses may also cover costs for significant others, family or caregivers traveling with the Past President. Reimbursable expenses are limited to:

- coach airfare fees
- luggage fees
- mileage to and from the airport
- airport parking fees
- hotel room nights (up to \$300per night)
- meals (up to \$100 per day)
- taxi fees

An expense report must be submitted with proper receipts to be considered a business expense for GCSAA and not an ordinary taxable income to the Past President. If GCSAA does not receive an acceptable expense report then an IRS Form 1099 will be issued for the amount given to the Past President.

### ***Board Support***

GCSAA's success in achieving its mission depends on the involvement of volunteer members. In recognition of the significant amount of time and travel that GCSAA demands of its board members, and to ensure that members are able to serve effectively without regard to personal circumstance, the Association provides the following forms of support for board members.

### **Facility Relationships Policy**

GCSAA recognizes that board members need to maintain secure relationships with their place of employment and it is an important prerequisite to effective volunteer service. GCSAA provides the following forms of support:

- To thank and reward the direct reports whose efforts enable the board members to travel on GCSAA business.
- To educate the employer of a GCSAA board member about the scope and importance of a board member's responsibilities and their role in the game of golf.
- To highlight the value and benefits that the board member's service brings to the golf facility where they are employed.

## Board of Directors Self-Governance Policies

- To demonstrate appreciation for the employer's support for the board member's involvement as a leader of GCSAA.
  - To enable board members to effectively co-manage their service to GCSAA and their employment obligations.
  - To reduce the time that board members need to spend on GCSAA work not directly related to policy issues.
  - To prevent the board member and the employer from bearing the costs of doing business on behalf of an international association.
1. **Staff Recognition Allowance.** Each board member shall be allowed to spend up to \$1,000 in each year of board service per calendar year to reward and/or recognize the support of their staff. This \$1,000 amount is per board member, not per staff member; it is up to the board member to decide how to allot the allowance. The board member has wide discretion in spending the \$1,000 annual allowance. Due to the increased travel demands while serving as President and Vice President, the President will have a \$4,000 allowance and the Vice President will have a \$3,000 allowance for staff recognition.
    - 1.1. All expenses for this recognition program must be submitted on GCSAA expense reports. Board members may use their GCSAA credit cards to make the purchases under this program.
    - 1.2. Any expenses in excess of \$1,000 in a year shall be borne by the board member. No portion of the \$1,000 allowance left unspent in a year may be carried over to a subsequent year.
  2. **Employer Visit to GCSAA Headquarters.** Each board member may, if desired, schedule one visit to GCSAA headquarters with his or her employer, to meet with the Chief Executive Officer and learn more about the Association and the board member's role on the board of directors. Additional employer visits to headquarters must be pre-approved by the Board of Directors.
    - 2.1. GCSAA shall pay coach airfare, using the most cost-effective means possible, and appropriate ground transportation for the board member's employer, and if traveling together, for the board member. All hotel and incidental expenses shall be direct-billed to GCSAA.
    - 2.2. New Directors are encouraged to take advantage of this opportunity early on in their service/term.

3. **CEO Visit to President's Golf Facility.** The Chief Executive Officer may visit the incoming/new President's golf course to meet with the President's employer. The President and CEO shall schedule the meeting at the convenience of the President's employer.
4. **President's Course Official.** An original painting of a scene at the outgoing President's golf course, shall be presented to the outgoing President's selected course official at the GCSAA Conference and Trade Show event honoring the outgoing President.
5. **Grant to the President's Golf Facility.** GCSAA may make a grant to the President's golf facility.
  - 5.1. The grant shall be made in the name of the GCSAA President. The President may earmark the grant for a particular program, project or fund at the golf facility. The President is encouraged to consider the potential for lasting impact and image value when designating the grant's purpose.
  - 5.2. The amount of the grant shall be equal to the amount of \$2,500 plus \$1,000 for each full-year that the board member has been on the Board of Directors and employed at the same golf facility, up to a \$10,000 maximum.
6. **Subscriptions and Other Communications for Employers.** GCSAA shall provide the board member's employer with a number of publications and other communications for the purpose of increasing the employer's recognition of GCSAA's role in the game of golf and appreciation of the board member's contribution to that function. Each board member shall be entitled to designate up to 10 recipients to receive complimentary subscriptions to *Golf Course Management* magazine.
7. **Thank-You Letters.** Each board member shall be entitled to designate recipients to receive an individualized letter from the Chief Executive Officer thanking the employer for supporting the board member's continuing service.
  - 7.1. Board members shall be asked to submit the names, addresses and special content guidelines to the board liaison within two weeks of the annual meeting.
  - 7.2. Employer thank-you letters shall be distributed after the annual election.
8. **Administrative Assistance for Board Members.** Board members are responsible for individually communicating these provisions to their

employers as they see fit and may seek staff assistance in doing so.

- 8.1. GCSAA committee/task group liaisons provide board members with assistance in administering committee work.
- 8.2. The Board Event Liaison provides some travel assistance and executive communications and publications team members provide some communication assistance for their work as board members.
9. **Office Technology for Board Members.** GCSAA provides hardware, software, cell phone reimbursement and, if needed, other technical support services, as specified in the Technology Policy.

### **Technology Policy**

GCSAA acquires, provides and reimburses for communication devices to facilitate the efficient operation of its business. The use of all GCSAA-provided communication devices is for the exclusive use of the board member and should conform to established guidelines.

1. **Hardware.** Each board member shall receive standard technology equipment including a MacBook laptop computer and Apple iPad. Equipment purchases should not exceed an average of \$3,750 over a three-year period. An exception to the three-year allowance would be made where the equipment is damaged, the needs of the board member change significantly, or new technology creates significant communication improvements. The board members may choose the equipment themselves but should use resources available through the GCSAA IT Department when considering new technologies.
  - 1.1. **New Board Members.** An Apple iPad and a MacBook laptop will be provided to newly elected board members at Board Orientation so that they can be equipped to immediately and fully participate as a board member.
  - 1.2. **Outside Equipment.** When GCSAA provides primary technology support, outside equipment that is attached to the Association equipment should be reviewed with the GCSAA IT Department. This is to ensure optimal functionality and compatibility, and to avoid unintended system conflicts.
  - 1.3. **Technical Support.** In order to utilize their equipment efficiently and with a minimum of down time, board members may arrange for local technical support. The GCSAA IT Department may also be utilized for technical support where practicable. IT staff can provide board members with reference materials to support the essential functions of their GCSAA-issued hardware and software.
2. **Software.** Board members shall be provided with appropriate software

- and applications to enable them to effectively conduct association business. Each board member is individually responsible for reading, understanding and following all applicable licenses, notices, contracts and agreements for software that he or she uses or seeks to use on Association computers.
- 2.1. Downloading material from the Internet or adding software programs should be for appropriate uses only.
  3. **Telecommunications.** Each board member will be provided a GCSAA email account and if needed high-speed Internet connection at their home, office, and/or during travel and reimbursement of cell phone charges, not to exceed \$250/month using the most cost-effective combination available.
  4. **Instruction.** GCSAA shall provide board members with instruction and reminders to ensure optimal functionality of association-issued hardware and software. Board members should make every effort to do so in order to avoid the risk of loss of files and the infection of others.
    - 4.1. Board members are encouraged to receive personalized instruction from GCSAA either through an individual training session at headquarters or through conference call. This includes training for the use of social media.
  5. **Confidentiality.** Voicemail, e-mail and Internet records are to be treated like shared paper files. As a practical matter, board members are advised to say nothing on the Internet or via social media outlets (i.e., Facebook, Twitter, etc.) that would be inappropriate for an unintended recipient to read. Please refer to the Board of Directors Social Media Guidelines SOP for additional details.
  6. **Disposition of Equipment upon Termination of Board Service.** The retiring past president shall be allowed to keep the equipment (but not ongoing services or maintenance of equipment) supplied by GCSAA. Any board member who resigns or is not re-elected may keep their equipment with the permission of the remaining board members. Any undepreciated asset value will be reported on a 1099 form.
  7. **Technology Replacement.** If technology equipment is lost or damaged as a result of actions taken by the board member GCSAA will replace the equipment at no cost to the board member one-time over the board members tenure on the board. All future costs associated with lost or damaged equipment as a result of actions taken by the board member will be the responsibility of the board member.



## **Significant Other/Family Travel and Protocol Policy**

As board members advance through the chairs, the events where they represent GCSAA will include growing opportunities for their significant others to participate in building relationships with leaders of national and international golf organizations, industry executives and major donors to The GCSAA Foundation. GCSAA provides the following benefits:

- To help board members' significant others prepare for their role as ambassadors for the Association.
  - To help build camaraderie and relationships among the board members and their families.
  - To show appreciation for family support of the board member and the significant amount of time that they give to serving the Association.
1. GCSAA will occasionally provide training or personal development opportunities to assist significant others in being effective ambassadors on behalf of the Association. The Board Event Liaison and the President's significant other should schedule an "orientation" opportunity for the Significant others of newly elected or appointed board members following the annual election. Information and activities should be designed:
    - To familiarize the board members' significant others with the board members' responsibilities and travel schedule.
    - To familiarize the board members' significant others with their own role as ambassadors for the association.
    - To encourage friendship and camaraderie among the board member's significant others.

## ***Recognition, Privileges, Benefits and Limitations***

### **Recognition**

GCSAA desires to recognize the dedicated service to the Golf Course Superintendents Association of America and its members demonstrated by individuals who serve on the Association's Board of Directors.

1. Outgoing President.
  - 1.1. The outgoing President shall receive a personalized gift commemorating their term as president and a golf flag autographed by the GCSAA staff. These gifts shall be presented at an appropriate venue.

- 1.2. The outgoing President shall receive a special president's plaque at the Annual Meeting when retiring from the presidency.
2. Immediate Past President.
  - 2.1. A leather-bound volume of *Golf Course Management* magazine containing the 12 issues of the President's term shall be presented to the Immediate Past President.
  - 2.2. A white blazer will be provided for individuals who complete their term as President of GCSAA. The blazer shall be presented to the Past President in a ceremony at the Annual Meeting. Upon request, the blazer may be altered or replaced.
  - 2.3. The Immediate Past President will not receive new clothing, technology, or GCSAA merchandise allowances for the year during which his or her term will end. However, the remaining allowances from the previous calendar year can be spent as long as the receipts are turned in within a reasonable timeframe.
  - 2.4. An honorarium is presented to the Past President pursuant to the following terms and understandings: Said honorarium shall be paid within thirty (30) days following completion of his or her term as Immediate Past President. The amount of the honorarium shall be adjusted annually for any inflation, as measured by the prior year's CPI (consumer price index). The honorarium shall be \$ \$20,000, which represents the CPI increase and 33% tax gross-up from the inception of this \$7,000 award in 1997 until 2022. The amount of the Honorarium can only be changed by a majority agreement by the Board of Directors e currently serving. Honorariums will be reported on IRS Form 1099 according to IRS guidelines.
  - 2.5. The Immediate Past President shall receive a Past President's ring, in recognition of his or her presidency. The Immediate Past President may not opt to receive the cash value of the memento. The memento will be given to the Past President at theGCSAA Conference and Trade Show. The value of Immediate Past President ring (including 33% tax gross-up) will be reported on IRS Form 1099 according to IRS guidelines

### **Education Points and Service Points**

Board members shall receive 1.0 service points per service year on the Board of Directors. In addition, each board member shall receive education points for professional development and long-range planning activities that meet appropriate standards.

1. Service points from board service shall apply to the overall requirement for Class A renewal or CGCS re-certification.
2. Education points from the strategic planning portion of board meetings or a designated Strategic Planning meeting shall apply to the minimum GCSAA seminar education point requirement for Class A renewal or CGCS re-certification.
3. Board members at the GCSAA Conference and Trade Show assisting with the administration of seminar programs shall be given the opportunity to participate in the program, at no cost, take the examination and receive credit.
4. Board members will pay full member registration fees for any GCSAA seminar attended for education point credits.
5. If a Board member is auditing a course and/or receives no education point credits or seminar materials, there will be no charge.

### **Privileges and Benefits**

1. **Tokens of Appreciation.** Unless otherwise approved in the budget, gifts to non-members in excess of \$500 per gift or \$1,000 in total shall require the approval of the Board of Directors. Gifts in excess of \$600 per year may require reporting on IRS Form 1099 per IRS guidelines.

### ***GCSAA Board Meeting Location Selection Policy***

1. **Purpose.** To establish a policy for the selection of board meeting locations, establish procedures for the invitation and expenses related to hosting guests and establish policy for guest participation.
2. **Criteria for Selection of Board Meeting Locations and Dates.** The Vice President will propose a list of potential board meeting locations and dates for the Spring, Summer, Fall and Winter board meetings during the Vice President's pending presidency for board approval at the Fall board meeting prior to his or her presidency. The location and dates of the board meetings must meet the following criteria:
  - 2.1. Located near one or more GCSAA chapters for the purpose of inviting and engaging members in strategic conversations and providing networking opportunities in consideration of budget and strategic opportunities.

- 2.2. Dates of the board meetings will be proposed based upon availability of required housing and facility needs and scheduled so as not to conflict with other significant events and availability of the board members.
3. **Invitations to Guests.** GCSAA will extend invitations to chapter members and other influential stakeholders using the following criteria:
  - 3.1. Staff will provide a list of chapter officers, Past Presidents and influential stakeholders-in the vicinity of the board meeting location for approval by the President, in consultation with the CEO.
  - 3.2. Staff will contact approved individuals referenced in 3.1 to inform them of their invitation and present them with information to prepare for their upcoming board meeting participation.
  - 3.3. GCSAA may pay housing expenses for chapter officers or invited guests who are invited to the chapter/allied meeting, with the President's approval.
  - 3.4. Officers unable to attend will submit a substitution request to staff who will submit the request to the President. Upon approval by the President, staff will invite the approved substitute and follow the outlined criteria for chapter officers.
  - 3.5. Chapter members will be offered housing and given the option to stay at the GCSAA host facility at their own expense, if appropriate and available.
4. **Fiscal Responsibility.** Staff will provide the President with the approved budget for each board meeting. The President will remain mindful of budget allocations when approving the host facility and guest lists.