

# **CAT BYLAWS AND POLICIES MANUAL (Revised 2004, 2010, 2015)**

## **BYLAWS:**

1. **MEMBERSHIP DUES:** Dues shall be billed during the month of August and will be good for one school year (August through June). Should CAT need to increase its dues, the amount will be determined after expenses have been calculated from 4 consecutive conferences. Increases in dues will require a membership vote for approval.
2. **CONFERENCES:** There shall be two conferences each year. One in the northern part of California and the other in southern California. The state shall be divided between north and south by the northern line of Kern County continuing west to the ocean and east to Nevada. The northern conference (spring conference) shall be held on the last weekend of April and the southern conference (fall conference) shall be held the third Saturday of October. The President will lead the conferences. If the President is unable to attend a conference leadership of the conference will pass to the First Past President. Fees will be collected to cover expenses of lunch, travel, snacks, etc. Vendors will pay booth fees as determined by the CAT Board to participate.
3. **LIFETIME MEMBERSHIP FOR RETIREES:** Retirees who have paid their membership dues for 10 year would receive a lifetime honorary membership card. Retirees would still be required to pay conference fees/meals.
4. **VOTING:** A majority vote at a business meeting, during the conference luncheon, is required to pass any item presented to the membership that requires a membership vote.
5. **EXECUTIVE TREASURER:** Will hire a tax person/firm to help with tax preparation or tax exempt status reports. The treasurer shall keep records of all checks, membership dues, and expenses.
6. **PRESIDENT EXPENSE REIMBURSEMENT:**
  - a. Travel expenses to the NACAT conference will be reimbursed.
  - b. All additional must have CAT Board approval.
  - c. All CAT related reimbursements will be paid by the Executive Treasurer when expense receipts are received.
7. **EXECUTIVE DIRECTOR**
  - a. Is selected by the executive committee and approved by the membership.

- b. The Executive Director will be paid a stipend. The proposed stipend will be listed in the Executive Treasurers Draft Budget proposal delivered at the CAT Winter Board Meeting. Adjustments to the stipend will be made (if necessary) and voted on by the CAT Board.
- c. The Executive Director will be reimbursed for all expenses on CAT related business.
- d. The Executive Director has the power to act in CAT's behalf without board approval  
(major policy issues must be voted on by the board).

8. **REIMBURSEMENT:** Any official CAT expenses (excluding the annual Board Meeting) will be reimbursed by the Executive Treasurer when receipts up to \$200.00 are presented. Any/All expenses over \$200.00 **MUST** have the CAT Presidents approval. The 1<sup>st</sup> Past President may act in the Presidents behalf if he is unavailable.

### Officers/Board Members' Duties

#### Executive Director

1. Carry out the wishes of the board
2. Keep all Board members informed as to activities that are occurring outside of the classroom.
3. Keep the Board and Conference Chairman's on schedule for conference activities and the annual board meeting.
4. Assist the conference chairman if needed.
5. Be a sounding board for each of the Board members on day-to-day activities.
6. Represent CAT on Automotive and Industry related Boards and associations that are mutually beneficial to CAT and its membership.
7. Participate where ever possible with professional organizations and conferences such as CABC, ASCCA, CITEA and CAWA
8. Testify at the Legislature when needed on vocational education bills.
9. Attend industry "Legislative Day" and participate in visiting legislatures for the industry and vocational education.
10. Attend any meeting in the state that furthers CAT's cause or has PR value for CAT.
11. Submit expense bill to CAT Executive Treasurer at least twice a year or sooner.
12. Write Executive Director's Report for CAT Newsletter.
13. Gather news and technical articles for CAT Newsletter.
14. Establish a rapport with the California Department of Education.
15. Speak at functions whenever and wherever possible to spread the vocational education and CAT word.
16. Be a spokesman or represent CAT where ever you may go.

#### Executive Treasurer

1. Supply Executive Director with a master copy of the CAT mailing list (for security purposes) on an annual basis.
2. Have plaques made for springtime award winners and hosts of the conferences.
3. Oversee registration table. See that all membership records are up-to-date and use the registration table checklist (with the help of the vice-president).
4. Supervise all mailings. If possible, use student help for stuffing envelopes.
5. Will submit an annual budget at the annual CAT Board meeting.

## President

1. Represent (or see that CAT is represented) at committees of the chancellor's office, Bureau of Automotive Repair, or EPA. Confer with the Executive Director regularly and before representing views as CAT's President.
2. Written correspondence - when sending letters on CAT letterhead, consult with the Board prior to mailing.
3. President's Records
  - a. Maintain records of all correspondence throughout the two years as president. Place them in a binder. At the completion of your term, give this binder to the in-coming president so he'll be able to see what went on during the previous year on CAT's behalf.
  - b. At the end of your term, give the binder that you got from the previous past-president to the historian for safe keeping.
  - c. Maintain a notebook containing the agendas and minutes of each CAT Board meeting he attends and brings to each CAT Board meeting.
4. Officers/board members' address and phone number and e-mail list
  - a. Update yearly and e-mail the new list to the board members.
5. Board and Business Meetings (Spring and Fall Conference)
  - a. Conduct the board meeting
    - i. Set the agenda, consult with Executive Director. Send agenda to Board members prior to the meeting.
    - ii. Limit discussion time on each item, but allow wrap-around if there is time left at the end.
    - iii. Limit agenda items discussion to Board Members.
    - iv. Limit audience comments to 2 minutes.
  - b. Proofread minutes of board meetings sent to you by vice-president. Send them out to board members within 30 days of receipt of the corrected minutes for approval then send them to the webmaster within 30 days of approval.
  - c. Invite the next conference host to attend the board meeting on Friday night - don't require them to get up to announce what is happening at the luncheon business meeting unless they want to.
  - d. Conduct the luncheon business meeting from an agenda developed at the board meeting of the night before.
6. Newsletter
  - a. Write President's letter for the newsletter, mail or e-mail to newsletter editor.
7. Awards
  - a. Select award winners and notify them of the presentation at the spring conference from the following categories: High School, R.O.P., Post Secondary, Industry and the President's Award.
  - b. See that the Executive Treasurer is advised of selections far enough ahead of time so that plaques can be made.
  - c. Put a record of who was selected in the President's binder, so that recipients aren't selected twice by accident. The President should check the former recipient's list to see that this does not occur.
8. Attend the summer NACAT Conference. If you cannot attend, a past-president can attend for you.

### Vice President

1. Take minutes at all board meetings and conferences. See that they are typed. Then email them to the President for editing within 30 days. He will email them out to board members for approval.
2. Take minutes at the bi-annual conference luncheon business meeting. See that they are typed. Then email them to the President for editing within 30 days.
3. Oversee registration table; help Executive Treasurer set up at 7:00 a.m.
4. Act as a liaison between the CAT Board and the CAT Webmaster.
5. Conduct a meeting if President or First Past President are unable to attend.
6. Maintain a notebook containing the agendas and minutes of each CAT Board meeting he attends and brings to each CAT Board meeting.

### First Past President

1. Act as Conference Coordinator.
2. Attend CAT Board meetings.
3. Maintain a notebook containing the agendas and minutes of each CAT Board meeting he attends and brings to each CAT Board meeting.

### Second Past President

1. Assist Conference Coordinator as requested.
2. Attend CAT Board meeting
3. Maintain a notebook containing the agendas and minutes of each CAT Board meeting he attends and brings to each CAT Board meeting.

### Third Past President

1. Attend CAT Board meetings.
2. Maintain a notebook containing the agendas and minutes of each CAT Board meeting he attends and brings to each CAT Board meeting.

### High School/ Regional Occupational Program Representative

1. The person who holds this position shall be a credentialed automotive teacher, current or retired in a public high school or ROP in the California public school system.
2. Attend CAT Board meetings.
3. Bring to the attention of the CAT board those political and educational issues affecting the support and maintenance of high school and ROP automotive programs in the California public school system.
4. Oversee, encourage, plan and schedule presentations and training seminars for teachers at CAT conferences related to high school and ROP automotive programs.
5. Be an advocate for high school automotive education as a CAT board member in public, political, industrial and educational circles.
6. Promote the creation and public display of appropriate teaching materials for high school and ROP automotive education programs.
7. Promote and encourage programs related to finding, training and certifying new replacement automotive teachers for high school and ROP automotive programs in the California public school system.
8. Be an advocate for and promote federal, state and private funding sources for the benefit of high school and ROP Automotive programs in the California public school system.
9. Participate in and support planning strategies that relate and strengthen the “feeder” relationship between elementary school, middle school, high school, community college, university and industrial entities in automotive education in the California public school system.

## CAT Executive Committee Voting Members

President, Vice President, Past Three Presidents and HS/ROP Representative

## CAT Executive Committee Non-Voting Members

Executive Director and Executive Treasure.

## CAT Newsletter Committee

1. Chair duties
  - a. Supervise the production and delivery of the CAT Newsletter
  - b. Report at all Cat Board meetings

## CAT Business Meeting - Fall Agenda

1. Lunch Announcements - (Host College Staff)
2. Invocation
3. Introduction/Welcome
4. Thanks to Staff Members who hosted the conference
  - a. Introduce host so he can thank his staff
  - b. Food preparation helpers
  - c. Present the host school certificate
5. Announce where the next two conferences are:
  - a. Spring -
  - b. Fall -
  - c. Anyone that is interested in hosting a conference to get in touch with CAT president
6. Introduce CAT Officers and board members and Past Presidents
7. Executive Director's Report
8. Introduce Newsletter Editors- Mention that they need contributions for the newsletter.
9. Available job openings
10. Motion for Adjournment

## CAT Business Meeting - Spring Agenda

1. Lunch Announcements - (Host College Staff)
2. Invocation
3. Introduction/Welcome
4. Thanks to Staff Members who hosted the conference
  - a. Introduce host so he can thank his staff
  - b. Food preparation helpers
  - c. Present the host school certificate
5. Announce where the next two conferences are:
  - a. Spring -
  - b. Fall -
  - c. Anyone that is interested in hosting a conference to get in touch with CAT president
6. Introduce CAT Officers and board members and Past Presidents
7. Executive Director's Report

## 8.Awards

H.S.  
R.O.P.  
Post Secondary  
Industry  
President's Award  
Host College

## 9. If it is the changing of the Presidency (odd numbered years)

- a. Plaque for the President (presented by new president - changing of the guard)
- b. Election of the new V.P. (odd numbered years)  
"The nominating committee of the board has recommended the nomination of \_\_\_\_\_ from the North/South. Is there a second? Are there any nominations from the floor, second, closed, all in favor, opposed, vote
- c. Election of the new High School/ROP Representative. (even numbered years at the spring conference)  
"The nominating committee of the board has recommended the nomination of \_\_\_\_\_. Is there a second? Are there any nominations from the floor, second, closed, all in favor, opposed, vote

10. Introduce Newsletter Editors- Mention that they need contributions for the newsletter.
11. Available job openings
12. Motion for Adjournment

## **Removal of CAT Board Member**

1. Declaration of Vacancy. When a CAT Board Member has made known to the President his/her intention to resign, the President shall declare a vacancy on the Board. When a CAT Board Member is absent for any reason from two consecutive Board meetings, the Cat Board Member shall submit a written declaration to the President stating his/her intention to continue to serve on the Board or to resign from the Board.
2. Upon receipt of a written declaration of intention to resign or if no declaration is received prior to calling the subsequent meeting to order, the President shall declare a vacancy.
3. Upon receipt of a written declaration of intention to continue to serve on the Board, the President shall confer with the Executive Committee ( section 4) to determine what action shall be taken in the event that future absences occur. The President shall discuss the determination of the Executive Committee (section 4) with the Board Member.
4. Closed Session. All board discussions of a confidential nature, including, but not limited to personnel, litigation, removal of a CAT Board Member ( section 7) shall be conducted in closed session. A Board member may request a closed session on any item; however, such request may be denied by a majority of CAT Board members present and voting. Matters discussed in closed session shall remain confidential unless the sharing of information is authorized by a majority of the CAT Board.
5. Removal. A CAT Board Member may be removed from the Board following a 75 Percent vote of the CAT Board Executive Committee during a special Board meeting.

# CALIFORNIA AUTOMOTIVE TEACHERS

## CONSTITUTION (revised)

Constitution Adopted October 24, 1970

REVISED CONSTITUTION RATIFIED BY MEMBERSHIP ON APRIL 26, 2010, 2011, 2015

### ARTICLE I PREAMBLE

#### Section 1. Introduction:

We, the automotive teachers of California, do hereby establish an Association of Automotive Teachers, in order to promote the best interests of automotive instruction throughout the state.

#### Section 2. Name:

The official name of this organization shall be the California Automotive Teachers. The abbreviated form CAT shall be used to designate the organization.

### ARTICLE II PURPOSES

#### Section 1. Purpose:

It shall be the purpose of CAT:

- a. to serve as the voice of automotive teachers in matters of statewide concern.
- b. to make recommendations on statewide matters affecting the automotive instruction in the State.
- c. to conduct in-service training programs for automotive instructors.
- d. to develop comradeship among the members.
- e. to develop constructive relations between automotive programs and industry.
- f. to exchange ideas.

### ARTICLE III MEMBERSHIP AND MEETINGS

#### Section 1. Membership Eligibility:

Anyone interested in automotive and heavy equipment instruction in the state of California shall be eligible to become a member of CAT by application to the California Automotive Teachers.

#### Section 2. Official Business Meetings:

An official business meeting shall be conducted by the President, or an officer designated by the President, at least twice a year in conjunction with a semi-annual conferences. Official minutes to be recorded by the vice-president or designee and filed with the President within 30 days and receive final approval from the board within 60 days after the meeting.

#### Section 3. Voting:

The voting membership of CAT shall consist of members in attendance at a CAT conference.

ARTICLE IV  
OFFICERS

Section 1. List of Officers:

The elected officers of CAT shall include the President, Vice-President, and ROP/High School Representative elected from CAT membership.

Section 2. Selection and Term:

The President, Vice President and ROP/High School Representative of CAT shall be elected for a two year term. When the President completes his/her two year term in office, the Vice President will automatically move into a two year term of presidency. At that time a new Vice President will be elected from the opposite section of California than the President represents. (The North and South sections are divided on the north boundary of Kern County)

ARTICLE V  
CAT BOARD

Section 1. Membership:

The CAT Board shall consist of the President, Vice-President, Executive Treasurer, Executive Director, ROP/High School Representative and the immediate past three Presidents.

Section 2. Term:

The President and Vice President will serve concurrent two-year terms. The Executive Treasurer and Executive Director will serve at the discretion of the board. Each past President will serve six years following their term as President. ROP/High School Representative will serve a two year term with no limits.

Section 3. Board Meetings:

CAT Board must meet the Friday preceding the semi-annual CAT conferences. A meeting of the CAT Board must have a quorum of CAT Board members in attendance including the Past Presidents.

Section 4. Power and Duties:

The CAT Board shall implement policies adopted by CAT, act on behalf of CAT in the period between CAT meetings, transact business and perform other functions not inconsistent with the intent, purposes and provisions of the CAT Constitution and By-Laws.

Section 5. Voting

All members of the CAT Board except the Executive Treasure and Executive Director may vote. A quorum of those in attendance constitutes a legal vote, except in matters dealing with Constitutional changes. (Article VIII, Section 1)

ARTICLE VI  
COMMITTEES

Section 1. Executive Committee:

The Executive Committee shall consist of the President, Vice-President, ROP/High School Representative and the immediate past three Presidents. Executive Director and Executive Treasurer are non voting members.



Section 2. Appointed Committees:

The President shall appoint committees with approval of the CAT Board.

Section 3. Committee and Chairman:

The Chairman of each appointed committee shall be a CAT member in good standing who is selected for that position by the President with the approval of the CAT Board. The Chair shall present a report at CAT Board meetings.

ARTICLE VII  
QUORUM, REFERENDUM, COMMUNICATIONS

Section 1. Quorum:

A quorum for the conducting of any business meeting of CAT and other committees shall consist of the members present at that meeting.

Section 2. Referendum:

A referendum on an action taken by CAT may be called by a resolution requesting such action. Approval of the referendum shall require a majority vote of all members in attendance at that meeting.

Section 3. Newsletter:

CAT shall publish a semi-annual newsletter, which will address: conferences, committee reports, and other pertinent information on pending matters.

Section 4. Web Site:

CAT shall maintain a web site. That supports the interests of its members. The Web Site shall be updated monthly and reviewed by the Board annually.

ARTICLE VIII  
CONSTITUTIONAL CHANGES

Section 1. Amendments

Amendments to this Constitution may be proposed through the CAT Board and then presented to the membership at a business meeting for a vote. Ratification for adoption shall be by a majority of voting CAT members in attendance.

Section 2. Ratification

This Constitution shall become operative when ratified by a majority of those CAT members present at the Semi- Annual conference luncheon business meeting when voting is made on ratification.

Section 3. Review

The Executive Committee shall review the Constitution within four years of ratification.

ARTICLE IX  
PROCEDURES

Section 1. By-Laws:

CAT may adopt By-Laws to establish rules of procedure and other provisions for implementing the intent and purposes of this Constitution as deemed necessary.

Section 2. Rules of Order:

Unless otherwise provided for in this Constitution or in the By-Laws, the rules contained in Robert's Rules of Order, Revised, shall govern the proceedings and conduct of the meeting of CAT and its committees.

ARTICLE X RATIFICATION

Section 1. Procedure:

This Constitution shall become operative when ratified by a majority of those CAT members present at the Semi- Annual conference luncheon business meeting when voting is made on ratification.

AMENDMENTS

AMENDMENT 1  
NONPROFIT PURPOSE

This organization is a nonprofit public benefit organization and is not organized for the private gain of any person.

AMENDMENT 2  
NONPOLITICAL PURPOSE

No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

AMENDMENT 3  
NONPROFIT DEDICATED USE OF PROPERTY

The property of this organization is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private persons.

AMENDMENT 4  
DISSOLUTION OF ORGANIZATION

Upon the dissolution or winding up of the organization, all assets remaining after payment, or provisions for payment, of all debts and liabilities of this organization shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purpose and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code.

AMENDMENT 5  
DOCUMENT DESTUCTION

The Sarbanes-Oxley Act addresses the destruction of business records and documents and turns intentional document destruction into a process that must be carefully monitored.

The California Automotive Teachers Association, a nonprofit organization, will use the following document retention and periodic destruction policy. Policies such as this will eliminate accidental or innocent destruction. In addition, it is important for administrative personnel to know the length of time records should be retained to be in compliance.

**The following table provides the minimum requirements.**

<b>Type of Documents</b>	<b>Minimum Requirement</b>
Accounts payable ledgers and schedules	7 years
Audit reports	Permanently
Bank Reconciliations	2 years
Bank statements	3 years
Checks (for important payments and purchases)	Permanently
Contracts, mortgages, notes, and leases (expired)	2 years
Contracts (still in effect)	Permanently
Correspondence (general)	2 years
Correspondence ( Legal and important matters)	Permanently
Correspondence (with customers and vendors)	2 years
Deeds, mortgages, and bills of sale	Permanently
Depreciation Schedules	Permanently
Duplicate deposit slips	2 years
Employment applications	3 years
Expense analyses/expense distribution schedules	7 years
Year-end financial statements	Permanently
Insurance policies (expired)	3 years
Insurance records, current accident, reports, claims, policies, etc.	Permanently

Internal audit reports	3 years
Inventories of products, materials, or supplies	7 years
Invoices ( to customers from vendors)	7 years
Minute books, bylaws and charter	Permanently
Patents and related papers	Permanently
Payroll records and summaries	Permanently
Personnel files (terminated employees)	7 years
Retirement and pension records	Permanently
Tax returns and worksheets	Permanently
Timesheets	7 years
Trademark registration and copyrights	Permanently
Withholding tax statements	7 years

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## AMENDMENT 6

### Whistleblower Policy

#### General

California Automotive Teachers Association requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the California Automotive Teachers Association, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

#### Reporting Responsibility

It is the responsibility of all directors, officers and employees to report ethics violations or suspected violations in accordance with this Whistleblower Policy.

#### No Retaliation

No director, officer or employee who in good faith reports an ethics violation shall suffer harassment, retaliation or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within California Automotive Teachers Association prior to seeking resolution outside California Automotive Teachers Association.

#### Reporting Violations

California Automotive Teachers Association has an open door policy and suggests that employees share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, an employee's supervisor is in the best position to address an area of concern. However, if you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor's response, you are encouraged to speak with someone in the Human Resources

Department or anyone in management whom you are comfortable in approaching. Supervisors and managers are required to report suspected ethics violations to the California Automotive Teachers Association 's Compliance Officer, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when you are not satisfied or uncomfortable with following California Automotive Teachers Association's open door policy, individuals should contact California Automotive Teachers Association's Compliance Officer directly.

#### Compliance Officer

The California Automotive Teachers Association 's Compliance Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations and, at his/her discretion, shall advise the Executive Director and/or the audit committee. The Compliance Officer has direct access to the audit committee of the board of directors and is required to report to the audit committee at least annually on compliance activity. The California Automotive Teachers Association's Compliance Officer is the chair of the audit committee.

#### Accounting and Auditing Matters

The audit committee of the board of directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Compliance Officer shall immediately notify the audit committee of any such complaint and work with the committee until the matter is resolved.

#### Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

#### Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

#### Handling of Reported Violations

The Compliance Officer will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

#### Audit Committee Compliance Officer:

{Name} Please see Calautoteachers.com website - Officers Tab

#### California Automotive Teachers Association

{Contact information} Please see Calautoteachers.com website - Officers Tab

#### California Automotive Teachers Association

Management Staff {Name and Title} please see Calautoteachers.com website - Officers Tab

Policy Approved by the California Automotive Teachers Association Board of Directors on {Date}.

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## AMENDMENT 7 Conflict of Interest Policy

### California Automotive Teachers Association

#### Policy on Conflicts of Interest and Disclosure of Certain Interests

This conflict of interest policy is designed to help directors, officers, and employees of the California Automotive Teachers Association identify situations that present potential conflicts of interest and to provide California Automotive Teachers Association with a procedure that, if observed, will allow a transaction to be treated as valid and binding even though a director, officer, or employee has or may have a conflict of interest with respect to the transaction. In the event there is an inconsistency between the requirements and procedures prescribed herein and those in federal or state law, the law shall control. All capitalized terms are defined in Part 2 of this policy.

1. Conflict of Interest Defined. For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest: A. Outside Interests.

(i) A Contract or Transaction between the California Automotive Teachers (CAT) or a CAT Board Member.

(ii) A Contract or Transaction between CAT and an entity in which a Responsible Person or Family Member has a Material Financial Interest or of which such person is a director, officer, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative.

B. Outside Activities.

(i) A Responsible Person competing with CAT in the rendering of services or in any other Contract or Transaction with a third party.

(ii) A Responsible Person's having a Material Financial Interest in; or serving as a director, officer, employee, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative of, or consultant to; an entity or individual that competes with California Automotive Teachers Association in the provision of services or in any other Contract or Transaction with a third party.

C. Gifts, Gratuities and Entertainment. A Responsible Person accepting gifts, entertainment, or other favors from any individual or entity that:

(i) does or is seeking to do business with, or is a competitor of [Organization Name]; or

- (ii) has received, is receiving, or is seeking to receive a loan or grant, or to secure other financial commitments from California Automotive teachers Association;
- (iii) is a charitable organization;

under circumstances where it might be inferred that such action was intended to influence or possibly would influence the Responsible Person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value that are not related to any particular transaction or activity of California Automotive teachers Association.

## 2. Definitions.

- A. A Conflict of Interest is any circumstance described in Part 1 of this Policy.
- B. A Responsible Person is any person serving as an officer, employee, or member of the board of directors of California Automotive teachers Association.
- C. A Family Member is a spouse, domestic partner, parent, child, or spouse of a child, brother, sister, or spouse of a brother or sister, of a Responsible Person.
- D. A Material Financial Interest in an entity is a financial interest of any kind that, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect a Responsible Person's or Family Member's judgment with respect to transactions to which the entity is a party. This includes all forms of compensation. (The board may wish to establish an amount that it would consider to be a -material financial interest.")
- E. A Contract or Transaction is any agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a loan or grant, the establishment of any other type of pecuniary relationship, or review of a charitable organization by CAT. The making of a gift to CAT is not a Contract or Transaction.

## 3. Procedures.

- A. Before board or committee action on a Contract or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting.
- B. A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
- C. A person who has a Conflict of Interest shall not participate in or be permitted to hear the boards or committee's discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.

D. A person who has a Conflict of Interest with respect to a Contract or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person's ineligibility to vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the board of directors of California Automotive Teachers Association has a Conflict of Interest when he or she stands for election as an officer or for re-election as a member of the board of directors.

E. Responsible Persons who are not members of the board of directors of California Automotive Teachers Association, or who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of board or committee action, shall disclose to the Chair or the Chair's designee any Conflict of Interest that such Responsible Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Responsible Person. The Responsible Person shall refrain from any action that may affect California Automotive Teachers Association's participation in such Contract or Transaction.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to the Chair or the Chair's designee, who shall determine whether there exists a Conflict of Interest that is subject to this policy.

4. Confidentiality. Each Responsible Person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of California Automotive Teachers Association. Furthermore, a Responsible Person shall not disclose or use information relating to the business of California Automotive Teachers Association for the personal profit or advantage of the Responsible Person or a Family Member.

5. Review of Policy.

A. Each new Responsible Person shall be required to review a copy of this Policy and to acknowledge in writing that he or she has done so.

B. Each Responsible Person shall annually complete a disclosure form identifying any relationships, positions, or circumstances in which the Responsible Person is involved that he or she believes could contribute to a Conflict of Interest arising. Such relationships, positions, or circumstances might include service as a director of or consultant to a not-for-profit organization, or ownership of a business that might provide goods or services to [Organization Name]. Any such information regarding business interests of a Responsible Person or a Family Member shall be treated as confidential and shall generally be made available only to the Chair, the Executive Director, and any committee appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.

C. This policy shall be reviewed annually by each member of the board of directors. Any changes to the policy shall be communicated immediately to all Responsible Persons.



**California Automotive Teachers Association**

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

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

**Conflict of Interest**

**Information Form**

Please describe below any relationships, positions, or circumstances in which you are involved that you believe could contribute to a Conflict of Interest (as defined in California Automotive Teachers Association’s Policy on Conflicts of Interests arising.

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Policy of Conflict of Interest of California Automotive Teachers Association that is currently in effect.

Signature:

Date: