



National Association
of Long Term Care
Administrator Boards

**NATIONAL ASSOCIATION OF LONG
TERM CARE ADMINISTRATOR BOARDS**

POLICY

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POLICIES

(Revised November 12, 2010)

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Authority:

ARTICLE VI -- Board of Governors

Section 2. Duties: The board of governors shall have supervision, direction, and control of the affairs of the association. It may appoint such agents, as it may consider necessary to assist in the execution of the powers granted.

- c. The board of governors at its regular meetings or by mail ballot, as it deems advisable, shall adopt policies which delineate the:
 - (1) duties and authority of the chairman, chairman-elect, secretary, treasurer, and past chairman;
 - (2) duties, authority, and conduct of meetings of the executive committee and each of the standing committees;
 - (3) ethical standards governing the behavior of officers and employees; and,
 - (4) manner in which all association business and
 - (5) activities shall be conducted.

Procedure:

VI. COMMITTEES

C. Bylaws, Policies, and Procedures Committee

Procedure

2. Policies, Procedures, Job Descriptions - Recommended changes must be sent to the bylaws committee in time to be considered by the committee before any regular or special meeting. However, if the chairman determines a matter needs immediate attention, s/he may direct the bylaws committee to consider the matter and prepare a recommendation for board of governors' review.

- a. The chairman may direct that the committee's recommendations be acted on at any board meeting (policy) or Executive Committee Meeting (Procedures), in which case a majority of voting members will decide, or
- b. The chairman may direct that the recommendation be submitted for mail ballot in which case a majority of member state (policy) or Executive Committee members (Procedures) will decide.

POLICIES

I. ORGANIZATION

A. Incorporation

The National Association of Long Term Care Administrator Boards (NAB), formerly the National Association of Boards of Examiners for Nursing Home Administrators came into being November 23, 1970. It is incorporated under the Not-for-Profit Corporation Law of the State of New York.

NAB was established by representatives of some of the state, commonwealth, territories of the United States and the District of Columbia boards and/or agencies responsible for licensing nursing home administrators as mandated by Title 42 Code of Federal Regulations, Part 431,700-708.

B. Objectives (goals)

The NAB's board of governors through the strategic plan establishes the objectives of the Association.

C. Operations

Policy - The management and operations of NAB are dictated by the Not-for-Profit-Corporation Law of the State of New York, the NAB Articles of Incorporation, and the bylaws of NAB. Legal authority to manage and operate is vested in the board of governors which elects officers, defines their duties and authority, promulgates policies, procedures, and recommendation to the rules governing NAB activities, determines organizational structure, and provides general direction of all business and other transactions conducted by the association.

D. Organizational Structure

Policy - NAB is organized in a manner that focuses efforts and activities of its members and staff on accomplishing the objectives of NAB. The board of governors may change the organizational structure as it deems advisable and as is permissible under its legal authority. NAB operates under the following organizational structure.

II. MEMBERSHIP

Policy - Members of the association are organizations and individuals who support and work toward attainment of the objectives of NAB. The board of governors determines types of membership, eligibility, privileges, and dues. The board of governors may also suspend or expel members for cause.

A. Types of Membership

1. Regular members are members of state, commonwealth, district, and territorial boards of the United States and the District of Columbia examiners and the executive director/secretary of the boards. Regular members are eligible to serve on the board of governors and committees, to hold office, and to vote on the basis of one vote per state as described under Section III of this manual.

2. Associate members are former regular members and individuals who were formerly eligible for regular membership. Associate members shall be eligible to hold office, to serve on committees, and to chair committees. Associate members are ineligible to serve on the board of governors and to vote.

3. Subscribing members are representatives or members of a faculty holding academic rank of universities, colleges, or schools that offer a long term care administrator course approved by any state board or agency charged with licensing and/or registering nursing home administrators; and representatives or paid staff members of any business or

professional organization engaged in activities which relate to the objectives of NAB. They are eligible to serve on all committees except the examination committees, but are ineligible to serve on the board of governors, or hold office, unless approved by the executive committee.

4. A distinguished service member is a member who has served the association with distinction for at least five years and has made significant contributions to the operations and growth of the organization, and/or a person who has made significant contributions to the goals, philosophy and ethics of the long term care administration profession. Distinguished service members are entitled to attend meetings and serve on committees but cannot hold office or vote unless otherwise eligible/qualified. Distinguished service members pay no dues.

- a. the executive committee may award no more than one distinguished service award per year for each of the two categories.
- b. the award shall consist of (1) waiver of annual membership dues, (2) the reimbursement of expenses to the meeting in which the award is presented; and,
- c. an appropriate certificate or plaque.

III. BOARD OF GOVERNORS

A. Members

Policy - The board of governors is the legal authority charged with operations of NAB. It is comprised of one representative of each member state, commonwealth, territories and the District of Columbia. Such representatives are regular members of NAB and the elected officers of NAB. Each member state, commonwealth, district, and territory may cast one vote on all matters brought before the board of governors. In the event an officer is designated voting privileges by any member state, commonwealth, territory or the District of Columbia, the officer may only cast one vote.

B. Duties of the Board of Governors

Policy - The board of governors has supervision, direction, and control of the affairs of the association. It appoints agents to assist with carrying out its duties as it deems advisable and assigns duties and delegates authority to its officers and committees as it sees fit. Such action must be in compliance with the New York Not-for-Profit Corporation Law and the association bylaws.

IV. OFFICERS

A. Officers

Policy - The elected officers of the association are chairman-elect, secretary, and treasurer. A term of office is two years. The chairman may not succeed himself/herself. Other officers may serve no more than two consecutive terms in any one office. In the event an officer loses his/her status as regular member of the association, s/he assumes associate member status without paying dues for the remainder of the term, and may serve out his/her full term as officer. An officer who has served half or more of a two-year term is considered to have served a full term in that office. No member may hold more than one office at any one time. Any officer may be removed for cause as determined by two-thirds (2/3) vote of the member states.

Policy - The elected officers of the association shall demonstrate commitment and vision to the organization. Elected officers shall have demonstrated leadership ability to the organization by serving in a leadership position within the last four years.

B. Job Descriptions

Policy - Job descriptions are developed by the bylaws, policies, and procedures committee and submitted to the board of governors for review and approval. They outline the authority and duties of each officer. The board of governors may change job descriptions as it sees fit.

JOB DESCRIPTIONS

Title: Chairman

A. Distinguishing Features of Work

This is the top-level leadership and management position in NAB. Authority is granted by the board of governors for the chairman to oversee the operations of the association, to make certain appointments and to communicate matters of importance to the board of governors. Decisions are made within guidelines of legal provisions, the association's bylaws and the policies and procedures adopted by the board of governors. Incumbent provides direction to and supervises the activities of the association staff.

B. Duties

It is the duty of the chairman to:

1. serves as chairman of the board of governors and of the executive committee;
2. preside at meetings of the association, the board of governors, and the executive committee;
3. appoint chairmen and members of all standing and special committees except the executive committee and the nominating committee, and may designate an officer to serve as liaison for each committee;
4. serve as an ex officio member with the right to vote in all committees, except the nominating committee;
5. advise the board of governors of problems needing its attention and make suggestions for promoting the welfare and increasing usefulness of the association;
6. call special meetings as provided in the bylaws;
7. develop a proposed agenda for the board of governors meetings and an agenda for executive committee meetings;
8. approve and sign all notifications of meetings of the membership, board of governors, and the executive committee;
9. give general direction and coordinate the work of the staff and membership in the operations of the association including among other tasks an annual performance evaluation of the President and CEO, and the periodic self-assessments of the Executive Committee;
10. authorize payment of travel and other expenses as provided in the bylaws and the policies and procedures;
11. perform such other duties as may be necessary to the position of chairman and/or as assigned by the board of governors; and,
12. serve as immediate past chairman upon leaving office as chairman as provided by the policies and procedures.

Title: Chairman-Elect

A. Distinguishing Features of Work

This is the second highest level of leadership and management position in NAB. Duties are assigned and authority delegated by the board of governors and the chairman. Incumbent reports to the chairman and to the board of governors. Decisions are made within legal provisions, association bylaws, and policies and procedures. For purposes of continuity, the chairman-elect shall automatically succeed to the office of the chairman.

B. Duties

It is the duty of the chairman-elect to:

1. serve on the board of governors and the executive committee;
2. serve as directed by the chairman or the board of governors when the chairman is temporarily unable to perform his duties;
3. succeed to the presidency in the event the chairman cannot serve on a permanent basis, should resign, or should be removed from office;
4. serve as liaison to a standing committee(s) as directed by the chairman; and,
5. assist the CEO/President in identifying and soliciting speakers for the annual and mid-year meetings; and
6. perform such other duties as are assigned by the chairman and/or the board of governors.

Title: Secretary

A. Distinguishing Features of Work

This is a responsible elective position that requires attention to detail and accuracy in recording. The chairman and the board of governors assign duties. All decisions are made within legal provisions, association bylaws, and policies and procedures.

B. Duties

It is the duty of the secretary to:

1. serve on the board of governors and the executive committee;
2. record and prepare minutes of meetings of the board of governors and the executive committee;
3. serve as liaison to a standing committee(s) as directed by the chairman; and,
4. perform such other duties as may be assigned by the chairman and/or the board of governors.

Title: Treasurer

A. Distinguishing Features of Work

The treasurer shall be responsible for ensuring that proper records are kept of all receipts and disbursements of funds of the association, that an annual audit is compiled, and financial reports are made to the board of governors, and shall perform such other duties as are assigned by the chairman or the board of governors. (Article VIII, Section 7)

B. Duties

It is the duty of the treasurer to:

1. serve on the board of governors and the executive committee;
2. attend orientation and other meetings with the CEO/President and other designated accounting staff at the beginning of a new term and periodically thereafter;
3. supervise the maintenance of financial records of the association;
4. serve as chair of the budget and finance committee;
5. serve as liaison to a standing committee(s) as directed by the chairman;
6. ensure that bills are paid promptly and financial obligations are properly met within policies and procedures imposed by the association; and,
7. perform such other duties as may be assigned by the chairman and/or the board of governors.

Title: Past Chairman

A. Distinguishing Features of Work

This is an advisory, supportive position, which involves sharing experiences with the chairman and the executive committee. All duties are carried out and decisions made within legal provisions and association bylaws, policies and procedures.

B. Duties

It is the duty of the past chairman to:

1. serve as a member of the executive committee;
2. provide information, support, and assistance to the chairman and the executive committee in carrying out programs of the association; and,
3. perform such other duties as assigned by the chairman and/or the board of governors.

Title: Committee Chair

A. Distinguishing Features of Work

Committee chairman is a position of leadership and responsibility for the activity of a given committee. The chairman who assigns duties and delegates authority gives instructions. All decisions are made within legal provisions, association bylaws, and policies and procedures.

B. Duties

It is the duty of a committee chair to:

1. develop an agenda for all meetings of the committee;
2. attend and preside over all of the committee's meetings;
3. expedite work assigned or referred to the committee by the board of governors and/or the chairman;

4. submit written reports on committee actions and recommendations to the board of governors or the executive committee, as appropriate, with a copy to the liaison officer;
5. keep all committee members informed of all meetings and committee reports;
6. appoint a committee secretary to record, compile, and circulate minutes as required by association policy and procedure;
7. participate in all conferences relative to contracts or other important matters affecting the committee; and,
8. perform such other duties as may be assigned by the board of governors and/or the chairman.

C. Additional duties and requirements for Exam and Continuing Education Chairs

1. NHA and RC/AL Exam Chairs shall attend an orientation meeting with NAB's testing agency at the beginning of each new term and periodically thereafter. At the discretion of the Chairman, the vice chairs may also attend any meeting.
2. The Continuing Education Committee Chair and Vice Chair shall attend an orientation meeting with the NAB staff at the association offices at the beginning of each new term and periodically thereafter.

Title: Vice-Chair

1. In the event the chair cannot attend a meeting the vice-chair assumes the duties of chair.
2. Performs other duties as requested by the Chair; and,
3. When required, attend orientation, training, and other meetings.

Title: President and CEO

A. Distinguishing Features of Work

This is a highly responsible administrative position directing the administrative activities of the association. Duties are assigned and authority delegated by the chairman. Incumbent reports directly to the chairman unless otherwise instructed by the chairman. The position involves directing a central office staff of employees. Incumbent may be a salaried or a contractual employee of the association. The chairman and the board of governors through reports, observations, and conferences review the work of the president and CEO. All decisions are made within legal provisions, association bylaws, and policies and procedures.

B. Duties

It is the duty of the president and CEO to:

1. serve as chief administrative officer of the association;
2. plan, direct, and control activities of the national office so that programs of the association are efficiently and economically operated;
3. supervise the handling of all correspondence as directed by the chairman;
4. maintain accounting records, make purchases, develop financial reports, sign checks as directed;
5. assist with public relations for the association;

6. maintain standards for corporate compliance, risk management, and records retention as outlined; keep the Executive Committee apprised of any status changes and report annually on the Risk Management Program to the Chair, Budget and Finance Committee.
7. represent the association with other organizations as directed;
8. supervise arrangements for meeting rooms, hotel rooms, transportation, etc., for the association, executive committee, and other meetings, as directed;
9. distribute and maintain association records such as minutes, reports, etc.;
10. participate in executive committee and other meetings as directed; and,
11. perform such other duties as may be assigned by the chairman and the board of governors or executive committee.

V. ASSOCIATION MEETINGS

Policy - The annual meeting of the association is held each year between May 1, and June 30, to elect officers biennially, receive reports, convene committees and transact other business. Special meetings may be called at any time. The place and time of meetings are determined by the executive committee, which considers the desires of the membership in order to ensure maximum attendance. A majority of the voting delegates present of the board of governors constitutes a quorum. Accurate records of all meetings are kept and circulated to the membership.

VI. COMMITTEES and TASK FORCES

A. **Standing Committees**

Policy - There are nine standing committees: (1) Executive; (2) Bylaws, Policies and Procedures; (3) NHA Examination; (4) Education; (5) Budget and Finance; (6) Continuing Education; (7) State Governance; (8) RC/AL Examination; and (9) Marketing and Public Relations. The board of governors and/or the chairman assigns duties and delegates authority to each committee. All activities and decisions of the committees are made within legal provisions, the association bylaws, and policies and procedures.

B. **Executive Committee**

Policy - The executive committee consists of the chairman, chairman-elect, secretary, treasurer, and immediate past chairman. The president and CEO serves as an ex officio, nonvoting member. The committee's duties are assigned and its authority delegated by the board of governors. All acts of the executive committee are submitted to the board of governors for review, revision, and approval, as the board of governors deems advisable.

C. **Bylaws, Policies, and Procedures Committee**

Policy - This committee continuously reviews the association's bylaws and policies and procedures to ensure that they are designed to assist in operations and the attainment of NAB goals. The chairman carries out his/her duties according to the job description for committee chairmen. Any association member may recommend a change in bylaws, job description, or policies and procedures.

D. **NHA Examination Committee**

Policies

The NHA examination committee is responsible for development and continuous review of the NAB Nursing Home Administrator examination.

1. The NHA examination committee selects items for the examination in accordance with established procedures.
2. The NHA examination committee addresses any and all problems concerning the examinations and makes appropriate recommendations to the board of governors.
3. All committee policies and procedures are reviewed by the NHA examination committee at least annually.
4. The committee develops new policies and procedures as needed for the orderly conduct of committee business.
5. The committee develops and reviews the examination as a whole committee. Under special circumstances a subcommittee may be appointed by the chairman to develop and review examinations.

E. RC/AL Examination Committee

Policies

1. The RC/AL examination committee is responsible for development and continuous review of the NAB Residential Care/Assisted Living Administrator examinations.
2. The RC/AL examination committee selects items for the examination in accordance with established procedures.
3. The RC/AL examination committee addresses any and all problems concerning the examinations and make appropriate recommendations to the board of governors.
4. All committee policies and procedures are reviewed by the RC/AL examination committee at least annually.
5. The committee develops new policies and procedures as needed for the orderly conduct of committee business.
6. The committee develops and reviews the examination as a whole committee. Under special circumstances a subcommittee may be appointed by the chairman to develop and review examinations.

F. Education Committee

Policy - The committee addresses issues related to basic education and other requirements or people entering the field of long term care administration. With the examination committee it evaluates education materials including study materials for preparing candidates for the national examination. The committee accredits academic programs in long term care administration

1. The committee recommends to the board minimum education requirements for entrance into the profession of long term care administration.
2. The committee establishes a review and approval process for accrediting academic programs at both the undergraduate and graduate levels.
3. The committee is responsible for making recommendations to the board of governors on all matters related to association publications.
4. The committee recommends academic accreditation to the NAB board of governors for those schools approved by the committee.

G. Budget and Finance Committee

Policy - The committee is comprised of the chairman, treasurer, who serves as the chair, and other members of the association appointed by the chairman. It shall prepare the annual budget

for review and approval of the board of governors. The committee continuously reviews and makes recommendations on policies and procedures governing the generation of and expenditure of funds.

H. Continuing Education Committee

Policy - The committee recommends to State Boards of examiners and/or licensing authorities educational offerings via the NCERS program and works with both providers and users to provide quality education related to the role of long-term care administration. The committee grants continuing education hours for attendees for participation in NAB activities.

I. State Governance Committee

Policy - The committee monitors and identifies regulatory issues that may affect NAB members, and analyzes the potential impact. The committee may recommend actions or solutions to the identified issues. The committee addresses issues of substandard conduct related to the practice of long term care administrators. It recommends model standards and procedures for member boards. It receives and disseminates information on persons against whom member boards have taken disciplinary action that is a matter of public record.

J. Nominating Committee

Policy - The nominating committee is comprised of the immediate past chairman, two (2) regular and/or Associate members, and an alternate, of the association elected by the board of governors at its annual meeting in odd-numbered years. The committee prepares a slate of nominees for office, having authority to nominate any member eligible to hold office, except that no member may be nominated for a third term in any one office. Other nominations may be made from the floor at the time of the election of officers.

K. Marketing and Public Relations Committee

Policy – The committee addresses such issues as marketing, membership recruitment and retention, development of a communications plan, identifying internal and external resource needs, and promotion of NAB’s computer-based exam programs and other products and services.

In order to ensure that published material contains accurate, consistent, and current information and data, any NAB member, academician, or entity desiring to write, contribute, and /or publish any article or document on behalf of NAB or referencing an affiliation to NAB shall obtain prior written approval of the Executive Committee following a review by the Marketing & Public Relations Committee.

L. Task Forces

Policy - The chairman may appoint, or the board of governors may request a Task Force as deemed advisable to study and make recommendations on special problems or needs of the association. Task Forces serve in an ad hoc capacity and are dissolved upon completion of their assigned task.

M. Committee Minutes, Reports and Recommendations

Policies

1. Committee chair provides for recording the minutes.
2. A draft of committee minutes is submitted to the board of governor’s secretary before each meeting of the board of governors.

VII. GENERAL MANAGEMENT

Policy

General Management shall be under direction of the chairman and the president and CEO. The president and CEO staffs, maintains and supervises a national office for NAB. S/he is in charge of its day-to-day operations, which are carried out within guidelines established by the association.

A. Document Retention and Destruction Policy

This Document Retention and Destruction Policy of National Association of Long Term Care Administrator Boards identifies the record retention responsibilities of staff, volunteers, members of the Board of Governors, and outsiders for maintaining and documenting the storage and destruction of the Organization's documents and records.

Rules.

The Organization's staff, volunteers, members of the Board of Governors and outsiders (i.e., independent contractors via agreements with them) are required to honor these rules: (a) paper or electronic documents indicated under the terms for retention below will be transferred and maintained by the Human Resources, Legal or Administrative staffs/departments or their equivalents; (b) all other paper documents will be destroyed after three years; (c) all other electronic documents will be deleted from all individual computers, data bases, networks, and back-up storage after one year; and (d) **no paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation.**

1. **Terms for retention.**

a. Retain permanently:

- i. *Governance records* – Charter and amendments, Bylaws, other organizational documents, governing board and board committee minutes.
- ii. *Tax records* – Filed state and federal tax returns/reports and supporting records, tax exemption determination letter and related correspondence, files related to tax audits.
- iii. *Intellectual property records* – Copyright and trademark registrations and samples of protected works.
- iv. *Financial records* – Audited financial statements, attorney contingent liability letters Retain for ten years:
- v. *Pension and benefit records* -- Pension (ERISA) plan participant/beneficiary records, actuarial reports, related correspondence with government agencies, and supporting records.
- vi. *Government relations records* – State and federal lobbying and political contribution reports and supporting records.

b. Retain for three years:

- i. *Employee/employment records* – Employee names, addresses, social security numbers, dates of birth, INS Form I-9, resume/application materials, job descriptions, dates of hire and termination/separation, evaluations, compensation information, promotions, transfers, disciplinary matters, time/payroll records, leave/comp time/FMLA, engagement and discharge correspondence, documentation of basis for independent contractor status (retain for all current employees and independent contractors and for three years after departure of each individual).

- ii. *Lease, insurance, and contract/license records* – Software license agreements, vendor, hotel, and service agreements, independent contractor agreements, employment agreements, consultant agreements, and all other agreements (retain during the term of the agreement and for three years after the termination, expiration, non-renewal of each agreement).
- c. Retain for one year:
 - i. *All other electronic records, documents and files* – Correspondence files, past budgets, bank statements, publications, employee manuals/policies and procedures, survey information.
- d. Exceptions. Exceptions to these rules and terms for retention may be granted only by the Organization’s chief staff executive or Chairman of the Board of Governors.

VIII. NATIONAL CONTINUING EDUCATION REVIEW SERVICE (NCERS)

Policy

In order to provide a standard and uniform method of evaluating the continuing education activities required for maintenance of long term care administrator licenses, the association operates the National Continuing Education Review Service. Applications and proposed continuing education courses offered by national and regional organizations are reviewed and information on programs approved is available to any state, commonwealth, district, or territory that desires to use the service. The continuing education committee approves provider, certified and corporate sponsor applications and develops procedures to market NCERS services.

IX. FINANCIAL MANAGEMENT

A. Accounting System

Policy - Financial accounting practices of NAB are in accord with generally accepted accounting practices (GAAP). An accrual system of accounting is used.

B. Budgeting

Policy - The budget and finance committee prepares an annual budget based on the prior years’ experience and anticipated future revenues. It will cover the fiscal year January 1, through December 31 of the following year. The budget includes a chairman’s contingency, and the board of governors adopts the budget.

C. Banking

Policy - The handling of NAB income shall be in a manner that ensures accuracy, security and the generation of additional income wherever possible.

D. Dues, Rates, Fees, Rights and Privileges

Policy - Membership dues and all rates and fees are set by the board of governors and are reviewed annually.

E. Sales and Rentals

Policy - Examinations, publications and services are available to any state, commonwealth, territory or district. However, paid-up members of the association pay a lower rate as provided in the schedule mandated in this part. All items for resale have member and non-member prices, except that books and other items purchased for resale are priced the same.

F. National Continuing Education Review Service

Policy - The NAB office provides information to interested and eligible agencies on the NCERS and its costs.

G. Contracting

Policy - NAB contracts for association management, examinations and other services as approved by the board of governors.

H. Purchasing

Policy - All purchases other than those prescribed by direct contract with a vendor are to be made at the most economic rates feasible.

I. Compensation and expenses

Policy

1. Compensation - of NAB staff, and any other contractors, is handled according to contracts between NAB and the contractors. Board of governor's members, officers, committee chairman, and other members of the association may not be compensated, other than for expenses, for any service rendered in their official capacity within the association. The association may contract with and pay any member to perform a professional or technical task for the association.
2. Expenses - Travel and related expenses may be paid as identified under Travel Regulations, which follows this section. Expenses of the president and CEO and NAB staff and of any other contractor's are handled according to contractual agreement. NAB shall not reimburse any expenses, which will be or have been reimbursed by other means.

J. Travel Regulations

Policy - Travel and related expenses including registration fees may be paid as follows:

1. Officers for annual, mid-year, special, and executive committee meetings and for other travel authorized by the chairman within budget provisions.
2. Chairmen of standing committees for annual, mid-year, and other meetings as authorized by the chairman within budget provisions.
3. Committee members and other association members when on special assignment as authorized by the executive committee.

K. Accounting Reports

Policy - Financial statements are prepared monthly and distributed to authorized persons.

L. Auditing

Policy - A CPA audit is conducted at the end of each fiscal year.

M. Bonding

Policy - Any NAB staff member and/or officer who handles receipt and disbursement of NAB funds may be required to furnish bond at NAB expense. The amount is set by the board of governors, which considers whether cost of bonding is more than the probable benefit.

N. Indemnification

Policy - As provided in the bylaws the association provides professional liability insurance for its officers.

O. Policy on the Process for Determining Compensation

This Policy on the Process for Determining Compensation of National Association of Long Term Care Administrator Boards applies to the compensation of the following persons employed by the Organization:

1. The Organization's **chief employed executive**
2. Other **Officers**¹ or **Key Employees**² of the Organization by title: Chairman, Chairman-Elect, Immediate Past Chairman, Treasurer, Secretary

The process includes all of these elements: (1) review and approval by the board of directors or compensation committee of the Organization; (2) use of data as to comparable compensation; and (3) contemporaneous documentation and recordkeeping.

1. Review and approval.

The compensation of the person is reviewed and approved by the board of Governors or compensation committee of the Organization, provided that persons with conflicts of interest with respect to the compensation arrangement at issue are not involved in this review and approval.

2. Use of data as to comparable compensation.

The compensation of the person is reviewed and approved using data as to comparable compensation for similarly qualified persons in functionally comparable positions at similarly situated organizations.

3. Contemporaneous documentation and recordkeeping.

There is contemporaneous documentation and recordkeeping with respect to the deliberations and decisions regarding the compensation arrangement.

X. ETHICS

Policy

It is essential to the proper operation of NAB that the board of governors, elected officers, members, contractual, salaried, and wage employees be independent and impartial; that no office and/or employment be used for personal or private gain other than remuneration provided in the bylaws, policies, and procedures; and that there be member confidence in the integrity of the association.

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- 1 **Officer** – A person elected or appointed to manage the Organization's daily operations, such as a president, vice-president, secretary or treasurer. The officers of the Organization are determined by reference to its organizing document, bylaws, or resolutions of its governing body, or as otherwise designated consistent with state law, but at a minimum include those officers required by applicable state law. Include as officers the Organization's top management official and top financial official (the person who has ultimate responsibility for managing the Organization's finances).
 - 2 **Key Employee** – An employee of the Organization who meets all three of the following tests: (a) \$150,000 Test: receives reportable compensation from the Organization and all related organizations in excess of \$150,000 for the year; (b) Responsibility Test: the employee: (i) has responsibility, powers, or influence over the Organization as a whole that is similar to those of officers, directors, or trustees; (ii) manages a discrete segment or activity of the Organization that represents 10% or more of the activities, assets, income, or expenses of the Organization, as compared to the Organization as a whole; or (iii) has or shares authority to control or determine 10% or more of the Organization's capital expenditures, operating budget, or compensation for employees; and (c) Top 20 Test: is one of the 20 employees (that satisfy the \$150,000 Test and Responsibility Test) with the highest reportable compensation from the Organization and related organizations for the year.

The attainment of one or more of these ends is impaired when a conflict exists between the personal and private interests of an officer, member, or an employee and his/her duties as such. Therefore, the association interests require that it establish appropriate ethical standards with respect to conduct of officers, members and employees without creating unnecessary barriers to the operations of the association.

It is incumbent upon every officer, member and employee (contractual or otherwise) to adhere to the policies and the following procedures.

XI. CONFLICT OF INTEREST POLICY

This Conflict of Interest Policy of National Association of Long Term Care Administrator Boards: (1) defines conflicts of interest; (2) identifies classes of individuals within the Organization covered by this policy; (3) facilitates disclosure of information that may help identify conflicts of interest; and (4) specifies procedures to be followed in managing conflicts of interest.

A. Definition of conflicts of interest.

A conflict of interest arises when a person in a position of authority over the Organization may benefit financially from a decision he or she could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated. This policy is focused upon material financial interest of, or benefit to, such persons.

B. Individuals covered.

Persons covered by this policy are the Organization's officers, board of governors, appointed leadership, chief employed/contract executive and chief employed/contract finance executive.

C. Facilitation of disclosure.

Persons covered by this policy will annually disclose or update to the Chairman of the Board of Governors on a form provided by the Organization their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other organizations or those of family members.

D. Procedures to manage conflicts.

For each interest disclosed to the Chairman of the Board of Governors, the Chairman will determine whether to: (a) take no action; (b) assure full disclosure to the Board of Governors and other individuals covered by this policy; (c) ask the person to recuse from participation in related discussions or decisions within the Organization; or (d) ask the person to resign from his or her position in the Organization or, if the person refuses to resign, become subject to possible removal in accordance with the Organization's removal procedures. The Organization's chief employed/contract executive and chief employed/contract finance executive will monitor proposed or ongoing transactions for conflicts of interest and disclose them to the Chairman of the Board of Governors in order to deal with potential or actual conflicts, whether discovered before or after the transaction has occurred.

XII. WHISTLEBLOWER POLICY

This Whistleblower Policy of National Association of Long Term Care Administrator Boards: (1) encourages staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the Organization; (2) specifies that the Organization will protect the person from retaliation; and (3) identifies where such information can be reported.

A. Encouragement of reporting.

The Organization encourages complaints, reports or inquiries about illegal practices or serious

violations of the Organization's policies, including illegal or improper conduct by the Organization itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies. Other subjects on which the Organization has existing complaint mechanisms should be addressed under those mechanisms, such as raising matters of alleged discrimination or harassment via the Organization's human resources channels, unless those channels are themselves implicated in the wrongdoing. This policy is not intended to provide a means of appeal from outcomes in those other mechanisms.

B. Protection from retaliation.

The Organization prohibits retaliation by or on behalf of the Organization against staff or volunteers for making good faith complaints, reports or inquiries under this policy or for participating in a review or investigation under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. The Organization reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

C. Where to report.

Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the bases for the complaints, reports or inquiries. They should be directed to the Organization's chief employed/contract executive or Chairman of the Board of Governors; if both of those persons are implicated in the complaint, report or inquiry, it should be directed to the Chairman-Elect of the Board of Governors. The Organization will conduct a prompt, discreet, and objective review or investigation. Staff or volunteers must recognize that the Organization may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously.

XIII. MAIL VOTE

Policy

The executive committee may submit questions needing immediate attention to the active members for approval or disapproval by mail ballot. The majority vote of the member states shall decide. Such decisions are binding on the association the same as if made at a duly called meeting.

XIV. COMMUNICATIONS

A. Correspondence

Policy - NAB correspondence shall be handled by the president and CEO as directed by the chairman who is responsible for keeping the membership advised on all matters involving the association. All correspondence to NAB requiring a response is to be answered at the earliest feasible time which shall be within two working days from the date of receipt, except when more time is needed for the collection of required information. The president and CEO supervises maintenance of files on all correspondence.

B. Other Communications

Policy – The Executive Committee will determine other channels for communicating with the membership, e.g. newsletters, website, directory, etc.

C. Studies (research)

Policy - The association may conduct studies to obtain information useful in accomplishing its own goals, and contributing new information to the long term care administrator field. It may

accept grants to finance studies and/or participate with other organizations in doing studies that are conducted according to standard research procedures.

D. Electronic Devices

Policy – The use of recording devices (audio or video) during NAB meetings is prohibited unless prior authorization by the committee chairperson is given. Cell phones brought into meetings must be turned off or placed in a silent or vibrating mode. Other electronic devices should be used in such a manner as not to disturb members in attendance.

XV. JOINT VENTURE POLICY

This Joint Venture Policy of National Association of Long Term Care Administrator Boards requires that the Organization evaluate its participation in joint venture arrangements under Federal tax law and take steps to safeguard the Organization's exempt status with respect to such arrangements. It applies to any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity as further defined in this policy.

- A. Joint ventures or similar arrangements with taxable entities. For purposes of this policy, a joint venture or similar arrangement (or a "venture or arrangement") means any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity without regard to: (1) whether the Organization controls the venture or arrangement; (2) the legal structure of the venture or arrangement; or (3) whether the venture or arrangement is taxed as a partnership or as an association or corporation for federal income tax purposes. A venture or arrangement is disregarded if it meets both of the following conditions:

(a) 95% or more of the venture's or arrangement's income for its tax year ending within the Organization's tax year is excluded from unrelated business income taxation [including but not limited to: (i) dividends, interest, and annuities; (ii) royalties; (iii) rent from real property and incidental related personal property except to the extent of debt-financing; and (iv) gains or losses from the sale of property]; and

(b) the primary purpose of the Organization's contribution to, or investment or participation in, the venture or arrangement is the production of income or appreciation of property.

- B. Safeguards to ensure exempt status protection. The Organization will: (a) negotiate in its transactions and arrangements with other members of the venture or arrangement such terms and safeguards adequate to ensure that the Organization's exempt status is protected; and (b) take steps to safeguard the Organization's exempt status with respect to the venture or arrangement. Some examples of safeguards include:

- 1) control over the venture or arrangement sufficient to ensure that it furthers the exempt purpose of the organization;
- 2) requirements that the venture or arrangement gives priority to exempt purposes over maximizing profits for the other participants;
- 3) that the venture or arrangement not engage in activities that would jeopardize the Organization's exemption; and
- 4) that all contracts entered into with the organization be on terms that are arm's length or more favorable to the Organization.

XVI. USE OF NAB ASSETS

Policy

- A. NAB copyrighted assets are protected by federal law, thus all material quoted and used by members should be referenced to the NAB. Members must always include a clear and conspicuous notice that the materials are reprinted with permission from NAB. This is to insure that the quality, integrity and value of the material owned by the association is not compromised.
- B. "One off" faxing of documents is acceptable, but members are encouraged to purchase NAB literature when multiple copies are to be used.
- C. Copying and duplication of NAB videos and use of segment clips are strictly prohibited.
- D. Only members in good standing are allowed to use NAB assets.
- E. Non-members must obtain written permission from the NAB for the use of NAB assets.

- F. Privacy Policy. This Privacy Policy sets out NAB's policies regarding treatment of information that may be considered to be private and demonstrates our commitment to your data privacy; it governs both our offline and online data collection practices.

Public Areas. When using the public portion of the website, you can do so anonymously. You are not required to provide us with any personal information and we do not monitor or collect any personally identifiable information from you on your use of the public portions of the website. We may track the number of users who visit areas of the website for internal use such as improving accessibility to website facilities and marketing, but this tracking will not identify you. We may also record the location of your computer on the Internet for systems administration and troubleshooting purposes and for reporting aggregate information.

Use of Personal Information. We use the personal and professional information that applicants provide when completing application forms, completing questionnaires and surveys, and completing or updating your profiles, in order to:

1. Meet our mission to communicate information to our stakeholders;
2. Provide notice of important events, activities, and proposals;
3. Provide opportunities for networking, professional events, and professional memberships;
4. Provide a directory accessible to others;
5. Compile and provide mailing, approval, and attendance lists for examinations and meetings; and
6. Provide a list of members to committees and the Board of Governors.

NAB permits use of information for purposes related and beneficial to the profession, such as licensing the list to nonprofit associations in related fields, providers of education, and providers of related products and services. NAB does not sell, lease or provide to any person or organization personal information except as specified above, and approved by the NAB Executive Committee. NAB does not disclose credit card account information or social security numbers, except to submit the necessary information to an authorized state regulatory board/agency.

Your Queries. If you have any questions regarding privacy issues, would like to change information that you have provided, or suspect that NAB has handled your data in a manner that

does not comply with this Privacy Policy, please contact NAB at nab@nabweb.org.

- G. Use/rental of NAB Data is subject to approval and compliance with the NAB “Data Use/Rental Agreement” (Exhibit A – Attached) and subject to approval of the Executive Committee

XVII. USE OF THE NAB LOGO

Policy

- A. The NAB logo is the property of the NAB, but may be used by NAB accredited colleges and universities and by sponsors of NCERS approved programs or NCERS approved certified and corporate sponsors in good standing and in accordance with the terms and conditions set forth below. Use of the logo shall constitute consideration for, agreement to, and acceptance of the following terms and conditions of this license by the user.

B. NAB Logo Use License

The NAB logo is the sole and exclusive property of the NAB. The logo may be used only by NAB accredited colleges and universities, and by sponsors of NCERS approved programs or NCERS certified and corporate sponsors in good standing if, and only if, such is made pursuant to the terms and conditions of this limited and revocable license. Any failure by a user to comply with the terms and conditions contained herein may result in the immediate revocation of this license, in addition to any other sanctions imposed by NAB. NAB, in its sole discretion, shall make the interpretation and enforcement (or lack thereof) of these terms and conditions, and compliance therewith.

The logo is made available to NAB accredited Colleges and Universities and by sponsors of NCERS approved programs or NCERS certified and corporate sponsors in good standing in camera-ready, electronic, in color and/ or black and white. If academic accreditation, registered or certified sponsor designation, or program approval is not in good standing, the organization agrees to destroy all related promotional materials and cease use of the NAB logo. The logo may not be revised or altered in any way, and must be displayed in the same form as produced by NAB. It may, however, be displayed on different (neutral) backgrounds, so long as those backgrounds do not conflict graphically with the clear appearance, readability and recognition of the logo. Ideally, the logo should be displayed as a black and white positive image against a neutral background. The logo may be displayed in black & white, or in Pantone Matching System (PMS) 8183. No other colors may be used, nor may the logo be displayed on patterned backgrounds (such as polka dots, wavy lines, etc.) that alter its character and message. The logo is a graphic symbol, not a text character. It is not to be used as part of a sentence or headline.

The logo may be used in a professional manner on the user’s promotional literature, including brochures, company website, or advertisements, or in any other comparable manner to signify the user’s accreditation or approval by the NAB. The logo may never be used independent of the term “NAB Accredited” by NAB accredited colleges and universities or “NCERS Approved” by sponsors of NCERS approved programs and/or NCERS certified or corporate sponsors.

The NAB logo and/or the term ‘NAB Accredited’ must be accompanied by the following statement: ‘The long term care administration program at (school name) is accredited by the National Association of Long Term Care Administrator Boards. For additional information, contact NAB at 1444 I St., NW, Suite 700, Washington, DC 20005-2210, (202)712-9040, or www.nabweb.org.’

The NAB logo and/or the term ‘NCERS Approved’ must be accompanied by the following statement: ‘This program is approved by the National Association of Long Term Care

Administrator Boards. For additional information, contact NAB at 1444 I St., NW, Suite 700, Washington, DC 20005-2210, (202)712-9040, or www.nabweb.org.’

Notwithstanding the foregoing, the logo may not be used in any manner that, in the sole discretion of NAB, discredits NAB or tarnishes its reputation and goodwill; is false or misleading; violates the rights of others; violates any law, regulation, or other public policy; or mischaracterizes the relationship between NAB and the user.

Use of the logo shall create no rights for users in or to the logo or their use beyond the terms and conditions of this limited and revocable license. The logo shall remain at all times the sole and exclusive intellectual property of NAB. NAB shall have the right, from time to time, to request samples of use of the logo from which it may determine compliance with the terms and conditions. Without further notice, NAB reserves the right to prohibit use of the logo if it determines, in its sole discretion, that user’s logo usage, whether willful or negligent, is not in strict accordance with the terms and conditions of this license, otherwise could discredit NAB or tarnish its reputation and goodwill, or the user is not in good standing.

XVIII. DISSOLUTION

Policy - In the event the association should be dissolved, the board of governors shall make provisions for meeting all financial obligations of the association. Remaining assets are to be distributed to an organization(s) that qualifies as charitable, educational, literary, or scientific under Section 501 (c) (3) of the Internal Revenue Code of 1954.

NAB Data Use/Rental Agreement

Name of Data User/Renter _____
Company Name _____
Address _____
City, State, Zip Code _____
Telephone, Fax Number _____
Member Type: (Choose One) NAB Member Non-Member
Description of Data Needed _____
Reason for Needing Data _____
Date Data needed: _____

(Please allow 10 business days for processing plus shipping time 3-5 days)

Type of Labels: Pressure Sensitive Electronic File: Email: _____
 NAB Membership List (\$50.00)
 NAB CDOM Applicant List (\$.10 each--minimum \$25--call for current #)

NHA
 RC/AL

Sort Needed: (check one) ZipCode Alpha by Name Alpha by State

Send By: 1st Class UPS Ground Overnight Federal Express (add \$ 20.00)

Total Order Amount: \$ _____ + \$10.00 Handling & Shipping = \$ _____ TOTAL

Payment Must Accompany This Order:

Check Enclosed (Make check payable to NAB)
 Charge my: VISA MasterCard American Express

Card # _____ Exp. Date _____

Signature _____

This agreement is subject to the following conditions:

1. The data user/renter agrees that he/she will not disclose, transfer, duplicate, reproduce, or retain any portion of the list in any form whatsoever, including entering into electronic databases without prior approval.
2. The data user/renter agrees to reimburse NAB for all costs which NAB may incur in enjoining unauthorized parties from using the data in all cases where such unauthorized parties gained access to the data through the user listed above or any of the user's agents or employees.
3. The data user/renter agrees that NAB will have the right to monitor the use of the data.
4. NAB may not be cited on any portion of your mailing piece without prior permission.
5. User agrees that data is for **one-time** use only.

Signature below indicates acceptance of the above conditions and constitutes an agreement between NAB and the stated mailing list renter.

Data User/Renter: _____ Date : _____

RETURN TO:

National Association of Long Term Care Administrator Boards
1444 I Street NW, Suite 700, Washington DC 20005-2210
Phone: (202) 712-9040 Fax: (202) 216-9646 (Credit Card Order Only)
Internal: 694/253