



Policies and Procedures Manual for the Moab Area Community Land Trust

The Mission of the Moab Area Community Land Trust ("MACLT") is to create the opportunity for permanent affordable housing by preserving land held in trust in Moab City, Grand County, and Northern San Juan County.

Adopted February 26, 2018

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Introduction

Purpose of the Policies and Procedures

The Moab Area Community Land Trust's (MACLT) work is accomplished through volunteers serving on the Board of Directors. The purpose of MACLT's policies and procedures is keep present and future volunteers informed of MACLT's adopted policies and procedures. The Bylaws require MACLT's Board of Directors to adopt and maintain current *Policies and Procedures* on behalf of the corporation.

Use of the MACLT Policies and Procedures Manual

The MACLT Policies and Procedures Manual should be regarded as an aid, not a complete guide or model for conducting MACLT activity. Since MACLT depends on volunteers to conduct the business of the organization and to infuse the activities of committees and the Board of Directors, with new ideas, creative insights, and leadership qualities, no manual can be expected to describe or guide the work in full detail.

MACLT Structure & General Operations

This section describes in a general way how MACLT has chosen to interpret and implement the Articles of Organization and the Bylaws. This section paraphrases the Bylaws and does not substitute for them in a procedural dispute.

Administration Policies

Personnel Policies

Personnel Policies shall be adopted prior to the hiring of any employees.

Insurance Policy

MACLT shall obtain and keep current Director's and Officer's Liability Insurance at all times, consistent with its scale of operations.

MACLT shall obtain and keep current General Liability Insurance consistent with its scale of operations.

501c3 Status

MACLT shall keep its 501(c)3 status current.

Financial Policy

Bank Account

MACLT shall maintain a business checking account with a reputable bank. MACLT Treasurer shall maintain custody of funds as directed in the bylaws.

Annual Budget

MACLT treasurer shall prepare a draft budget each October, to be reviewed, revised if necessary, and approved by MACLT Board by December 31 each year.

Fundraising and Donations

Gift Acknowledgement Policy

Gifts shall be acknowledged on a timely basis by an appropriate thank-you letter, which shall include any required IRS language.

Gift Entry and Recording Policy

MACLT Treasurer shall be responsible for recording gift amount and donor's intended use of gift, if any.

Gift Acceptance Policy & Procedure

MACLT seeks outright gifts and future gift commitments that are consistent with its mission. Donations shall generally be accepted from individuals, partnerships, corporations, organizations, government agencies or other entities without limitations—unless acceptance of gifts from a specific source is inconsistent with MACLT's beliefs, values or mission. MACLT may refuse gifts that may be harmful or incompatible with MACLT's mission.

When gifts with restrictions are accepted, restrictions will be honored. These restrictions will be detailed in the donor's gift or pledge commitment letter.

MACLT shall honor donor's anonymity by keeping donor's information confidential, if donor wishes to remain anonymous.

Audit Requirements

MACLT will have an external audit prepared annually when 1) required by State or Federal law, 2) MACLT acquires sufficient funds or assets to warrant one, or 3) when individual insurers and/or donors request one. Because audits are costly, the Board will budget for this expense in advance.

Annual Filings

In accordance with its Bylaws, MACLT shall, via the Treasurer, submit Form 990 or Form 990 EZ with the Internal Revenue Service by May 15 of each year for the preceding year.

Annual Renewals

Licenses

Business License to be renewed annually each January with Grand County Clerk, Utah.

Permits

Solicitation Permit to be renewed annually each January with the State of Utah.

Document Retention

All printed, electronic, written, or verbal records produced by MACLT Board Members, Employees, and Volunteers during the course of his/her respective involvement with MACLT belongs to the organization and are covered by this policy. MACLT shall maintain Administrative and Financial binders for hard copy documents and corresponding folders on Google Drive for digital copies. The Secretary shall be the primary contact to maintain MACLT document filing systems until staff is hired.

Original Documents

MACLT keeps originals of all irreplaceable documents essential to the defense of each transaction (such as legal agreements, critical correspondence, and the Ground Lease) in one location. Original documents are protected from daily use and are secure from damage and theft.

Essential Correspondence

Essential Correspondence includes, but is not limited to, copies of all signed letters and documents, notifications of policy changes, program enforcement, resale correspondence, and copies of signed Notes and Ground Leases. All documents shall be communicated in writing via U.S. mail or email when appropriate, signed by a MACLT representative, and a scanned copy of the document shall be stored in MACLT's shared Google Drive folder under "Archives."

Non-Essential Correspondence

Non-Essential Correspondence includes, but is not limited to, newsletters, notifications and information on MACLT events and classes, and other relevant handouts or materials.

Non-Essential Correspondence shall be distributed via email and a digital copy shall be stored in MACLT's shared Google Drive folder under "Archives."

Document Retention Schedule

Tax, Accounting, and Audit Records

Records shall be retained for at least seven (7) years after the return for that year was filed or the last action was taken on the record and may be retained permanently. This policy includes not only the actual returns, but all records of payroll, expense reimbursements, FSA submissions, proof of deductions, business costs, accounting procedures, and other documents related to revenue or expenses.

Personnel Records

Records shall be retained as long as an employee is employed at CHT and for at least five (5) years after an employee terminates employment. Personnel records will be updated further once MACLT hires staff.

Board and Committee Records

Meeting minutes, including records of resolutions or other formal actions taken, shall be retained for the life of the organization. A copy of all materials provided to Board or Board Committee members at any meeting should be retained for at least three (3) years after that meeting.

Press Releases

Public releases or other publicly filed or posted records shall be retained for the life of the organization.

Legal Files

Records shall be maintained for at least seven (7) years after the conclusion of the legal matter except corporate legal files that may need to be retained for the life of the corporation. Any destruction of legal files should first be cleared with legal counsel.

Property Files

Records of all MACLT properties, improvements, and equipment shall be retained for the life of the property.

General Business Files

General Business files that are not specifically tax-related should be retained for at least five (5) years after they are last used.

Files Maintained on Every Applicant

Applicant: A potential Homeowner or Renter that has completed the paper application for a specific property in the MACLT portfolio.

Inquiry: A potential Homeowner or Renter who has contacted MACLT via phone, walk-in, or in writing via U.S. mail or email.

MACLT maintains files on every Applicant. The file may contain:

1. Application Form
2. Income Verification
3. Eligibility Certification
4. Approval/Denial Letter(s)
5. Appeal Decision(s), if any.

Individual files are maintained through the process and are retained for five (5) years, even if the applicant does not complete a home purchase or rental through the program.

Files Maintained on Every Homeowner or Renter

MACLT maintains files on every unit for the length of the affordability controls. The unit's hard and electronic files may contain, at a minimum:

1. Street Address and Legal Description
2. Base Sale Price
3. Inspection Report(s)
4. Appraisal Report(s)
5. Description of Unit, including number of bedrooms, bathrooms, etc.
6. Ground Lease and/or Deed Restriction
7. Any additional affordability control or restrictive documents, including Declaration of Covenants, Conditions and Restrictions ("CC&R"), Homeowner Association Covenants, Deeds, or Disclosure Statement(s)
8. Application materials, verifications and certifications of all present owners, pertinent correspondence, any documentation of unit improvements, hardship or income waivers, or approvals granted by MACLT
9. Any regular monitoring documents (i.e. owner occupancy)
10. Compliance Underwriter Post-Closing Task Checklist
11. Post-Closing File Checklist

General Policies

Harassment Policy

MACLT is committed to providing a work environment for all employees that is free from harassment, intimidation, and any acts or threats of violence in any form. Board members, employees, and volunteers are expected to conduct themselves in a professional manner and to show respect for others at all times.

The term "harassment" includes sexual as well as harassment based on any protected classification such as a person's race, color, sex, sexual orientation, size, religion, ethnic heritage, mental or physical disability, age and/or appearance. Any behavior that fosters a hostile work environment is prohibited. Conduct that threatens, intimidates, or coerces another board member, employee, volunteer, or a member of the public at any time will not be tolerated, including any form of written, verbal, or electronic communication.

This policy applies to all work-related settings and activities, whether inside or outside the workplace, and includes business trips and business-related social events. MACLT's property may not be used to engage in conduct that violates this policy. This policy covers

board members, employees, and other individuals who have a relationship with MACLT, which enables MACLT to exercise some control over the individual's conduct in places and activities, and that relate to MACLT's work.

Sexual Harassment

Sexual harassment is defined as unwanted sexual advances, or visual, verbal, or physical conduct of a sexual nature. This definition includes many forms of offensive behavior and includes gender-based harassment of a person of the same sex as the harasser.

While it is not possible to list all of the circumstances that would constitute sexual harassment, the following are some examples:

- Unwelcome sexual advances;
- Offering employment benefits in exchange for sexual behaviors;
- Making or threatening reprisals after a negative response to sexual advances;
- Visual conduct that includes leering, making sexual gestures, or displaying of sexually suggestive objects or pictures, cartoons or posters;
- Verbal conduct that includes making or using derogatory comments, epithets, slurs, or jokes;
- Verbal sexual advances or propositions;
- Verbal abuse of a sexual nature, graphic verbal commentaries about an individual's body, sexually degrading words used to describe an individual, or suggestive or obscene letters, notes, or invitations; and
- Physical conduct that includes touching, assaulting, or impeding or blocking movements.

MACLT's policy against sexual harassment prohibits sexual advances or requests for sexual favors or other physical or verbal conduct of a sexual nature, when:

- Submission to such conduct is made an express or implicit condition of employment;
- Submission to or rejection of such conduct is used as a basis for employment or volunteer decisions affecting the individual who submits to or rejects such conduct;
- or
- Such conduct has the purpose or effect of unreasonably interfering with an employee's work performance or creating an intimidating, hostile, humiliating, or offensive working environment.

While such behavior, depending on the circumstances, may not be severe or pervasive enough to create a sexually hostile work environment, it can nonetheless make co-workers uncomfortable. Accordingly, such behavior is inappropriate and may result in disciplinary action regardless of whether it is unlawful. It is also unlawful and expressly against MACLT policy to retaliate against an employee for filing a complaint of sexual harassment or for cooperating with an investigation of a complaint of sexual harassment.

Violence

Workplace violence is defined as performing actions or using words that endanger or harm another employee or result in another employee having a reasonable belief that he/she is in danger. Any conduct that makes an individual feel endangered is in violation of this policy.

Firearms, weapons, and other dangerous or hazardous devices or substances are prohibited from MACLT premises and training sites without proper authorization.

Examples of workplace violence amounting to behavioral misconduct include but are not limited to

- verbal or physical threats;
- assaults or other violence;
- any behavior that causes others to feel unsafe such as bullying, shouting, or name calling;
- belligerent, threatening or offensive comments;
- hitting, pushing, or other similar physical contact, including touching or threats to take such action;
- gestures or the display of offensive signs or pictures; or
- other aggressive behavior.

Anyone determined to be responsible for threats of (or actual) violence or other conduct that is in violation of these guidelines will be subject to prompt disciplinary action up to and including termination of employment.

Bullying

Bullying is a pattern of behavior in which the bully attempts to intimidate his or her victim and goes beyond a single episode of teasing or fighting. Examples of bullying behavior range from teasing, to extortion, to physical assault and can include any form of electronic communication. All forms of bullying are strictly prohibited. Participants who are observed or discovered to be engaged in bullying are subject to disciplinary procedures.

Reporting, Investigation, and Disciplinary Action

MACLT urges any board member, employee or volunteer who believes that he/she has been treated in violation of this Policy to first consider telling the offending party that his/her conduct or behavior is inappropriate.

However, if a board member, employee or volunteer is not comfortable confronting the offending party, he/she should immediately report the matter to: a) the Board Chair; or, after staff is hired, b) His/her immediate supervisor; or c) the Executive Director.

MACLT will promptly and thoroughly investigate all reports of harassment as discreetly and confidentially as practicable. The investigation would generally include a private interview with the person making a report of harassment. It would also generally be necessary to discuss allegations of harassment with the accused individual and others who may have information relevant to the investigation. Montana Nonprofit Association's goal is to conduct a thorough investigation, to determine whether harassment occurred, and to determine what action to take if it is determined that improper behavior occurred.

The Board is eager to assist in the resolution of disputes and will not discipline employees for raising concerns. To the extent possible, confidentiality of the person reporting, of any witnesses and the alleged harasser, will be protected against unnecessary disclosure. When

the investigation is completed, the complainant and the alleged wrongdoer will be informed of the outcome of the investigation. See Whistleblower Policy below for more information.

MACLT will take prompt disciplinary action in response to policy violations. Disciplinary action may include termination of employment.

Conflict of Interest Policy

The purpose of this conflict-of-interest policy is to protect MACLT's tax-exempt interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director, officer or members of MACLT or might result in a possible excess benefit transaction.

Definitions

Interested Person

Any director, principal officer, or member with governing board-delegated powers, who has a direct or indirect Financial Interest, as defined below.

Financial Interest

A person has a Financial Interest if the person has, directly or indirectly, any actual or potential ownership, investment, or compensation arrangement with MACLT or any entity that conducts transactions with MACLT.

A financial interest is not necessarily a conflict of interest in all cases. Under Article III, Section 2 of IRS Form 1023, a person with a Financial Interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Procedures

Duty to Disclose

In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and be given the opportunity to disclose all material facts to the directors, officers and members holding governing board-delegated powers to consider the proposed transaction or arrangement. Each member (board or staff) shall complete a conflict-of-interest form as circumstances warrant, no less frequently than annually.

Recusal of Self

Any director shall recuse himself or herself at any time from involvement in any decision or discussion in which the director believes he or she has or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists.

Determining Whether a Conflict of Interest Exists

The Board shall review all member disclosures regarding Financial Interests. After disclosure of the Financial Interest, remaining board members shall decide if a conflict of interest exists.

Procedures for Addressing the Conflict of Interest

After exercising due diligence, the Board shall determine whether MACLT can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not possible, the Board shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in MACLT's best interest, for its own benefit, and whether it is fair and reasonable. Based on these determinations, the Board shall make its decision on whether to enter into the transaction or arrangement.

Violations of the Conflicts of Interest Policy

If the Board has reason to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member and allow him/her an opportunity to explain the alleged failure to disclose. If the Board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Anti-Discrimination Policy

MACLT shall not discriminate based on race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, compensation, selection of volunteers and vendors, and other conditions related to work with MACLT.

MACLT is an equal opportunity employer. MACLT does not discriminate and will take affirmative action measures to ensure against discrimination in employment, recruitment, advertisements for employment, compensation, termination, upgrading, promotions, and other conditions of employment against any employee or job applicant on the bases of race, color, gender, national origin, age, religion, creed, disability, veteran's status, sexual orientation, gender identity or gender expression.

Issues of discriminatory treatment, harassment, or intimidation on any of these bases shall be reported immediately to a Director and, if substantiated, prompt action will be taken. Reporting any discrimination by a director or volunteer by the reporting individual will not result in retaliation.

Whistleblower Policy

MACLT requires its board members, volunteers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities within the organization. It is the responsibility of all board members, volunteers, and employees to report concerns about violations of MACLT's code of ethics, violations of law, or governing operation regulations.

No Retaliation

It is contrary to the values of MACLT for anyone to retaliate against any board member, employee, or volunteer who in good faith reports an ethics violation or a suspected violation of law, such as a complaint of discrimination, suspected fraud, or suspected violation of MACLT's governing operation regulations. 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.

Reporting Process

All directors, officers or persons dealing with MACLT should address their concerns relating to a potential violation to any person within the organization who can properly address those concerns.

The Chair shall serve as the primary Compliance Officer to advise upon and archive all violations. The Chair is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The Compliance Officer will advise the Board of Directors on all complaints and their resolution and will report at least annually to the Treasurer on compliance activity relating to accounting or alleged financial improprieties.

Reports or concerns may be submitted to the Board anonymously or by identification by letter or email.

Indemnity Policy

To the full extent that it shall have from time to time under applicable law and in the manner from time to time prescribed or permitted by applicable law, MACLT may indemnify any past, present, or future Director, Officer, employee, or Agent against all costs, expenses and liabilities, including attorneys' fees actually and necessarily incurred by or imposed upon them in connection with or resulting from their involvements with MACLT.

No such reimbursement or indemnity shall relate to any expense incurred or settlement made in connection with any matter arising out of his or her negligence or misconduct as determined by a court of competent jurisdiction or, in the absence of such a determination, by the MACLT Board acting on the advice of legal counsel.

Operational Policies

Donation Acceptance Policy

Criteria

MACLT shall accept all donations of land, property, or cash which support its stated mission.

Assessment Plan

The MACLT board and/or staff shall assess donations when offered, and reserves the right to decline donations if: they do not support the mission; or they are determined to be unsuitable for MACLT's current needs. All donor restrictions will be honored to the best of our ability, or the donation shall not be accepted by MACLT.

Stewardship Policies

Stewardship policies shall be developed and adopted before MACLT develops a portfolio of real properties, homeowners, and/or renters.