Airborne Public Safety Association, Inc.

POLICIES & PROCEDURES MANUAL

TABLE OF CONTENTS

		Page
INTRODUCTION		**5**
•	Purpose of the Manual	5
•	Management Approach	5
•	Organization of the Manual	6
SECTION 1.0	**ORGANIZATION AND MEMBERSHIP**	**6**
1.1	Articles of Incorporation	7
1.2	Bylaws	7
1.3	Tax Status of the Association	7
1.4	Affiliation with Other Associations and Organizations	7
1.5	Central and Regional Offices of the Association	7
1.6	Membership Categories	7
SECTION 2.0	**LEGAL ACTIVITIES**	**7**
2.1	Use of Legal Counsel	7
2.2	Methods of Retainer for Legal Counsel	8
2.3	Presence of Counsel at Board Meetings	8
2.4	Counsel Review of Board Minutes	8
2.5	Authority to Bind the Corporation	8
SECTION 3.0	**OFFICERS, BOARD AND COMMITTEES**	**8**
3.1	Overview	8
3.2	Number of Consecutive Terms	8
3.3	Frequency of Board Meetings	9
3.4	Standing Committees	9
3.5	Working Groups and Task Forces	9
3.6	Role of Committee Chairs	9
3.7	Deputy Region Directors	10
3.8	Communications with President and Executive Director	11
3.9	Election Guidelines	11
3.10	Travel Policy and Related Expense Reimbursement	12
3.11	Non-Travel Related Expense Reimbursement	16
3.12	Role of the President	17
3.13	Role of the Executive Committee	17
3.14	Conflict of Interest	17
3.15	Code of Ethics	17
3.16	Outside Event Attendance	18
SECTION 4.0	**APSA OFFICE ORGANIZATION AND MANAGEMENT**	**18**
4.1	Role of the Executive Director	18
4.2	Liaison with Other Associations and Organizations	20
4.3	Insurance Requirements	20
4.4	Records Retention and Destruction	20
4.5	Property Inventory and Disposition	20
4.6	Management Reports	20

4.7 Media and Press Relations 21
4.8 Candidate Support by the Association 21
4.9 Operation of Exhibits on Behalf of the Association 21

SECTION 5.0 FINANCE 22

5.1 Annual Budget 22
5.2 Role of the Treasurer (CFO) 22
5.3 Dues and Assessments 22
5.4 Investment of Association Funds 22
5.5 Official Fiscal Year 23
5.6 Method of Accounting 23
5.7 Financial Records 23
5.8 Annual Audit of Financial Records 23
5.9 IRS and Grantor Audits 23
5.10 Audit Exceptions and Corrective Action 23
5.11 Selection of Vendors and Subcontractors 23
5.12 Conflict of Interest 23
5.13 Co-mingling of Funds Prohibited 24
5.14 Gifts, Donations and Sponsorships 24
5.15 Purchases and Acquisitions 24
5.16 Property Accounting 25

SECTION 6.0 STRATEGIC BUSINESS PLAN 26

6.1 Responsibility of the Executive Director /CEO 26
6.2 Content of the Plan 26
6.3 Rationale and Justifications 26

SECTION 7.0 TRAINING PROGRAMS 27

7.1 Responsibility of Training Program Manager 27
7.2 Coordination with the Executive Director 27
7.3 Criteria for Selection of Trainers 27
7.4 Method of Delivery 27
7.5 Instructors' Agreements 27
7.6 Instructors' Fees 28
7.7 Training Rules and Regulations 28
7.8 Training Program Manager Professional Stipend 28
7.9 Oversight 28

SECTION 8.0 PUBLICATIONS 28

8.1 Official Publications 28
8.2 Advertising Policy 28
8.3 Use of Advertising Sales Representatives 28
8.4 Role of the Editor-in-Chief 29
8.5 Editorial Policy 29
8.6 Review of Articles and Publications 29
8.7 Use of the APSA Logo 29

SECTION 9.0 ANNUAL CONFERENCE AND MEETINGS 30

9.1 Role of the Executive Director and APSA Office 30
9.2 Role of the Host Agency 30

9.3	Role of the Conference and Seminars Committee	31
9.4	Role of the Corporate Council	31
9.5	Advance Selection of Sites	31
9.6	Decision for Site Selection	31
9.7	Authority to Negotiate Contracts and Agreements	31
9.8	Type of Agreement With Hotel	32
9.9	Travel for Site Selection	32
9.10	Allocation of Amenities Associated with Hotel Agreement	32
9.11	Use of Travel Agents and Commissions	32
9.12	Special Travel Arrangements by Airlines	32
9.13	Allocation of Exhibit Space and Sponsored Events	33
9.14	Reserved	33
9.15	Annual Conference Fees	33
9.16	Conference Budget and Accounts	33
9.17	Reporting Requirements	33
9.18	Financial Reconciliation and Closeout	34
9.19	Alcohol Service	34
9.20	Use of APSA Conference Logo	35

SECTION 10.0 REGIONAL SAFETY SEMINARS 35

10.1	Role of Executive Director and APSA Office	35
10.2	Role of the Regional Director	36
10.3	Table Top Displays and Sponsorships	36
10.4	Travel for Sight Selection	37
10.5	Allocation of Amenities Associated with Hotel Agreement	37
10.6	Fees	37
10.7	Reporting Requirements	37
10.8	Alcohol Service	37

SECTION 11.0 ADMINISTRATIVE MATTERS 37

11.1	Credit Cards and Pre-paid Calling Cards	37
11.2	Voting by Proxy	38

Section 12.0 SPECIAL RECOGNITIONS 38

12.1	President's Citation	38
12.2	"Broken Wing" Citation	38
12.3	President Emeritus Citation	39

SECTION 13.0 GOVERNMENT AFFAIRS 39

13.1	Responsibility for Government Affairs Activities	39
13.2	Government Affairs Activities Guided by Policy and Resolutions	39
13.3	Lobbying Activities	39
13.4	Registration as Lobbyists	40
13.5	Monitoring Legislation and Other Activity	40
13.6	Appearance Before Legislative Committees and Bodies	40

SECTION 14.0 CORPORATE COUNCIL 40

14.1	Corporate Council Charter	40

SECTION 15.0 ROBERT'S RULES OF ORDER 42

15.1 Importance of Parliamentary Procedure 42
15.2 The Primary Purpose of Parliamentary Procedure 43
15.3 Fundamental Parliamentary Practices 43
15.4 Classification and Order of Precedence of Motions 47
15.5 Description of Motions 47
15.6 Miscellaneous 55

SECTION 16.0 MAINTENANCE, REVIEW & AMENDMENTS OF THE MANUAL 57

16.1 Responsibility for Manual Maintenance 57
16.2 Annual Review by APSA Staff 58
16.3 Amendment Procedures 58

Appendix A Articles of Incorporation 59
Appendix B Bylaws 60
Appendix C Committee/Commission Charters 61
Appendix D Statement of Investment Policy 68
Appendix E Priority Guidelines 71

INTRODUCTION

- **Purpose of the Manual**

This Manual has been developed as a supplement to the bylaws of the Airborne Public Safety Association, Inc. and is intended to serve as an educational and management tool for the officers, board members and staff of the Association. It should be considered as a fluid document, which is adaptable to the changing needs and growth of the Association.

The roles and relationships described in the Manual have been developed based upon a "Balanced Model" of association management. Its intention is to introduce checks and balances between the authority of elected volunteers and paid staff members without unnecessarily inhibiting either in the performance of their respective duties.

- **Management Approach**

In defining this balance, the Board of Directors relies upon resource documents and specialists in the field of association management to define a management philosophy and framework to guide the activities of volunteers and staff. That framework is summarized as follows:

Governing Body
The Board of Directors is the governing body of the Association and, as such, is the final authority on all matters pertaining to the management of the Association. The Board sets policy for the Association and relies upon elected officers, staff and committees to implement or to develop plans to implement those policies. The Board is ultimately accountable to the membership of the Association.

Chief Executive Function
The Executive Committee comprising the officers of the Association, with the President as its chair, functions to make executive decisions, interpret Board policy, develop interim policies and to direct the business affairs of the Association between regular or special Board meetings to resolve issues and matters requiring immediate resolution. The Executive Committee is accountable to the Board of Directors for its actions and decisions.

Chief Executive Officer
The Executive Director functions as the Chief Executive Officer (CEO) of the Association. The CEO has the authority to manage the business affairs of the Association, to carry out established policy and to implement official directives of the Board and the Executive Committee, exercising executive prerogatives to act in the best interest of the Association.

The Executive Director/CEO always functions within a policy framework characterized by approved business plans, budgets and official acts of the Board

and the Executive Committee. The Executive Director is directly accountable to and serves at the pleasure of the Board of Directors.

Treasurer
The Treasurer functions as the Financial Officer and is responsible to oversee the fiscal affairs of the Association. The Treasurer reviews the financial transactions of the Association, and generally advises the officers, directors and membership on fiscal policy for the Association.

Support Staff
Paid staff of the Association will function in accordance with the approved job descriptions for their positions and the directives of the CEO. They are accountable to and serve at the pleasure of the Executive Director/CEO. Those persons who have entered into a personal services contract are answerable directly to the Executive Director/CEO with the exception the Association's designated Legal Counsel who shall be accountable to the Board of Directors.

Committees and Committee Chairs
Committees, both standing and ad hoc, function in accordance with their charters or charge as may be defined by the bylaws, the Board, or the Executive Committee. They represent the vehicle through which the principles of our profession are integrated into the activities of the Association.

Committee members function under the direction of their Chair and the Chair is accountable to the Board through the President for the accomplishment of the Committee's mission.

Only a committee comprised of Board members may exercise the power of the Board on any project assigned to their committee by the Board.

This framework is designed to establish a balance and to clearly define roles among the various members of the Airborne Public Safety Association team. As we work together for the common goals of our Association, learning will take place and roles may change. As they do, this Manual should be modified or amended to reflect those changes.

- **Organization of the Manual**

This Manual is organized by functional topic for convenience as a reference document. Consequently, some policies are repeated in more than one section. This repetition is intentional to ensure that the document clearly communicates official policy and roles within each functional description.

1.0 ORGANIZATION AND MEMBERSHIP

The purpose of this section is to delineate the types of organizational structure used within the Association for the benefit and information of the membership.

1.1 Articles of Incorporation

The Airborne Public Safety Association (APSA) was incorporated in 2016, in the State of Delaware as a non-profit member organization. (Appendix A)

1.2 Bylaws

The Airborne Public Safety Association is governed by its bylaws duly adopted and periodically amended by the Board of Directors and ratified by the membership, as required. (Appendix B)

1.3 Tax Status of the Association

The Association maintains a tax-exempt status with the Internal Revenue Service of the United States under Section 501(c)(6) of the U.S. Tax Code.

1.4 Affiliation with Other Associations and Organizations

Action by the Board of Directors is required for affiliation with other organizations and associations. Such affiliations must be consistent with the purposes of the Association as described in the Bylaws.

1.5 Central and Regional Offices of the Association

The Board of Directors may designate regional and/or a central office(s) for the conduct of its business.

1.6 Membership Categories

The official categories of membership shall be designated in the Bylaws. Current membership categories include:

- Individual Members
- Corporate Members

2.0 LEGAL ACTIVITIES

With complex and diverse activities on-going within the Association which include contracts, employee relations, advertising and other needs for legal assistance, it is imperative to retain and use competent legal counsel.

2.1 Use of Legal Counsel

To the maximum extent possible, all communication with legal counsel should be through either the President or the Executive Director/CEO. All contractual

documents requiring the signature of an APSA official shall be submitted to APSA Legal Counsel for approval as to legal form and sufficiency.

2.2 Methods of Retainer for Legal Counsel

Legal counsel is selected by the Board of Directors upon the recommendation of the Executive Committee. The amount of retainer and the authorized fees shall be set and budgeted annually.

2.3 Presence of Counsel at Board Meetings

Unless otherwise directed by the Board of Directors, legal counsel will attend meetings of the Board and Executive Committee.

2.4 Counsel Review of Board Minutes

Legal counsel shall review the minutes of the Board and shall notify the Secretary in writing, that such minutes are approved as to form and substance. If such minutes reflect questionable action, the counsel shall notify the Executive Director/CEO immediately and recommend corrective action.

2.5 Authority to Bind the Corporation

The Board and Executive Director/CEO are the only representatives of the Airborne Public Safety Association, Inc., who have the authority to bind the corporation.

3.0 OFFICERS, BOARD AND COMMITTEES

The purpose of this section is to clarify the role and responsibility of elected officers, board members and appointed officers.

3.1 Overview

As required in the bylaws, the Board of Directors shall consist of the Immediate Past President; the President; Vice President, Secretary, Treasurer, Affiliate Council Representative, and Regional Directors.

3.2 Number of Consecutive Terms

Term of office for the members of the Board and for each officer shall be two years. Officers and directors may be elected to unlimited successive terms of office, provided they maintain employment or appointment in a public safety air support unit.

3.3 Frequency of Board Meetings

There shall be two Board meetings annually. The required annual meeting of the Board will be held at such time and at such place as the Board may direct. The second meeting of the Board shall be held during the annual conference of the Association. Additional meetings of the Board may be held as required to transact business of the Association.

3.4 Standing Committees

Standing Committees consisting of two or more directors of the association pursuant to section 6.01 of the bylaws, consist of:

- Executive Committee
- Budget Management Committee
- Audit Committee
- Accreditation Commission

The duties and responsibilities of each committee are set forth in their respective committee charters and can be found in Appendix C of this document.

3.5 Working Groups and Task Forces

Working Groups and Task Forces may be established by the Board of Directors and may comprise non-board members, but such committees shall not be able to exercise the power of the Board of Directors. Any proposals or projects recommended by any working group of task force shall report their findings to the Board through the CEO for approval.

3.6 Role of Committee Chairs

Committee chairs are charged with the following:

a) Review and development of a clear understanding of the committee's mission based upon:

   1. The mission as described in the committee charter

   2. Tasks assigned by the President or the Board that are consistent with the approved budget and business plan.

b) Responsibility for the accomplishment of the mission.

c) Coordination of committee member activity and coordination with the staff.

d) Submission of interim and final reports of the committee to the Executive Director for distribution to the Board.

3.7 Deputy Region Directors

a) Region Management System:

Region management will be administered by the Region Director. The Region Director shall appoint one Deputy Region Director and may appoint no more than two Assistant Deputy Region Directors to assist in the management of APSA business within the region. In addition, Region Directors having international responsibilities may appoint one Assistant Deputy Region Director per country. Those filling these appointed positions shall serve at the discretion of the Region Director.

b) Deputy Region Directors:

Qualifications: Candidates for Deputy Region Director shall be APSA Individual members in good standing and be eligible to hold office as a Director as provided in Section 2.02 of the Association bylaws.

Duties: Deputy Region Directors will assist with APSA matters as directed by the Region Director. These duties may include, but not be limited to, the following:

1) Participate in site-visits and the selection process for host hotels and off-site venues for safety seminars within their region.
2) Assist with the planning, organization and administration of safety seminars and annual conferences within their region.
3) Maintain contact with the region's existing units and members, ensuring a positive two-way flow of APSA business and information.
4) Initiate contact with new units and assist them in their development.
5) Assist our members on issues including membership application, delinquency and renewals.
6) Assist with updating unit and member information for the membership directory.
7) Recruit new membership.
8) Petition for Air Beat magazine editorial.
9) Promote APSA and its mission.
10) Submit a quarterly activity report to their Region Director.
11) Benefits:
    a) Complimentary registration at APSCON (the Association's annual conference & exposition).

b) Complimentary conference course registration at APSCON (the Association's annual conference & exposition).

c) Assistant Deputy Region Directors

Qualifications: Candidates for Assistant Deputy Region Director will be APSA individual members in good standing.

Duties: Assistant Deputy Region Directors will assist with APSA matters as directed by the Region Director and the Deputy Region Director. These duties may include, but not be limited to the following:

1) Assist with the planning, organization and administration of safety seminars and annual conferences within their region.
2) Maintain contact with the region's existing units and members, ensuring a positive two-way flow of APSA business and information.
3) Initiate contact with new units and assist them in their development.
4) Assist our members on issues including membership application, delinquency and renewals.
5) Assist with updating unit and member information for the membership directory.
6) Recruit new membership.
7) Petition for Air Beat magazine editorial.
8) Promote APSA and its mission.
9) Submit a quarterly activity report to their Region Director.
10) Benefits: Complimentary registration at APSCON (the Association's annual conference & exposition).

3.8 Communications with President and Executive Director

Committee members should address their communications to their committee chair. Committee chairs shall communicate directly with the Executive Director/CEO for logistical support and shall make both written and oral reports at Board meetings. Under no circumstances should committee chairs pass task assignments made to them on to the Executive Director/CEO, unless requested by the CEO.

3.9 Election Guidelines

The purpose of this section is to describe the procedure for the nomination and election of qualified members for officer and director positions in the Association.

a) The Secretary shall, in addition to operating within the provisions of Section 4.04 & 4.05 of the bylaws, solicit nominations for office through

Association media such as *Air Beat Magazine* and the official APSA website.

b) The nominations are to be returned to the Secretary. The Secretary will verify membership status of nominees. The Secretary is responsible for notifying nominees of their nomination in writing and information requirements for publication of a candidate profile; however, no later than February 28th of the nomination year, the nominee shall advise the Secretary of his/her intention to proceed to election.

c) General Guidelines

1) Individuals who are not members in good standing as specified in the bylaws at the time of nomination are ineligible to hold office as an officer or director.
2) Only written nominations shall be considered by the Secretary.
3) The Secretary shall notify the nominees of the duties and responsibilities of Board service that, if elected, they will be expected to perform.
4) Elections shall be conducted in accordance with the provisions of the bylaws.
5) Compensated contractors working for APSA under the direction of the Executive Director, or his designee, may not serve on the Board of Directors.
6) Any member who has been a member of the Association for a period of one year, and who has paid his/her current dues, is qualified to be elected to the Board of Directors as provided in the bylaws, and may remain a Director, subject to other provisions on the bylaws, so long as the member's dues do not become delinquent.

3.10 Travel Policy and Related Expense Reimbursement

The APSA Board of Directors and Executive Director/CEO have widespread responsibilities for the direction and control of all aspects of the Association. In addition, each board member is required to represent the APSA in a variety of business and social events. Their active participation is necessary and proper, and it is expected that reasonable costs will be incurred to carry out their responsibilities.

a) General Policy

1) APSA covers the cost of travel and on-site expenses for employees, contractors, officers and members of the board of directors, and some others not in the direct employ of the Association, when traveling on official APSA business, under the

conditions outlined below. The Association expects that travelers exercise good judgment in making arrangements that strike a balance between the expenses incurred and the convenience of the person traveling. The policy applies to expenses charged to all funds administered by the Association, whether these are generated by dues, fees for services and products, or grants.

2) All unbudgeted travel must be approved, in advance, by the CEO with written justification from the traveler for the travel requirement. Notification of approved unbudgeted travel by the Executive Committee must be provided to the Executive Director/CEO. Prior written approval shall not be applicable for scheduled annual or regional conferences or other budgeted and approved events.

3) Travel and per diem expenses shall be reimbursed for persons traveling on official APSA business and shall be in accordance with the lowest daily allowable amount on the General Services Administration (GSA) Meals & Incidental Expenses (M&IE) schedule regardless of location.

4) APSA will not reimburse or pay for family or guest expenses, entertainment or recreational activities, alcoholic beverages, hotel rooms for added nights, laundry and valet services, flight and car insurance, or credit card fees. The Executive Director/CEO may authorize reimbursement for excluded items in unusual circumstances.

b) Transportation

1) Transportation authorized for APSA business travel includes automobile, rail, airlines, buses, taxicabs, and other usual means of conveyance. All travel is to be by the most economical mode of transportation consistent with reasonable convenience.

2) Air travel shall be booked through the Association's designated travel agency in order to take advantage of previously arranged discounts and points earned from use of the Association’s credit card. In addition, travel should be booked at least twenty-one (21) days in advance. Although the Association will make every effort to find reasonable direct routes to destinations, connections and non-nonstop flights may be used if they are not unreasonable in time loss. Airline preference will not be considered to gain frequent flyer mileage. Travelers who want to be selective in their airlines will be responsible for the cost differential. Contact the Executive Director/CEO or Operations Manager to obtain further information about the travel agency. If an APSA traveler locates a commercial carrier for air travel at a cost less than that found by the preferred APSA travel service or with a better flight schedule at the same cost, then the traveler may seek approval from the

Executive Director to book a flight directly with a commercial carrier.

a. Air and rail travel is to be coach or economy class. Overnight parking is to be in an economy (non-hourly or daily) facility. When circumstances dictate, advance approval for overnight use of daily facilities may be sought from the Executive Director/CEO.

b. Automobile travel when a traveler drives his or her own car, the allowance is at the current federal reimbursement rate per mile, plus cost of tolls and parking. The reimbursed cost for mileage cannot exceed what would have been the cost for a coach or economy class 21-day advance airfare for that trip. Proof of airfare price must be submitted with travelers' reimbursement request.

c. The use of rental cars while traveling on Association business is not usually necessary and consequently discouraged. In an instance where a rental car is absolutely necessary and prior approval has been obtained from the Executive Director/CEO, a vehicle may be obtained at the lowest possible cost and for the shortest period of time. When you must rent a vehicle, collision and personal injury insurance will be accepted.

d. Taxicabs may be used in cases where less expensive means of public transportation are unavailable or demonstrably less convenient. When transportation to and from airports by airport limousine or shuttle service is available, they should be used in lieu of a taxi.

e. Instructors – In lieu of full travel costs being paid by APSA, a stipend not to exceed $250.00 USD to offset the cost of travel will be provided to those serving as instructors at APSA events. Travel expense less than $250.00 will be reimbursed at actual cost.

c) Hotel Accommodations

When traveling to an overnight APSA event on APSA business, notify the Meeting Planner of the dates of your travel and your sleeping room reservations will be made by her/him. When traveling on APSA business to an overnight event sponsored by another organization, notify the Executive Director/CEO or his designee of the dates of your travel and your sleeping room reservations will be made by her/him. At all times,

efforts should be made to secure government rates for government employees.

e) Other Expenses

The cost of other expenses related to APSA travel will be borne by the Association where a business necessity justifies such expenditure. Other expenses include items such as parking (receipt required), non-meal tips (other than those included in the GSA schedule), and event registration fees (receipt required).

f) Tipping

Appropriate tips are an allowable expense. The following guides to generally accepted practice should be followed:

1) Waiters - generally 15 - 20% of meal cost (included in GSA M&IE).

2) Taxi Drivers - about 15% of taxi fares.

3) Bellboys - usually $1.00 per bag (included in GSA M&IE).

4) Valet Parking - generally $1.00.

5) Housekeeping – generally $2.00/night (included in GSA M&IE).

g) Telecommunications

Reimbursement of these services is appropriate when necessary for the proper conduct of APSA business, as are calls home to inform the traveler's family or workplace of changes in travel plans. Further, the Association will reimburse for one personal phone call each day. Whenever possible, advantage should be taken of the reduced rates available at certain times and conditions. Phone calls made from hotel room telephones should be avoided.

h) Entertainment

When circumstances merit, the President or Executive Director/CEO may charge appropriate expenses for professional hospitality. The names of those entertained, and the date, time, and location should be included in the travel expense report.

i) Travel Expense Report

1) Each traveler shall complete an APSA Travel Expense Reimbursement Form.

   a. Board Members & Executive Director – Completed forms are to be submitted to the Executive Director/CEO (with receipts attached) within thirty (30) days of when expenses were incurred. A copy of the completed expense form shall be submitted to the Executive Director/CEO with a copy to the Treasurer for payment approval.

   b. Staff / Contractors – Completed forms are to be submitted to the Executive Director/CEO (with receipts attached, as required) within thirty (30) days of when expenses were incurred. A copy of the completed expense form shall be submitted to the Treasurer for review.

2) Upon approval of the CEO, reimbursements will be made. Payment will not be authorized without the support of required receipts. Every effort will be made to promptly reimburse approved vouchers, but in no event will such reimbursements exceed 15 working days.

j) After Action Report

With the exception of travel to APSA events, board members, the Training Program Manager, and the Safety Program Manager must complete an After Action Report (interoffice memo to the Executive Director/CEO) within thirty (30) days of completion of travel assignment. The report shall give detailed information on the benefits resulting from the authorized APSA travel. The After Action Report can be a collective summary of all participating in the authorized travel. One copy will be sent to the Treasurer to be attached to the travel request and the travel voucher for future audits.

3.11 Non-Travel Related Expense Reimbursement

This section describes the non-travel expense reimbursement procedures for officers, directors, members and staff.

a) Officers, Board and Committees

1) Budgeted expenses require no prior approval, but must be submitted with receipts for approval and payment as outlined in subparagraph 2) below.

2) Requests for reimbursement are to be submitted to the Executive Director/CEO on an approved expense form (with receipts

attached) for processing within thirty (30) days of when they were incurred. A copy of the completed expense form shall be submitted to the Treasurer for payment approval.

b) Staff/Contractor

Requests for reimbursement for staff/contractor expenses are to be submitted on an approved expense form with attached receipts to the Executive Director/CEO for processing consistent with the annual budget. In addition, the Executive Director/CEO shall prepare an estimate of staff expenses and submit annually as a part of the Association budget to the Budget Management Committee.

3.12 Role of the President

The President's role is described in the bylaws. In making appointments within his authority, the President is encouraged to take into consideration: affirmative action, geography, government and private sectors, member activity and responsibility, position and size of member organization (of person's employment) so that those appointments reflect the diversity of the Association's membership. The President/Executive Committee shall be responsible to conduct a performance evaluation on the Executive Director/CEO and report his findings to the Board and to the Executive Director/CEO in writing. The instrument used to evaluate the Executive Director/CEO shall provide space for signature of both the President and Executive Director/CEO, which will serve to show that the appraisal was delivered and received. Signature of the Executive Director does not constitute agreement with the appraisal.

3.13 Role of the Executive Committee

The Executive Committee shall govern the Association whenever the Board of Directors is not in session.

3.14 Conflict of Interest

Officers, board members, staff and committee members are prohibited from participating in any business or other activity, personally or professionally which would result in a conflict of interest, financial or otherwise. All officers, Directors, staff and contractors shall annually complete the required Conflicts of Interest form.

3.15 Code of Ethics

The purpose of this section is to outline a code of ethics to govern the officers, board members, staff and committee members.

The officers, board, staff and committee members must abide by the APSA Code of Ethics. The code is outlined as follows:

a) Must abide by the Articles of Incorporation, Bylaws, Resolutions and Policies and Procedures of the Association.
b) Must declare a personal and financial interest in matters before the Board;
c) Must declare nepotism and family interest;
d) Must not engage in discriminatory action based on race, sex, creed, or national origin;
e) Must not use their position for personal gain;
f) Must act in a manner that brings credit and honor upon the Association.

3.16 Outside Event Attendance

Attendance at outside conferences, seminars, and events for which APSA will reimburse expenses shall be offered to APSA Board members in the following order:

a) President, or his designee*
b) Officers of the Corporation
c) Region Director within whose region the event is scheduled
d) Other Region Director as directed by the Executive Director/CEO
e) Other APSA representative as directed by the Executive Director/CEO

At conferences, seminars, and events where the APSA funds multiple representatives, consideration will be given to Board members who are also members of the hosting entity.

This policy does not apply to the attendance of the Executive Director/CEO, select staff, or independent contractors at HAI's annual conference

*The designee should be another Board member, but may be chosen without regard to the above listed order.

4.0 APSA OFFICE ORGANIZATION AND MANAGEMENT

The purpose of this section is to set forth policies to guide the operation of the Association's Office.

4.1 Role of the Executive Director/CEO

The Executive Director/CEO is accountable to the Board of Directors and shall follow directions, policies, procedures and all other official requirements of the Board. The Executive Director/CEO is responsible for the management of daily operations of the APSA Office; causes written financial accounts to be prepared; and supervises the management of all grants. Except when otherwise directed by

the Board, the Executive Director/CEO supervises all matters relating to the annual and regional conferences except the training sessions. The Executive Director/CEO shall have the overall responsibility for directing and managing conference planning including business affairs.

a) Staff

The Executive Director/CEO hires staff in accordance with the following procedures:

1) prepares a position description and justification with a recommended salary range and associated budget amendments;

2) once the position is approved, the Executive Director/CEO operates within the constraints of the budget, to hire, dismiss and set the terms and conditions of employed staff.

b) General Fund Budget

The Executive Director/CEO manages the finances of the Association as follows:

1) the Executive Director/CEO prepares, an Annual Budget with the assistance of the Budget Management Committee_and submits it to the Board for approval;

2) The Executive Director/CEO may reallocate dollars within a functional or program category (i.e. travel, office equipment, etc.), without a formal budget amendment approved by the Board.

3) Requests for changes or shifting of funds between functional or program categories must be presented with justification to the Executive Director/CEO and approved by the Budget Management Committee.

c) Grants and Grant Management

The Executive Director/CEO supervises the management of grants and awards to the Association as follows:

1) Grant submission and acceptance must be approved by Board of Directors, or the Executive Committee between regular Board meetings;

2) Except as otherwise provided by the Board, the Executive Director/CEO notifies the Executive Committee of pending

solicitations. Based upon approval by the Executive Committee to proceed with application, the Executive Director/CEO prepares a detailed application.

3) If the grant is awarded, modified or amended, final contracts go through the Executive Director/CEO to the Executive Committee for acceptance and approval after review by legal counsel.

4) If approved, the President or Executive Director/CEO signs the grant.

4.2 Liaison with Other Associations and Organizations

The Executive Director/CEO is the primary point of contact with staff or representatives of other associations for conducting business or carrying out previously approved policy decisions of the Board. The President and/or the Executive Director/CEO may also conduct preliminary discussions or develop proposals with other public or private organizations for submission for approval by the Executive Committee/Board.

4.3 Insurance Requirements

The Executive Director/CEO shall include in the budget provision for adequate insurance coverage to protect the Association, its officers and directors. The Executive Director/CEO shall acquire all insurance for the Association and shall keep all insurance current for maximum protection.

4.4 Records Retention and Destruction

Retention and disposition of corporate records should be done in accordance with applicable provisions of the California Corporation Code or the Maryland Code for foreign Corporations, whichever is longer, or as required by the IRS.

4.5 Property Inventory and Disposition

All property of the Association with a purchase price of $500 or more shall be inventoried, marked as to ownership and updated annually and maintained as part of the financial records of the Association. Property disposal shall be in a manner authorized by the Board. Any APSA property in the possession of any officer, director, member or others shall sign a receipt for such property and obtain a written receipt upon return of any such property.

4.6 Management Reports

The Executive Director/CEO is responsible for preparation and dissemination of the Monthly Executive Director's Report to the Board of Directors. This report

shall include, but not be limited to, updates on the activities of the staff, grants, educational programs, and conference plans and arrangements.

Additionally, the Executive Director/CEO is responsible for the preparation and dissemination of financial reports to the Board of Directors including, but not limited to, a monthly balance sheet, monthly profit & loss statement, and a quarterly YTD comparative.

The Executive Director/CEO will ensure that an annual financial audit is conducted by a qualified, independent accounting firm. The results of this audit will be distributed to the Board of Directors.

The Annual Report to the Membership will be published in the journal issue immediately following the Annual Conference. It shall include but not be limited to:

a) A summary of major accomplishments during the previous year;
b) New resolutions, bylaws, policies, etc.;
c) New projects or programs;
d) New services or benefits; and,
e) Financial statement

4.7 Media and Press Relations

The President or Executive Director/CEO are the official spokespersons for the Association. The Executive Director/CEO may issue press releases, respond to media inquiries, organize media events, and make public appearances in conjunction with Association conferences or other events. The President, Executive Director and/or their designee(s) may represent the Association at official events of other professional associations. A Regional Director may develop press releases regarding regional events and act as a spokesman for the Association regarding the same.

4.8 Candidate Support by the Association Prohibited.

Official endorsement or support of any candidate for public office is expressly prohibited. Such support could potentially place the Association's tax-exempt status in jeopardy. Limitations on lobbying activities are set forth in Revenue Ruling 2004-6

4.9 Operation of Exhibits on Behalf of the Association

With the approval of the Executive Committee or Board, the Association is authorized to operate exhibits at conferences and events of other associations.

5.0 FINANCE

The purpose of this section is to define the role of different positions within the Association for financial accountability, and for the management of all aspects of finances within the Association including, but not limited to income, expenditures, records, and budgets.

5.1 Annual Budget

The Executive Director/CEO shall prepare the Annual Budget, which shall include all identifiable revenue and expenditure sources including grants (although grants may be separately managed). After a review and approval of the budget by the Budget Management Committee, the Executive Director/CEO shall submit it to the Board of Directors for review and adoption.

5.2 Role of Treasurer

The Treasurer is the Financial Officer for the Association and is expected to monitor and oversee the financial operations and records of the central office on behalf of the Board, the Executive Committee and the membership. The Treasurer shall:

a) Review the Annual Budget;
b) Review monthly financial reports and monthly cash disbursement statements to ensure compliance with the Association bylaws and Policies and Procedures;
c) Review approved grant expenditures and contractual payment obligations; and,
d) Advise the President, the Executive Committee, Executive Director and the Board on all fiscal matters of the Association.
e) Perform such other duties as set forth in the Association bylaws.

5.3 Dues and Assessments

Dues and Assessments are proposed by the Executive Committee and require approval by the Board of Directors.

5.4 Investment of Association Funds

The Budget Management Committee recommends the investment policy. It is presented to the Board for approval. The Board of Directors shall annually review a list of approved investment policies. No funds may be invested in any method that may have direct financial advantage for the officers or staff. All investments are limited to the restrictions set forth in the bylaws and applicable IRS Regulations.

5.5 Official Fiscal Year

The fiscal year is January 1st through December 31st.

5.6 Method of Accounting

APSA uses the accrual method of accounting.

5.7 Financial Records

The accounts of the Airborne Public Safety Association will be kept according to generally accepted accounting principles.

5.8 Annual Audit of Financial Records

a) There shall be an annual audit conducted by an outside Certified Public Accountant (CPA). The Board, with the advice of the Executive Director/CEO shall approve an auditor (CPA) for the following year.

b) In keeping with the spirit of the Sarbanes-Oxley Act, APSA shall appoint an Audit Committee to conduct an audit of the income and expenses of the Association from the source financial records of the Association.

5.9 IRS and Grantor Audits

Records and books shall be maintained according to Internal Revenue Service and grantor agency requirements. All officers, directors and staff shall render full cooperation and assistance during any audit.

5.10 Audit Exceptions and Corrective Action

The Treasurer shall report to the Board any exceptions to the audit and any recommendations that were contained in the Management Letter and his/her responses to such comments along with appropriate plans for any corrective action required.

5.11 Selection of Vendors and Subcontractors

The selection of vendors and subcontractors shall be fair, impartial and balanced between price and quality.

5.12 Conflict of Interest

No officer or director may vote on any action that may result in a financial gain to the officer or his/her family.

5.13 Comingling of Funds Prohibited

Grant funds received for the support of a specific program or purpose shall be used only for those designated purposes and may not be used to offset expenses of any other activity or program. Funds for each such grant in excess of $25,000.00 shall be deposited and maintained in separate bank accounts and all transactions, regardless of grant size, shall be recorded separately in the financial records of the Association. This does not necessarily mean that grants or contracts may not have a line item for overhead. No APSA funds will be co-mingled with any non-APSA account.

5.14 Gifts, Donations and Sponsorships

All gifts to the Association, donations and sponsorships shall be made public unless a request for anonymity is made as a condition of the gift. All goods and services of material value (meals, drinks, etc.) of more than $100.00 cumulative (per person) given to board members, officers or staff shall be reported in writing within 30 days to the Executive Committee and President. This reporting requirement does not apply to sponsored events sanctioned by the Board or Executive Committee.

5.15 Purchases and Acquisitions

a) Purchasing Authorization. No expenditure of funds shall be made or liability incurred by a member of the Board of Directors in the name of the Airborne Public Safety Association without previous authorization as per APSA Policy and Procedures. Any unauthorized item purchased or an item purchased which a majority of the APSA Board of Directors refuses to approve is declared a private rather than an Association debt. Prior to the expenditure of any Association funds, the CEO shall determine that such expenditure has been approved by Board action, committee action, the budgetary process or by guidelines established in this manual.

b) Purchasing Limitations. The day-to-day operational expenditure of Association funds is limited to the budgetary restrictions approved by the APSA Board of Directors. The following purchase limitations apply to the expenditure of APSA funds not addressed through the budgetary process:

1) Three Hundred Dollar ($300.00) Limit. The purchase of equipment, material, supplies or services of an amount not to exceed $300.00 is authorized by the Executive Director/CEO or the Budget Management Committee. Such a purchase requires an interoffice memo from the purchaser to the appropriate individual(s) stating justification of purchase. The interoffice memo can follow verbal approval, but must be completed and

mailed to the appropriate individual(s) within ten (10) calendar days after the approval of purchase.

2) Five Hundred Dollar ($500.00) Limit. The purchase of equipment, material, supplies or services of an amount not to exceed $500.00 is authorized with prior approval of the Budget Management Committee or a majority of the executive officers of the Board of Directors (President, Vice-President, Secretary, Treasurer). Such a purchase requires an interoffice memo from the purchaser to the appropriate individual(s) stating justification of purchase and should include at least three (3) bids. The interoffice memo can follow verbal approval, but must be completed and mailed to the appropriate individual(s) within ten (10) calendar days after the approval of purchase. In addition, the purchaser will ensure that one (1) copy of the interoffice memo is forwarded to the Executive Director/CEO.

3) Over Five Hundred Dollar ($500.00) Limit. The purchase of equipment, material, supplies or services of an amount exceeding $500.00 is authorized with prior approval of the Budget Management Committee or a majority vote of the APSA Board of Directors. Such a purchase requires an interoffice memo from the purchaser to the appropriate individual(s) stating justification of purchase and should include at least three (3) bids if available. The interoffice memo must precede approval. The purchaser will ensure that one (1) copy of the interoffice memo is forwarded to the Executive Director/CEO.

4) All purchases in any amount shall be coordinated with the Executive Director/CEO who may assist the board member to obtain the best possible price for the product or service.

5.16 Property Accounting

a) Responsibility. The Executive Director/CEO is charged with the responsibility of maintaining a current and accurate record of all inventorial property acquired from any source.

b) Keeping of Property Records. A permanent record and history of inventorial property will be kept by the APSA office.

c) Property Transfer. Any transfer of inventorial property will be immediately documented by the transferring parties. A copy of transfer document shall be forwarded to the Executive Director.

d) Loss of Property. When any member of the Board of Directors loses any property belonging to the Association and entrusted to his care, he shall immediately report such loss to the Executive Director/CEO, giving complete details and circumstances surrounding such loss, by interoffice memo. If the value of the property is five hundred dollars ($500.00) or more, the Executive Director shall immediately notify the Treasurer. In the event of stolen property, the local police authority shall be notified and an offense report shall be completed and forwarded to the Executive Director. After thirty (30) days, if the lost or stolen property has not been recovered, reimbursement will be made to the Association for such loss at the current replacement cost, unless it can be shown that due care and diligence were exercised in protecting such property and that such loss was not caused by negligence. Failure to promptly report lost or stolen property to the APSA Executive Director/CEO in the time prescribed may result in the member or staff member being charged with the market value of the lost or stolen property.

e) Returning Property. When a board member leaves the APSA Board of Directors, all association property of material value in his possession must be surrendered to the Executive Director/CEO without delay, who will give such departing board member a receipt for such property. The Executive Director/CEO is in turn responsible for reissuing appropriate property to the departing board member's replacement. Failure to return issued property in a timely fashion may result in the termination of the member's membership in the Association and/or other sanction, including civil action.

6.0 STRATEGIC BUSINESS PLAN

This section establishes the requirement for a Strategic Business Plan.

6.1 Responsibility of the Executive Director/CEO

The Executive Director/CEO shall submit a Business Plan to the Board of Directors. This Business Plan shall stem from the triennial strategic planning meeting of the Board of Directors.

6.2 Content of the Plan

The plan will have separate descriptions of each project, program, product or service.

6.3 Rationale and Justifications

The plan will include recommended goals and objectives for the coming year and describe the assumptions underlying the proposed activity. The rationale will vary

depending on the product, program, good or service but should be sufficient to make clear to the reviewing bodies, the Executive Committee and the Board, the value of the program, its costs and benefits, and should provide evidence that the decision was developed through a systematic analysis.

7.0 TRAINING PROGRAMS

This section sets forth the requirements for the development of an Annual Training Plan for the presentation of training programs.

7.1 Responsibility of Training Program Manager

The Training Program Manager (TPM) shall develop an Annual Training Plan and submits it to the Board via the Education & Training Committee for approval at the mid-year meeting. The TPM shall also continually review the instructional performance of any and all APSA Instructors and submit any recommendations to the Board. The TPM shall also be responsible for meeting the training needs at the annual conference, regional seminars, and other events.

7.2 Coordination with the Executive Director /CEO

The TPM shall report to and will work with the Executive Director/CEO for logistical support to be used for providers of training programs and authors of materials.

7.3 Criteria for Selection of Trainers

The selection of instructors will be based upon the quality of both the content of the material, the presentation skills of the individual, and the educational background and experience of the instructor in the particular discipline being taught.

7.4 Method of Delivery

Training programs, workshops and seminars will be presented at the annual conference, regional seminars, and other events.

7.5 Instructors' Agreements

Before commencing travel to any training course, the designated instructor shall sign the approved Training Agreement and reviewed by APSA Legal Counsel. No instructor shall be permitted to travel or perform unless a signed Training Agreement has been executed and submitted to the TPM.

7.6 Instructors' Fee

Instructors may be compensated in accordance with a schedule approved by the Board of Directors, so long as instructor is not on-duty with their agency. Instructors not teaching a full day shall be paid the pro-rated amount consistent with the number of hours actually taught.

7.7 Training Rules and Regulations

The TPM, in concert with the Executive Director/CEO, shall promulgate rules and regulations regarding training programs, instructors and other matters related to the conduct of APSA training.

7.8 Training Program Manager Professional Stipend

Upon approval of the Board, the TPM will be paid compensation for work performed related to APSA's training programs consistent with any contract between the TPM and APSA.

7.9 Oversight

The Executive Director/CEO oversees the activities of the TPM, and monitors the progress of and ensures adherence with the Annual Training Plan.

8.0 PUBLICATIONS

This section sets forth the Association's official policy regarding publications and advertising.

8.1 Official Publications

The official publications of the Airborne Public Safety Association shall be designated in the Annual Business Plan of the Association.

8.2 Advertising Policy

Advertising shall be sold in accordance with the Annual Business Plan at established fees and rates approved by the Board of Directors through the budget process. Advertisers purchase space for their message; no other consideration including guaranteed provision of preferential consideration for professional articles or other special treatment is allowed.

8.3 Use of Advertising Sales Representatives

The Strategic Business Plan may call for the use of outside advertising sales representatives.

8.4 Role of the Editor-in-Chief

The Editor-in-Chief is selected by the Board. The Editor-in-Chief is responsible for the following:

a) Review proposed publication content for consistency with the purposes of the Association and official policy. If there is no official policy, the Editor-in-Chief may solicit articles and guest editorials to introduce topics for discussion and debate.
b) Editorial comments should reflect official policy of the Association at all times. The Editor-in-Chief should encourage minority and divergent views through "Letters to the Editor" and guest editorials.
c) Review minority or divergent views submitted and select representative letters or articles (guest editorials) for publication.
d) The Chair of the Publications Committee shall review all editorial published by the Association. The Editor-in-Chief shall review and approve all editorial published by the Association.

8.5 Editorial Policy

Publications of the Association are communication tools designed to reflect the purpose and goals of the Association.

Vendors may be invited to address general issues but may not describe, promote or introduce specific products or services under the guise of editorial content. Acceptance of articles authored by vendors shall be solely on the basis of their professional content and their value to the reader.

The Editor-in-Chief and Chair of the Publications Committee are responsible for maintaining adherence to Editorial Policy.

8.6 Review of Articles and Publications

The Publications Committee may create a panel of reviewers with specific areas of technical or professional expertise to evaluate articles prior to acceptance for publication.

8.7 Use of the APSA Logos

The APSA Logos are the registered trademarks of the Association. Use of the logos by any person or entity, other than APSA, is strictly prohibited without the express approval of the APSA Board of Directors, and may require a licensing agreement. This does not preclude the APSA Board from providing its logos for use by another person or entity when its use is for association-directed business. Further, nothing in this policy shall prohibit the use of the APSA logos on official public safety agency stationary, with the approval of the agency head; nor shall it

prohibit the use of the APSA Corporate Council logo by members of the Council.

9.0 ANNUAL CONFERENCE AND MEETINGS

This section sets forth the policies and roles of various individuals and committees as they relate to the planning and implementation of the Annual Conference.

9.1 Role of the Executive Director/CEO and APSA Office

The Executive Director/CEO is responsible for all business matters relating to the planning and implementation of the Annual Conference. Specifically, he is responsible for:

a) recruiting exhibitors and sponsors within the guidelines set by the Board of Directors;
b) assigning exhibitors to specific booth space on a first come, first served basis (previous year's exhibitors may be given advance notice);
c) determining layout of booth space with hotel or convention center;
d) collecting monies from exhibitors and sponsors;
e) distributing and receiving exhibitors' contracts;
f) recommending fees as part of the budget;
g) advertising the conference by developing and printing flyers, brochures, and by articles in the Association's publications;
h) collecting conference registrations and fees;
i) maintaining separate accounting for the conference;
j) making arrangements for training equipment and support producing and publishing follow-up of conference training tapes, papers, etc.;
k) collecting fees as set forth in the Annual Business Plan;
l) managing human resource needs on site;
m) negotiating all contracts for hotels, conference centers, and all other conference related goods and services, to assure compliance with the Annual Business Plan and Budget; and,
n) assist the Conference and Seminars Committee with future site selection.

9.2 Role of the Host Agency

The host agency is responsible to:

a) provide local site support;
b) recommend local dignitaries as guests for special functions;
c) arrange for conference security; (volunteers only, without Executive Director authorization)
d) assist in obtaining local media coverage;
e) act as liaison between local entities and the Association;
f) recruit local sponsors;

g) assist in special requests;
h) assist in the preparation or duplication of conference materials on site; and
i) provide necessary support staff to work at the conference;

9.3 Role of the Conference and Seminars Committee

The Conference and Seminars Committee is responsible to assist the Board with future site selection for the annual conference. The Chair shall coordinate with the Executive Director/CEO to integrate the work of the committee into the overall conference planning effort.

9.4 Role of the Corporate Council

The Corporate Council shall consist of representatives from Corporate Member companies. This Council may make recommendations to the Conference and Seminars Committee, President and Executive Director/CEO for improvements, corporate relations and special events.

9.5 Advance Selection of Sites

Sites may be selected as far in advance of the conference dates as may be necessary to assure adequate accommodations.

9.6 Decision for Site Selection

The site selection for the Annual Conference and Business Meeting will be the responsibility of the Board. The site selection will be based on the following considerations:

a) consistency with the Association's purpose and Bylaws;
b) a spacious, convenient and attractive setting which supports training, exhibits, annual business meeting, registration, special events and member accommodations;
c) costs to the membership for conference accommodations, registrations and events shall be reasonable so as to encourage attendance and participation;
d) the availability of local support;
e) other site attractions that encourage attendance; and,
f) proximity to major transportation centers to minimize travel costs to attendees.

9.7 Authority to Negotiate Contracts and Agreements

The Executive Director/CEO is empowered to negotiate contracts and agreements in accordance with the Annual Budget and Annual Business Plan. The Executive Director/CEO shall submit contractual activity not authorized in the Business Plan

to the Executive Committee for approval prior to execution. All contracts shall be submitted to legal counsel for legal form and sufficiency approval.

9.8 Type of Agreement with Hotel

Hotel and convention space contracts must be in writing and approved as to form by the Association's legal counsel.

9.9 Travel for Site Selection

The Chair of the Conference and Seminars Committee may travel or send representatives to sites under serious consideration to host an annual conference. The Association will reimburse the Committee members, President and designated staff for approved travel costs.

9.10 Allocation of Amenities Associated with Hotel Agreement

All amenities from a hotel will be made known to the Executive Committee and included in the written contract. Complimentary rooms will be allocated according to the following priorities:

a) to offset conference expenses of the Association and its staff;
b) a complimentary suite will be provided for the President and Executive Director/CEO; and,
c) a meeting room for use by officers, board, and staff to conduct business of the Association and to host events.

The Executive Director/CEO, as a courtesy, shall assign all other complimentary rooms to officers, board members, honored guests, etc.

All amenities, financial or otherwise, must be used for the overall benefit of the Association and its collective membership. No special agreements or amenities may be independently negotiated by others (officers, Board or staff members, etc.) Individual gifts or amenities not covered by these guidelines are expressly prohibited.

9.11 Use of Travel Agents and Commissions

The APSA office deals directly with airlines/hotels to arrange special conference fares. Commissions or complementary flights, including points accumulated on a credit card if any, go to the benefit of the Association.

9.12 Special Travel Arrangements by Airlines

Loyalty travel awards shall be used only for business of the Association.

9.13 Allocation of Exhibit Space and Sponsored Events

Exhibit space and sponsorships shall be allocated on a first come, first served basis in accordance with receipts of reservations and deposits at the APSA Office.

a) Previous exhibitors and sponsors should receive an opportunity for advance reservations (before general advertising) at or before the Annual Conference for space/sponsorship the following year.
b) Sponsors of specific events, awards, etc. shall be offered the same, but may not be guaranteed exclusivity.
c) Special amenities for individual officers or staff are expressly prohibited in order to guarantee preferential treatment.
d) All fees associated with booths, advertising, sponsorships, etc. shall be described in the Annual Business Plan.
e) The Executive Director/CEO may arrange to waive fees for exhibit space for other associations in the field on a *quid pro quo* basis.

9.14 Reserved

9.15 Annual Conference Fees

It shall be the responsibility of the Board of Directors to approve fees for the Annual Conference as part of the Budget based on the following criteria:

a) to offset the expenses of the conference:
b) to provide income for operational expenses of the Association; and,
c) costs are reasonable to encourage attendance and participation.

9.16 Conference Budget and Accounts

It is the responsibility of the Executive Director/CEO to develop, plan, prepare and recommend a conference budget to the Board of Directors as part of the Budget process. The Executive Director/CEO shall account for all expenses of the conference. Expenses or charges not covered in the budget shall be submitted to the Budget Management Committee for approval before agreements are made or action is taken.

9.17 Reporting Requirements

At the close of the conference, there shall be a detailed Conference Closeout Report by the Executive Director/CEO with recommendations for future conferences. The report shall be submitted at the next Board meeting.

9.18 Financial Reconciliation and Closeout

The Executive Director/CEO shall develop, plan and carry out methods by which all conference monies, both expenses and income, are documented and accountable. The final accounting will include all financial transactions as well as all amenities afforded the Association and will be reported to the Board of Directors at the next board meeting after the conference has concluded. All debits and credit due from or to APSA shall be resolved at the conclusion of the conference. No expenses shall be paid to any hotel or conference center that owes APSA any money or credits having value until both expenses and credits are resolved simultaneously.

9.19 Alcohol Service

In an effort to minimize the potential liability of the Airborne Public Safety Association, Inc. (the "Association") and its members for injuries caused to third parties by individuals who consume alcohol [1] at Association-sponsored and related events, the following rules must be followed at all Association functions [2]:

a) Association members may not directly purchase, supply, serve, or otherwise furnish other members or guests with alcohol at or in connection with Association functions. Instead, professional bartenders (unrelated to the Association or its members), such as hotel staff or catering company employees, must be retained to serve alcohol at Association functions.

b) The bartender(s) retained to serve drinks must be provided with written instructions that they are not permitted to serve alcohol to any guest they believe (or should believe) is intoxicated.

c) Reasonable efforts must be made to obtain the agreement of the hotel or catering company providing bartender service to indemnify and hold harmless the Association and its members for all liabilities arising from the hotel or catering company's sale or service of alcohol to a guest.

d) Taxicab service or shared car service must be provided for visibly intoxicated guests, making sure they are provided with cab fare, if necessary.

e) Self-service alcohol, such as unmonitored tables of alcohol or kegs of beer, is strictly prohibited.

f) An adequate selection of nonalcoholic beverages must be provided for the bartender(s) to provide to guests who choose not to drink, or who are becoming intoxicated.

g) A sufficient quantity of food should be served to slow down the absorption of alcohol into the bloodstream.

h) Alcohol may be served for a reasonable time period only and shall not exceed four hours. "Last call" must be given (and enforced) at least thirty (30) minutes before the end of the function.

i) Assure that sufficient social host liquor liability insurance coverage exists for the function. Any material breach of this policy by any Association member shall result in appropriate sanctions to be determined and enforced by the Association's Executive Director/CEO, in his sole discretion. Any questions about this policy, its interpretation or enforcement should be directed to the Association's Executive Director/CEO.

1. As used herein, the term "alcohol" is intended to include alcohol and any alcoholic beverages (e.g., wine, champagne, beer, and mixed drinks).

2. As used herein, the term "function" is intended to include meetings, conferences and other events sponsored by the Association, as well as informal gatherings such as "hospitality suites" hosted by Association members in connection with Association-sponsored events. Excluded from the term "function" is the president's suite at the annual conference.

9.20 Use of the APSA Conference Logo

The APSA Conference Logo is a registered trademark of the Association. Use of the logo by any person or entity, other than APSA or Executive Committee, is strictly prohibited without the express written approval of the APSA Board of Directors, and may require a licensing agreement. This does not preclude the APSA Board from providing its logo for use by another person or entity when its use is for association-directed business, to include use of the logo by companies that are paid sponsors of conference-related events for the express purpose of marketing those events and companies that are paid sponsors of conference related products developed by APSA.

10.0 SAFETY SEMINARS

This section sets forth the policies and roles of various individuals as they relate to the planning and implementation of safety seminars.

10.1 Role of the Executive Director/CEO and APSA Office

The Executive Director/CEO is responsible for all business matters relating to the planning and implementation of safety seminars. Specifically, he is responsible for:

a) recruiting exhibitors and sponsors within the guidelines set by the Board of Directors;
b) determining layout of table top display space and food and beverage functions with hotels;

c) collecting monies from exhibitors and sponsors;
d) distributing and receiving exhibitors' contracts;
e) recommending fees as part of the budget (see 10.6 below);
f) advertising safety seminars through various media;
g) collecting registrations and fees and providing registration materials and certificates to attendees;
h) maintaining separate accounting for each regional safety seminar;
i) making arrangements for training equipment and support in conjunction with the Training Program Manager; and
j) negotiating and executing all contracts for goods and services.

10.2 Role of the Region Director

The region director, with assistance from the deputy region director, is responsible for:

a) Recommending the locations (city only) and dates for annual safety seminars. Recommendations for hotel facilities are to be made to the Home Office and the APSA Meeting Planner. Location and dates of the next safety seminar will be made available to attendees no later than the close of the current safety seminar;
b) providing opening and closing remarks to attendees;
c) providing local site support;
d) recommending local dignitaries as guests for special functions;
e) obtaining local media coverage;
f) assisting in special requests;
g) assisting in the preparation or duplication of conference materials;
h) providing necessary support staff to work at the conference;
i) Suggest training subjects in conjunction with the Training Program Manager;
j) developing the social agenda; and
k) providing sponsorship leads to the APSA Home Office. Companies indicating a desire to sponsor an event(s) at a regional safety seminar will be directed to contact the APSA Home Office.

10.3 Table Top Displays and Sponsorships

All exhibits must fit on a 6'table and shall not exceed 4' in height. All exhibit spaces will be allocated on a first come, first served basis.

Sponsors of specific events shall be offered the same, but may not be guaranteed exclusivity. Sponsors may be acknowledged at the sponsored event and be allowed to speak briefly.

As determined by the Executive Director/CEO, APSA may host an opening reception in the table top display area for attendees; and may ost a continental breakfast for attendees unless otherwise sponsored.

10.4 Travel for Site Selection

The region director or his/her designee may travel to sites under serious consideration to host a regional safety seminar. The Association will reimburse the traveler(s) for approved travel costs in keeping with the annual budget.

10.5 Allocation of Amenities Associated With Hotel Agreements

Complimentary rooms will be allocated based on the need to offset safety seminar expenses of the Association and its staff. A complimentary suite will be provided for the region director, if possible.

All amenities, financial or otherwise, must be used for the overall benefit of the Association and its collective membership. No special agreements or amenities may be independently negotiated by others (officers, Board or staff members, etc.) Individual gifts or amenities not covered by these guidelines are expressly prohibited.

10.6 Fees

It shall be the responsibility of the Executive Director/CEO to recommend to the Board of Directors fees for safety seminars as part of the Budget based on the following criteria:

a) to offset the expenses of the safety seminars;
b) to provide income for operational expenses of the Association; and,
c) costs are reasonable to encourage attendance and participation.

10.7 Reporting Requirements

At the close of the safety seminars, there shall be a detailed closeout report by the Executive Director/CEO.

10.8 Alcohol Service

Section 9.19 Alcohol Service is incorporated herein.

11.0 ADMINISTRATIVE MATTERS

11.1 Credit Cards

Credit cards issued by APSA may be used only for official business of the Association. Use of these cards for personal use is strictly prohibited, even where the user makes reimbursement.

11.2 Voting by Proxy

Pursuant to the bylaws, members may vote on any matter to come before the membership by proxy vote. Any proxy given by a member to another member to exercise the voting right of the grantor, the proxy shall state with particularity the matter upon which the proxy vote is given. The proxy shall also designate the member in good standing to exercise the vote, and shall be signed by the grantor and witnessed by any other person. No more than five (5) proxy votes shall be given to the same person by members on a particular matter or combination thereof.

12.0 Special Recognitions

This section provides for a mechanism whereby deserving individuals will receive official recognition for outstanding acts of valor or meritorious service to APSA, as more specifically set forth herein.

12.1 President's Citation

a) The President's Citation may be presented to anyone who has rendered a service beyond the normal course of duty, because of his timely observation, diligence task that has resulted in the protection of life or property; the prevention of major crime; the apprehension of a dangerous criminal or performed an act that clearly exceeds what is normally required or expected.

b) The President shall have the prerogative at any time to order issuance of the "President's Citation" without consultation with the Board of Directors.

c) The "President's Citation" shall be limited to six (6) plaques and twenty (20) certificates during each calendar year, unless otherwise approved by the Board of Directors.

12.2 "Broken Wing" Citation

a) The "Broken Wing" Citation may be presented to any member who through exceptional performance reveals a potentially catastrophic hazard involving an aircraft or who performs with excellence and to training

standards during an aircraft emergency. Examples of such performance are the pilot and/or crewmember who exceptionally handles an in-flight aircraft emergency or the mechanic who discovers a serious aircraft flaw that has been previously and/or repeatedly overlooked.

b) Anyone may nominate a member for a "Broken Wing" Citation by submitting formal correspondence to the chairperson of the Executive Committee for consideration by the committee. Upon approval by a majority of the committee members, the citation will be presented.

c) The "Broken Wing" Citation will be signed by the President and Executive Director/CEO and produced and distributed by personnel at the APSA Office.

12.3 President Emeritus Citation

a) The President Emeritus Citation is granted to a Past President who, in the opinion of the Board of Directors, has provided unique leadership to the corporation throughout his career with the corporation.

b) The Past President designated for this citation shall receive an appropriately engraved plaque, lifetime complimentary membership in the corporation, and lifetime complimentary registration at the annual APSA conference.

13.0 GOVERNMENT AFFAIRS

This section sets forth the Association's policies regarding participation in governmental affairs and political action.

13.1 Responsibility for Government Affairs Activities

Responsibility shall rest with the Executive Director/CEO, or the designated Government Relations staffer.

13.2 Government Affairs Activities Guided by Policies and Resolutions

Participation in government affairs is to be guided by the policies, purposes and resolutions of the Association.

13.3 Lobbying Activities

Lobby activity is to be conducted in accordance with the bylaws and to an extent that will not jeopardize the tax-exempt status of the Association, as defined by IRS Revenue Ruling 2004-6.

13.4 Registration as Lobbyists

APSA will comply with all rules pertaining to registration of lobbyists.

13.5 Monitoring Legislation and Other Activity

The Executive Director/CEO or his designee will monitor federal, state and local legislative and other activity affecting Association and constituent interests and submit regular to the Board of Directors.

13.6 Appearance Before Legislative Committees and Bodies

The selection of individuals to make appearances before legislative bodies will be made by the President, in concert with the Executive Director/CEO.

14.0 CORPORATE COUNCIL

14.1 Corporate Council Charter

I. PREAMBLE

The Corporate Council is established for the express purpose of assisting in the perpetuation and growth of the Airborne Public Safety Association. Subservient to the APSA Board of Directors, the Corporate Council shall, through interaction with the Board of Directors, serve to further the education goals, programs, and objectives of the Association.

II. THE COUNCIL

2.01 In order to be more responsive to the total corporate membership requirement, the size of the Corporate Council shall remain flexible.

2.02 The Corporate Council shall consist of appointed representatives of corporate member companies.

2.03 A chairman shall be elected from the Corporate Council by the members of the Corporate Council.

2.04 The president of the APSA Board of Directors or designated representative of the APSA Board may sit on the Corporate Council in an advisory capacity.

2.05 The chairman of the Corporate Council shall be the corporate representative to the APSA Board of Directors and shall sit on the APSA Board of Directors as a voting member, upon appointment by the Board.

2.06 The Corporate representative to the Board of Directors shall not be eligible to hold office in the APSA Corporation.

2.07 The Chairman of the Corporate Council shall serve a one year term beginning immediately following the conference in which the election is held and run through the annual conference one year hence.

2.08 The Chairman shall be eligible to serve successive terms through the vote of the Corporate Council and as Corporate Council representative to the Board of Directors by approval of the Board.

2.09 Should the Chairman of the Corporate Council cease employment with a corporate member, he shall be permitted to complete his current term at the discretion of the Board of Directors.

III. REPRESENTATIVES

3.01 Representatives shall be appointed by the respective management of corporate member companies.

3.02 Each Corporate Member may have no more than two representatives.

3.03 Each representative will be eligible to vote at Corporate Council meetings.

3.04 A corporation shall not be eligible to vote unless they are a Corporate Member, in good standing, and shall have had a booth display at the annual APSA exposition in the two, consecutive, preceding years.

IV. MEETINGS

4.01 The Corporate Council shall have two meetings per year at locations selected by general agreement of the Council.

4.02 Additional meetings or partial meetings may be held when considered necessary by general agreement of the Corporate Council.

4.03 One open forum meeting per year shall be held at the annual APSA conference and exposition. Open to all members of APSA, the meeting shall be chaired by the Chair of the Corporate Council.

V. ADDENDUM

5.01 No business or activity of the Corporate Council shall in any way constitute a potential conflict with or violation of any antitrust laws nor effect any rule or regulation promulgated by the Internal Revenue Service regarding the Airborne Public Safety Association.

5.02 Antitrust Statement:

The Airborne Public Safety Association, Inc. is a non-profit, international organization of persons engaged in the participation or support of public safety air support agencies or units. APSA's mission statement is to support, promote and advance safe and effective utilization of aircraft by public safety agencies in support of law enforcement missions through training, networking, advocacy and educational programs. As participants in this meeting and in the APSA Corporate Council, you need to be mindful of the constraints of antitrust laws. There shall be no discussions of agreements or concerted actions that may restrain competition. This prohibition includes the exchange of information concerning individual prices, rates, coverages, market practices, claims settlement practices, or any other competitive aspect of an individual company's operation. Each participant in this meeting and on the Council is obligated to speak up immediately for the purpose of preventing any discussion falling outside these bounds.
APSA is firmly committed to the principle of competition served by the antitrust laws, and good business judgment demands that every effort be made to assure compliance with all applicable federal and state antitrust laws and trade regulations.

VI. DEFINITIONS

6.01 As used in this document:

(a) The word "shall" is mandatory and the word "may" is permissive.

(b) The words "Corporate Council" and "Council" are synonymous

(c) The words" the Association" and "APSA" are synonymous with Airborne Public Safety Association".

(d) The masculine gender includes feminine.

15.0 ROBERT'S RULES OF ORDER

15.1 Importance of Parliamentary Procedure

Parliamentary procedure is based upon several democratic principles. The first one is that debate in a society must be fair to all concerned. The right to debate must also be free to those so entitled. Another parliamentary principle guarantees to the majority the right to decide at the same time, the minority is guaranteed the protection afforded by parliamentary law. The majority, according to democratic principles, is given the opportunity to rule, but they must rule fairly and justly. When this is done, the minority group will respect the manner in which decisions are made even though they may disagree with the decision. Even if the minority disagrees with the decision, parliamentary law dictates that they must abide by the decision once the vote has been taken.

15.2 The Primary Purpose Of Parliamentary Procedure

These democratic principles give purpose to parliamentary procedure. That primary purpose is to assist groups to achieve their objectives. Parliamentary law may be thought of as a code of ethics to be followed by individuals in a group as they conduct business. Following such a code of ethics permits a group to conduct their business in the most effective and efficient manner. Parliamentary procedure, then, is for the purpose of enhancing a democratic way of arriving at group decisions.

15.3 Fundamental Parliamentary Practices

a). Introducing Business. The most common way of bringing an item of business before the Association is by a main motion. The purpose of a main motion, then, is to present an item of business for consideration and action by the Association.

b) Steps in Presenting a Motion.

1. Rising and Addressing the President: "Mr. President." Other appropriate titles, depending upon the circumstances are "Mr. Chairman" if a regular chairman or someone other than the President is presiding.

In large groups, a member should, after addressing the presiding officer, give his name and the name of his department or company, "Mr. President. Bill Jones from XYZ Police Department."

A member must wait until the floor has been yielded before he rises to request recognition. If he rises before the floor has been yielded, or if he is standing at the time, he is not entitled to be recognized provided someone else rises afterwards and addresses the chair.

It is out of order to be standing when another member has the floor, except to interrupt a speaker when such is permitted under parliamentary rules.

Consequently, if one is standing when the floor is yielded, he cannot claim he rose first since he did not rise after the floor was yielded.

2. Recognition by the President: "Bill." - If a member is entitled to the floor, the President recognizes him by calling his name or by calling his official title, such as "Mr. Teeasurer."

In small assemblies, the President may merely bow or nod in recognizing a member.

3. Making the Motion: "I move that..." - This is the only correct terminology to use in offering a proposal. Brief explanatory remarks should precede the offering of a proposal. These may help to explain the importance or reason for offering the proposal. Such remarks should not be in the form of a discussion on the motion since this would be out of order at this point.

4. Seconding the Motion: "Mr. President, I second the motion." - A motion is seconded without obtaining recognition or rising. If a motion, which requires a second does not receive one, it dies for lack of a second. If a second is not offered immediately, the president may ask if there is a second.

5. Statement of the Question: "It is moved and seconded that..." - If the question is debatable, the President states, "The question is now open for discussion or debate." or "Are there any remarks?"

It is proper, but not necessarily essential, for the President to state whether the motion is debatable, amendable, and the vote required. On motions which are undebatable, unamendable, or requiring a two-thirds vote, it is good practice to so state.

A question is not before the Association until it has been stated by the President. The President should always stand while presiding, except when someone has the floor for an extended time.

c) Recognition by the President. Following recognition by the President, a member "has the floor" and is entitled to speak or present his business. In accordance with proper rules of procedures, other members should remain seated during his possession of the floor, unless they are entitled to interrupt.

d) Debate. Debate, or discussion, on debatable questions is in order after the question has been stated by the President and after the floor has been obtained.

1. Debate must be limited to the immediately pending question, which is the last question stated by the President. During debate, members should

be courteous and should avoid references to others that might be interpreted as personal conflicts. The right to the floor may be refused those members who are not courteous and polite.

2. When it is evident that discussion is drawing to a close, the President may encourage its termination by asking: "Are you ready for the question. If there is no response, the President puts the question. Such an inquiry does not stop debate since a member may still offer discussion if he so desires. A motion of higher rank may be proposed here or previously at a proper time.

3. If, after asking, "Are you ready for the question?" the President puts the question with such rapidity that members do not have time to claim the floor, they are entitled to do so even after the vote has been announced. If the President gave ample opportunity, however, members cannot claim the right of debate after voting has commenced.

4. The maker of a motion cannot offer discussion against his motion but he is entitled to vote against it.

e) Putting the Question. Immediately prior to putting the question or taking the vote, the President may wish to restate the question by stating: "Those supporting the motion that... say aye. Those opposed say no," "Those in favor of the motion raise your hand. Those opposed raise your hand."

1. After the voting is completed, the President announces the result and effect of the vote. "The ayes have it and the motion is carried. We will..." (state effect of the motion passed).

2. A tap of the gavel should follow the announcement of the results. A vote does not go into effect until the announcement is made. Motions are voted upon in reverse order of their proposal.

f) Vote. The methods of voting are by standing, show of hands, voice, roll call, ballot and general consent.

1. When a voice vote cannot determine which side is majority, the President should immediately use a method which will permit an actual count of members.

2. If a two-thirds vote is required, a show of hands or a rising vote should always be taken.

3. Until a vote is finally announced, a member may change his vote. After the vote is announced, he cannot be change his vote without

permission of the Association. This may be done by general consent or by a motion to that effect. A member may not be compelled to vote.

4. When secrecy is desired in voting, a method of voting by ballot should be used. This method may be ordered by a majority vote. Such a motion requires a second and is undebatable.

5. Votes taken on motions conflicting with the Bylaws are null and void.

6. A tie means that a motion is lost, assuming the motion requires a majority vote.

7. The President is entitled to vote when the vote is by ballot and in all other situations when his vote changes the results.

g) Majority, Plurality, and Two-Thirds. More than half the votes cast is a majority vote. Two thirds of the votes cast is a two-thirds vote. When a candidate receives more votes than any other candidate, he has a plurality vote.

h) General Consent. The transaction of business is sometimes expedited by the President requesting that such be approved by "general consent." When this request is made, and there is not objection, approval is granted. If there is an objection, even by just one member, a vote must then be taken to determine the outcome. The President may request action by general consent by stating: "Shall we (state action desired) by general consent?" (If no objection) "We will (state action taken) by general consent."

i) President Leaving Chair. Sometimes the President may desire to leave the chair for the purpose of debating an item of business.

1. When this is done, he should ask the Vice-President, or some other officer if he is absent, to preside for him. This may be done by the President merely stating, "Will the Vice-President please come to the chair and preside?" The President then hands him the gavel.

2. The Vice-President presides for at least as long as is necessary to dispose of the item of business upon which the President debated. As soon as possible after the item is disposed of, he should ask the President to resume his chair.

3. The President should rarely leave the chair and take part in debate. In so doing, particularly on questions where there are strong feelings on both sides, he may lose the confidence of the opposing side. As President, he should be most concerned with presiding in a fair and impartial manner.

4. It is not necessary for the President to leave the chair when providing information for members.

15.4 Classification and Order of Precedence of Motions

a) Rules of Precedence. According to rules of parliamentary procedure, some motions are of a higher rank than others. This rank of importance is called precedence. Two fundamental rules of precedence operate in parliamentary law. One specifies that when a motion is pending, one may propose a motion of higher precedence but cannot propose a motion of lower precedence. The other rule specifies that motions must be voted upon in reverse order of their proposal.

b) Order of Precedence.

1. Privileged Motions.
   (a) Adjourn. (unqualified)
   (b) Orders of the day.

2. Incidental Motions. (These have no rank of order among themselves.)
   (a) Point of order.
   (b) Appeal from the decision of the chair.
   (c) Suspend standing rules.
   (d) Division of the assembly.
   (e) Nominations: to make, close, and reopen.
   (f) Parliamentary inquiry.
   (g) Leave to withdraw a motion.

3. Subsidiary Motions. (In order of precedence)
   (a) Lay on the table.
   (b) Previous questions.
   (c) Refer to a committee.
   (d) Amend.

4. Main Motions.
5. Unclassified Motions. Motions which cannot conveniently be classed as either Main, Subsidiary, Incidental or Privileged are;
   (a) Take from the table.
   (b) Reconsider.
   (c) Rescind.

15.5 Descriptions of Motions

a) Main Motions.

1. Purpose is to present an item of business for consideration and action by the Association.

2. Only one main motion may be before the Association at any one time. When a main motion is pending and a subsidiary or an incidental motion arises, it must be disposed of before further consideration is given the main motion. The subsidiary motion may, however, dispose of the main motion.

3. Pertinent Facts.
   (a) A second is required.
   (b) It is always debatable and amendable.
   (c) A majority vote is necessary.
   (d) It may be reconsidered.
   (e) It ranks last in precedence.

b) Lay on the Table. (Subsidiary Motion)

1. Purpose is to temporarily delay action on an item of business. Such a delay may be desired to give members time to consider the proposal further or to consider business of a more urgent nature.

2. When a motion is tabled, all amendments and other motions belonging to it are also tabled.

3. Pertinent Facts.
   (a) A second is required.
   (b) It is always debatable and amendable.
   (c) A majority vote is necessary.
   (d) It may be reconsidered.

c) Previous Questions. (Subsidiary Motion)

1. Purpose is to terminate discussion on the motion or motions before the Association and to secure an immediate vote.

2. If the previous question is called for without qualifications, only the immediately pending question is affected. If it is desired to close debate and vote on all pending questions, such as to refer to a committee and its amendment, then it is necessary to state, "I move the previous question on the motion to refer to its amendment."

3. Pertinent Facts.
   (a) A second is required.
   (b) It is always debatable and amendable.
   (c) A two-thirds vote is necessary.
   (d) It may be reconsidered before the affirmative vote is taken on the pending question, or questions.

d) Refer to a Committee. (Subsidiary Motion)

1. Purpose is to place the question temporarily in a committee.

2. This action may be desired to:
   (a) Secure more detailed information.
   (b) Secure a recommendation from a smaller group.
   (c) Ensure privacy when dealing with a delicate matter.
   (d) Allow a more informal discussion of the item of business.
   (e) Give a committee power to act.

3. The member offering the motion to refer to a committee may specify whether it is to go to a standing or special committee. If he specifies a special committee, he may also indicate the number to serve on the committee, how selected, who is to be chairman and special instructions for their operation. Amendments may also be used to bring about these events.

4. An item of business referred to a committee may be withdrawn:

   (a) By reconsidering the vote referring it to a committee, provided the question has not been taken up by the committee.

   (b) If the question has been taken up, by discharging the committee. A motion should be offered to discharge the committee. This motion requires a second and is debatable.

5. To discharge the committee requires a two-thirds vote. A motion is then necessary to get the business back before the Association after a committee has been discharged.

6. Pertinent Facts.
   (a) A second is required.
   (b) It is always debatable and amendable.
   (c) A majority vote is required.
   (d) It may be reconsidered before the committee takes up the question.

e) Amend. (Subsidiary Motion)

1. Purpose is to modify the motion that is under consideration.

2. Amendments are of two kinds, first rank and second rank. An amendment applying to an original motion is of the first rank and an

amendment to an amendment is of the second rank. There can be only one amendment of each rank under consideration at a time but as soon as one is voted upon, another of the same rank may be proposed.

3. An amendment, either first or second rank, may be made by striking out, inserting or adding, or by striking out and inserting words.

4. Pertinent Facts.
   (a) A second is required.
   (b) It is debatable when the motion to which it applies is debatable.
   (c) It may be amended by an amendment of the second rank.
   (d) An amendment to an amendment (one of the second rank) cannot be amended.
   (e) A majority vote is required.
   (f) It may be reconsidered.

f) Point of Order. (Incidental Motion)

1. Purpose is to enforce the rules by calling attention to a violation of the rules or a mistake in procedure.

2. The President is duty bound to enforce correct rules of procedure. He should, therefore, call members out of order when they are in error. Members may also insist upon correct procedure of business by rising to a point of order when the need arises. The point of order must be made at that time the breach of order occurs. Exceptions to this would be in situations where the motion was in violation of the constitution, standing rules, or of fundamental parliamentary procedure, so that, if adopted, it would be null and void. In these situations it is never too late to rise to a point of order.

3. If a member rises to a point of order and does not agree with the decision rendered, he may appeal from the decision.

4. Pertinent Facts.
   (a) It does not require a second.
   (b) It is debatable and unamendable.
   (c) Recognition is not necessary.
   (d) A vote is not required unless referred to the Association for their decision, at which time a majority vote is necessary.
   (e) It may not be reconsidered.
   (f) It may interrupt a speaker.

g) Appeal from the Decision of the Chair. (Incidental Motion)

1. Purpose is to obtain a decision from the Association to a question on which the President has made a decision.

2. A decision is usually made in connection with terms of business concerning the welfare of the entire Association, such as the President "deciding" the Association will sponsor a banquet, or "deciding" on a point of order.

3. An announcement of a vote and an answer to a parliamentary inquiry are not decisions of the chair, and therefore cannot be appealed from.

4. An appeal must be made at the time the ruling is made and before any debate or business has intervened, otherwise it is too late.

5. Pertinent Facts.
   (a) A second is required.
   (b) It is debatable except in cases where it relates to indecorum (improper conduct) priority of business, or deviation form the rules of speaking.
   (c) It cannot be amended.
   (d) A majority vote or tie vote sustains the chair.
   (e) It can be reconsidered.

h) Suspend Standing Rules. (Incidental Motion)

1. Purpose is to permit the Association to do something that cannot be done without violating its standing rules.

2. Standing rules are those rules that are adopted in a meeting without the need of giving previous notice. A majority vote is required.

3. The motion to suspend standing rules may be offered prior to the item of business to which it pertains or it may be offered while the question is pending. For example, if it is desired to introduce an item of business which would be in violation of a standing rule, the rule may first be suspended, then the item of business introduced. It is also proper to first introduce the item of business and when it is opened for discussion, one may then move to suspend the rule involved and when this is passed, proceed with the disposal of the main motion.

4. The suspension of a rule is in effect only for the reason for which it was suspended. Following the action taken under suspension, the original rule is again in effect.

5. General consent is frequently used in situations where standing rules need to be suspended.

6. It is not in order to suspend rules relating to a constitution and bylaws. Neither is it in order to suspend rules dealing with fundamental principles of parliamentary law.

7. Pertinent Facts.
   (a) A second is required.
   (b) It is undebatable and unamendable.
   (c) A majority vote is required. (A two-thirds vote is required to suspend an order of business that has been adopted.)
   (d) It cannot be reconsidered.

i) Division of the Assembly. (Incidental Motion)

1. Purpose is to determine the accuracy of a vote, especially when taken by voice or by show of hands.

2. If a member feels that a voice vote, or one taken by a show of hands, is not accurate, he may request verification of the vote by calling for a division of the assembly. This must be done before another motion has been stated and may be requested even if another member has the floor.

3. Pertinent Facts.
   (a) A second is not required.
   (b) It is undebatable and unamendable.
   (c) A vote is not required to order a standing vote.
   (d) Recognition is not necessary.
   (e) It can interrupt a speaker.
   (f) It cannot be reconsidered.

j) Nominations and Elections. (Incidental Motion)

1. Purpose is to present to the Association the name of a candidate for a certain office or position.

2. Nominations may be made by a committee or from the floor by a member. Even when a nominating committee is used, nominations may be made by members when the floor is open for further nominations.

3. To offer a nomination, after the floor is open for such, a member obtains the floor and states, "I nominate... for..." The President then asks for further nominations. If there are none, nominations are closed and the vote taken. Candidates are voted upon in order in when they were nominated.

4. Closing Nominations - Nominations may be closed by a two-thirds vote or by general consent. The motion to close nominations requires a second, is undebatable, and can be amended as to time only.

5. Pertinent Facts.
   (a) A second is not required to nominate.
   (b) A majority vote is required to elect.

k) Parliamentary Inquiry. (Incidental Motion)

1. Purpose is to permit a member to gain parliamentary information. Information desired may pertain to the procedure for introducing business, rules governing a motion, action to take concerning a pending question, what motion to use, or effect of a motion.

2. Pertinent Facts.
   (a) A second is not required.
   (b) It is undebatable and unamendable.
   (c) A vote is not required.
   (d) It cannot be reconsidered.
   (e) Recognition is not necessary.
   (f) It may interrupt a speaker.

l) Leave to Withdraw a Motion. (Incidental Motion)

1. Purpose is to permit the withdrawal of a motion from consideration by the Association.

2. The proposer of a motion may withdraw or modify his motion without the consent of anyone before it is stated by the chair. If he modifies it, the seconder may withdraw his second if he so desires.

3. After a motion has been stated by the President, it belongs to the Association and cannot be withdrawn without its consent. This may be granted by general consent. If there is an objection, however, a vote must be taken.

4. Pertinent Facts. (After having been stated by the President)
   (a) A second is not required.
   (b) It is undebatable and unamendable.
   (c) A majority vote is required.
   (d) It cannot be withdrawn after voting has commenced.
   (e) The affirmative vote cannot be reconsidered but the negative vote may.

m) Adjourn. (Privileged Motion)

1. Purpose is to terminate (close) the meeting.

2. The motion to adjourn is a privileged motion when unqualified but if it is qualified, it loses its privilege and becomes a main motion.

3. A motion to adjourn is unqualified when the proposer merely states, "I move that we adjourn." It becomes qualified when he adds something such as, "I move that we adjourn in fifteen minutes."

4. Pertinent Facts. (When unqualified)
   (a) A second is not required.
   (b) It is undebatable and unamendable.
   (c) A majority vote is required.
   (d) It cannot be reconsidered.
   (e) The cannot be made while the Association is voting or verifying the vote unless the vote is by ballot.

n) Call for Orders of the Day. (Privileged Motion)

1. Purpose is to demand that the Association conform to its order of business or program.

2. A call for orders of the day can be made only when the order of business is being varied from and when no other privileged motion is pending. It is out of order to call for orders of the day when there is no variation from the order of business. No subsidiary motion may be applied to a call for orders of the day.

3. Pertinent Facts.
   (a) A second is not required.
   (b) It is undebatable and unamendable.
   (c) A two-thirds negative vote is required to not return to the regular orders.
   (d) It cannot be reconsidered.

o) Take from the Table. (Unclassified Motion)

1. Purpose is to again bring a question before the Association for further consideration.

2. A motion cannot be taken from the table until some business has been transacted since it was tabled. When taken from the table, the motion is in exactly the same condition as when tabled.

3. Pertinent Facts.
   (a) A second is not required.
   (b) It is undebatable and unamendable.
   (c) A majority vote is required.
   (d) It cannot be reconsidered.

p) Reconsider. (Unclassified Motion)

1. Purpose is to permit the reconsidering of a vote previously taken on a motion and to again reconsider the question.

2. A motion to reconsider must be made by a member who voted on the prevailing side, unless the vote was by ballot. It is also necessary to offer the motion on the day the vote was taken or on the next calendar day.

3. Pertinent Facts.
   (a) A second is not required.
   (b) It is debatable if the question to be reconsidered is debatable.
   (c) It is unamendable.
   (d) A majority vote is required.
   (e) It cannot be reconsidered.

q) Rescind. (Unclassified Motion)

1. Purpose is to cancel action taken by the Association.
2. Any action, except action that cannot be reversed, may be rescinded by the Association. The motion to rescind is a main motion and can be made by any member when no motion is pending. It is debatable and opens the main question to debate if the main question is debatable.
3. Pertinent Facts.
   (a) A second is not required.
   (b) It is debatable and amendable.
   (c) A majority vote is required if previous notice of the proposed action was given, otherwise a two-thirds vote is required.
   (d) It cannot be applied to action that cannot be reversed.
   (e) Only the negative vote can be reconsidered.

15.6 Miscellaneous

a) Adopting An Order of Business.

1. An order of business will be established and the following items will be included in an inclusive order of business:
   (a) Opening ceremony.
   (b) Secretary's Report.
   (c) Chief Financial Officer's Report.

(d) Director's Reports.
(e) Committee Reports.
(f) Old Business.
(g) New Business.
(h) Closing ceremony.

2. If it is desired to transact business out of its order, when an order of business has been adopted, it is necessary to suspend the rules, which requires a two-thirds vote.

b) Committees.

1. Committees are usually either classed as "standing" or "special."

2. The chairman of a committee is usually responsible for calling committee meetings but such may be called by any two of its members.

3. The rules for conducting business in committees differ somewhat from those of conducting business in an association meeting, unless the committee is a very large one. For example, it is not necessary for one to rise and address the chair before making a motion or speaking. The chairman does not rise to put the question or leave the chair to speak or make motions. In committee meetings, it is not necessary to second motions.

c) Committee Reports.

1. When committees have been charged with the responsibility of investigating or reporting upon a matter, their report should close with a formal resolution pertaining to all their recommendations. The Association may then adopt or reject their recommendation.

2. If a report contains only information for the Association members, there is no necessity for adopting the report. If the report contains a recommendation or action to be taken, then a motion to "accept the report" should be offered. If this passes, the Association has then assumed responsibility for the committee report.

3. A copy of each committee report should be filed with the Secretary.

d) Chief Financial Officer's Report.

1. A financial report from the Chief Financial Officer is not acted upon by the Association. Such a report is for information only since it will later be checked by an audit committee, which will make a report upon which the

Association must act. For this reason, the Chief Financial Officer's report should never be accepted by the Association.

2. Following a report from the Chief Financial Officer, the President should remark that it is for the information of members and will be referred to the auditing committee. A copy of the report should be filed with the auditing committee and with the Secretary for his information.

e) Minutes of Meetings.

1. The reading of the minutes is usually requested by the President stated: "We will now have the minutes of the previous meeting."

2. After the Secretary has read the minutes, the President may remark: "Are there any corrections or additions to the minutes? (Pause) If not, they stand approved as read." (One tap of the gavel follows.)

3. Following the approval of the minutes, they should the be signed by the President. It is proper for the Secretary to take the minutes to the President's station for this signing.

4. Minutes may be corrected at any time without reconsidering the vote approving them. They may also be corrected whenever the error is noticed regardless of the time, which has elapsed.

5. Corrections are usually made informally by the chair directing the correction to be made. If an objection is made, a formal motion in the form of an amendment may be offered and voted upon by the Association.

6. Minutes of the meeting shall be reviewed by legal counsel and approved as to form and sufficiency before becoming final

16.0 MAINTENANCE, REVIEW & AMENDMENTS OF THE MANUAL

This Manual should serve as a tool for conducting the Association's business in a professional, efficient and orderly manner. Its purpose is to facilitate operations in a fair, equitable way for the benefit of all Association members. It should not be ignored. If it is a hindrance or becomes outdated, it should be amended.

16.1 Responsibility for Manual Maintenance

The maintenance of the Manual shall rest with the APSA staff. All officers and board members shall have a current copy. Other copies may be distributed at the discretion of the Board of Directors. All changes made during the year shall be published and distributed to current users as the changes are approved by the Board.

16.2 Annual Review by APSA Staff

The APSA Staff shall be responsible for an annual review of the manual. The staff may designate some entity within the Association to review and report its recommendations for changes to the Board.

16.3 Amendment Procedures

Recommended changes to the manual shall be made in writing to the Executive Director/CEO for review and submission to the Board of Directors.

Approved by the Board of Directors of the Airborne Public Safety Association, Inc. as amended on this 21st day of March, 2020

Secretary

APPENDIX "A"

ARTICLES OF INCORPORATION

OF

AIRBORNE PUBLIC SAFETY ASSOCIATION INCORPORATED

APPENDIX "B"

APSA BY-LAWS

APPENDIX "C"

COMMITTEE CHARTERS

AUDIT COMMITTEE CHARTER

I. PURPOSE

Applying the principle that good governance leads to greater organizational effectiveness, and recognizing that good governance includes compliance with laws and adherence to recommended best practices applicable to nonprofit corporations, the APSA aspires to subscribe to good governance practices in all areas of operations. Further, recognizing that the Board of Directors of a nonprofit corporation must engage in active, independent, and informed oversight of the activities of the corporation, particularly in the area of finances, the Audit Committee is constituted in accordance with recommended best practices to oversee the accounting and internal control practices of the Association.

II. AUTHORITY

In accordance with the APSA Bylaws and Policies & Procedures Manual, limited authority is granted to the Audit Committee. That authority includes:

1. Ensuring that an annual audit of selected area(s) of the Association's finances and accounting and internal control practices is conducted by an independent auditor to ensure compliance with best practices and policies and procedures.

2. Selecting the independent compliance auditor.

3. Selecting the focus area(s) of the annual compliance audit.

4. Reviewing the results of the annual compliance audit and suggesting changes in practices and policies and procedures as needed.

5. Reviewing the advisory comments, if any, of the annual independent financial audit regarding internal control and accounting best practices and suggesting changes as needed.

6. Overseeing implementation and enforcement of the Board's Conflict of Interest Policy.

7. Written correspondence limited to Interoffice Memos signed by the Committee Chair or the entire Committee.

8. Meeting at such time and place as necessary in the performance of Committee activities.

9. Performing all acts necessary in the fulfillment of all duties and responsibilities of the Committee.

10. Also known as "taking the power of the Board", conducting APSA business to the extent necessary and prudent in the performance of Committee activities.

III. COMPOSITION OF COMMITTEE

The committee is comprised of Board Members as appointed by the President, and who serve at the pleasure of the President. No member of this committee should concurrently serve on the Budget Management Committee.

IV. GENERAL DUTIES AND RESPONSIBILITIES

The Audit Committee shall:

1. Ensure that an annual audit of selected area(s) of the Association's finances and accounting and internal control practices is conducted by an independent auditor to ensure compliance with best practices and policies and procedures.

2. Select the independent compliance auditor.

3. Ensure that the auditor has the requisite skills and experience to carry out a compliance audit.

4. Select the focus area(s) of the annual compliance audit.

5. Conduct a planning meeting with the auditor prior to the compliance audit.

6. Review the results of the annual compliance audit and suggest changes in practices and policies and procedures as needed.

7. Review the advisory comments, if any, of the annual independent financial audit regarding internal control and accounting best practices and suggest changes as needed.

8. Ensure its independence from the Budget Management Committee.

9. Oversee implementation and enforcement of the Board's Conflict of Interest Policy.

10. Report, in the required format, all actions (including expenditures of Association funds) taken by the committee no later than the next regular or special meeting of the Board.

11. Hold a meeting at least twice each calendar year, to include a meeting prior to each regularly scheduled APSA Board of Directors meeting.

12. Prepare detailed written minutes of all meetings and actions taken.

13. Prepare and deliver a report of Committee activities at the General Membership Meeting.

V. CHAIN OF COMMAND

The APSA Audit Committee has a higher level of independence than all other committees of the Association, reporting to and receiving direction from the Board of Directors as a whole.

BUDGET MANAGEMENT COMMITTEE CHARTER

I. PURPOSE

Understanding that an organization can be effective only if it has sufficient finances to meet its purpose, and recognizing that one of its primary fiduciary responsibilities to the Association and its members is to ensure adequate financial resources, the APSA Board of Directors has constituted the Budget Management Committee to provide conscientious oversight of the management of the Association's resources.

II. AUTHORITY

In accordance with the APSA Bylaws and Policies & Procedures Manual, limited authority is granted to the Budget Management Committee. That authority includes:

1. Preparation of an annual budget for review and adoption by the Board.

2. Monitoring income and expenses against the approved budget and making adjustments where necessary to ensure availability of adequate resources.

3. Overseeing investment performance and approving investments from those suggested by the Association's professional investment advisor(s).

4. Written correspondence limited to Interoffice Memos signed by the Committee Chair or the entire Committee.

5. Meeting at such time and place as necessary in the performance of Committee activities.

6. Performing all acts necessary in the fulfillment of all duties and responsibilities of the Committee.

7. Also known as "taking the power of the Board", conducting APSA business to the extent necessary and prudent in the performance of Committee activities.

III. COMPOSITION OF COMMITTEE

The committee is comprised of Board Members as appointed by the President, and who serve at the pleasure of the President. Due to his duties and responsibilities as delineated in the Bylaws and Policies & Procedures Manual, the Treasurer shall serve as the chair of this committee.

IV. GENERAL DUTIES AND RESPONSIBILITIES

The Budget Management Committee shall:

1. Prepare an annual budget for review and adoption by the Board.

2. Monitor income and expenses against the approved budget and make adjustments where necessary to ensure availability of adequate resources.

3. Review the Investment Policy, ensuring it meets the Association's short - and long-term goals, and suggest changes to the Board as needed.

4. Review monetary policies, ensuring that they balance the Association's short- and long term needs.

5. Work closely with the Association's professional investment advisor(s) to ensure adequate asset allocation and diversification in managed accounts, ensuring compliance with the Association's investment and monetary policies.

6. Oversee investment performance and approve investments from those suggested by the Association's professional investment advisor(s).

7. Ensure that there are adequate reliable and diverse revenue sources to meet the Association's income needs.

8. Ensure adequate cash management controls.

9. Monitor the Association's reserve funds.

10. Ensure that the Association's financial systems and practices meet accepted standards.

11. Ensure that the Association is not subject to unnecessary financial risk.

12. Encourage financial literacy training for all Board members.

13. Prepare, or cause to be prepared, financial reports as required to the Board of Directors.

14. Report, in the required format, all actions (including expenditures of Association funds) taken by the committee no later than the next regular or special meeting of the Board.

15. Hold a meeting at least twice each calendar year, to include a meeting prior to each regularly scheduled APSA Board of Directors meeting.

16. Prepare detailed written minutes of all meetings and actions taken.

17. Prepare and deliver a report of activities at the General Business Meeting.

V. CHAIN OF COMMAND

The APSA Budget Management Committee exercises the Chain of Command from the Committee Chair to the President. Direction may be received from the President or Vice President.

EXECUTIVE COMMITTEE CHARTER

I. PURPOSE

Recognizing that matters and issues requiring expeditious resolution may arise between regular or special meetings of the Board of Directors, The Executive Committee, comprised of the officers of the Association with the President as its chair, is constituted to direct the business affairs of the Association between regular or special Board meetings.

II. AUTHORITY

In accordance with the APSA Bylaws and Policies & Procedures Manual, and reaffirmed by a Resolution of the Association, broad authority is granted to the Executive Committee. That authority includes:

1. All of the powers of the Board except as limited by the provisions of Section 5212(1) of the Nonprofit law of the State of California.

2. Making of executive decisions.

3. Interpretation of Board policy.

4. Development of interim policies.

5. Direction of the business affairs of the Association between regular or special Board meetings.

6. Written correspondence signed by the President or the entire Committee.

7. Meeting at such time and place as necessary in the performance of Committee activities.

III. COMPOSITION OF COMMITTEE

The committee is comprised of the officers and the Immediate Past President of the Corporation.

IV. GENERAL DUTIES AND RESPONSIBILITIES

The Executive Committee shall:

1. Direct the business affairs of the Association between regular or special Board meetings, exercising the full power of the Board except as limited by the provisions of Section 5212(1) of the Nonprofit law of the State of California.

2. Evaluate the performance of the Chief Executive Officer / Executive Director annually.

3. Report, in the required format, all actions (including expenditures of Association funds) taken by the committee no later than the next regular or special meeting of the Board.

4. Hold a meeting at least twice each calendar year, to include a meeting prior to each regularly scheduled APSA Board of Directors meeting.

5. Prepare detailed written minutes of all meetings and actions taken.

6. Prepare a State of the Association Report to be delivered by the President at the General Business Meeting.

V. CHAIN OF COMMAND

The APSA Executive Committee is accountable to the Board of Directors for its actions and decisions.

ACCREDITATION COMMISSION CHARTER

APPENDIX "D"

STATEMENT OF INVESTMENT POLICY

Introduction

This statement of investment policy provides guidelines for investing the funds held by the Airborne Public Safety Association (APSA).

APSA is a 501(c)(6) tax exempt corporation founded in 2016 to support, promote and advance the safe and effective utilization of aircraft by governmental agencies in support of public safety missions through training, networking, advocacy and consulting and accreditation programs. Its vision is the safe and successful completion of each airborne public safety operation.

Services include, but are not limited to, an annual conference and exposition, training and education programs, the promotion of industry standards and accreditation, and numerous print and electronic publications. All funds are derived from the sale of these and other products and services and from membership dues.

The following fund categories have been identified for the purposes of this policy statement: the General Operating Fund; the Short Term Reserve Fund; the Reserve Fund, and the Building Fund.

General Operating Fund

Purpose: To provide sufficient cash to meet the financial obligations of the Association in a timely manner.

Investment Objective: Preservation of capital and liquidity.

Allowable Investments: FDIC or SIPC insured accounts, money market funds, and U.S. Government or agency obligations maturing in less than one year.

Goal: It is anticipated that a reserve equal to 1.5 month's operating expenses (currently estimated at $225,000) is sufficient to match incoming cash flows with expenses on a day-to-day basis. This reserve will be maintained in a least one bank checking account and one bank savings/money market account. The amount of reserves necessary to meet the cash flow demands will be reviewed at least annually. Income generated from this portfolio will be reinvested in this Fund in an amount which is necessary to maintain 1.5 month's estimated operating expenses. Excess income earned may be added to the Short Term Reserve Fund, the Reserve Fund or Building Fund, on an ad hoc basis and as determined by the Executive Director/CEO and Treasurer.

Short Term Reserve Fund

Purpose: To maintain a fund for excess income earned by the General Operating Fund and the Reserve Fund to be used in the annual budgeting process to enhance member services by covering any shortfall in annual income from association activities, meet unanticipated and unbudgeted expenses, new programs and incentives as decided by the Board, and for non-building related capital expenditures.

Investment Objective: Provide Income, preservation of capital, and liquidity with a time frame of one to two years.

Allowable Investments: FDIC or SIPC insured accounts, money market funds, and U.S. Government or agency obligations maturing in less than one year.

Goal: In January of each year, the funds in this account will be included as income in the annual budget to be used to enhance member services by covering any shortfall in annual income from association activities, meet unanticipated and unbudgeted expenses, new programs and incentives, and for non-building related capital expenditures. Income generated from this portfolio will be reinvested in this Fund. Any year-end undistributed funds from this Fund will remain in this fund and included in the next year's budget.

Long Term Reserve Fund

Purpose: To invest money expected to be held longer than five years in such a manner as to enhance the purchasing power of the money and to provide financial stability to the Association.

Investment Objective: To achieve a real rate of return of five percent above inflation over a three- to five-year time frame. Funds should be invested to minimize volatility over trailing twelve-month periods.

Allowable Investments: Money market funds, certificates of deposit, U.S. Government and agency obligations, stocks, A- or higher rated corporate bonds, and mutual funds. Exposure to stocks should be limited to 30 percent with the remainder of the portfolio invested in bonds, bond funds, and cash.

Goal: A stock and bond, and/or mutual funds portfolio with no more than 30 percent in stocks and the remaining monies in bonds and cash. All income and dividends earned from this portfolio will be reinvested in this Fund.

Maintain a balance equal to 24 month's operating expenses (currently estimated at $3.2 million) to cover any unanticipated or unbudgeted decrease in income or increase in expenditures. Income generated from this portfolio will be reinvested in this Fund in an amount which is necessary to maintain 24 month's operating expenses. Excess income earned will be divided each January as follows: seventy-five percent (75%) shall be

added to the Short Term Reserve Fund and twenty-five percent (25%) shall be added to the Building Fund.

General Note: It is intended for this Fund to represent a balanced and diversified portfolio(s) that contains appropriate allocations of assets and representation of sectors.

Building Fund

Purpose: To provide funding to meet the building repair and capital improvement needs of the Association, for the expansion of current Association offices and/or the purchase/construction of a larger office space.

Investment Objective: Income, preservation of capital, and liquidity with a time frame of five to ten years.

Allowable Investments: Money market funds, certificates of deposit, U.S. Government and agency obligations, and A- or higher rated corporate bonds, with no more than intermediate durations. Mutual funds consisting of bonds listed above and with short or intermediate durations are also permitted.

Goal: APSA currently owns its own office condominium. Although there is ample space for at least the near term (3-7 years), it is likely that the Association will outgrow this space within the next 10 years. In preparation, since this is a short to medium term, unrestricted fund (it is anticipated that the assets in this fund may be utilized for its stated purpose, in whole or in part, within the next ten years), APSA will commit twenty-five (25%) of the excess income earned annually by the Long Term Reserve Fund to this Fund. All income and dividends earned from this portfolio will be reinvested in this Fund. There are no dollar limits in this fund.

APPENDIX "E"

PRIORITY GUIDELINES

INTRODUCTION:

The following priorities have been adopted to assist the Board in governing the Association and to establish priorities by which staff activities will be conducted.

There is a broad range of priorities that must be recognized in governing the Association and these have been grouped into four categories. Notwithstanding the broad range of priorities that must be recognized, safety is the paramount goal of the Association.

The first two categories list action or working priorities, namely:

1. To maintain the health of the Association as a first priority; and

2. To provide membership services as the second priority.

The third and fourth categories identify policy and planning priorities, namely;

1. To identify principles and policies by which the activities of the Association will be governed as a third priority; and,

2. To identify strategic (future) objectives and plans as a fourth priority. A plan or objective, once established and approved by the Board, would become a working priority and transferred under either Category One or Two for implementation by the APSA staff.

In summary, there are four categories of priorities. These are identified in order of priority and discussed as follows. The four categories are not expected to change. Specific priorities (and their order of priority) can be changed.

CATEGORY ONE:

Health of the Association:

The first priority of the Board is to maintain and insure the health of the Association. This priority will never change. Specific responsibilities in order of priority are as follows:

1. Maintain effective, efficient management and staff.

2. Maintain financial solvency with conservative financial management.

3. Develop strong financial reserves and equity. The goal for the Reserve Fund should be established with a minimum of 150 percent of the current APSA annual

operating budget and a maximum not to exceed 200 percent of said operating budget. Any accumulation in the Reserve Fund beyond 200 percent of said operating budget shall be invested as follows: 75% moved to the Short Term Reserve Fund to enhance the level of membership services and 25% to the Building Fund.

4. Membership recruitment.

5. Develop revenue producing programs.

6. Maintain the Association as public aircraft operator's organization and as a forum for the entire industry.

CATEGORY TWO:

Membership Services:

The second priority of the Board is membership services and functions, with the following order of priority:

1. The Annual Conference and Exposition.

2. Specific information/communication services:

   a) Internet Homepage.

   b) Publications – Air Beat, Monthly E-Newsletter, Safety Wire.

   c) Other information services.

3. Six (6) Regional Safety Seminars.

4. Monitor the causes and frequency of public safety aviation accidents/incidents and implement appropriate programs to improve safety.

5. Represent the industry and membership in regulatory matters and maintain a continuous vigilance and concerted response to regulatory processes.

6. Monitor legislative process, and work to influence industry desired outcomes.

7. Represent the industry and membership at professional meetings, conferences, seminars, and events of defined organizations as necessary to achieve the goals of the Association.

8. Provide technical assistance through subject matter experts.

Note: Every element of these activities and services should be re-examined on a regular basis but no less than annually and services judged either ineffective or providing marginal membership benefits must be discontinued as a matter of policy.

CATEGORY THREE:

Principles and Policies:

The third priority of the Board is the ongoing "principles and policies" of the Association (which are not necessarily subordinate to other priorities listed above) in the following order:

1. Safety, in the air and on the ground, is paramount in all aspects of public safety aircraft operations, including operations and maintenance.

2. Promotion of the use of aircraft as an integral part of the delivery of effective and efficient public safety services.

3. Promotion of high standards of professional and ethical conduct.

4. Promotion of good public relations between the community and the public safety aviation industry.

5. Recognition of meritorious performance and outstanding services within the membership through an awards program.

CATEGORY FOUR:

Strategic Plans and Objectives:

The fourth priority of the Board is strategic or future plans and objectives. The objective of strategic planning is to achieve future benefits for the membership, APSA and the industry resulting in benefits to the public.

Strategic planning must always take into consideration present and future conditions the membership and the industry are facing, for example:

1. Continued modest growth in the market.

2. The high costs of obtaining and operating manned aircraft in a public safety configuration.

3. The necessity to expand into new markets.

4. Public perception of the use of aircraft in some fields of public safety aviation .

5. Governmental regulation that limit the type of aircraft used in our missions.

It is the responsibility of the Board to develop strategic priorities and objectives. Suggestions for these priorities and objectives are welcome from many sources, including staff. Once adopted, the plan or objectives would be assigned a working priority and transferred to Category One or Two for implementation by the APSA staff.

Strategic priorities are as follows:

1. Providing training and educational opportunities for members.

2. Providing networking opportunities for members.

3. Providing vehicles for information exchange between members.

4. Building and maintaining a strong presence with aviation and related public safety organizations, positioning APSA as the leader in public safety aviation.

5. Monitor and maintain awareness of the state of public safety aviation and disseminate that information to the benefit of the industry.