



## CASA for Kids, Inc. Board of Directors PURPOSE AND SCOPE

The reasons why people choose to serve on a nonprofit board of directors are as diverse as the people on the board. Some of the reasons people choose to serve include:

- Civic duty
- Charitable service
- Parental obligation
- Personal interest in the organization's cause

Before agreeing to serve on the board, a person will want to familiarize him or herself with CASA for Kids, Inc. and its mission.

For more information about the CASA for Kids, Inc. program, visit [www.casaforkids.com](http://www.casaforkids.com).

For more information about CASA programs in general visit the Oklahoma CASA website at [www.oklahomacasa.org](http://www.oklahomacasa.org) or the national website [www.casaforchildren.org](http://www.casaforchildren.org).

A description of the Board of Directors and their roles and responsibilities is contained in the By-Laws.

Once an individual accepts a position on they board, they have inherently accepted certain fundamental responsibilities, in addition to a commitment of time and accountability to the organization. The key responsibility of the board is to monitor the organization on behalf of the members or the public that it serves. Now, more than ever, it is important for the Board of Directors to manage the board and organization properly. Each director should take the time they personally need to consider their decisions and use their own independent judgment.

When accepting a position of the Board of Directors for CASA for Kids, Inc., each member expresses a commitment and understanding of CASA for Kids, Inc., its mission, strategy and values. In accordance with that commitment, each member must read and sign the Board Service Commitment Pledge (attached) upon application and again each year.

Please submit your completed application to the recruiting board member who contacted you, or to [CasaEd@casaforkids.com](mailto:CasaEd@casaforkids.com) or fax to 405-624-2250.



## MISSION STATEMENT

CASA for Kids, Inc. is a nonprofit organization that recruits, screens, trains and supports community volunteers who advocate for the best interest of abused and neglected children in juvenile deprived court.

*Excerpts of Bylaws regarding Association Board Members*

### **BYLAWS OF CASA FOR KIDS, INC. A NONPROFIT CORPORATION**

#### ARTICLE I. NAME

1.1 Name. The name of the not for profit Corporation is CASA for Kids, Inc. (the “Corporation”).

1.2 Purpose. The Corporation is to prevent neglect to children and to train citizen volunteers to represent the best interest of abused and neglected children who are under the jurisdiction of the juvenile court.

#### ARTICLE II. LOCATION

2.1 Principal Office. The Corporation shall locate its Principal Office within Payne County, Oklahoma. The Corporation may change said Principal Office from one location to another, notifying the Internal Revenue Service and the Oklahoma Secretary of State of such change.

#### ARTICLE III. BOARD OF DIRECTORS

3.1 Number. The Board will consist of not less than three (3) and not more than fifteen ( 15) voting members. The Board may increase or decrease the number of Directors, in accordance with range specified above, and are entitled to vote thereon at any annual, regular or special meeting of the Board.

3.2 Duties. The Board of Directors shall have all powers and authority which may be granted to a Board of Directors of a Corporation under the laws of Oklahoma. The duties of the Directors include the following:

- a) Exercise a duty of obedience to the Corporation's central purpose in guiding all decisions and ensure there are no improper personal benefits; Exercise due care and act in good faith in all dealings and interests with the Corporation;
- b) Exercise a duty of loyalty to the Corporation by avoiding and/or managing conflicts of interest;
- c) Approve, periodically review and/or amend these Bylaws and the Certificate of Incorporation;
- d) Develop, approve, periodically review and/or amend organizational policies which may include duties in addition to those designated in these Bylaws;
- e) Maintain a board manual containing approved policies and contemporaneous minutes and records of all meetings;
- f) Ensure the Corporation is adequately funded;
- g) Approve the annual budget and oversee the financial administration of the Corporation;
- h) Review Form 990 and schedules prior to submission to the IRS or authorize the finance committee to perform such duty.
- i) Review and approve all contractual agreements or authorize the Executive Director to execute such agreements in accordance with the financial policies;
- j) Create and fill the position of the Executive Director, perform annual evaluations and establish the qualifications, description of duties, and general scope of authority related to said position;
- k) Make a personal financial contribution each fiscal year; and,
- l) Perform such other duties as prescribed by the Board.

3.3 Composition. Any person over the age of eighteen (18) may serve as a Director. An employee of the Corporation may not serve as a voting or non-voting Director. No two members of any one family may serve on the Board at the same time.

3.4 Nomination. The Governance Committee shall prepare a slate of candidates, including potential Officers and Directors in accordance with section 5.4. Independent nominations which have been approved by the Governance Committee may be made no less than twenty (20) days prior to the election with the prior consent of the nominee. Nominations from the floor shall not be accepted.

3.5 Election. Elections shall be determined by a majority of a quorum of the Board. If the slate is not approved, a majority of the Board may call for a vote on each slated candidate. Each slated candidate receiving a majority of the votes cast shall become a Director. The Board may request the Governance Committee to provide an additional slate of candidates should a Director or Officer position(s) remain open. Elections may take place at any annual or regularly called meeting of the Board.

3.6 Term of Office and Term Limits. A Director shall serve for a period of three (3) years. Any Director may serve two (2) consecutive terms. Any individual who has served two (2) consecutive terms, resigned or has been removed may be eligible for re-election as a Director after a period of three (3) years. Service prior to the adoption of these bylaws shall not be counted toward term limits. Upon resignation, removal or vacancy of a Director, the respective successor shall serve the remainder of the term whereby a partial term shall not be considered as a full term when determining term limits.

3.7 Removal or Resignation. Any Director who misses three (3) consecutive meetings may be deemed to have resigned as a member of the Board and cease to be a member thereof on the date of the third absence. At a meeting following the resignation, the Director may be reinstated by a majority vote of a quorum of the Board at the Director's request. A majority vote of the total number of Directors may remove any Director at any time with or without cause at any annual, regular or specially called meeting.

Any Director may resign at any time by giving verbal, written or verifiable electronic notice to the President or to the Secretary. Any resignation shall take effect upon receipt or at the time specified in the notice and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A verbal resignation shall be acknowledged by the President and recorded in the minutes of the following meeting. No Director may resign if the Corporation would then be left without a duly elected Director or Directors in charge of its affairs, except upon notice to the Oklahoma Secretary of State and to the Internal Revenue Service.

3.8 Vacancies or Newly Created Directorships. The Governance Committee shall present to the Board candidates for vacancies resulting from term limits, resignation, removal or newly created Directorships. A majority vote of a quorum of the Directors may elect Directors for such vacancies or newly created directorships at any annual or regularly called meeting of the Board.

If, due to such vacancies, the number of Directors is less than five (5) as stated in Section 3.1, a majority vote of the total number of Directors may elect Directors to fill such vacancies. Those elected by the Board shall assume their positions for the duration of the unexpired term.

3.9 Compensation. Directors shall serve without compensation. Directors may be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties at the discretion of the Board.

3.10 Directors as Members. Where required by law the voting members of the Board shall be considered the members of the Corporation. Members of the Emeritus Council or general membership, if any, shall not be considered members of the Corporation for the purposes of these Bylaws or receive any voting rights or other benefits established by the Bylaws or by the Certificate of Incorporation.

#### ARTICLE IV. MEETINGS OF THE BOARD

4.1 Meetings. All meetings of the Board of Directors shall be held in accordance with The Oklahoma Open Meeting Act. There shall be a minimum of four (4) meetings per year.

4.2 Quorum. A majority of the total number of Directors shall constitute a quorum. In the absence of a quorum, a majority of the Directors present at any meeting may vote to adjourn the meeting to another place, date or time. Notice of any meeting adjourned and rescheduled in this manner shall be given as set forth in Section 4.3.

4.3 Notice and Posting of Meetings. Notice and Posting of meetings for the Board of Directors shall be in accordance with The Oklahoma Open Meeting Act. Directors who wish to receive notice of meetings via electronic transmission in addition to the requirements set forth in The Oklahoma Open Meeting Act must provide their address to the Secretary of the Corporation.

4.4 Voting and Privileges. Each Director shall have one vote. The vote of each Director shall be publicly cast and recorded. Routine business shall be transacted by a majority vote of a quorum of the Directors. A majority vote of a quorum of the Directors, except when the law or these Bylaws require otherwise, shall determine all matters. Proxies may not be used.

4.5 Procedures. Conflicts in procedures shall be resolved in accordance with the current edition of Robert's Rules of Order as a procedural guide unless determined otherwise in these Bylaws, written policy or state law.

## ARTICLE VII. AMENDMENTS AND CONSTRUCTION

7.2 Open Meetings. Due to contractual agreement, the Corporation shall have the Board of Directors meetings subject to The Oklahoma Open Meeting Act. Meetings and actions of committees empowered to exercise the powers of the Board of Directors, may conduct business on behalf of the Corporation, or where a quorum of the Board of Directors is present shall be subject to The Oklahoma Open Meeting Act. All other committee meetings shall not be subject to The Oklahoma Open Meeting Act. If there is any conflict between the provisions of these Bylaws and The Oklahoma Open Meeting Act, the provisions of The Oklahoma Open Meetings Act shall govern.

**BOARD SERVICE AGREEMENT**

As a board member of CASA for Kids, Inc. (hereinafter referred to as “Corporation”). I am fully committed and dedicated to the purpose of the Corporation and have pledged to carry out such purpose. I understand that my duties and responsibilities include the following:

1. I understand my legal responsibilities are to make good faith decisions (a duty of care); to be true to the purpose of the organization (a duty of obedience); and, to act in the best interest of the Corporation (a duty of loyalty).
2. I am responsible for the oversight and implementation of the Bylaws and policies of the Corporation.
3. I will take an active part in reviewing, approving, and monitoring the budget.
4. I will make an annual personal financial contribution to the Corporation and/or financial support for a Corporation fundraising event or will acknowledge that my lack of giving will affect the fundraising abilities of the Corporation and therefore understand that I will be deemed to automatically have resigned and will cease being a member of the Board.
5. I will attend board meetings and be available for phone consultations.
6. I will read all consent agenda documentation prior to meetings.
7. I will maintain the confidentiality of information received through my service at the Corporation and will sign the Confidentiality Statement per the Governance Policies.
8. I will adhere to the policies of the Corporation and I acknowledge that I have received, read, will follow such policies and will execute the Policy Confirmation Statement per the Governance Policies. I understand the policies and their necessity to the tax-exempt status of the Corporation.
9. I will take an active part to ensure the Corporation is not being utilized to promote, advertise, market, sell or distribute intellectual property, goods or services which would lead to any form of private benefit to any member of the board or other individual.
10. I will volunteer to be a member of at least one committee.
11. If I am unable to meet my obligations as a board member, I will offer my resignation.

In signing this document, I understand that no rigid standard of measurement and achievement are being formed. I understand every board member is making a statement to act in the best of his or her abilities.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_  
Board Member

Acknowledged: \_\_\_\_\_ Date: \_\_\_\_\_  
President of the Board

CASA for Kids, Inc.  
**Application for Board of Director Position**

This form allows us to know you better and provides your sponsor with details to share with the Board of Directors. Please complete the form in its entirety. Feel free to attach other pages to highlight your philanthropic experiences, why you are interested in becoming a Board Member, and any areas of expertise you feel will be beneficial to the CASA for Kids, Inc. program. Thank you for your interest in CASA!

**Name:** \_\_\_\_\_ **Application Date:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**Home Phone:** \_\_\_\_\_ **Work Phone:** \_\_\_\_\_

**Email:** \_\_\_\_\_ **Cell Phone:** \_\_\_\_\_

**Occupation:** \_\_\_\_\_ **Employer:** \_\_\_\_\_

**Can we contact you at work?**       Yes     No

**Date of Birth:** \_\_\_\_\_ **Marital Status:** \_\_\_\_\_ **Spouse's Name:** \_\_\_\_\_

**How did you hear about the CASA program?** *(Check all that apply)*

- Friend       Newspaper       TV       Billboard  
 Radio       Website       Other: \_\_\_\_\_

**Former Name (s)** *(Maiden, et. el.)* \_\_\_\_\_

**Ethnicity and/or Heritage:** \_\_\_\_\_

**Previous Counties of Residence:** List all Counties in Oklahoma you have lived in the last five (5) years.

Name	Relationship	Phone
<b>Emergency Contact:</b>		
Name	Relationship	Phone

**Have you ever been convicted of a crime?**       Yes     No

**If yes, what charge?** \_\_\_\_\_

Have you or anyone in your family or anyone close to you (friends, relatives) been involved with the Department of Human Services, the Juvenile Court System, Foster Care or other agencies offering services to children due to child abuse or neglect?    \_\_\_ Yes    \_\_\_ No    If yes, please explain.

**Please check all categories you represent**

**Skill/Competencies**

- Financial management
- Analytics (data, metrics)
- Strategy, resource/business development
- Nonprofit Governance
- Mar/Comm./PR (design, strategy & creativity)
- Fund development skill/comp
- Technology
- Human Resources
- Legal

**Intellectual Capital**

- Nonprofit program design/evaluation
- Educator/Academic
- Business Development
- Leadership development

**Social/Relationship Capital**

- Fundraising/Access to resources
- National field/industry network
- Payne County
- Logan County

**Political/Reputational Capital**

- Corporate sector
- Nonprofit sector
- Government sector
- Philanthropy
- Respected community leader

**Qualities**

- Availability/capacity to work
- Facilitation
- Team building/bridger
- Strategic with follow-through
- Mission passion/connection
- Financial contributor
- Visionary/big picture thinker
- Strong communicator

**Personal Demographics**

- Male
- Female
- African American
- Asian
- Caucasian
- Mixed Race
- Native American/Alaska Native
- Native Hawaiian/Other Pacific Islander
- Age 18-29
- Age 30-49
- Age 50-64
- Age 65+
- LGBTQ

**Please list your order of preference for Committee Membership**

- \_\_\_\_\_ Fundraising
- \_\_\_\_\_ Volunteer
- \_\_\_\_\_ Governance
- \_\_\_\_\_ Finance
- \_\_\_\_\_ Public Relations

**Please list two references**

Name: \_\_\_\_\_

Phone: \_\_\_\_\_

Name: \_\_\_\_\_

Phone: \_\_\_\_\_



## **NOTICE – BACKGROUND INVESTIGATION**

In connection with your employment/licensure (including contract or volunteer services) or application to rent a dwelling with **CASA for Kids, Inc.**, (the “Company”), notice is hereby given that a consumer report and/or investigate consumer report may be obtained from a consumer reporting agency for employment purposes. These reports may contain information about your character, general reputation, personal characteristics and mode of living, whichever are applicable. They may involve personal interviews with sources such as your neighbors, friends or associates. The reports may also contain information about you relating to your criminal history, credit history, driving and/or motor vehicle records, education or employment history, or other background checks.

**You have the right**, upon written request made within a reasonable time after the receipt of this notice, to request disclosure of the nature and scope of any investigative consumer report prepared by contacting the Company and AmericanChecked, 4870 South Lewis Ave., Suite 120, Tulsa, OK. 74105; Phone: 1- 800-975 9876, For information about AmericanChecked privacy practices, see <http://americanchecked.com/privacy-policy>. The scope of this notice and below authorization is not limited to the present and, if you are hired, will continue throughout the course of your employment and allow the Company to conduct future screenings for retention, promotion or reassignment, as permitted by law and unless revoked by you in writing.

## **ACKNOWLEDGEMENT AND AUTHORIZATION**

By signing below, I hereby authorize the obtaining of consumer reports and/or investigative consumer reports by the Company at any time after receipt of this authorization and throughout the course of my employment, if applicable.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

First Name: \_\_\_\_\_ Middle Name: \_\_\_\_\_ Last Name: \_\_\_\_\_

Last Four Digits of SSN: \_\_\_\_\_

**ADDITIONAL INFORMATION**

In connection with my application for employment, I direct the following regarding my current employer: (please check one).

Yes, my current employer may be contacted \_\_\_\_\_/ No, my current employer cannot be contacted \_\_\_\_\_

I understand that I have rights under the Fair Credit Reporting Act, and I acknowledge receipt of the Summary of Rights (initials). \_\_\_\_\_

I authorize Company and Agency to use email communication with me to provide me with notices and information regarding any report or use of such report. If I do not have an email address or do not wish to share it, then communication will be by U.S. Mail, which will result in slower communication.

If you have any questions concerning this background screening content, please contact: AmericanChecked, Inc. (Agency) at (918) 742-6737.

Printed Full Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_

Email: \_\_\_\_\_ I do not have or want email \_\_\_\_\_

(Initials)

If “no”, list mailing address:

For identification purposes:

Social Security No.: \_\_\_\_\_ Date of Birth: \_\_\_\_\_

Driver’s License No.: \_\_\_\_\_ State of Issue: \_\_\_\_\_

**BOARD MEMBER NOTICE OF CRIMINAL ACTION AGREEMENT**

I, \_\_\_\_\_, do hereby declare that I will notify CASA for Kids Executive Director or Board President immediately should any criminal charges be filed against me.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

**STATEMENT OF UNDERSTANDING**

I, \_\_\_\_\_, hereby affirm on this day \_\_\_\_\_ (date) that all the answers provided on my application are true. I hereby authorize CASA for Kids, Inc. and any law enforcement or investigative agency, or the Department of Human Services, to investigate my background to determine my fitness for possibly serving on the CASA for Kids, Inc. Board of Directors. I also enclose with this application, the required non-refundable fee of \$20 to supplement the cost of the aforementioned background check that is attached to the bottom of this application.

Further, I understand this information is confidential and will not be released to me or any other person other than official program staff or board of directors. If any information obtained through this search is contrary to the goals, policy or philosophy of CASA for Kids, Inc., I understand that my volunteer position with CASA may be affected including possible termination.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

*CASA for Kids, Inc. is an Equal Opportunity Employer.*

## **CONFLICT OF INTEREST POLICY**

This conflict of interest policy addresses situations where a potential financial conflict between a particular outside interest of an employee, member of the Board of Directors, and/or volunteer of CASA for Kids (herein after referred to as “the organization” or “CASA”) and the obligation that the employee, member of the Board of Directors, and/or volunteer owes to the organization such that an employee’s profit or advantage may come, or reasonably appear to come, at the expense of the well-being of the organization.

The purpose of this policy is to aid in identifying apparent, actual, and potential conflicts of interest and guide the subsequent management of them so as to assure that such conflicts do not improperly affect the activities or professional conduct of the organization or its employees, members of the Board of Directors, or volunteers. A conflict of interest depends on the situation and not the character or action(s) of the individual(s) involved.

It is not the intent of this policy to restrict legitimate work appropriate to the employee, member of the Board of Directors, and/or volunteer’s profession, discipline, or outside interests, but only to provide the organization with authority to take action that is appropriate, proportionate, and focused on substantial conflicts of interest that may compromise or be perceived to compromise an employee’s professional judgment.

Sound professional discretion is an integral part of the organization’s conflict of interest system. Any review of a potential conflict of interest will be undertaken in light of four general propositions. First, conflicts of interest per se are inevitable, and do not necessarily represent any impropriety by employees if disclosed in advance. Second, the failure to disclose a conflict of interest for administrative review and response would be a serious mistake for any employee, and may be a breach of this policy. Third, there is a presumption in favor of allowing employees to act in dual roles once the conflict of interest has been disclosed. Fourth, conflicts of interest may be so profound or substantial under some circumstances that it would be best for all concerned if the employee did not participate in a particular transaction.

## **CONFLICT OF INTEREST DISCLOSURE FORM**

Please describe below any relationships, positions, or circumstances in which you are involved that you believe could create or could contribute to a conflict of interest (as defined by the CASA for Kids Conflict of Interest Policy guidelines & definitions):

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I, the undersigned, hereby certify that the information set forth above is true and complete to the best of my knowledge as of the date hereof. I further certify that I have reviewed, and agree to abide by, the CASA for Kids Conflict of Interest Policy, as currently in effect.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

## CONFIDENTIALITY AGREEMENT

I, \_\_\_\_\_, hereby affirm that I am aware of the sensitive, confidential nature of any official documents, reports and other material I might examine or be witness to in my capacity as a CASA board member. I understand that all juvenile deprived court hearings which I observe during the training process are closed juvenile hearings that are confidential. I understand that all confidential information learned during the course of any CASA business must not be disclosed. Should the need to discuss any confidential information arise, this information will be discussed only with CASA for Kids staff or the Court Appointed Special Advocate assigned to the case in question.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

## DECLARATORY STATEMENT

Oklahoma Statute, Title 57, Chapter 8B, Section 589 –

*“Penalty for Registered Sex Offender Working with or Providing Services to Children or Working on School Premises”* mandates all persons working with or providing services to children shall be required to sign a statement declaring that he or she is not currently required to register under the provisions of the Oklahoma Sex Offenders Registration Act or the Mary Rippy Violent Crime Offenders Registration Act annually.

I, \_\_\_\_\_, declare that I am not currently required to register under the provisions of the Oklahoma Sex Offenders Registration or the Mary-Rippy Violent Crime Offenders Registration Act.

I also understand that falsification of any information given to CASA for Kids will result in removal from my position within the organization.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

## ELECTRONIC AND SOCIAL MEDIA POLICY

*This policy document is largely taken from the National CASA Association's online policy guide and from CASA of Travis County, Inc.*

CASA for Kids believes that social media, when used appropriately, can be a powerful tool to increase awareness, support and sense of community for those of us engaged in advocacy for abused and neglected children. We also believe it is important that those who choose to engage in social media understand what is recommended, expected and required when they discuss CASA-related topics. Our ability to serve children depends entirely on the trust and support of our community, and it is critical that we handle the confidential information entrusted to us responsibly.

Staff and volunteers with CASA for Kids shall refrain from posting either directly or indirectly any inappropriate material that refers to CASA for Kids or any pseudonym that refers to the organization. Volunteers found to be in violation of this policy may be sanctioned at the discretion of the CASA Executive Director.

This policy includes public postings to any electronic media: including, but not limited to, intranet and internet forums, blogs, web logs, photo blogs, online web communities, list serves, internet diaries, instant messaging, text messaging, podcasts, amateur video sites, and all web postings -- such as those in chat rooms, on bulletin boards, websites or web pages. Wikis, public/shared email, online compilations of photographs or videos, and links to any of the foregoing items are also included in this prohibition.

Volunteers from CASA for Kids should avoid creating the impression that the views expressed through any electric or social media outlet are anything more than personal opinions.

I have read, understand and will abide by the **CASA for Kids Electronic and Social Media Policy**; enhancing the credibility of the CASA role and the integrity of my activity as a CASA staff person or volunteer.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_