



MCOA POLICIES & PROCEDURES

Governing Structure Documents

Abstract

This report includes the MCOA Bylaws approved by the Membership on September 14, 2022. It also includes Board Member and Regional Representative Descriptions and MCOA Policies approved by the MCOA Board on August 16, 2022.

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Bylaws

Updated by Membership Vote September 14 , 2022.

ARTICLE I NAME, LOCATION AND FISCAL YEAR

Section 1.1 Name. The name by which the corporation shall be known is: the Massachusetts Association of Councils on Aging and Senior Center Directors, Inc., also doing business as the Massachusetts Councils on Aging and referred to as MCOA.

Section 1.2 Location. The mailing address for MCOA shall be on file with the Commonwealth of Massachusetts.

Section 1.3 Fiscal Year. The fiscal year shall be from July 1 to June 30.

ARTICLE II PURPOSE

The purpose for which MCOA is formed is to provide a professional association for Councils on Aging/Senior Center Directors by:

Section 2.1 Developing a membership-driven legislative agenda that enhances/increases programs and services for Massachusetts' older adults.

Section 2.2 Providing educational and collaborating opportunities for Councils on Aging and Senior Center staff to enhance their ability to provide cost-effective services and effective programs to Massachusetts older adults.

Section 2.3 Promoting the development of leadership and management skills among MCOA members.

Section 2.4 Positioning Councils on Aging as community focal points for the delivery of services and programs to Massachusetts older adults.

Section 2.5 Positioning MCOA as an older adult advocate voice within the Commonwealth and around the country.

Section 2.6 Ensuring that MCOA's board and agency operates in an effective and efficient manner that meets the needs of its members.

ARTICLE III MEMBERSHIP

Section 3.1 Municipal Council on Aging Membership

Qualifications: Must have followed MGL Chapter 40 Section 8b and established a **municipally based Council on Aging** and be a Qualified Member COA in good standing, by payment of annual dues, as established by a membership vote.

Municipal Membership privileges:

1. Qualified Member COAs in good standing are able to vote on matters before the Membership. Each COA will receive one vote.
2. Qualified Member COAs in good standing are able to attend any event held by the organization at the established membership rate.
3. Qualified Member COAs in good standing will receive all communications sent electronically to email addresses provided and to the formal street address as necessary.
4. The COA Director of Qualified Member COAs is eligible to serve on the Board of Directors, the Advisory Council, and/or as a Regional Representative.
5. COA Directors, other staff and Board members of Qualified Member COAs can serve on Working Groups and Task Forces established by MCOA.

Section 3.2 Associate Member

Qualifications: Any 501c3 nonprofit organization that is willing to partner with MCOA to improve the quality of life of Massachusetts Older Adults and be a Member in good standing, by payment of annual dues, as established by a membership vote.

Associate Membership privileges:

1. Associate Members in good standing are not able to vote on matters before the Membership, but may be recognized during any discussion.
2. Associate Members in good standing may attend any event held by the organization at the established membership rate.
3. Associate Members in good standing will receive all communications sent electronically to email addresses provided and to the formal street address as necessary.
4. Staff of Associate Member Agencies may serve on Working Groups and Task Forces established by MCOA.
5. Associate members may purchase, at MCOA annual fall conference, a nonprofit vendor table to share their message with conference attendees.

Section 3.4 Individual Membership

Qualifications: Any individual who supports the mission of MCOA and is an Individual Member in good standing, by payment of annual dues, as established by a membership vote. We seek Individuals with expertise or history in the field of elder services, who are willing to volunteer their time to achieve MCOA's goals. We welcome Individuals attending institution of higher learning as a student at half the Individual member rate.

Individual Membership privileges:

1. Individual Members are not able to vote on matters before the Membership.
2. Individual Members in good standing are able to attend any event held by the organization at the established membership rate.
3. Individual Members in good standing will receive all communications sent electronically to email addresses provided and to the formal street address as necessary.
4. Individual Members may serve on Working Groups and Task Forces established by MCOA.

ARTICLE IV RULES OF PROCEDURE

Section 4.1 All meetings of the membership of MCOA shall be conducted according to ROBERT'S RULES OF ORDER, unless by-laws indicate otherwise.

ARTICLE V MEETINGS

Section 5.1 MCOA Board will schedule annually the following meetings.

1. Membership Meetings shall be held at least four times a year.
2. An Annual Meeting shall be held before June 20 of every year to elect members of the Board, including new officers and Regional Representatives, to begin their tenure at the start of the fiscal year, July 1st.
3. Fall Conference.

Section 5.2 Notice of meetings listed in Section 5.1 shall be posted on MCOA's website at least one month prior to the scheduled meeting date. A quorum for each of these meetings listed in Section 5.1 shall be designated as 25 members for the purpose of conducting MCOA business authorized by the Board and Staff.

Section 5.3 A Special Meeting may be called by the Chair when in his/her opinion the interest of MCOA would best be served. Special meetings may also be called upon written petition to the Chair by ten members of MCOA.

1. Notice of Special Meetings. Notice shall be given to each member in person, by email or by telephone to his/her business or home address at least forty-eight hours before such meeting.
2. Special meetings shall be held at a central location in the Commonwealth of Massachusetts with a remote meeting option so as to be convenient to a majority of members upon short notice
3. Scope of Special Meeting. The scope of such meetings shall be limited to the specific item(s) identified in the meeting notice.
4. A quorum for a Special Meeting shall be designated as 25 members for the purpose of conducting MCOA business authorized by the Board and Staff.

ARTICLE VI OFFICERS

Section 6.1 Elected officers of MCOA shall be Chair, Vice Chair, Past Chair, Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer. Officers shall be nominated by the Nominations sub-committee of the Executive Committee and elected by the full membership at the annual meeting. These seven officers shall constitute the Executive Board and act on the full Board's behalf for decisions that are needed in a timely manner. All Executive Board decisions must be communicated to the full Board and to the full Membership within 48 hours of said vote. The full Board and the Membership have recourse to reconsider any action of the Executive Board.

Section 6.2 Term of Office: Officers shall be elected for a term of one year and may be re-elected.

Section 6.3 Duties:

1. The **Chair** shall preside at all Membership meetings and all meetings of the MCOA Board. The Chair shall be the spokesperson of MCOA unless she/he or the Board should designate another. The Chair shall have the power to appoint eligible individuals to standing committees, working groups, task forces, and as liaisons to designated organizations. The Chair shall also designate Chair(s) of standing committees, working groups and task forces as needed. The Chair shall serve as an ex-officio member of all standing committees, working groups and task forces except the Nominating committee. The Chair, in consultation with the Executive Director, will develop the agenda and chair the Board of Directors, Advisory Council and Membership meetings.

2. The **Vice Chair** shall assume the responsibilities of the office of Chair in the event of the temporary absence or other vacancy in that office and assume duties as assigned by the Chair.
3. The **Secretary** shall keep all minutes and maintain all records of meetings and business of MCOA. The secretary may designate an MCOA staff member to compile or record minutes. Said minutes will be reviewed by the Secretary and Assistant Secretary. The Secretary will Chair the Governance sub-committee of the Executive Committee to maintain and update as needed the agency's bylaws.
4. The **Assistant Secretary** will assist with the duties of the Secretary and shall assume all the responsibilities of Secretary in the event of the temporary absence or other vacancy in that office and will fill the unexpired term.
5. The **Treasurer** shall serve as Chairperson of the Finance Committee and shall sign, along with the Chair and/or the Executive Director, all contracts and other instruments when so authorized by the Membership or Board of Directors. The Treasurer shall oversee the duties of MCOA's Fiscal Manager including the collection of monies due to MCOA, and accounts payable in accordance with acceptable accounting procedures. A financial report shall be presented regularly to the Board and the full Membership of MCOA, and an Annual Report at its Annual Meeting. The books of MCOA shall be reviewed annually by a Certified Public Accountant appointed by the Board of Directors. MCOA's fiscal records are open to review by Qualified Member COAs. The agency's latest audit and Federal 990 form shall be reviewed by the Board and posted on the website for Members to review.
6. The **Assistant Treasurer** shall assist the Treasurer in the fiscal operations of MCOA, be a member of the Board of Directors and perform other duties as designated by the Chair and/or Treasurer.
7. The **Past Chair** shall also serve on the Board of Directors to offer continuity and history. The position will serve the Chair in any capacity as requested

ARTICLE VII STAFF

Section 7.1 An Executive Director will be hired by the Board of Directors and will be directly supervised by the Board Chair. The Executive Director performance will be reviewed annually by the Board Chair and designated committee. His/Her duties will include but not be limited to:

1. Keeping the Board, the Advisory Council and the full membership informed of all activities of the association;
2. Recommending and assisting the board in formulating policies for effective operations and is responsible for their implementation;
3. Developing and recommending to the board specific long and short range plans for the development of the organization;
4. Hiring and supervision of any paid staff;
5. Acting as a spokesperson for the association; and
6. Managing all fiscal operations of the agency including check signing, following established accounting procedures, complying with all state and federal fiscal requirements and keeping the Board of Directors and the membership informed about the fiscal health of the Association.

Section 7.2 Additional Staff: Subject to position approval by the Board of Directors, the Executive Director has the hiring and supervision responsibility for any paid staff. Job descriptions of all staff will be on file in the MCOA office.

Section 7.3 Additional Hiring Practices:

1. Should an active member[s] of the Board of Directors or Advisory Council apply for a staff position with the Agency, they must resign from such board at the time of their application. Any Director who fails to voluntarily resign at the time of application shall be deemed to have resigned by the act of application.
2. A former member of the Board of Directors or Advisory Council who has applied for a position with the Agency but was not hired shall be subject to a two year break in service period during which the designee/applicant may not be reappointed to the Board or Advisory Council.
3. Additionally, MCOA staff members who have left employment with the Agency and are hired at a member agency shall be ineligible for participation as a member of the Board of Directors or Advisory Council for a period of two years following the end of their employment tenure with MCOA.
4. All staff are required annually to complete the agency's Conflict of Interest form and abide by the agency's Employee Personnel Guidelines.

ARTICLE VIII STRUCTURE OF THE AGENCY

Section 8.1 Board of Directors: The Board of Directors is established to carry out the business of MCOA on behalf of the full membership

1. The membership of the Board shall consist of the Chair, Vice Chair, Treasurer, Assistant Treasurer, Secretary, Assistant Secretary, a duly elected past Chair, the Legislative Standing Committee Chair, the Major Events Standing Committee Chair, the Credentials Standing Committee Chair and seven members to be elected at large. At large members will be nominated with the primary goal to assure diversity on the board. Diversity shall refer to but not be limited to areas of race, ethnicity, sex, geography, age, or sexual orientation. The full membership may as necessary add or delete to the Board of Directors.
2. **Duties of the Board of Directors** is empowered to act on behalf of the full membership in matters pertaining to the business of MCOA. It will act as the employer and supervisor of the Executive Director, approve budgets and expenditures, issue public pronouncements, and in general assume the responsibility for oversight of the corporation. Each Board Member will carry a portfolio and act as an intermediary to the various standing committees, working groups, task forces, and liaisons. The Board of Directors will report all actions to the full membership at the quarterly meeting immediately following such action.
3. **Election.** Directors shall be nominated by the Nominations Sub-Committee of the Executive Committee for two-year terms, and elected by full Membership at the Annual Meeting.
4. **Rules of Procedure.** The Board of Directors shall meet at least quarterly and more often as necessary to conduct the business of the Corporation. Meetings will be conducted according to Roberts Rules of Order.
5. **Quorum.** A simple majority of the full Board of Directors shall constitute a quorum.
6. **Vacancies.** Any vacancy on the Board of Director shall be referred to the Nominations Sub-Committee of the Executive Committee for a recommendation and vote at the next scheduled membership meeting. The Vice Chair, the Assistant Secretary and the Assistant Treasurer shall immediately assume the duties of the Chair, Secretary and Treasurer, respectively, upon a vacancy of said position.

7. Since the Massachusetts General Laws (MGL) allows for Board Meetings to be conducted by electronic means, MCOA will make every effort to provide said services to conduct business of the Board.

Section 8.2A The Advisory Council is established for the purpose of bringing together the various elements of MCOA in order to provide open discussion on essential issues, coordinate efforts, mobilize the general membership, enhance internal communication and review as necessary actions undertaken by the Board of Directors. Upon review of a decision of the Board of Directors, the Advisory Council may request a Board reconsideration. Membership will include, Regional Representatives, and Board Members.

Quorum. A simple majority of the sitting Advisory Council shall constitute a quorum.

Section 8.2B Regional Representatives are COA Directors and Assistant Directors who will be nominated by the Nominations sub-committee of the Executive Committee and elected by the membership annually for a one-year term from the various regions throughout the Commonwealth. Regional Representatives are charged with the responsibility to communicate information within their region and participate in member-approved projects for the overall betterment of our organization. A Regional Representative is responsible for forming a team within the region that will share in conducting these key duties; planning and convening meetings within their region, communicating with MCOA when directors' positions turnover, mentoring new directors, conducting legislative advocacy and attending MCOA Advisory Council meetings. Additional members may be appointed by the Chair as needed.

Section 8.3 Standing Committees.

1. Membership to the Standing Committees will be open to all members of MCOA who are eligible to serve except where noted. Standing Committees will have a minimum membership of five members.
2. Three members or one more than half the membership of said committee, whichever is greater, will constitute a quorum.
3. Procedures: All actions by a Standing Committee will be ratified by the Board of Directors and /or the Membership.

To assist the work of the Board of Directors, Advisory Council, and the general membership, the following Standing Committees are established, and their missions delineated:

Board Limited Standing Committee (except where noted):

1. **Executive Committee** (formerly known as the Governance Committee): comprised and limited to the duly elected officers: Chair, Past Chair, Vice Chair, Treasurer, Assistant Treasurer, Secretary, and Assistant Secretary. This Committee is charged with overseeing the administrative functions of MCOA: it will oversee all contracts of the Corporation; and it will review and when necessary offer amendments to bylaws. It is empowered to conduct business between Board meetings when decisions are needed with a quick turnaround. A sub-committee consisting of the Executive Committee will be the Personnel Committee, charged with supervision and annual evaluation of the Executive Director and to annually review and maintain the Personnel Policies. In addition, there shall be established a Nominations sub-committee led by Board members that may include duly elected Regional Representatives to annually nominate members of the Board of Directors and Regional Representatives.

Board Led Standing Committees: Board members lead the following Standing Committees, but it is strongly suggested that additional participants from the membership are recruited and encouraged to join. This inclusion will foster more diverse participation in MCOA activities, provide for organizational continuity and develop a mechanism to groom future leaders.

1. **Finance Committee.** The Committee will provide fiscal oversight for the Corporation. It will, in conjunction with the Executive Director and the Fiscal Manager, develop and submit an annual budget; it will recommend banking policies; and set accounting practices. The Treasurer and Assistant Treasurer will be members of this committee along with the Chair, Past Chair, and Vice Chair. The Finance Committee is empowered to establish, when needed two sub-committees: A Resource Development sub-committee tasked with diversifying MCOA's income streams, conducting fund raising drives as needed; and it will pursue grant and other financial opportunities; and an Audit Review sub-committee to address any findings identified in the agency's annual audit.

2. **Education and Membership Committee.** The Education Committee shall oversee all programming and scheduling of MCOA sponsored training events. The committee is also charged with the responsibility of involving members to actively participate with the design of the content of these trainings by surveying the membership and coordinating with Standing Committees Working Groups, and Task Forces. The Education and Membership Committee shall coordinate events with the Major Events Committee.
3. **Major Events Committee: Fall Conference, Spring Conference and Annual Meeting Committee.** The Conference Committee plans our annual fall conference, the annual spring conference targeting small and rural COAs, and the annual meeting. The duties include all workshop planning, conference registration, local arrangements and any other function necessary to complete this task. A designated Board member will be Major Events Chair.
4. **Credentialing Committee.** The Credentialing Committee is charged with conducting the applicant review for the three levels of staff certification: Administrator, Director and Program Manager. The Committee is comprised of previously certified members appointed by the Chair but additional vacancies from the membership may be necessary. In addition, the Credentialing Committee will work with the National Institute of Senior Centers to promote and coordinate their National Accreditation process. A designated Board member will be Credentialing Chair.
5. **Legislative Committee.** The Committee will recommend to the Board of Directors and the general membership positions on issues relevant to the work of MCOA; lobby federal, state, and local bodies politic on behalf of positions taken by MCOA; keep the membership apprised of the impact of governmental, quasi- governmental, and private sector actions and decisions impacting the lives of elders. A designated Board member will be Legislative Chair.
6. **Public Relations.** This Committee shall coordinate efforts to publicize the work and positions of MCOA; develop and maintain a media listing; work to raise the visibility of the corporation; and assist local COAs to ensure their message and their work are recognized in the Community.
7. **Small and Rural COA Committee.** The Small and Rural COA Committee is responsible for developing programming and services targeted for small and rural Councils and Aging.

Section 8.4 Working Groups have been established to conduct related business of the association, comprised of staff members of membership organizations with a quorum of three needed to meet. The Chair shall designate a Chair(s) for each Working Group whose responsibilities include organizing business meeting(s) to accomplish their stated mission, notifying the committee members of meetings and then notifying the membership of the outcomes of those meetings. The main purpose of each of these working groups is to provide support, training and information sharing. Any formal recommendations would need MCOA endorsement and thereby a vote by the membership. Current working groups include but are not limited to Supportive Day; Outreach; Wellness; Program and Activities; Volunteer Coordination; and Board Development.

Section 8.5 Task Forces: The Chair may appoint, upon authorization of Board of Directors, such special task forces as are deemed advisable to carry on the work of MCOA. All task forces act in an advisory capacity and all task force recommendations shall be referred to the Board of Directors. Task forces are established to work on specified time limited projects but may evolve to a working group or standing committee status with a vote of the full membership. Membership of task forces may include non MCOA members.

Section 8.6 Community Liaisons: Appointed by the Chair and reporting to the Community Liaison Chair and the Board of Directors, the position of Community Liaison is established to maintain lines of communication with elder care associations, statewide task forces and other relevant organizations. The focus is on sharing legislative agendas and implementing cross training opportunities where possible. Directors of member COAs and senior centers are eligible and appointments last for a two-year cycle. Reappointments are possible. MCOA recognizes the specific importance of maintaining a close partnership with these two organizations via a specified Liaison role:

1. The National Institute of Senior Centers (NISC) of NCOA
2. Massachusetts Municipal Association Human Service Council (MMAHSC)

Section 8:7 MCOA shall recognize regional affiliations of Councils on Aging as being an integral part of our organization. These affiliations (known as MCOA Regional Affiliates- R.A. for short) must be approved by a vote of the Board of Directors and will have standing within MCOA's infrastructure in the

following manner: R.A.s will be allowed to establish their own officers and leadership; R.A.s will be allowed to pursue their own regionalized agenda that is approved by MCOA's Board; and R.A.s will be allowed to raise funds and keep a separate account within MCOA's financial system according to the parameters established by MCOA's Board of Directors. A member of the Regional Affiliate's Leadership team will be asked to sit on MCOA's Advisory Council to report on activities of the R.A and may be asked to address the Board of Directors or Membership.

Section 8.8 All the members of MCOA Board of Directors and Staff shall sign a Conflict of Interest Declaration annually.

ARTICLE IX AMENDMENTS AND DISSOLUTION

Section 9.1 These by-laws may be altered, amended or repealed by the membership provided that notice of a meeting at which a by-law change is to be considered shall be mailed one month prior to the meeting, and shall include the text of the proposed change and shall designate the place, time and date of the meeting.

Section 9.2 Any amendment, alteration, or repeal of these by-laws shall be effective upon adoption of a two-thirds vote of the qualified members present at any regular or special meeting of the membership provided the notification procedure of Section 9.1 is followed.

Section 9.3 An amendment proposed without notice can be accepted only by a unanimous vote.

Section 9.4 A copy of the by-laws is available on the MCOA website. The Secretary shall make available copies of these by-laws as they may be modified and/or amended to be made so as to ensure that all members have at least one up-to-date copy.

Section 9.5 MCOA may be dissolved, and the plan of distribution adopted by a two-thirds vote. Upon such dissolution the assets of MCOA, subject to applicable statutory and any regulations of any grant authority, shall be applied and distributed as follows:

1. All liabilities and obligations of MCOA shall be paid, satisfied and discharged or adequate provision shall be made therefore.
2. Assets held by MCOA upon conditions requiring return, transfer or conveyance, which conditions occur by reason of dissolution, shall be returned, transferred, or conveyed in accordance with such requirements.
3. All other assets shall be transferred to corporations, persons, groups, or other organizations engaged in activities which substantially carry out the purpose of MCOA as stated in its Articles of Organization and these by-laws.

This version of MCOA's bylaws incorporates revisions voted upon by the full Membership on October 16, 1992; June 10, 1994; September 16, 1994; September 15, 1995; September 20, 1996; December 3, 1999, October 5, 2000 and September 21, 2001, February 21, 2003, June 20, 2003, June 18, 2004; June 20, 2008; September 17, 2010; February 1, 2013; April 17, 2015; June 14, 2019 and September 14, 2022. See Governance Committee (Bylaw) File for complete history.

Note: Any additions, corrections or clarifications should be immediately brought to the attention of the Governance sub-committee of the Executive Committee.

This Revised Edition was reviewed by the Board on June 14, 2022, and approved by the Membership on September 14, 2022.

MCOA: Member of the Board of Directors

Job Description Accepted June 14, 2019

All Board members will keep these guiding principles in mind when conducting business on behalf of the Massachusetts Association of Councils on Aging and Senior Center Directors, Inc.

MCOA Mission Statement: Building strategic partnerships to educate, empower, and advocate for professionals who work with older adults.

MCOA Vision Statement: Statewide collaboration to advance the quality of life for older adults.

MCOA Positioning Statement: MCOA will be the principal statewide organization to support municipalities, membership, and other organizations that serve older adults through advocacy, networking, professional development, consumer education, and resource opportunities.

Member of the Board

The Board will support the work of Massachusetts Council on Aging (MCOA) and provide mission-based leadership and strategic governance. While day-to-day operations are led by the Executive Director (ED), the Board-ED relationship is a partnership, and the appropriate involvement of the Board is both critical and expected. Members of the Board of Directors should manifest:

- Professional experience with executive leadership, accomplishments in elder services, government, philanthropy, or the nonprofit sector.
- A commitment to and understanding of MCOA's membership, preferably based on experience or work history.
- Diplomatic skills and an affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals; and
- Personal qualities of integrity, credibility, and a passion for improving the lives of older adults of our Commonwealth.

Robert Rules of Order

Robert Rules of Order for Non-Profits will be the authority on all questions of debate on parliamentary procedure when the same does not conflict with the By Laws of the organization.

Governance Model - Carver Policy Governance

1. The Board focuses on making decisions about: **1) What's good?** i.e., the benefit or outcome in consumers' lives that the organization is to provide; **2) For whom?** i.e., the persons for whom the difference is to be made, that is, the consumers; **3) At what cost?** i.e., the cost or relative worth of the benefits. All of the above (combined) are called 'ends' issues, in the Carver model.
2. The Board delegates to the Executive Director the responsibility for the 'means' to satisfy its 'ends' (or expectations). It does this by clarifying what are the limits of the CEO's authority. i.e., what the CEO may not do. Everything else is within his authority as he/she directs staff to fulfill the expectations, which have been set by the Board.
3. The Board exercises its fiduciary responsibilities through establishment of Executive Limitations and Board linkage Policies and monitoring of them.

Specific Board Member responsibilities include:

- Each Board Member has the duty to:
 - Take reasonable care when making decisions for the organization (called duty of care) o Act in the best interest of the organization's mission (called duty of loyalty)
 - Act in accordance with the organization's mission (called duty of obedience)
 - Stand aside when there is a conflict of interest (called recusal)
- Each Board Member has the responsibility to provide leadership, governance and oversight while advancing the MCOA's mission by leading the organization towards a successful future.
- Each Board Member serves as a trusted advisor to the Executive Director as s/he develops and implements MCOA's strategic plan. While the executive staff manages the day-to-day of the agency, the board operates behind the scenes to steer the organization in the right direction, the board should always be thinking about the "big picture." From determining the organization's mission and purpose to enhancing

the organization's public image, the board is responsible for the overall health of the non-profit.

- Each Board Member will review and approve MCOA's annual budget, audit reports, the Federal 990 Form and any other material business decisions; being informed of, and meeting all, legal and fiduciary responsibilities. Specifically, by approving the organization's budget, each Board Member is responsible for ensuring the organization has the money it needs to fulfill its mission. The agency may seek the assistance of Board Members to apply for grants or solicit donations to augment the MCOA's budget. Most nonprofits require Board members to personally donate to the organization to show commitment to the agency's mission, however, MCOA recognizes the time spent on with Board business and the transportation costs associated with participation in MCOA's activities as good faith efforts to donate to the agency's mission.
- Each Board Member will be asked to contribute to the evaluation of the Executive Director led by Board's Personnel sub-committee, which is a sub-committee of the Finance Committee and comprised of President, Vice President, Past President, Treasurer and Assistant Treasurer. All Board Members will participate in the final selection of a new Executive Director when necessary. The Board does have the authority to remove executive leaders and team members with cause. Thru approval of the annual budget the Board does approve the staff salaries established by the Executive Director. The Executive Director's salary will be set annually by the Personnel sub-committee and voted on by the full Board.
- Each Board Members must ensure that board decisions are carried out.
- Each Board Member will serve on a committee(s) or task force(s) and or take on special assignments as requested by Executive Director and/or Board President.
- Each Board Member will assist the Board President in identifying and recruiting new Board Members and ensure MCOA commitment to a diverse board and staff that reflects the communities MCOA serves. Membership on this non-profit boards has been very fluid. To ensure long-term success, an effective board will articulate clear prerequisites for members and offer training and guidance to new members.
- Each Board Member will help coordinate activities within their define Districts and work with Regional Representatives to disseminate and retrieve information from the field.

- Each Board Member will represent MCOA to stakeholders and act, when requested by the Board President, as an ambassador for the organization.

Board terms/participation

This is an opportunity for an individual who is passionate about MCOA's mission and who has a track record of board leadership. Selected Board Members will have achieved leadership stature in senior center/elder services sector. His/her accomplishments will allow him/her to attract other well-qualified, high-performing Board Members.

- The Board will consist of 17 members.
- The members of the board will be elected annually at a late spring Annual Meeting) to serve for the following fiscal year.
- MCOA Board Members will be representative of landscape of COA's statewide (small, rural inner city, with geographic distribution).
- A Board member will participate at held scheduled and committee meetings as assigned and will provide all necessary information in a timely manner as requested. All new board members must participate in an annual orientation meeting.
- MCOA will try to accommodate Board Members wishing to call into Board meetings if the request is received in a timely manner.

Financial Benefits

Service on MCOA's Board of Directors is without remuneration, except for administrative support, and some travel and accommodation costs in relation to Board Members' duties.

Board Limited Standing Committee (except where noted):

Executive Committee

(Formerly known as the Governance Committee): comprised and limited to the duly elected officers: President, Past President, Vice President, Treasurer, Assistant Treasurer, Secretary, and Assistant Secretary. This Committee is charged with overseeing the administrative functions of MCOA: it will oversee all contracts of the Corporation; and it will review and when necessary, offer amendments to bylaws. It is empowered to conduct business between Board meetings when decisions are needed with a quick turnaround. A sub-committee of the Executive Committee will be the Personnel Committee, charged with supervision and annual evaluation of the Executive Director and

to annually review and maintain the Personnel Policies. In addition, there shall be established a Nominations sub-committee led by Board members that may include duly elected Regional Representatives to annually nominate members of the Board of Directors and Regional Representatives.

Board Led Standing Committees:

Board members lead the following Standing Committees, but it is strongly suggested that additional participants from the membership are recruited and encouraged to join. This inclusion will foster more diverse participation in MCOA activities, provide for organizational continuity and develop a mechanism to groom future leaders.

Finance Committee

The Committee will provide fiscal oversight for the Corporation. It will, in conjunction with the Executive Director and the Fiscal Manager, develop and submit an annual budget; it will recommend banking policies; and set accounting practices. The Treasurer and Assistant Treasurer will be members of this committee along with the President, Past President and Vice President. The Finance Committee is empowered to establish when needed two sub-committees: A Resource Development sub-committee tasked with diversifying MCOA's income streams, conducting fund raising drives as needed; and it will pursue grant and other financial opportunities; and an Audit Review sub-committee to address any findings identified in the agency's annual audit. Additional participants from the membership should be recruited to assist with the tasks assigned to these sub-committees.

Education and Membership Committee

The Education Committee shall oversee all programming and scheduling of MCOA sponsored training events. The committee is also charged with the responsibility of involving members to actively participate with design the content of these trainings by surveying the membership and coordinating with Standing Committees Working Groups, and Task Forces. The Education and Membership Committee shall coordinate events with the Major Events Committee.

Major Events Committee: Fall Conference, Spring Conference & Annual Meeting Committee

The Conference Committee plans our annual fall conference, the annual spring conference targeting small and rural COAs, and the annual meeting.

The duties include all workshop planning, conference registration, local arrangements, and any other function necessary to complete this task. A designated Board member will be Conference Chair.

Credentialing Committee

The Credentialing Committee is charged with conducting the applicant review for the three levels of staff certification: Administrator, Director and Program Manager. The Committee is comprised of previously certified members appointed by the President but additional vacancies from the membership may be necessary. In addition, the Credentialing Committee will work with the National Institute for Senior Centers to promote and coordinate their National Accreditation process.

Legislative Committee

The Committee will recommend to the Board of Directors and the general membership positions on issues relevant to the work of MCOA; lobby federal, state, and local bodies politic on behalf of positions taken by MCOA; keep the membership apprised of the impact of governmental, quasi- governmental, and private sector actions and decisions impacting on the lives of elders. A designated Board member will be Legislative Chair.

Public Relations

This Committee shall coordinate efforts to publicize the work and positions of MCOA; develop and maintain a media listing; work to raise the visibility of the corporation; and assist local COAs to ensure their message and their work are recognized in the Community. (aka *Marketing & Communications*)

Small and Rural COA Committee

The Small and Rural COA Committee is responsible for developing programming and services targeted for small and rural Councils and Aging.

New Director Orientation

The New Director Orientation Committee is charged with conducting regional trainings as needed for newly hired COA directors, including developing a new director workshop curriculum and compiling and updating a training manual. Membership can vary according to regional needs.

The above document is an amalgamation of documents suggested by the National Council on Aging, the Massachusetts NonProfit Network, the National Council on Nonprofits, and the following articles:

- **Attached: “The Attorney General’s Guide for Board Members of Charitable Organizations”**
https://www.mass.gov/files/documents/2016/08/oz/guide-for-board-members.pdf?_ga=2.70114576.1416249060.1543981651-684422265.1531626559
- Atty Gen – Guide for Board Members of Charitable Organizations
- National Council of Nonprofits – How to be a Great Nonprofit Board Member Non-Profit Times – 6 Items on Your Financial Dashboard
- MA Secretary of State – Nonprofit Corporation Information
- Trusteeship – Practice Good Governance or Face External
- Nonprofit 411: What are the responsibilities of individual board members? Top
Responsibilities of Non-Profit Board
- National Council of Nonprofits – Board Roles and Responsibilities Information for prospective NCOA board members August 2018

These articles were distributed at the August 29, 2018, Board meeting. A sub-committee was formed to review and propose a document to guide and govern MCOA’s Board of Directors. **Version (8) January 16, 2019,**

MCOA Regional Representatives Job Description

Background

As a statewide organization, MCOA seeks to provide information, support, and assistance to COA Directors, Board Members, and staff. In addition, we seek to ensure consistent communication, practices, and priorities are shared among our membership. MCOA, on behalf of its members, works through a variety of networks to maintain visibility on local, regional, and state levels. MCOA provides training opportunities and technical assistance to municipalities, and we advocate for adequate program funding and for the passage of relevant bills that affect the quality of life for older adults in our communities. To achieve these three goals, MCOA has established a system of communication and coordination through volunteer leadership. Regional Representatives are a critical component of that leadership.

Overview

Regional Representatives are COA Directors elected by the membership annually for a one-year term from the various regions throughout the Commonwealth. Regional Representatives are charged with the responsibility to communicate information within their region and participate in member-approved projects for the overall betterment of our organization. A Regional Representative is responsible for forming a team within the region that will share in conducting these key duties; planning and convening meetings within their region, communicating with MCOA when directors' positions turnover, mentoring new directors, conducting legislative advocacy, and attending MCOA Advisory Council meetings.

Major Roles

Legislative Advocacy

- Contact legislators regarding the formula grant, and other legislative issues; and advocate on behalf of MCOA

- Stay informed by reading communications from MCOA
- Contact colleagues about legislative issues
- Encourage colleagues to contact their lawmakers about pending legislation in a timely manner
- Attend MCOA meetings
- Host Legislative Breakfasts or other regional events as necessary

Mentoring

- Convene outreach visits to new directors in your region and inform MCOA of any transitions
- Offer support and technical assistance to new directors
- Ensure new members are familiar with the benefits of MCOA
- Encourage new directors to become involved in MCOA

Education/Informing

- Attend MCOA's educational meetings and encourage colleagues in your region to attend
- Ensure colleagues have up-to-date information
- Host training events at your senior center or help facilitate MCOA sponsored meetings and trainings
- Share information and initiate follow-up when colleagues miss a meeting
- Collaborate with Aging Services Access Points and share information about initiatives and projects
- Encourage providers in your region to support the Fall Conference as prospective vendors and sponsors

Leadership

- Attend MCOA Meetings
- Volunteer for MCOA by taking on Special Projects or contribute to task forces
- Serve as Liaisons with other Aging groups across the Commonwealth and keep MCOA informed of these activities

Revised June 2020

MCOA Policies

MCOA Board Member Conflict of Interest

Definition

A conflict of interest exists when a person is involved with multiple parties, on a financial or personal basis, which could affect, or give the appearance of affecting, the decision-making motivation of any given individual. For example, an individual could be a member of the MCOA board:

- ...and the board of the local ASAP. This individual could be perceived as having a financial interests or undue influence over MCOA decisions which may favor one ASAP over another.
- ...and the spouse of the CFO of a local health clinic which applied to MCOA for funding a healthy aging project.
- ...and the sibling of the owner of the printing company MCOA hired to publish all of its publications for the annual training conference last year.

Summary

In order to avoid creating a conflict of interest, board members and members of committees with board delegated powers must identify (disclose) any organizations with which you may be affiliated, with which MCOA presently has a transaction, contract, or arrangement.

Further, at any time during the year, as circumstances arise, you must disclose your interest as quickly as possible after you perceive it.

Finally, each year, each member of the board and any committee with board delegated powers shall sign a written statement certifying they have read, understand, and are in compliance with the MCOA conflict of Interest policy.

The written statement will be titled: A list of Organizations with Whom I Have a Financial or Personal Interest: (Member identifies as best they can)



Date:

Massachusetts Association of Councils on Aging and Senior Center Directors (MCOA) has adopted a Conflict-of-Interest policy.

**Massachusetts
Councils On Aging**

Each year, each member of the Board and each member of every committee, and subcommittee shall sign a written statement certifying to all of the following:

- I have received a copy of this Policy,
- I have read and understand this Policy,
- I agree to comply with this Policy,
- I understand that this Policy applies to all committees and subcommittees having board-delegated powers; and
- I understand that the agency is a nonprofit organization, and that, in order to maintain tax-exempt status of the agency under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, the agency must continuously engage primary in activities which accomplish one or more of its tax-exempt purposes.

The agency shall provide each member of the Board and of each committee, and subcommittee a copy of this statement for signature prior to or at the first meeting of the year of the Board or of any committee, or subcommittee. Any member of the Board or of a committee, or subcommittee who refuses or fails to sign such a statement shall be prohibited from participating in discussion or action by the Board or any committee, or subcommittee until such statement is signed.

READ, UNDERSTOOD, and AGREED:

Signature

Date

Printed Name

Position

Disclosure of organizations that I am affiliated with that MCOA has a transaction, contract or arrangement. A List of Organizations with Whom I Have a Financial or Personal Interest: (Member identifies as best they can)

Rev 4-27-22

MCOA Conflict of Interest Policy

Article 1 - Purpose

The purpose of this conflict-of-interest (COI) policy is to protect MCOAs interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a board member or committee member or might result in a possible excess benefit related with the transaction or arrangement. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article 2 - Definitions

- a) Interested Person: any board member or member of an MCOA committee with governing board delegated powers, who has a direct or indirect, a financial or personal interest, as defined below, is an “interested person”.
- b) Financial or Personal Interest: a person has a financial if the person has, directly or indirectly, through their own employment, professional affiliations, investments, or family members, a compensation arrangement with the entity or individual with which MCOA has, or seeks to have, a transaction or arrangement.
- c) A personal interest: a person has a personal interest if the person has, directly or indirectly, through their own employment, professional affiliations, or family members, a leadership role within any organization or entity with which MCOA has, or is considering entering into, a transaction or formal arrangement. A personal interest may also arise when a person has a relationship with a manager or leader within the entity MCOA is considering for a transaction or arrangement, who is either a family member, a close friend, or a longstanding colleague.

The presence of a financial or personal interest is not necessarily a conflict of interest. The COI only exists if the appropriate governing board decides that a conflict of interest actually exists.

Article 3 - Procedures

1. Duty to Disclose

If any actual or potential conflict of interest is perceived, an interested person must disclose the existence of the interest and explain the to the governing board or committee exercising delegate powers of the board. After the disclosure, the governing board or committee shall discuss and vote on whether there is indeed a conflict of interest. During this discussion, the interested person shall leave the room/conference call.

2. Procedures for Addressing the Conflict of Interest:

- a) The governing board or committee shall determine whether the organization can obtain with reasonable efforts, a more advantageous transaction or arrangement from another person or entity that would not give rise to the conflict of interest.
- b) If a more advantageous transaction or arrangement is not reasonably possible under the circumstances, then the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is a fair and reasonable agreement. If the transition or agreement meets these criteria, then the governing board or committee shall decide on whether or not to enter into the transaction or agreement.

Article 4 - Violations of the Conflicts of Interest Policy

If a governing board or committee with governing board delegated powers has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for their belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's explanation and making any further investigation as warranted, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate corrective and/or disciplinary action.

Article 5 - Records of the Proceedings

The minutes of the governing board or committee with governing board delegated powers shall contain:

- a) The names of persons who disclosed or were found to have a financial or personal conflict of interest, the nature of the interest, any action taken to determine whether the conflict is present, and the governing board or committee's decision as to whether the conflict of interest in fact exists.
- b) The names of the person who were present for the discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and the record of any votes taken in connection with the proceedings.

Article 6 - Annual Statements

Each board member and committee member of committees exercising board delegated powers shall annually sign a statement which affirms such person:

- a) Has received a copy of the conflict-of-interest policy,
- b) Has read and understands the policy, and
- c) Has agreed to comply with the policy.

MCOA Document Retention and Destruction Policy

as of July 1, 2020

Article 1 - Purpose

This policy represents the policy of Massachusetts Association of Councils on Aging, (MCOA) with respect to the retention and destruction of documents and other records, both in hard copy and electronic media (which may merely be referred to as “documents” in this Policy. Purposes of the Policy include (a) retention and maintenance of documents necessary for the proper functioning of the organization as well as to comply with applicable legal requirements; (b) destruction of document which no longer need to be retained; and (c) guidance for the Board of Directors, officers, staff, and other constituencies with respect to their responsibilities concerning document retention and destruction. Notwithstanding the foregoing, the organization reserves the right to revise or revoke this Policy at any time.

Article 2 - Responsibilities

- a) Responsibilities of the Administrator. The Executive Director or Board Chair shall be the Administrator in charge of the administration of this Policy. The Administrator is to periodically review this Policy and Policy compliance with the agency accountant.
- b) Responsibilities of the Fiscal Manager. The Fiscal Manager shall maintain accounting, board minutes, tax, grant, insurance, retirement, payroll, and personnel records. The Fiscal Manager is to refer to the Retention and Destruction schedule in Exhibit 1.
- c) Responsibility of Others: Others refer to other staff and board members. Staff and board members shall be familiar with this Policy and adhere to the policy and guidelines detailed in the chart in Exhibit 1.

Article 3 - Suspension of Document Destruction ; Compliance.

The organization becomes subject to a duty to preserve (or halt destruction of) documents once litigation, an audit or a government investigation is reasonably anticipated. Further, federal law imposes criminal liability upon whomever knowing alters, destroys, mutilates, conceals, covers up, falsifies, or makes a false entry in any record, document, or tangible object with the intent to impede, obstruct or influence the investigation or proper administration of any matter with

the jurisdiction of any department or agency of the United States. It is the Administrator's responsibility to immediately halt document destruction if they become aware of litigation, audit or investigation has been instituted or is reasonably anticipated or contemplated. The Administrator may rescind or amend after conferring with legal counsel. If any board member or staff member becomes aware of possible litigation, audit, or investigation, it is their responsibility to notify the Administrator.

Article 4 - Security

Documents with any personal or secure information shall be destroyed by shredding, either manually or commercially.

Article 5 - Schedule of Retention and Documentation.

The MCOA schedule of Retention of documents is found in the following spreadsheet. As there are many documents created in the agency, some documents may not be listed in this schedule. The Administrator will determine the need for the retention or destruction of the document.

Document Retention	National Council of Non-Profits	other non-profits guides	Municipal	MCOA Suggestion
<u>Accounting & Finance</u>				
Accounts Payable Ledgers & Schedules	7 Years	7 years	after audit	7 years
Accounts Receivables & Payable: Invoices	7 Years	7 years	after audit	7 years
Audit Reports	permanently	permanently	10 years	permanently
Bank Reconciliations	2 years	7 years	after audit	7 years
Bank Statements	3 years	7 years	after audit	7 years
Bank Deposit slips		7 years	after audit	7 years
Checks-important payments/purchases	permanently	permanently		permanently
Checks non-important		7 years	7 yrs. after audit	7 years
General Ledger		7 years		7 years
Year-end financial statements	permanently	permanently		permanently
Internal Audit reports	3 years			3 years
Depreciation schedule	permanently			permanently
990 IRS tax returns/MA Tax returns	permanently	permanently		permanently

<u>Payroll/HR</u>				
Employment applications	3 years		1 yr. after not hired/ 20 years after termination	3 years-after not hired/ 7 years after termination
Payroll records & summaries	7 Years	permanent	20 years	7 Years
Personnel files (terminated)	7 Years	10 years	20 years	7 Years
Retirement records	permanently			permanently
Timesheets (terminated)	7 Years	3 years	20 years	5 years
Withholding tax statements	7 Years			7 Years
Payroll tax reports/W-2's		7 years	3 years	7 years
1099's/1096 submittals	7 years	7 years		7 Years
I-9			1 yr. after termination	1 yr. after termination
<u>Corporate & Exemption</u>				
Articles of Incorporation		permanently		permanently
By Laws		permanently		permanently

Document Retention	National Council of Non-Profits	other non-profits guides	Municipal	MCOA Suggestion
Minute books, Board/Committee Minutes		permanently		permanently
Other Corporate filings		permanently		permanently
IRS Exemption Application		permanently		permanently
IRS Exemption Determination Letter		permanently		permanently
State Exemption Application		permanently		permanently
State Exemption Determination Letter		permanently		permanently
Licenses & Permits		permanently		permanently
Employer Identification Designation		permanently		permanently
Tax returns/worksheets	permanently			permanently
Annual reports	permanently			permanently
<u>Insurance</u>				
property, D&O W/C and General Liability polices		permanently		permanently
Insurance records, claims, policies	permanently			permanently

<u>Miscellaneous</u>				
Contracts, notes, leases (expired)	7 Years			7 years
Correspondence general	2 years			2 years
Correspondence legal-important matters	permanently			permanently
Documents Evidencing Terms of Gifts	permanently			permanently
Grant payable records	7 years after grant period		6 years	7 years after grant period
Grant program development/policy records			permanently	7 years after grant period
Grant Final reports/project deliverables			permanently	7 years after grant period
Deeds, mortgages, bills of sale	permanently			permanently
Donations	7 years			7 years
<u>Meetings</u>				
Board				
Advisory				
membership				
Trainings				
Conference				

MCOAFY20Dues Structure

The Board of the Massachusetts Councils on Aging recommended increasing MCOA Dues rate from \$0.20/elder to \$0.24/elder and thereby stay with the 2% level for FY20 (with minimums and maximums outlined below). The chart below details this recommendation and approval.

# Adults Age 60 and above Based on the US 2010 Census	FY18 Rate@ \$10/elder Formula Grant	FY20 Rate@ \$12/elder Formula Grant
0-500	\$190	\$230
501-1100	\$220	\$265
1101-12,000	\$0.20/elder	\$0.24/elder
12,001-15,000 maximum	\$2500	\$3000
15,001-20,000 maximum	\$3100	\$3750
20,001-30,000 maximum	\$3425	\$4250
30,000+ maximum rate	\$4500	\$6000

*Minimum Formula Grant allocation rose from \$5000 FY16 to \$6000 FY17.

EXAMPLE: The 'median' Massachusetts town with a population of 18,654 has approximately 3628 older adults (age 60+). MCOA's advocacy effort increased its local Formula Grant funding from \$36,280 (\$10/elder) to \$43,536 (\$12/elder) an increase of \$7,256.00. MCOA dues request for this median town went from \$725.60 in FY17 to a proposed FY18 rate of \$870.72 an increase of \$145.12 (2%).

BACKGROUND: The Formula Grant increase is part of our five-year campaign to raise the Formula from

\$8 to \$12/elder by 2020. We achieved our goal – ONE YEAR EARLY!
An increase in the Formula rate triggers consideration of a MCOA
Dues increase.

NEXT STEPS: This recommendation came before MCOA's Board of
Directors on August 29, 2018, and was approved by the full
membership on December 6, 2018, and the new rate went into effect
July 1, 2019.

***NOTE: For any town/city COA that decides to not join MCOA, fees for any
trainings, meetings, or fee-based events, will be charged at the non-member
rate.***

MCOA Dues Structure Effective 7/1/2019

MCOA Employment Openings Posting Policy

MCOA will post jobs and opportunities on its website free of charge to all members and partner agencies. Job postings go out in the weekly *Briefs*. Job postings will be kept on the website for thirty days. If a member or partner agency would like to keep it up, they will need to resubmit the posting for another thirty days.

In addition, MCOA will post its own job postings in the weekly *Briefs* and these postings will also be available on MCOA's website.

MCOA will also look to post its own job postings with partner agencies, as well as with for-profit employment agencies and/or platforms.

Revised and accepted April 2022

MCOA Event Registration and Credit Policies

MCOA is pleased to offer conferences, workshops, and trainings, and does have costs associated with these events.

Attendees who have registered for any MCOA event, may cancel ***up to the closing date deadline***.

If you are unable to attend the event you have registered for, MCOA requests notification ***prior to the closing date deadline***. Registrants may send an alternate person to the event.

After ***the closing date***, MCOA is obligated to the caterer and speaker for the costs incurred and will pass along that cost to the registrant.

A registrant who has cancelled before ***the closing date*** but has paid for the function will be credited the amount to be able to apply the fee towards the next event.

Cash is no longer accepted onsite. Invoices are sent after the event.

Attendees (and their organizations) with a history of unpaid invoices will be required to prepay in order to attend all events.

Revised 4/27/22

MCOA Living Wage Policy

Employers are obligated to pay the state or federal mandated minimum wage, whichever is higher. MCOA has adopted the policy to pay at least the established Massachusetts living wage.

Effective date: 7/1/19; Revised 4/27/22

MCOA Meeting Fee Schedule*

	Members	Non-Members
General Trainings	\$20-\$30	\$40-\$50
Annual Meeting	\$30-\$60	\$50-\$80
Membership Meetings	\$30-\$40	\$50-\$70
Small & Rural Conference	\$30 for first member, \$15 each member after	Determined annually
Fall Conference	Determined annually	Determined annually

*Fees may be charged for virtual attendance to certain trainings and meetings. Please check with MCOA staff to acquire the fee rate.

Effective date 8/16/22

MyMCOA Code of Conduct

All users must agree to the following code of conduct when first entering MyMCOA.

Like the community as a whole, the MCOA team and community is made up of a mixture of professionals and volunteers from all over the Commonwealth, working on every aspect of the mission - including mentorship, teaching, and connecting people.

Diversity is one of our huge strengths, but it can also lead to communication issues and unhappiness. To that end, we have a few ground rules that we ask people to adhere to. This code applies equally to everyone.

This isn't an exhaustive list of things that you can't do. Rather, take it in the spirit in which it's intended - a guide to make it easier to enrich all of us and the communities in which we participate.

This code of conduct applies to all users of MyMCOA. Violations of this code may affect a person's ability to participate within MyMCOA.

If you believe someone is violating the code of conduct, we ask that you report it by emailing conduct@mcoaonline.com. For more details, please see our [Reporting Guidelines](#)

- **Be friendly and patient.**
- **Be welcoming.** We strive to be a community that welcomes and supports people of all backgrounds and identities. This includes, but is not limited to members of any race, ethnicity, culture, national origin, color, immigration status, social and economic class, educational level, sex, sexual orientation, gender identity and expression, age, size, family status, political belief, religion, and mental and physical ability.
- **Be considerate.** Any decision you take will affect users and colleagues, and you should take those consequences into account when making decisions.
- **Be respectful.** Not all of us will agree all the time, but disagreement is no excuse for poor behavior and poor manners. We might all experience some frustration now and then, but we cannot allow that frustration to turn into a personal attack. It's important to remember that a community where people feel uncomfortable or threatened is not a

productive one. Members of the MyMCOA community should be respectful when dealing with other members as well as with people outside the MyMCOA community.

- **Be careful in the words that you choose.** We are a community of professionals, and we conduct ourselves professionally. Be kind to others. Do not insult or put down other participants. Harassment and other exclusionary behavior aren't acceptable. This includes, but is not limited to:
 - Violent threats or language directed against another person.
 - Discriminatory jokes and language.
 - Posting sexually explicit or violent material.
 - Personal insults, especially those using racist or sexist terms.
 - Unwelcome sexual attention.
 - Advocating for, or encouraging, any of the above behavior.
 - Repeated harassment of others. In general, if someone asks you to stop, then stop.
- **When we disagree, try to understand why.** Disagreements, both social and technical, happen all the time and MyMCOA is no exception. It is important that we resolve disagreements and differing views constructively. Remember that we're different. The strength of MCOA comes from its varied community, people from a wide range of backgrounds. Different people have different perspectives on issues. Being unable to understand why someone holds a viewpoint doesn't mean that they're wrong. Don't forget that it is human to err and blaming each other doesn't get us anywhere. Instead, focus on helping to resolve issues and learning from mistakes.

MyMCOA Code of Conduct - Reporting Guide

If you believe someone is violating the code of conduct, we ask that you report it to the MyMCOA Software Foundation by emailing conduct@mcoaonline.com. **All reports will be kept confidential.** In some cases, we may determine that a public statement will need to be made. If that's the case, the identities of all victims and reporters will remain confidential unless those individuals instruct us otherwise.

If you are unsure whether the incident is a violation, or whether the space where it happened is covered by this Code of Conduct, we encourage you to still report it. We would much rather have a few extra reports where we decide

to take no action, rather than miss a report of an actual violation. We do not look negatively on you if we find the incident is not a violation. And knowing about incidents that are not violations, or happen outside our spaces, can also help us to improve the Code of Conduct or the processes surrounding it.

In your report please include:

- Your contact info (so we can get in touch with you if we need to follow up)
- Names of any individuals involved. If there were other witnesses besides you, please try to include them as well.
- When and where the incident occurred. Please be as specific as possible.
- Your account of what occurred.
- Any extra context you believe existed for the incident.
- If you believe this incident is ongoing.
- Any other information you believe we should have.

What happens after you file a report?

You will receive an email from the MyMCOA Code of Conduct Working Group acknowledging receipt immediately. We promise to acknowledge receipt within 24 hours (and will aim for much quicker than that).

The working group will immediately meet to review the incident and determine:

- What happened.
- Whether this event constitutes a code of conduct violation.
- Who the bad actor was.
- Whether this is an ongoing situation, or if there is a threat to anyone's safety.

If this is determined to be an ongoing incident or a threat to safety, the working groups' immediate priority will be to protect everyone involved. This means we may delay an "official" response until we believe that the situation has ended and that everyone is safe.

Once the working group has a complete account of the events, they will make a decision as to how to respond. Responses may include:

- Nothing (if we determine no violation occurred).
- A private reprimand from the working group to the individual(s) involved.
- A public reprimand.
- An imposed moderation of comments.
- A permanent or temporary ban from MyMCOA.
- A request for a public or private apology.

We'll respond within one week to the person who filed the report with either a resolution or an explanation of why the situation is not yet resolved.

Once we've determined our final action, we'll contact the original reporter to let them know what action (if any) we'll be taking. We'll take into account feedback from the reporter on the appropriateness of our response, but we don't guarantee we'll act on it.

Finally, the Working Group will make a report on the situation to the DSF board. The board may choose to a public report of the incident.

Reconsideration

Any of the parties directly involved or affected can request reconsideration of the committee's decision. To make such a request, contact the MyMCOA Board at conduct@mcoaonline.com with your request and motivation and the MyMCOA board will review the case.

Revised 4/27/22

MCOA's Press Release Framework and Policy

Types of Press Releases:

- **Events:** Announcing the Fall Conference; Annual Meeting, Small and Rural Conference
- **Partnerships:** New Collaborations announcements (ex. joining the Serious Illness Coalition)
- **MCOA Receiving Awards:** Feature MCOA's work, advocacy, fundraising successes, grant awards
- **Presenting Awards:** Lifetime Achievement, Certifications,
- **MCOA Hiring new staff:** MCOA's expansion of its management team can be considered important news

Fundamental Tools MCOA Utilizes for its Press Releases

- Biographies, if appropriate
- Photographs
- History of the award
- Staff quotation and remarks from the award presentation
- Media outlets to receive MCOA's PR as preferred by honoree(s)
- Management of Social Media postings

Process and Timeline for Press Releases:

Three weeks in advance seek the executive director's approval prior to sending out PR request to Marketing.

- Include point of contact(s) when requesting PR/Marketing
- Three weeks in advance of event request PR support from Marketing Staff
- One week ahead of event send photos, bios, award history, media outlet contacts to Marketing Staff
- One week after the event. Notify lead staff on event PR work done.

Effective 4/27/22

MCOA Privacy Policy

This Privacy Policy applies to the collection and usage of data by the Massachusetts Councils on Aging (“MCOA”). For the purposes of this Policy, unless otherwise noted, all references to MCOA also include:

- www.mcoaonline.com;
- Dementia Friendly Massachusetts, www.dfmassachusetts.org; and
- 50 Plus Job Seekers of Massachusetts, www.50plusjobseekers.org (collectively, the “MCOA Websites”).

By using the MCOA Websites, you consent to the data practices described in this Policy.

Collection of Personal Information

MCOA will not collect any personal information about you (such as your name, address, email address and/or telephone number) unless you knowingly and voluntarily provide it to us. In the course of your interactions with MCOA or the MCOA Websites, we may collect or come into possession of your personal information in order to communicate with you or provide you with services. For example, if you communicate with MCOA by email, we will come into possession of your email address.

MCOA does not sell, share, rent or otherwise disclose personal information to any third party in the ordinary course of business. However, certain third parties performing services on MCOA’s behalf (such as fulfillment operators administering contests or challenges) may request personal information from you, or have access to personal information we collect, for the purpose of doing their jobs.

Children Under Thirteen

MCOA will not knowingly collect personal information from children under the age of thirteen without parental consent. If you are under the age of thirteen, please ask a parent or adult caregiver to contact us.

E-mail Communications

From time to time, MCOA may contact you via email for the purpose of providing announcements, updates, alerts, confirmations, or other general communications. You may opt out of these communications at any time.

External Data Storage Sites

MCOA may store your data on servers provided by third party hosting vendors with whom we contract.

Changes to this Policy

MCOA reserves the right to amend this Privacy Policy from time to time. We will notify anyone on our mailing list about significant changes in the way we treat personal information by sending a notice to the primary email address we have and/or by placing a prominent notice on our website.

Contact Information

MCOA welcomes your questions or comments regarding this Policy. You may contact us at:

- Massachusetts Councils on Aging
- 116 Pleasant Street, Suite 306
- Easthampton, Massachusetts 01027
- Email: info@mcoaonline.com
- Telephone: 413-527-6425

Effective as of March 30, 2022

MCOA Travel Policy-Staff

MCOA reimburses employees for mileage that is due to work related traveling. MCOA pays the standard rate set by the IRS. Tolls and parking will also be reimbursed. Gas, repairs, and insurance are not reimbursable. Any tickets incurred, such as traffic violations or parking tickets, during the time MCOA employees are covering MCOA business, will not be covered.

MCOA will cover your mode of travel for “out of state” travel only after your request to travel out of state has been approved by the Executive Director.

To be reimbursed for mileage, a mileage report needs to be filled out and submitted monthly. Receipts for tolls and parking, need to be submitted with the mileage report. If a receipt cannot be obtained, such as for meters, it must be noted as such.

If an hourly employee needs to travel for MCOA business, the time to travel is considered work time and should be included on their timesheet.

Effective 7/1/19; Revised 4/27/22

MCOA Volunteer/Intern Policy

MCOA appreciates the contributions of Volunteers and Unpaid Interns in fulfilling its mission. This policy provides general guidelines pertaining to volunteers and unpaid Interns.

Definition of Volunteer

Consistent with definitions and guidance from the U.S. Department of Labor, Volunteers are individuals who volunteer or donate their services, usually on a part-time basis, for public service, religious or humanitarian objectives.

Volunteers:

- are NOT considered employees of MCOA and are NOT compensated.
- have NO assurance or reason to expect that MCOA will offer employment following the volunteer period; and
- are NOT eligible for any MCOA benefits, including unemployment or workers' compensation benefits.

To ensure that an individual performing volunteer service is not an employee for purposes of the Fair Labor Standards Act (FLSA), all of the following criteria must be satisfied in order for the individual to be approved as a volunteer:

- The services are intended to be voluntary and to be rendered without compensation.
- The services must constitute a bona fide effort of the individual to volunteer for humanitarian or public service purpose or for the benefit of education, training, or professional experience.
- Individuals volunteer their time for their own personal motives, without promise or expectation of compensation or employment.
- Volunteers must not be used in ways that displace or replace regular employees in the performance of their normal duties. Volunteers may augment the work of regular employees.

Definition of Unpaid Internship

Individuals who wish to volunteer for the purposes of educational or professional interest must meet the following criteria:

- The internship experience provides some kind of educational or professional benefit for the intern.
- The intern does not displace regular employees but works under close supervision of existing staff.

- The intern is not necessarily entitled to a job at the conclusion of the internship.
- The employer and the intern understand that the intern is not entitled to wages for the time spent on the internship.
- the individual is not eligible for MCOA benefits, including unemployment or workers' compensation.

Participation

Anyone, including retirees, students, or others may provide volunteer service or perform internship activities. An individual who is under the age of 18 may only become a volunteer with written parental consent. Individuals under the age of 16 may not become volunteers. The initial period for volunteering should be no longer than six months. The relationship may be extended for an additional six-month term after appropriate review and agreement by the MCOA staff. All interns must complete and pass a CORI check.

Requirements and Responsibilities Pertaining to Volunteers and Unpaid Interns.

Volunteers and Unpaid Interns are subject to, must abide by, and are protected by all applicable MCOA policies, procedures, and rules, including expectations for respecting the confidentiality of all information shared during the volunteer/intern experience. It is the responsibility of the MCOA Staff person to whom the volunteers or interns are assigned, to review these policy and procedure details with the volunteers and interns.

Reimbursement

Volunteers may be reimbursed for specified expenses incurred during the internship including mileage to special events and the MCOA Conference but not for travel as part of regular commuting. Reimbursements must be approved in advance by MCOA.

Termination

Volunteers and unpaid Interns are expected to conduct themselves consistent with standards of professional behavior common to MCOA staff. MCOA has a right to terminate internship at any time.

Effective 6/14/19; Revised 4/27/22

MCOA Weather Policy

EMPLOYEES: In the case of inclement weather, the decision about closing the MCOA Office will be determined by the Executive Director. As all employees have the capacity to work from home, they are expected to do so.

MEMBERS: In case of inclement weather, MCOA will try to make the determination to cancel or postpone a meeting 24 hours in advance of inclement weather and shall contact you through email and possibly by phone, time permitting. MCOA shall also post a message on our website and will leave a message on our telephone answering machine – 413.527.6425. If you have registered and paid for a meeting that is postponed or cancelled, the amount paid will be applied to the next meeting attended.

Effective 4/27/22

MCOA Website Posting Policy and social media/Networking Services Policy

MCOA Website Posting Policy

The Massachusetts Association of Councils on Aging (MCOA), a non-profit membership association, utilizes various online websites, including its own as well as social media platforms to share information to members related to network inquiries, news, photographs, achievements, grant opportunities, legislative advocacy, and information about elder care resources, programs, and related topics. Additionally, MCOA utilizes social media and networking services to provide public media forums that are intended to create a welcoming and inviting online environment where the public-at-large can access information shared by MCOA.

The organization's development of its website, electronic newsletter, and related social media, is in keeping with MCOA's mission of, "Building strategic partnerships to educate, empower, and advocate for professionals who work with older adults."

MCOA receives a range of requests from MCOA staff, MCOA membership, MCOA partners and others to make available a variety of materials to distribute within, including, but not limited to, the MCOA website, MCOA's electronic newsletter, MyMCOA, and social media platforms such as Facebook, Twitter, and LinkedIn.

Materials are managed by the Communications Manager, and/or in her absence, additional staff as designated.

Material to be posted on the website and in weekly newsletter ("Briefs") submitted by MCOA staff, MCOA members and MCOA partner organizations include:

- Job postings
- Information requests
- Advocacy alerts
- Announcements
- Grant availability
- Education/training/conferences
- Links to partners, affiliates, and government agencies only

Material that could generate revenue shall be sent for review to the Executive Director, the Assistant Director, and the Finance Committee, for example:

- Advertisements
- Web Site links

If the material submitted falls outside the above listed categories, it will be submitted to Executive Director and/or the Assistant Director or other pertinent staff for a decision to determine if the material is appropriate and will be shared on any of MCOA's social media platforms or MCOA's Website.

Social Media/Networking services and Platforms are defined as any website or application that allows users to share information. Social networking services can include, but are not limited to, blogging, instant messaging, social networking websites, Facebook, Twitter, and LinkedIn as well as MyMCOA which has its own Code of Conduct Policy.

Comments, posts, and messages are welcome on MCOA's social media/networking profiles. While the MCOA recognizes and respects differences in opinion, all such interactions will be regularly monitored for content and relevancy, before publishing whenever possible.

All posts, which contain any of the following, will be removed:

- Obscene or racist content
- Personal attacks, insults, or threatening language
- Potentially libelous statements
- Plagiarized or copyright-protected materials
- Private personal information published without the consent of the individual
- Comments unrelated to MCOA, its mission, or its activities
- Hyperlinks to materials that are not directly related to the discussion topic
- Commercial promotions or spam
- Organized political activity
- Photos or other images that fall under any of the above categories

MCOA is not responsible or liable for content posted by any user in any forum, message board, or another area within the social networking service. In addition, MCOA reserves the right to edit or modify any postings or comments for space or content while retaining the intent of the original post. MCOA shall also be granted the right to reproduce comments, posts, and messages in other public venues, including public relations and marketing materials. In

those cases, MCOA will obtain the user's written permission, or retain the user's first name only, removing any other personally identifying information from the comment or post.

MCOA assumes no liability regarding any event or interaction that takes place by any participant in any MCOA-sponsored social media/networking service and does not endorse or review content outside of the profiles maintained by MCOA staff.

The role and use of social media/networking services in relation to the goals and purposes of MCOA will be evaluated periodically by the MCOA staff and the Board of Directors and may be terminated at any time without notice to users.

By posting a comment, you agree to indemnify MCOA and its employees from and against all liabilities, judgments, damages, and costs (including attorney's fees) incurred by any of them which arise out of or are related to the content that you post.

Effective 8/29/18; Revised 4/27/22

MCOA Policy on COVID Requirements for MCOA In-Person Events (programs/conferences)



Massachusetts
Councils On Aging

MCOA shall follow all COVID-19 laws, rules, regulations, policies and procedures required by the businesses and federal, state, and local agencies where the MCOA in-person event is being held or conducted.

All attendees at in-person MCOA events will be required to follow all COVID-19 laws, rules, regulations, policies and procedures made by the businesses and federal, state, and local agencies where the MCOA event is being held or conducted.

While proof of vaccination is not required, vaccination is strongly encouraged by MCOA.

Due to the rapidly changing nature of COVID-19, some events may require additional health and safety guidelines. MCOA will continue to closely monitor government mandates and policy changes, CDC guidelines and public health notifications.

As information pertaining to the virus continues to develop, MCOA shall adjust its approach as needed and shall keep the network apprised of any new developments impacting MCOA in-person events.

Please, protect yourself and others: Stay home if you feel sick or are experiencing COVID-like symptoms.

MCOA asks all in-person event attendees to follow CDC guidance on [Gatherings](#) and [Travel](#).

Approved March 15, 2022