# Welcome

# New Board Member Orientation







### **Board of Director's Orientation 2020**

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### **Board of Directors Meeting Schedule 2020**

We meet virtually on the 2<sup>nd</sup> Monday of each month from 1:00-3:00 PM

Prior to COVID-19, we met in-person with a virtual option, in order to provide the opportunity for all engaged persons to participate in our broad 3-county region.

When we return to in-person meetings, we will begin again to rotate the location for meetings by county annually.



### Healthy People, Thriving Communities

When neighboring counties, tribes, and sectors work in alignment, we create better health outcomes for everyone. Olympic Community of Health (OCH) prioritizes population health in the Olympic region by providing opportunities for collaboration, peer learning, and Medicaid Transformation Project support. OCH challenges local partners to rethink the way health is addressed and fostered, ultimately co-creating a region of healthy people, thriving communities.

#### **Integrated Care**

Kitsap Medical Group hired a psychiatrist, allowing them to provide virtual psychiatric services.



OCH Partner Successes:

# Jail & Emergency Diversion

Peninsula
Community Health
Services in Kitsap
County integrated
Community Health
Workers into the
local jail and
emergency
department.



#### **Opioid Response**

Sophie Trettevick Indian Health Center launched the Six Building Blocks program, reducing the number of patients prescribed long-term opioids.



# Reproductive & Child Health

Forks Community
Hospital hired a
midwife, increasing
access to maternity
services in the west
end of Clallam
county.



#### **Oral Health**

North Olympic Healthcare Network expanded medical walk-ins to include oral health screenings.



# Chronic Disease Prevention

Olympic Area
Agency on Aging &
OlyCAP partner with
primary care
providers to offer
chronic disease
self-management
programs.



### How does Medicaid Transformation work?

### Olympic Community of Health...

#### Distributes funds

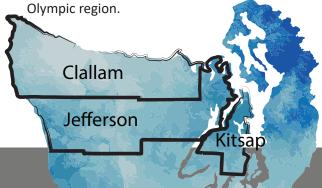
Through contracts, participation, and reporting, OCH distributes funds from the Health Care Authority to partners.

#### Facilitates collaboration

OCH hosts trainings, convenings, and workshops to create spaces for partners to share, learn, and collaborate.

### Voice of the Olympic region

When convening with the other eight Accountable Communities of Health in Washington and the Washington State Health Care Authority, OCH advocates for the needs and efforts within the



### Implementation Partners...

#### Advance the mission

Partners enable change within the community. OCH is here to support, guide, and fund the innovative projects occuring on the ground.

#### Represent unique communities

Combining perspective with neighboring organizations, sectors, and tribes, enables greater awareness and creative problem-solving.

### Provide valuable insights

Partners earn funds through reporting. Partner reports and site visits provide OCH with feedback and updates that allow them to report to the state with accurate regional updates.

### The Olympic Region

OCH's reach includes Clallam, Jefferson and Kitsap Counties. We are in the territorial lands of the Sovereign Nations of the Hoh, Jamestown S'Klallam, Lower Elwha Klallam, Makah, Port Gamble S'Klallam, Quileute, and Suquamish Tribes.





OCH Board of Directors (9.15.2020)				
Name and Affiliation	County	Service Area	Sector	Term Expiration
Heidi Anderson heidia@forkshospital.org Office: 360-327-8316 Chief Executive Officer Forks Community Hospital Alternate: Jennifer Wharton jwharton@jeffersonhealthcare.org Chief Ambulatory and Medical Officer Jefferson Healthcare	Clallam	Clallam	Critical Access Hospital	9/2021
Bobby Beeman bbeeman@olympicmedical.org Office:360-417-7122 Cell: 360-461-7601 Director of Marketing & Communications Olympic Medical Center Alternate: Vacant	Clallam	Clallam	Public Hospital	9/2021
Karlena Brailey, MPH, CES karlena.brailey@wsu.edu (360) 417-2000 x2027 Community Health & Food Access Coordinator WSU Clallam County Extension	Clallam	Clallam	At-Large (Community)	9/2021
Ford Kessler, Secretary fordk@safeharborrecovery.org Office: 360-385-3866 Cell: 360-301-2766 Alternate: Gill Orr gill@cedargroves.com Administrator and Provider Cedar Grove Counseling	Clallam	Clallam	Substance Use Disorder Treatment	9/2021 Officer: 6/2021
Jennifer Kreidler-Moss, Treasurer  jlkreidlermoss@pchsweb.org  Office: 360-475-6707  Cell: 360-340-2541  Chief Executive Officer  Peninsula Community Health Services  Alternate: Mike Maxwell  North Olympic Healthcare Network	Kitsap	Kitsap	Federally Qualified Health Center	9/2021 Officer: 6/2021





	T	T	1	,
mmaxwell@nohn-pa.org				
Office: 360-452-7891				
Cell: 360-460-7891				
Gary Kriedberg garykriedberg@catholichealth.net Office: 360-744-6906				
Cell: 360-460-4191			At Lorgo	
	Vitcon	Vitcon	At-Large	9/2021
Manager Franciscan Harrison Health Partners	Kitsap	Kitsap	(Medical/ Clinical)	
Alternate: Heather Denis			Cillical)	
Harrison Health Partners				
heatherdenis@catholichealth.net				
Stephanie Lewis				
sjlewis@co.kitsap.wa.us			Behavioral	9/2021
Office: 360-337-4422			Health	3, 2022
Cell: 909-273-9533		Clallam	Administrative	
Administrator	Kitsap	Jefferson	Services	
Salish Behavioral Health – Administrative		Kitsap	Organization	
Services Organization				
Alternate: Jolene Kron				
jkron@co.kitsap.wa.us				
Deputy Administrator, SBH-ASO				
Thomas Locke, Vice President				
tlocke@co.jefferson.wa.us				
Office: 360-385-9448				
Cell: 360-808-3333		Clallam	At-Large	9/2021
Health Officer	Jefferson	Jefferson	(Community)	Officer: 6/2021
Jefferson County Public Health		Kitsap		,
Alternate: Scott Kennedy				
Olympic Medical Center				
skennedy@olympicmedical.org				
<mark>Jeanell Rasmussen</mark>				
Jeanell.Rasmussen@harrisonmedical.org			Private/Not for	0./2020
Vice President/Chief Nursing Officer	Kitsap	Kitsap	Profit Hospital	9/2020
Franciscan St. Michael Medical Center			1 Tont Hospital	
Alternate: Vacant				
Jorge Rivera				
JorgeArturo.Rivera@molinahealthcare.com			Na dissis	
Office: 425.424.7119	Ctataid-	C+a+a; d -	Medicaid	Per MCO Rotation
Cell: 425.286.9928	Statewide	Statewide	Managed Care	Schedule
Associate Vice President for Growth and			Organization	
Community Partnerships				
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Molina Healthcare				
Wolling Healthcare				
Vacant			At-Large (Community)	9/2021
Wendy Sisk, President wendys@peninsulabehavioral.org Office: 360-457-0431 x154 Cell: 360-477-3753 Executive Director Peninsula Behavioral Health Alternate: Jim Novelli jimn@discoverybh.org	Clallam	Clallam	Mental Health Treatment	9/2022 Officer: 6/2021
Primary Seat: Vicki Kirkpatrick vkirkpatrick@co.jefferson.wa.us Public Health Director Jefferson County Public Health Alternate: Keith Grellner Keith.Grellner@kitsappublichealth.org	Jefferson	Jefferson	Public Health	9/2021
Roy Walker, Past President Roywalker8060@gmail.com Cell: 360.301.1506 Alternate: Jody Moss Jody.Moss@dshs.wa.gov	Jefferson	Jefferson	Long Term Care/ Area Agency on Aging/ Home Health	9/2021 Officer: 6/2021
Cherish Cronmiller ccronmiller@olycap.org Office: 360-385-2571 x 6308 Executive Director Olympic Community Action Programs Alternate: Kathy Morgan Housing and Facilities Director Kmorgan@olycap.org	Clallam Jefferson	Clallam Jefferson	Community Action Program/ Social Service Agency	9/2021
Libby Cope* Libby.cope@makah.com Office: 360-645-2224 Cell: 360-640-1346 Health Director Sophie Trettevick Indian Health Center Makah Tribe			Makah Tribe	N/A
Kim Freewolf* kfreewolf@pgst.nsn.us Port Gamble S'Klallam Tribe			Port Gamble S'Klallam Tribe	N/A
Michele Lefebvre*			Quileute Tribe	N/A



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Qhc.director@quileutenation.org Health Director Quileute Tribe		
Brenda Powell*  Brenda.powell@elwha.org  Medical Director  Lower Elwha Klallam Tribe  Alternate:	Lower Elwha Klallam Tribe	N/A
Brent Simcosky* Administrator bsimcosky@jamestowntribe.org Office: 360-582-4870 Cell: 907-617-2564 Jamestown S'Klallam Tribe	Jamestown S'Klallam Tribe	N/A
Vacant* Suquamish Tribe	Suquamish Tribe	N/A
Britni Duncan* Britni.Duncan@hohtribe-nsn.org Hoh Tribe	Hoh Tribe	N/A

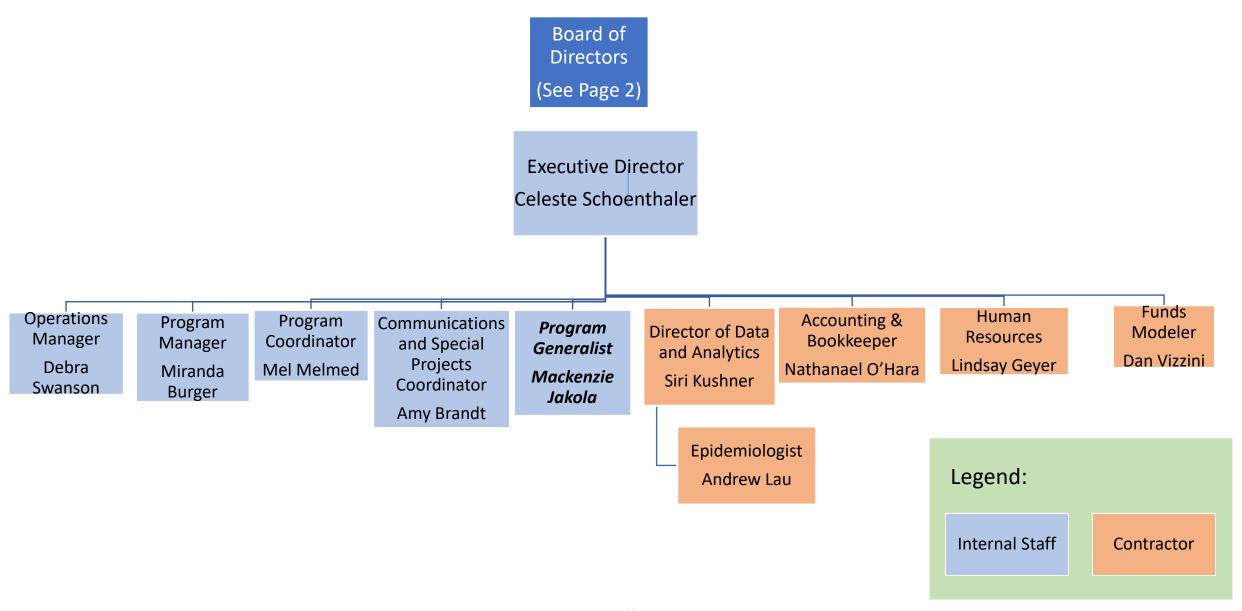
<sup>\*</sup>Tribes are governments, not sectors. Therefore, each Tribe is allotted one vote and may appoint alternates as desired.



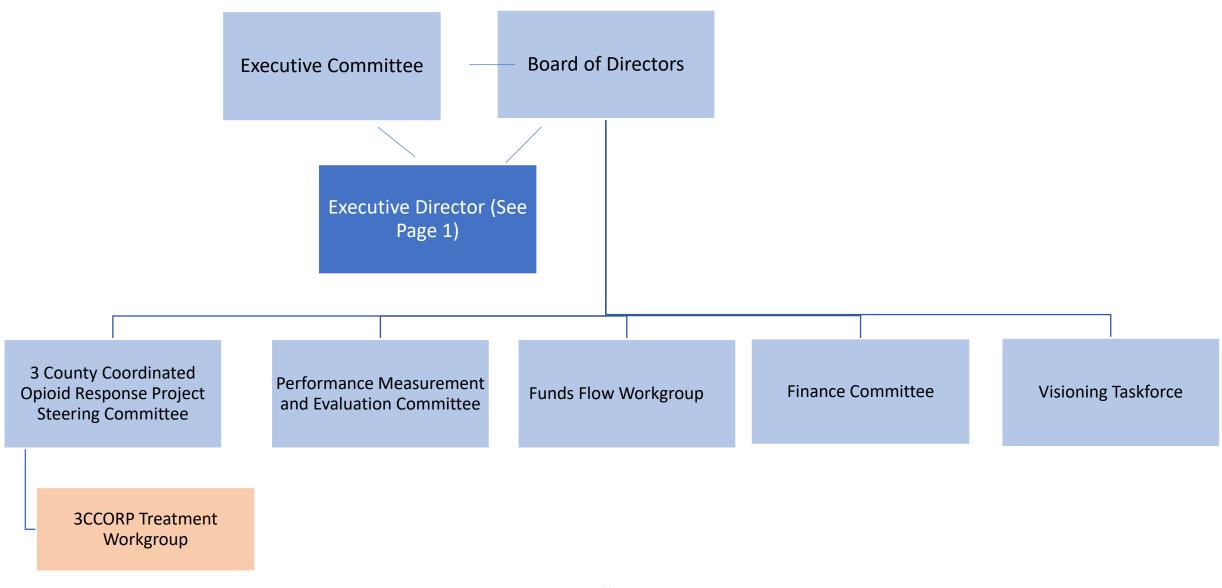


OCH Staff Contacts				
Name and Role	Email	Phone		
Amy Brandt  Communications & Special Projects Coordinator	amy@olympicch.org	360-633-6298		
Andrew Lau  Epidemiologist	Andrew.Lau@kitsappublichealth.org	360-728-2235		
Celeste Schoenthaler  Executive Director	celeste@olympicch.org	360-633-9241		
<b>Debra Swanson</b> Operations Manager	Debra@olympicch.org	360-509-7713		
Mackenzie Jakola Program Generalist	Mackenzie@olympicch.org	360-670-7437		
Mel Melmed Program Coordinator	mel@olympicch.org	360-633-9116		
Miranda Burger Program Manager	miranda@olympicch.org	360-633-9579		
Siri Kushner  Director of Data & Analytics	siri.kushner@kitsappublichealth.org	360-633-9239		

### Olympic Community of Health Organizational Structure as of December 21, 2020



# Olympic Community of Health Governance Structure as of December 31, 2020



# BYLAWS OF Olympic Community of Health

### ARTICLE I. NAME

The name of the organization shall be Olympic Community of Health, and it is referred to in these Bylaws as "OCH."

# ARTICLE II. PURPOSES

Section 1. <u>Purposes</u>. The purposes for which OCH is formed, and the business and objectives to be carried on and promoted by it, are as follows:

To operate exclusively for charitable, scientific, and educational purposes, and to advance the goal of OCH to improve the overall health and wellbeing of communities and Tribes across Clallam, Jefferson, and Kitsap counties through a collaborative approach focused on sustainable and equitable solutions.

Section 2. <u>Dedication of Assets</u>. The property of OCH is irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or other assets of OCH shall inure to the benefit of any private person or individual, or to any member, Director, or officer of OCH. Notwithstanding the foregoing, this Section shall not prevent payment to any such person of reasonable compensation for services performed for OCH in effecting any of its public or charitable purposes, provided that (i) compensation is permitted by these Bylaws and approved by resolution of the Board, and (ii) no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of OCH.

# ARTICLE III. DEFINITIONS

The following terms used in these bylaws are defined as follows:

"Administrative Service Organization" means the organization that supports and facilitates the business and activities of OCH. Such activities may include payroll services, benefits administration, human resources, information technology, data analytics and evaluation, and communications.

"At-Large" refers to a category on the OCH Board of Directors who represents a community or clinical focus area in the Olympic region. While it is preferred that Directors in at-large seats are employed with an organization that represents the work of OCH, it is not a requirement.

"Board" means the Board of Directors of OCH.

"Committee" means two or more individuals who are assigned to work on a specific issue and are interdependent in the achievement of a common goal.



"Community Member" means a representative of the community that represents a priority health issue or a local health coalition of community members.

"Conflict of Interest" means a situation in which a Director has the potential to vote on a matter that would provide direct or indirect financial benefit to that Director or their immediate family or to any agency with which that member is affiliated.

"Director" means an individual appointed as a member of the Board of Directors.

"Executive Committee" means the Board of Directors President, Vice-President, Secretary, Treasurer, and Past President **or** General member.

"Executive Director" means the senior operating officer of OCH.

"Financial Interest" means a person having directly or indirectly, through business, investment, or family:

- An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

"Health" means the state of complete physical, mental, and social well-being, and not merely the absence of disease and infirmity. This includes the conditions in which people work, live, play, and contribute.

"Implementation Partner" refers to organizations, clinics, and Tribes throughout the region that have a direct contract relationship with OCH to support project work.

"Material" describes information that, if omitted or misstated, could influence the economic decisions of users taken on the basis of the financial statements. Materiality therefore relates to the significance of transactions, balances and errors contained in the financial statements. Materiality defines the threshold or cutoff point after which financial information becomes relevant to the decision-making needs of the users. Information contained in the financial statements must therefore be complete in all material respects for them to present a true and fair view of the affairs of the entity. Materiality is relative to the size and particular circumstances of individual companies.

"Organization" means any group of people who have joined together for a particular purpose, ranging from social to business, and usually meant to be a continuing organization. It can be formal, with rules and/or bylaws, membership requirements and other trappings of an organization, or it can be a collection of people without structure.

"Regional Health Improvement Plan" means a mechanism through which key partners in a community representing whole-person health plan, facilitate and coordinate activities required for transformation of the community's health system.



"Regional Service Area" means the region jointly designated by the Health Care Authority (HCA) and Department of Social and Health Services (DSHS) for Medicaid purchasing of physical and behavioral health care, in alignment with Accountable Community of Health regions.

"Sector" means a category of organizations, governments, businesses and/or individuals who share the same or related mission, product, or service within the Regional Service Area. (For example, Social Services, Hospitals, Transportation, Federally Qualified Health Centers, Philanthropy, Housing, Community Based Organizations, Consumer Representative, Public Health, Managed Care Organizations)

"Tribe" means an American Indian or Alaska Native tribal entity that is recognized as having a government-to-government relationship with the United States, with the responsibilities, powers, limitations, and obligations attached to that designation, and is eligible for funding and services from the Bureau of Indian Affairs.

# ARTICLE IV. BOARD OF DIRECTORS – DUTIES AND PRINCIPLES

#### Section 1. Power and Duties.

- 1.1 Powers. Prudent management of all the affairs, assets, property, and goodwill of OCH shall be vested in a Board of Directors. The Board may delegate the management of the day-to-day operation of the business of the corporation to a management company, committee (however composed), or other person, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board of Directors. Directors shall not delegate or proxy their respective responsibilities and rights as members of the Board pursuant to these Bylaws and required under federal and state law.
- 1.2 <u>General Duties</u>. The Board will provide strategic direction and work in partnership with Implementation Partners and workgroups on approved projects. They shall act as liaison for OCH to Washington State Health Care Authority on funding, governance, alignment of state initiatives with regional preferences, and other topics that may arise. They shall serve as voice for OCH to other, relevant offices in Olympia and to local, elected officials. The Board secures funding for core collaborative activities of OCH partners that benefit the shared aims of the organization, and overseas and develops the sustainability plan for the organization. They ensure that the organization obeys applicable laws and acts in accordance with ethical practices, that it adheres to its stated corporate purposes, and that its activities advance its mission.

Section 2. <u>Number</u>. The number of Directors shall be determined from time-to-time by a vote of the Board but shall consist of not less than fifteen (15) and not more than twenty-nine (29). Other than as to the initial Board, the number of Directors may at any time be increased or decreased by the Board who shall have the power to elect additional Directors at any regular or special meeting of the Board. The change in number of Directors shall not however, diminish the term of any incumbent director, whose term may be diminished only as provided by law and these Bylaws.

Section 3. <u>Board Representation by Sector, At-Large, and Tribe</u>. Each Board member shall represent a Tribe, a designated Sector established by the Board, or At-Large representation. Board membership may include representation up to the maximum number of directors pursuant to Section 2 hereof. No Sector or At-Large representative shall have more than one designated member on the Board of Directors. Sectors are required to designate an alternate member. At-large seats will not have alternate representatives. The Board



may add or modify Sectors and At-Large seats that should be represented by a vote of the Board. Tribes may alternate designated members on the Board of Directors, with each regional Tribe represented by one vote on the Board of Directors. At-Large members may represent the broad community or a clinical setting. The Executive Director shall maintain a list of the Sectors, At-Large seats, and Tribes for representation on the Board.

#### Section 4. Nomination and Election of Directors.

- 4.1 <u>Board Sector and At-Large Representative Nomination Process</u>. Candidates for Sector Board members shall be nominated by each Sector. Candidates for At-Large representatives will be nominated by the individual interested in participating on the Board. The nominations will be referred directly to the Board for approval. In the event a Sector or At-Large seat cannot nominate a representative within thirty (30) days, the Board, either directly or through a Committee, will solicit, receive, and vet nominations, and recommend a representative to the Board.
- 4.2 <u>Tribe Representative Nomination Process</u>. Tribes may appoint alternate representatives as desired on the Board of Directors. Tribal representation on the Board of Directors is voluntary.
- 4.3 <u>Election</u>. The Board approves Sector and At-Large membership to the Board and elects its Board of Directors. Directors may be elected at the annual meeting, or at any regular or special meeting of the Board. The Board does not have authority to confirm or deny Tribal appointments.

Section 5. <u>Term of Office</u>. During the first year after adoption of these Bylaws, Directors shall be elected to an initial one-year (1) term. For the purpose of staggering the terms, following the initial one-year term, thirty (30%) of the Board of Directors shall serve a one (1) year term and the remaining Directors shall serve a two (2) year term. The initial groups shall be determined by a lottery. Thereafter, each Director's term of office shall be for two (2) years, which shall end on the latter of the date of the annual meeting or succession of a new director. At the end of three (3) consecutive terms, each sector has the option to nominate the same Candidate or to nominate a new Candidate to represent the sector on the Board. Term of Office does not apply to Tribes.

Section 6. <u>Compensation</u>. The Directors shall receive no compensation for services for and on behalf of OCH. <u>Refer to the Conflicts of Interest and Prohibited Transactions section below.</u>

#### Section 7. Meetings.

- 7.1 <u>Annual Meeting</u>. An annual meeting of the Board shall be held each year in the autumn (between September and November), prior to December 31. At this meeting, the Board may approve a budget for the activities of OCH for the following year and elect new Board members.
- 7.2 <u>Regular Meetings</u>. Regular Board meetings shall be scheduled at the discretion of the Board but are required not less than four (4) times per year. By resolution, the Board may specify the date, time, and place for the holding of regular meetings without other notice than such resolution.
- 7.3 Special Meetings. Special meetings of the Board may be called at any time by the President or any five (5) members of the Board, whereupon the Secretary shall give notice as specified by the Board to each Board member.



- 7.4 Meetings by Electronic Connectivity. Members of the Board or any committee designated by the Board may participate in a meeting of such Board or committee by means of a conference telephone, webinar, or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.
- 7.5 <u>Place of Meetings</u>. All meetings shall be held at the principal office of the organization or at such other place within or without the State of Washington designated by the Board, by any persons entitled to call a meeting or by a waiver of notice signed by all Directors.
- 7.6 Notice of Special Meetings. Notice of special Board or committee meetings shall be given to a Director in writing or by personal communication with the Director not less than three days before the meeting, with as much notice as possible. Notices in writing may be delivered or mailed to the Director at his or her address shown on the records of the corporation or given electronic transmission. Neither the business to be transacted at, nor the purpose of any special meeting need be specified in the notice of such meeting. If notice is delivered by mail, the notice shall be deemed effective when deposited in the official government mail properly addressed with postage thereon prepaid.

#### 7.7 Waiver of Notice.

- A. <u>In Writing.</u> Whenever any notice is required to be given to any Director under the provisions of these Bylaws, the Articles of Incorporation or applicable Washington law, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the waiver of notice of such meeting.
- B. <u>By Attendance</u>. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- 7.8 <u>Quorum</u>. A simple majority of the full Board of Directors then in office at the beginning of each meeting shall constitute a quorum for the transaction of business.
- 7.9 <u>Alternative Representation</u>. In the event a Director is unable to attend a board meeting, the Director may authorize a representative to attend as a guest at a board meeting, provided that such Director provides reasonable notice to the Board. Only attendance by Directors, or previously appointed alternates, will constitute a quorum and for the purposes of voting on business items.

#### Section 8. Voting and Manner of Acting.

8.1 <u>Board Actions</u>. Each Director, or previously approved alternate, and each Tribe will have one (1) vote. The act of the majority of the Directors present at a meeting at which there is a quorum shall be the act of the Board, unless the vote of a greater number is required by these Bylaws, the Articles of Incorporation or applicable Washington law.



- 8.2 <u>Presumption of Assent</u>. A Director at a Board meeting at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent or abstention is entered in the minutes of the meeting, or unless such Director files a written dissent or abstention to such action with the person acting as secretary of the meeting before the adjournment thereof, or forwards such dissent or abstention by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent or abstain shall not apply to a Director who voted in favor of such action.
- 8.3 Action by Board Without a Meeting. Any action which could be taken at a meeting of the Board may be taken without a meeting if a written consent setting forth the action so taken is signed by each of the Directors. Such written consents may be signed in two or more counterparts, each of which shall be deemed an original and all of which, taken together, shall constitute one and the same document. Any such written consent shall be inserted in the minute book as if it were the minutes of a Board meeting.

Section 9. <u>Resignation</u>. Any Director may resign at any time by delivering written notice to the President or the Secretary at the registered office of the organization, or by giving oral or written notice at any meeting of the Directors. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 10. Removal from Office. Directors are expected to regularly attend Board meetings; however, they shall notify the President or Executive Director with appropriate notice if they are not able to attend such meeting. Absences from more than one-third (1/3) of the regularly scheduled meetings in any given calendar year may be grounds for removal.

Section 11. <u>Vacancies on Board of Directors</u>. Sector representatives are responsible for identifying and forwarding candidates to the Board to fill vacant positions. At-Large vacancies will be posted via OCH communications and nominations will be forward to the Board of Directors. Vacancies occurring on the Board may be voted on and ratified at any regular or special Board meeting by the remaining Directors. Newly elected Directors shall serve the remaining term of the vacant position.

Section 12. <u>Duty of Loyalty</u>. Directors shall put OCH interests ahead of their own when making all decisions in their capacities as corporate fiduciaries. They must act without personal economic conflict and are required to sign a conflict of interest policy upon election to the Board.

# ARTICLE V. OFFICERS

Section 1. <u>Election and Term of Office</u>. The officers of the OCH Board shall be President, Vice President, Secretary a Treasurer, and Past President **or** General member. The Board may approve additional officers as it deems necessary for the performance of the business of OCH. The term of office shall commence on July 1 and each officer shall hold office for one (1) year or until he or she shall have been succeeded or removed in the manner hereinafter provided. Such offices shall not be held for more than three (3) consecutive terms. Such officers shall hold office until their successors are elected and qualified. A vacancy in any office may be filled by the Board for the unexpired portion of the term.



- Section 2. <u>Removal</u>. Any officer or agent may be removed by the Board with or without cause by a sixty percent (60%) vote of the Board, if deemed in the best interests of OCH.
- Section 3. <u>Compensation</u>. The officers shall receive no compensation for services rendered on behalf of OCH.
- Section 4. <u>President</u>. The President shall preside at all meetings of the Board, shall have general supervision of the affairs of the organization, and shall perform such other duties as are incident to the office or are properly required of the President by the Board.
- Section 5. <u>Vice-President</u>. The Vice-President shall preside at all meetings in the absence of the President and perform such other duties as are incident to the office or are properly required of the Vice-President by the Board.
- Section 6. <u>Secretary</u>. It shall be the duty of the Secretary of the Board to keep all records of the Board and of OCH, to give notice of meetings, and to perform such other acts as the President or Board may direct.
- Section. 7. <u>Treasurer</u>. The Treasurer is accountable for all funds belonging to OCH and shall assure that policies and procedures regarding the disposition of assets and all related financial transactions are followed as prescribed by the Board or these Bylaws.
- Section 8. <u>Past-President</u>. The Past-President shall advise the incoming President of position responsibilities and provides advice, support, and information as needed to the new President and board.
- Section 9. <u>General Member</u>. The General Member may be assigned to serve on committees or undertake special projects if the immediate Past President is unable to serve.

# ARTICLE VI. COMMITTEES

Section 1. Committees. The Board may appoint, from time to time, from its own members and/or the public, standing or temporary committees consisting each of no fewer than one (1) Director. Such committees may be vested with such powers as the Board may determine by resolution passed by a majority of the Board. No such committee shall have the authority of the Board in reference to amending, altering, or repealing these Bylaws; electing, appointing, or removing any member of any such committee or any Director or officer of the organization; amending the Articles of Incorporation, adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, or exchange of all or substantially all of the property and assets of the corporation other than in the ordinary course of business; authorizing the voluntary dissolution of the corporation or adopting a plan for the distribution of the assets of the corporation; or amending, altering, or repealing any resolution of the Board which by its terms provides that it shall not be amended, altered, or repealed by such committee. All committees so appointed shall keep regular minutes of the transactions of their meetings and shall cause them to be recorded in books kept for that purpose in the office of the organization. The designation of any such committee and the delegation of authority thereto shall not relieve the Board or any member thereof of any responsibility imposed by law.

The OCH Board of Directors and its committees support and encourage activities and efforts that engage members of Tribes and communities in the Olympic region. Participation on committees, workgroups, taskforces, at meetings of the Board of Directors, and in all aspects of OCH work is highly encouraged.



Revised and approved by the Board August 10, 2020

Section 2. <u>Standing Committees</u>. The following committees are authorized and ongoing Committees of the Board:

- A. Executive Committee. Membership of the Executive Committee shall consist of the officers of the Board which are President, Vice-President, Secretary, Treasurer, and Past President. If the immediate Past President is unable to serve, a General Member will be voted on by the Board to serve on the Executive Committee. A majority of the Executive Committee shall be necessary and sufficient at all meetings to constitute a quorum for the transaction of business. The Executive Committee shall have authority to conduct business on behalf of OCH between regular Board meetings should authority be expressly given to them by the Board or in the case of emergencies. The Executive Committee will review and recommend changes, if charged by the Board, to the Bylaws.
- B. <u>Finance Committee</u>. The Treasurer of the Board shall chair a committee comprised of at least three (3) Directors or finance experts from partner organizations to provide financial oversight for the organization. In addition to developing an annual budget, the committee will establish long-term financial goals that will provide for the sustainability of the organization.

# ARTICLE VII. FINANCE

Section 1. <u>Finance</u>. The annual budget shall be prepared and approved by the Board at the annual meeting of the Board. OCH shall operate on a fiscal year, which runs from January 1 to December 31.

There may be created by the Board a general fund of OCH. Said funds shall be administered by the Board or their designee. This fund shall be utilized for the payment of general operating expenses. Any non-budgeted expenditure in excess of \$5,000.00 shall require approval by the Executive Committee. Any material change will be brought to the Board for consideration.

Section 3. <u>Contracts</u>. The Board may authorize any officer or officers, agent, or agents, to enter into any contract or execute and deliver any instrument on behalf of OCH, and that authority may be general or confined to specific instances.

Section 4. <u>Checks, Drafts, and items of similar nature.</u> All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of OCH shall be signed by the officer or officers, agent or agents of the OCH and in the manner as may from time to time be determined by resolution of the Board of Directors.

Section 5. <u>Deposits</u>. All funds of OCH shall be deposited in a timely manner to the credit of OCH in the banks, trust companies, or other depositories as the Board of Directors may select.

Section 6. <u>Remuneration.</u> No salary shall be paid to members of the Board or Committee. Members may be reimbursed for reasonable and necessary expenses incurred for the purposes of doing business and attending meetings on behalf of OCH. Such expenses incurred may be reimbursed provided appropriate



documentation and timely submission of expense receipts are provided within sixty (60) days of such occurrence.

# ARTICLE VIII. CONFLICTS OF INTEREST AND PROHIBITED TRANSACTIONS

Section 1. <u>Conflicts of Interest Policy</u>. The Board of Directors shall adopt policies and procedures to comply with the requirements of this Article IX and to address any conflicts of interest between OCH and the Board and its officers, employees, and/or agents of this organization ("Conflicts of Interest Policy"). To ensure OCH operates in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, the Board may conduct periodic reviews of these Bylaws and the Conflicts of Interest Policy. The periodic reviews may, at a minimum, include the following subjects:

- (i) whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining; and
- (ii) whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 2. <u>Annual Disclosure</u>. Each member of the Board and principal officer shall annually sign a disclosure statement which affirms such person: (i) has received a copy of the conflicts of interest policy; (ii) has read and understands the conflicts of interest policy; (iii) has agreed to comply with the conflicts of interest policy, and (iv) understands OCH is charitable and in order to maintain its federal tax exemption it must be organized and operated for one or more tax-exempt purposes set forth in Section 501(c)(3) of the Internal Revenue Code. In addition, such disclosure state shall include each director's affiliations (as trustee, board member, officer, employee, advisory committee member, development committee member, volunteer, etc.) with any actual or potential grantee or borrower of OCH or any other organization with which OCH may have a financial relationship, and the affiliations of persons with whom a director has a close relationship (a family member or close companion) with any actual or potential grantee or borrower of OCH or any other organization with which OCH may have a financial relationship. The form of such annual disclosure statement may be prescribed and adopted by the Board of Directors and reviewed on an annual basis.

#### Section 3. Self-Dealing Transactions.

- 3.1 <u>Prohibition and Standard for Approval</u>. Except as provided by this Section, the Board of Directors shall not approve or permit OCH to engage in any self-dealing transaction. A self-dealing transaction is a transaction to which this corporation is a party and in which one or more of its directors has a financial interest. Notwithstanding the foregoing, OCH may engage in a self-dealing transaction only as follows:
  - (i) if the transaction is approved by a court or by the Attorney General, or
- (ii) if the Board determines, before the transaction, that (1) this organization is entering into the transaction for its own benefit; (2) the transaction is fair and reasonable to this organization at the time; and (3) after reasonable investigation, the Board determines that it could not have obtained a more advantageous arrangement with reasonable effort under the circumstances. Such determinations must be made by the Board



in good faith, with knowledge of the material facts concerning the transaction and the interest of the director or directors in the transaction, and by a vote of a majority of the directors then in office, without counting the vote of the interested director or directors.

3.2 <u>Notification and Process</u>. Whenever a Director or Officer has a financial or personal interest in any matter coming before the Board, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Directors determine that it is in the best interest of the organization to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

The Board may also vote to exclude a Director against whom a claim of conflict of interest or violation of appearance of fairness is made from Board votes or from executive sessions until the claim against the member is resolved. Additionally, the Board may by majority vote exclude a member from a portion of any executive session where a matter of potential legal conflict between OCH and the member is to be discussed.

Section 4. No Loans. No loans shall be contracted on behalf of the OCH and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board. That authority may be general or confined to specific instances. No loans shall be made by OCH to a Director nor shall OCH guarantee the obligation of a Director unless either: (a) the particular loan or guarantee is approved by the vote of a majority of the votes represented by members in attendance at the meeting upon which the matter is considered, except the votes of the benefited Director, or (b) the Board determines that the loan or guarantee benefits OCH and either approves the specific loan or guarantee or a general plan authorizing loans and guarantees.

# ARTICLE IX. INDEMNIFICATION AND INSURANCE

Section 1. <u>Indemnification</u>. OCH shall indemnify any present or former volunteer of the organization including Directors, officers, Committee officers, and Committee members as well as any present or former employees or agents of the corporation, to the fullest extent possible against expenses, including attorneys' fees, judgments, fines, settlements and reasonable expenses, actually incurred by such person relating to his or her conduct as a Director, officer, Committee officer, Committee member, volunteer, employee, or agent of the corporation, except that the mandatory indemnification required by this sentence shall not apply (i) to a breach of the duty of loyalty to the organization; (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law; (iii) for a transaction from which such person derived an improper personal benefit; (iv) against judgments, penalties, fines and settlements arising from any proceeding by or in the right of the organization, or against expenses in any such case, where such person shall be adjudged liable to the corporation, or (v) when otherwise prohibited by law.

Service on the Board of Directors of the organization, or as an officer, Committee officer, Committee member, volunteer, employee or agent thereof, is deemed by the organization to have been undertaken and carried on in reliance by such persons on the full exercise by the organization of all powers of indemnification which are granted to it under these bylaws and as amended from time to time. Accordingly, the organization shall exercise all of its powers whenever, as often as necessary and to the fullest extent possible, to indemnify



such persons. Such indemnification shall be limited or denied only when and to the extent provided above unless legal principles limit or deny the organization's authority to so act.

Section 2. <u>Insurance</u>. Upon and in the event of a determination by the Board of Directors to purchase indemnity insurance, OCH may purchase and maintain insurance on behalf of any agent of OCH against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, provided that OCH has the power to indemnify the agent against such liability under the provisions of this Article.

# ARTICLE X. DISSOLUTION

Upon dissolution of OCH, assets (including monies and equipment) and property (including records) shall be distributed among other charitable, educational, religious, or scientific organizations that qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code. Decisions regarding dissolution will be made by the Board, however, no transfer will be made that will adversely affect OCH's tax status at time of dissolution or retroactively.

# ARTICLE XI. AMENDMENTS

The Board shall have power to make, alter, amend and repeal the Bylaws of OCH, provided the Board will not approve any such alteration, amendment or repeal on which such action shall first have received approval of two-thirds of the Board. The Board shall receive 10 business days' notice of any proposed action to alter or amend the Bylaws of OCH. These Bylaws may be amended by sixty percent (60%) vote of the votes cast by the Directors. This may be accomplished at either a regular or special meeting with notice given as specified in Article IV.

I certify that the foregoing Bylaws of Olympic Community of Health were adopted by the Board of Directors on the  $10^{th}$  of August, 2020, and that they are currently in effect.

Docusigned by:
Wundy Sisk

Wendy Sisk, Chief Executive Officer, Peninsula Behavioral Health President of the Olympic Community of Health Board of Directors

I certify that the foregoing Bylaws of the Olympic Community of Health were adopted by the Board of Directors the  $10^{th}$  of August, 2020, and that they are currently in effect.

—DocuSigned by:

Ford Kind

Ford Kessler, Owner, Safe Harbor Recovery/Beacon of Hope

Secretary of the Olympic Community of Health Board of Directors





### **Personnel Policies**

Approved on Interim Basis December 12, 2016 Revised and Approved on Interim Basis September 11, 2017 Next official review August 13, 2018

Employees who have questions or concerns about these policies should contact their immediate supervisor or the executive director.

#### **Retaliation is prohibited**

The Olympic Community of Health prohibits taking negative action against any employee for reporting a possible deviation from this policy or for cooperating in an investigation. Any employee who retaliates against another employee for reporting a possible deviation from this policy, exercising their rights to benefits and/or or for cooperating in an investigation will be subject to disciplinary action, up to and including termination.

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These policies are a guide to employment at the Olympic Community of Health, which is called the OCH, the organization, we, and/or the OCH in these policies. These policies include all departments of the OCH.

#### **100 INTRODUCTION:**

#### 101.1 Our Vision for our Internal Operations

The OCH has a critical mission in our region. To fulfill that mission, we strive for an effective and collaborative work environment in which all of us in the OCH can perform our jobs creatively and effectively. The OCH promotes an environment of safety, trust, professionalism, respect, accountability, and personal and professional growth.

#### 102.1 Purpose and Applicability

- 1. These policies are intended to promote the OCH's mission, vision, and objectives throughout program operations and in dealing with personnel.
- 2. These policies are broad and general guides to employment at the OCH. OCH work rules may also be formulated to further define and describe various policies in more detail. These policies are not statements of how specific situations will be handled and should not be read with that degree of specificity. All employees are encouraged to consult their immediate supervisor or the executive director if they have questions about policies.
- 3. These policies are not intended to be a contract, express or implied, or any type of promise or guarantee of specific treatment upon which an employee may rely, or as a guarantee of employment for any specific duration. Nothing in these policies shall be interpreted to be in conflict with or to eliminate or modify in any way the employment-at-will status of OCH employees.
- 4. OCH policies are intended to comply with all applicable federal, state and local laws. If any portion of these policies ever conflicts with a law, rule, or regulation that applies to the OCH, the legal requirement will take precedence over the policy.
- 5. These policies apply to all classifications and to all employees of the OCH. Because the employment relationship between the OCH and the executive director is unique, language in this policy that conflicts with the executive director's contract will be resolved in favor of the contract.
- 6. No supervisor or other representative of the OCH is authorized to make any representation to any employee which is inconsistent with these policies, unless it is in writing and signed or ratified in advance by the executive director and the Board of Directors.

#### 103.1 Implementation

1. Basic policy for the OCH is established by our by-laws and amplified by these policies.

2. The Board of Directors is ultimately responsible for all personnel action within the OCH. The executive director has the authority and responsibility to act on the Board's behalf regarding policy implementation, and although much authority and many responsibilities may be delegated, the executive director is ultimately responsible to the Board for the effective and proper management of the OCH.

#### 104.1 Review and Revision

These policies are reviewed annually and updated if needed. The executive director will review and recommend updates to the OCH Board of Directors for final approval. Employees will be notified when policies are updated. Changes will be effective immediately unless the revision states otherwise. Employees should notify their immediate supervisor of any questions or problems resulting from a revision to policies.

#### **200 EMPLOYMENT CLASSIFICATIONS:**

#### **201.1** Regular Positions

Most positions within the OCH are defined as "regular" positions, which are designed to fill ongoing needs at the OCH. The specific requirements of various positions may change from time to time, and the individuals who fill these positions may change. Employees who work in regular positions are hired and paid by the OCH, entitled to all applicable OCH compensation and benefits (see Sections 600 and 700), and subject to all OCH policies.

#### **202.1 Temporary Positions**

- 1. Temporary positions are utilized for defined periods as needed, at peak workload periods, or for special projects. Employees filling temporary positions are hired and paid directly by the OCH. Temporary positions are limited to a period of 6 months. Employees who work in these jobs are subject to all applicable OCH policies, and are entitled to certain benefits (see Sections 600 and 700).
- 2. An employee that is hired into a temporary position working 20 hours or more per week, and later accepts the same or a similar regular position without a break in employment will retain the original hire date for certain benefits eligibility.

#### 203.1 Acting / Interim Appointments

Acting appointments are temporary appointments made in an emergency, due to the absence or resignation of an employee, or during a workload peak. The executive director and/or Board of Directors will appoint individuals to acting appointments, and will determine the compensation and terms of service for acting appointments.

#### 204.1 Contingent Positions

Contingent positions provide services for special programs and projects not covered by or budgeted for regular or temporary positions. Contingent positions include on-call employees, federal and state funded work training programs, volunteers, education based interns, work-study students, persons employed through temporary employment services, and leased employees. Services from contingent workers may be extended as needed by the OCH.

Persons in contingent positions do not qualify for OCH benefits. OCH policies regarding hiring and compensation do not apply to these positions, but persons filling contingent positions must comply with OCH standards of professionalism and conduct and all applicable policies while working for the OCH.

#### 205.1 Full-time Positions

Full-time positions are those for which the normal workweek is 40 hours per week. Persons who work full-time are entitled to all applicable OCH benefits within their employment classification.

#### **206.1** Part-time Positions

Positions are considered part-time when regularly scheduled for less than 40 hours per week. Applicable OCH paid leave benefits will be prorated in proportion to hours worked for employees in these positions who work 20 or more hours per week, but less than 40 hours per week.

#### **207.1** Exempt and Non-Exempt Positions

- 1. "Exempt" means that a position is not covered by federal and state laws, which require overtime compensation. Primary responsibilities of these positions are defined by federal and state labor regulations, and include duties such as management, supervision, hiring, or planning. Determination of whether or not a position is exempt is made on an individual basis because the laws and regulations are complex.
- 2. All positions that do not meet the legal criteria required to qualify as exempt (see above) are non-exempt. Employees in non-exempt positions are entitled to compensation for overtime hours.

#### 300 PERSONNEL ADMINISTRATION, RECRUITMENT, SELECTION, AND HIRING:

#### 301.1 Equal Opportunity Employer

The OCH is committed to providing equal opportunity under the law; we do not tolerate unlawful discrimination of any kind. We are committed to assuring that considerations of race, color, national origin, religion, gender, gender identification, sexual orientation, pregnancy, age, disability, military status, or family responsibility status shall not form the basis for any employment decision. Whenever possible, we are committed to determining reasonable accommodations for staff and applicants with disabilities and to full compliance with all discrimination laws.

#### 302.1 Affirmative Action

- 1. We monitor our employment practices to ensure that all aspects of employment with our OCH, including recruitment, hiring, selection, promotion, job assignment, pay, fringe benefits, working conditions and all other conditions of employment, are fair and unbiased.
- 2. We are committed to ongoing assessment of OCH policies and practices and their effects, to assure that policies and practices prevent discrimination and promote diversity and sensitivity throughout our OCH.

#### 303.1 Employment At Will

- 1. The OCH retains the flexibility to make personnel decisions which best serve the needs and responsibilities of the OCH, even if those needs may conflict with the interests of individual employees.
- 2. To further these commitments, the OCH adheres to the "employment at will" doctrine, which allows both the OCH and each OCH employee to terminate the employment relationship at any time and for any reason, as long as the reason is not an unlawful one.

#### **304.1** Accommodation of Disabilities

- 1. The OCH is committed to the principles of federal and state laws requiring employment of people with disabilities. We will comply with those laws and assure that applicants and employees receive reasonable accommodation for disabilities that would otherwise prevent them from adequately performing their jobs.
- 2. In order for the OCH to make reasonable accommodation, employees must inform us in writing about the need for accommodation and the kind of accommodation required.

#### 305.1 Recruitment, Selection, and Hiring

- 1. The OCH is committed to providing an effective and lawful recruiting, screening, interviewing, and selection process, and to hiring individuals upon the basis of their qualifications and ability to do the job to be filled.
- 2. All offers of employment at OCH are contingent upon clear results of a background check. Background checks will be conducted on all final candidates and on all employees who are promoted, as deemed necessary.
- 3. All offers of employment at OCH are contingent upon successful completion of the human resources onboarding policies and procedures.
- 4. To enhance the employment opportunities of our employees, interns and volunteers, the OCH supports promotion and transfer from within the OCH when appropriate. Notices of vacancies will be given to current employees, interns, and volunteers so that qualified candidates can apply for the position.

The decision to post positions internally or internally and externally is left to the executive director's discretion.

In some cases, a position may not be posted. When a position is redefined as the result of a restructure or a reclassification, it will not be posted. In these situations, a current job description is revised, adding or deleting responsibilities but leaving the majority the same. As such, a vacancy is not being filled; a position is redefined to better meet the needs of the department.

In some cases, an open position may be filled on a temporary basis without a recruiting process. This is the exception in times of immediate need. Temporary positions may last up to a maximum of six months or 1040 hours, whichever comes first. Once the position changes to "regular" status,

a recruitment process is completed internally at a minimum. The temporary employee may apply for the position.

5. The executive director is the official appointing/hiring authority for all employees (except for the executive director position). The executive director may delegate the selection and hiring duties, but may not delegate the responsibility for approving dismissals, suspensions, or layoffs.

#### 306.1 Record Keeping and Confidentiality

- 1. Personnel records are kept in order to maintain employment-related information and comply with government record keeping and reporting requirements.
- 2. The OCH recognizes the importance of confidentiality in record keeping, both for the integrity of individual staff members and for OCH programs and administration. For this reason, we maintain a personnel record keeping system that is as confidential as possible. Only human resources staff, supervisors and others with an employment-related need-to-know may inspect the file of an employee. Records may also be inspected or released by subpoena or other legal process. Individual employees are expected to provide information necessary to update their records, and may inspect their own personnel records by advance written request to the executive director.

#### **400 CONDITIONS OF EMPLOYMENT:**

For all subsections below, employees must also comply with the terms of the host organization's lease agreement.

#### 401.1 Date of Hire

The date of hire of all employees shall be their most recent date of hire. In the case of employees who were hired by Kitsap Public Health District (KPHD) prior to February 1, 2017, their date of hire will be the date of hire at KPHD. For purposes of benefit calculation and eligibility, previous periods of employment will not be considered except for employees whose previous "regular" employment ended within the previous year due to a lack of work/funds layoff or similar circumstances, which do not involve fault or voluntary resignation of the employee. If applicable, last hire date will be adjusted by "non-worked" hours in the previous year.

#### 403.1 Performance Review

Regular performance reviews will be conducted at least annually for most positions, designed to spur discussion of an employee's strengths, accomplishments, potential growth and improvement areas, as well as specific performance-related goals or work plans. Any employee who has not received an evaluation within the past year, or who has questions about his or her performance, may request a performance evaluation at anytime.

#### 404.1 Confidentiality

1. From time to time nearly every employee of the OCH will learn or have access to information that is sensitive and/or confidential. Examples of confidential material would include personal information about patients, clients or others with whom we work; medical or personal information about coworkers, financial information about individuals or about the OCH itself, names of OCH clients; and sensitive or personal information about the OCH, its staff and volunteers, or our

clients. All this information is confidential, and none of it may be disclosed outside the OCH itself. Within the OCH, confidential information may be shared only when it is job-related or related to the operations of the OCH, and then may be shared only with supervisors or others who have a work related need to know the information. Employees will be required to sign the OCH confidentiality agreement. Employees must comply, to the extent required, with the applicable provisions of the Administrative Simplification Section of the Health Insurance Portability and Accountability Act of 1996.

- 2. Maintaining confidentiality is critical to our success and to our ability to help our clients and maintain their trust. Employees who have any question about confidentiality, whether related to their job or to some other aspect of the OCH's operations, are urged to discuss the question fully with their supervisor.
- 3. Employees will participate in all privacy, confidentiality, cyber, and other related trainings required by the host organization's lease agreement.

#### 405.1 Anti-Nepotism

1. The OCH is committed to employment practices that do not place employees in potential conflict with members of their immediate family. The object of this policy is to avoid the conflict that may occur when employees who have family or family-like relationships work together. To avoid the work assignments that permit such a conflict, the OCH has to know about the relationship. We expect employees to tell their supervisor if they are assigned to work with a family member or a person whose relationship is equivalent to that of a family member.

Definition: We recognize that "family" can be created by birth, marriage, or association. At a minimum, immediate family members include any of the following persons: husband, wife, domestic partners, father, father-in-law, mother, mother-in-law, brother, brother-in-law, sister, sister-in-law, son, son-in-law, daughter, daughter-in-law, step children, step parents, step brother, step sister, step-in-laws, aunts, uncles, or grandparents. People who share a residence will be considered the equivalent of family members.

2. No person shall hold a job over which a member of the immediate family exercises supervisory authority, directly or by virtue of service on a board or committee that oversees or may affect the job.

#### 406.1 Outside Employment

Employees must seek permission from their supervisor to engage in employment outside the OCH only if that employment does not involve a conflict of interest, a conflict with the employee's duties, or any other potentially adverse effect on OCH operations. Employees are required to let their supervisors know about outside employment.

#### 408.1 Smoke-Free Environment

Because the OCH is dedicated to providing a healthy and comfortable work environment, smoking is prohibited within all OCH facilities and vehicles.

#### 409.1 Fragrance Sensitivity

Because the OCH is dedicated to providing a healthy and comfortable work environment, we ask that staff use restraint when applying perfume, cologne, etc. that could trigger another employee, client or visitor's asthma and/or allergies while performing OCH business in our offices, vehicles, clients' homes and at off-site meetings.

#### 410.1 Prohibition of Employee Harassment

- The OCH expressly prohibits any form of unlawful employee harassment based on race, color, religion, sex, national origin, marital status, age, sexual orientation or disability (as defined under state and federal law) which includes behavior by co-workers, supervisors, vendors, citizens, or any other individual or group with whom an employee may come in contact in the course of their job duties. Improper interference with the ability of employees to perform their jobs will not be tolerated.
- 2. With respect to sexual harassment, the OCH expressly prohibits the following:
  - a. Unwelcome sexual advances; requests for sexual favors; and all other verbal or physical conduct of a sexual or otherwise offensive nature, especially where:
    - Submission to such conduct is made either explicitly or implicitly a term or condition of employment;
    - ii. Submission to or rejection of such conduct is used as the basis for decisions affecting an individual's employment; or
    - iii. Such conduct has the purpose or effect of creating an intimidating, hostile, or offensive working environment.
  - b. Offensive comments, jokes, innuendoes, and other sexually oriented statements or displays.

#### 410.2 Discrimination Complaint Procedure

OCH is responsible for creating and maintaining an atmosphere free of discrimination and harassment, sexual or otherwise. Further, employees are responsible for respecting the rights of all co-workers. If an employee believes he or she has experienced any job-related harassment based upon sex, race, color, religion, national origin, marital status, age, sexual orientation or disability, or believes he or she has been treated in an unlawful, discriminatory manner, the employee should promptly:

- a. Report the incident to his or her supervisor. The supervisor will immediately report the information to the Executive Director who will determine how to investigate the matter and ensure that appropriate action is taken.
  - i. If an employee believes it would be inappropriate to discuss the matter with his or her supervisor, the employee may bypass the supervisor and report the complaint directly to the Executive Director. The person receiving the report shall consult with other appropriate parties, and together they will determine how to undertake an investigation and ensure appropriate action is taken. If an employee believes it would be inappropriate to discuss the matter with the Executive Director, the employee may bypass the supervisor and report the complaint directly to the OCH Board. The person receiving the report shall consult with other appropriate parties, and together they will determine how to undertake an investigation and ensure appropriate action is taken.
- b. The complaint will be kept confidential to the extent possible.
- c. If the OCH determines that an employee is guilty of harassing or discriminating against another employee, appropriate disciplinary action will be taken against the offending employee, up to and including termination of employment.

- 3. The OCH prohibits any form of retaliation against any employee for filing a good faith complaint under this policy or for assisting in a complaint investigation.
- 4. Any employee who makes a complaint in bad faith, who provides false information regarding a complaint or who engages in any form of retaliation will be subject to disciplinary action, up to and including termination.

#### 411.1 Drug-Free Workplace

1. The OCH is committed to promoting a drug-free workplace.

Definition: "Workplace" includes any OCH facility, OCH vehicles, and private vehicles while the driver is on OCH business, and any other location at which an employee is working or acting on behalf of the OCH.

2. Possessing, using or dispensing a controlled substance, including alcohol and marijuana, is prohibited in any OCH workplace. Violation of this prohibition will result in disciplinary action or termination.

#### 412.1 Political Activity

1. Federal law (the Hatch Act) requires that the OCH remain neutral and uninvolved in political activity. For this reason, OCH activities will be neutral to partisan politics and will not use program funds, services, staff or other resources in a manner that supports or opposes any partisan or non-partisan political activity.

Last amended 9.23.94, the Hatch Act limits the political activities of employees "...whose principal employment activities are funded in whole or in part with Federal funds." The OCH is largely funded by federal funds.

2. This rule applies only to OCH activities and the people participating in those activities. OCH employees remain free to express political opinions and to engage in partisan and nonpartisan political activities as individuals, when they are not working or in no way can be perceived as representing the OCH.

#### 413.1 Computer Policy Statement

The OCH has the ability and authority to monitor any and all aspects of the computer system, including employee e-mail and personal use of OCH systems, for any reason. The computers and computer accounts are given to employees to assist them in the performance of their jobs. Employees should not have an expectation of privacy in anything they create, send, or receive on the computer. The information generated or contained in computers and telecommunication systems are the property of the OCH. Computer and telecommunication devices are either the property of the OCH or the leasing organization. Employees are held to lease agreement terms regarding the leasing organization's property. Employees will be provided notice of the terms they are required to follow and a copy of the lease agreement.

#### 415.1 Workplace Safety

1. The OCH is committed to providing a safe and healthy work environment for all of its employees and complying with its obligations under Washington Industrial Safety and Health Act,

Chapter 49.17 of the Revised Code of Washington (RCW).

- 2. Employees are responsible for working as they are instructed. Employees who intentionally break safety or health rules, policies or procedures, will be disciplined or terminated.
- 3. Within 24 hours, employees must report all workplace injuries and accidents to their immediate supervisor along with completing an accident/illness report.
- 4. The OCH is mandated to report certain workplace accidents to WISHA/OSHA annually.

#### 416.1 Solicitation

- 1. While our work place may provide an attractive forum for other activities, our primary responsibility is our mission. Other activities may be considered intrusions by other employees and by visitors.
- 2. With the exception of OCH-sponsored activities, solicitations, of any type including email solicitations, are not permitted, except in non-work areas during the non-work time of all involved. The distribution of any literature or other written material within work or client areas is prohibited. Non-employees are prohibited from soliciting or distributing literature on the OCH premises.

#### 417.1 Professional Appearance

Staff will represent the OCH in a professional manner to the community. Clothing should be clean, professional, fit properly, and be in good repair. If you have questions about workplace attire, please check with your supervisor.

#### 418.1 OCH Identification Badges

- 1. An identification badge with your name, photo and department will be issued to you on your first day of employment. Everyone is required to wear an ID badge in plain view while working, on site or representing the OCH in the community.
- 2. Failure to wear your ID badge can lead to disciplinary action.
- 3. Upon termination, employees will be required to return ID badges as part of the exit process.
- 4. Temporary employees, volunteers and interns will be issued ID badges with or without a photo, depending on the length of the term of service with the OCH. They are also required to wear their badges while working for or representing the OCH.

#### 419.1 Weapon Prevention Policy

To ensure that the OCH maintains a workplace safe and free of violence for all employees and the people we serve, the organization prohibits the possession or use of perilous weapons on organization property or while performing work for the OCH. A license to carry the weapon does not supersede OCH policy. Any employee in violation of this policy will be subject to prompt disciplinary action, up to and including termination.

<sup>&</sup>quot;Organization property" is defined as all company-owned or leased buildings and surrounding areas

such as sidewalks, walkways, driveways and parking lots under the company's ownership or control. This policy applies to all company-owned or leased vehicles and all vehicles that come onto organization property.

"Dangerous weapons" include, but are not limited to, firearms, explosives, knives and other weapons that might be considered dangerous or that could cause harm. Employees are responsible for making sure that any item possessed by the employee is not prohibited by this policy.

OCH reserves the right at any time and at its discretion to search all company- owned or leased vehicles and all vehicles, packages, containers, briefcases, purses, lockers, desks, enclosures and persons entering its property, for the purpose of determining whether any weapon has been brought onto its property or premises in violation of this policy. Employees who fail or refuse to promptly permit a search under this policy will be subject to discipline up to and including a termination.

Anyone with questions or concerns specific to this policy should contact their supervisor.

#### **420.1** Workplace Violence Prevention Policy

The OCH does not tolerate threats or acts of workplace violence committed by or against its employees, volunteers, interns, contingent workers and/or property. The OCH strictly prohibits threats of or engaging in violent acts in the workplace. Domestic violence is included in this policy and has its own set of procedures to follow to ensure the safety of victims and coworkers.

**NOTE:** This is a zero-tolerance policy, meaning that the OCH disciplines or terminates every employee found or believed in good faith to have violated this policy.

#### **421.1** Conflict of Interest

In the course of business, situations may arise in which an organization decision maker has a conflict of interest, or in which the process of making a decision may create an appearance of a conflict of interest. A conflict of interest occurs when there is a divergence between an employee's private, personal relationships or interests and his/her professional obligations to the organization such that an independent observer might reasonably question whether the employee's professional actions or decisions are determined by considerations of personal benefit, gain or advantage.

All employees have an obligation to:

- 1. Avoid conflicts of interest, or the appearance of conflicts, between their personal interests and those of the organization in dealing with outside entities or individuals,
- 2. Complete the OCH conflict of interest form;
- 3. Disclose real and apparent conflicts of interest to the Board of Directors, and
- 4. Refrain from participation in any decisions on matters that involve a real conflict of interest or the appearance of a conflict.

#### 422.1 Ethics

The OCH requires employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. All employees are expected to comply with all

applicable laws and regulatory requirements that affect the OCH, department or their position. Unethical actions, or the appearance of unethical actions, are unacceptable under any conditions.

#### 423.1 Whistleblower Protection

All of the Olympic Community of Health's (OCH) staff, whether full-time, part-time, or temporary employees, to all volunteers, to all who provide contract services, and to all officers and directors, each of whom shall be entitled to protection shall comply with the OCH Whistleblower Protection Policy.

#### 424.1 Copyright Statement

Employees of the OCH, may be, or may have been, from time to time involved in the creation of literary, dramatic, musical, artistic or other intellectual works in connection with their employment. Employees shall not claim copyright or other ownership interest in any such works, whether published or unpublished. Any such copyright interest or other ownership shall be solely that of the OCH.

#### 425.1 Employees who want to Volunteer

Employees who are non-exempt must be compensated for the hours they work in their own position or performing similar duties for other supervisors, etc.

#### **500 WORK HOURS:**

#### **501.1 Regular Working Hours**

- 1. Working days and hours may vary among employees, depending on each employee's job responsibilities.
- 2. Employees are expected to notify their supervisors of anticipated absences as early as possible, so alternative preparations can be made. Failure to provide proper notification of absence from work may result in the employee not receiving payment or credit for hours not on duty, disciplinary action, or termination. This section is subject to the Paid Sick Leave section within this policy.
- 3. All employees must accurately record their work time in the OCH timekeeping system on a weekly basis. Employees are required to enter and save their actual work time and non-worked time and submit their timesheet at the end of each work week for approval.

#### **502.1 Overtime Hours**

- 1. Whenever possible, non-exempt employees should schedule working hours so that they do not exceed 40 hours in one work week. Definition of work week: Sunday through Saturday.
- 2. Employees who work in non-exempt positions are entitled to overtime pay at 1.5 times their regular hourly rate of pay if they work more than 40 hours in a work week.
- 3. Employees who hold a position covered by federal or state prevailing wage laws follow a set overtime schedule.

4. Employees are required to submit a request for overtime prior to working overtime hours. Failure to submit a request for overtime may result in discipline or termination.

#### 600 COMPENSATION and BENEFITS:

#### 601.1 Compensation

The OCH has a strong interest in attracting, retaining and recognizing qualified, effective staff. Criteria to inform compensation level may include innovation, internal equity, external factors, program needs and OCH resources.

## 602.1 Health, Welfare and Retirement Benefits

Employees who work twenty hours or more per week and a minimum of 720 hours annually in a regular position are eligible to participate in the OCH's various insurance programs and retirement plans.

The programs and eligibility criteria are explained upon hire. For purposes of benefit calculation and eligibility, previous periods of employment will not be considered except for employees whose previous "regular" employment ended within the previous year due to a lack of work/funds layoff or similar circumstances, which do not involve fault or voluntary resignation of the employee. If applicable, last hire date will be adjusted by "non-worked" hours in the previous year.

The OCH reserves the right to make changes to these programs when deemed necessary or advisable, with prior notice to affected employees.

#### 1. Medical Insurance

The OCH offers medical coverage to eligible employees. The OCH provides a monthly premium amount and the remainder, if any, shall be paid by the employee through payroll deduction. This benefit begins on the 1<sup>st</sup> of the month following hire and ends the employees' last day of the month of employment. Dependents are not covered. However, employees can purchase dependent coverage through the OCH plan.

#### 2. Life Insurance

The OCH offers eligible employees the OCH sponsored life insurance benefit. This benefit begins on the 1<sup>st</sup> of the month following hire and ends the employees' last day of the month of employment.

# 3. Retirement

The OCH offers eligible employees a cash contribution totaling 3% of their salary to contribute to the OCH sponsored Fidelity SEP-IRA retirement plan. This benefit begins on the 1<sup>st</sup> of the month following hire and ends the employees' last day of the month of employment.

# 603.1 Continuing Health Care Benefits

Under federal law, since the OCH has fewer than 20 employees, we offer State Continuation coverage effective January 1 of the next calendar year.

Continuing coverage is on a self-pay basis, with premiums due on or before the first day of each

month of coverage.

# 604.1 Mandated Fringe Benefits and Payroll Deductions

The OCH pays most of the costs of the following benefits, which are required by law, with the employee also contributing, in accordance with the law:

- \* F.I.C.A. (Social Security insurance);
- \* Workers Compensation coverage (for medical, pension, and time loss benefits for employees injured on the job),
- \* State Unemployment Compensation (unemployment insurance).

#### **700 LEAVE AND HOLIDAYS:**

#### 701.1 Vacation

- 1. All regular 12-month, full-time, and part-time employees working 20 or more hours per week accrue vacation leave benefits beginning on the date of hire. Vacation leave is available for use after the successful completion of three (3) months of employment.
- 2. Vacation hours are posted each pay period based on the hours worked by the employee and the number of calendar days in the month. Accruals for hours submitted via timesheet are calculated on a daily basis. Full time employees' hours are calculated at 40 hours per week, and the hours worked by part time employees are pro-rated against a 40-hour week. The annual equivalency of the benefit is:
  - \* Beginning with the employee's date of hire until the day before their 9th year anniversary date, employees accrue the equivalent of 12 days (96 hours for a full time employee).
  - \* Beginning with the 9th year anniversary date until the day before the employee's 12th year anniversary date employees accrue the equivalent of 16 days (128 hours for a full time employee).
  - \* Beginning with the 12th year anniversary date accrue the equivalent of 4 weeks (160 hours for a full time employee)
- 3. Work schedules may require that vacation be taken during prescribed times for some employees. All vacation leave requires advance approval by the immediate supervisor and may be denied.
- 4. Employees may accrue vacation and carry entitlement over from year to year, to a maximum of 64 hours of vacation accrual.
- 5. Upon termination of employment or reduction of hours below 20 hours per week, eligible employees will be paid at their current hourly rate in effect for all hours of unused/accrued vacation entitlement up to a maximum of 96hours.
- 6. Vacation leave does not accrue while an employee is on an unpaid leave of absence.

# 702.1 Paid Sick Leave

The below table provides the OCH policy on paid sick leave.

	Minimum Policy Requirement (OCH will	OCH Additional Requirement or
	not change unless required by law)	Benefit (may be changed at a
		later date)
Leave Accrual	All employees will accrue at least one hour of paid sick leave for every 40 hours the employee work.	<ul> <li>a. At hire, the equivalent of 6 months of accrued sick leave will be posted to all 12-month regular and temporary full-time and part-time employees who work 20 or more hours per week.</li> <li>b. Benefits for full-time employees are based on a 40-hour week and are accrued at an average rate of eight hours per pay period (96 hours per year for a full-time employee). Benefits for part-time employees are pro-rated against a 40-hour week.</li> <li>c. Sick leave does not accrue while an employee is on an unpaid leave of absence.</li> </ul>
Carry-Over	Sick leave can be carried over from one year to the next, although the OCH reserves the right to limit the carry over to 40 hours.	Sick leave can be carried over from one year to the next until a maximum of 240 hours has been accrued.
Eligibility for Sick Leave	The OCH will allow an employee to take sick leave after 90 days of employment or sooner. If an employee separates from service prior to the ninetieth day and is rehired within a year, the previous days of employment are considered when determining eligibility to take sick leave.	The OCH will allow an employee to take sick leave as soon as it is posted/accrued.
Employee Separation	If an employee separates from work but is rehired within twelve months, any previously unused paid sick leave must be reinstated. If the date of rehire is after one year, the OCH need not reinstate any previously accrued and unused paid sick leave.	
Allowable uses of sick leave - generally	Once an employee has been employed for 90 days, he or she may use sick leave for the employee's or a family member's mental or physical illness, health condition,	

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Allowable uses of sick leave - Domestic Violence Leave	or to allow for the diagnosis, care, or treatment of an illness, or to obtain preventative medical care. A "family member" is broadly defined by the initiative to include:  a. A child who is the biological, adoptive, de facto or foster child of the employee, a stepchild, a child for whom the employee stands in loco parentis or is a legal guardian, or is a de facto parent, regardless of age or dependency status.  b. Biological, adoptive, de facto or foster parents, stepparents, legal guardians of the employee or the employee's spouse or registered domestic partner, or a person who stood in loco parentis of the employee as a minor child.  c. The employee's spouse, registered domestic partner, grandparent, grandchild, or sibling.  Sick leave may be used for absences that qualify for leave under the state's Domestic Violence Leave Act.	
Act	Sight leave may be used if the OCH has been	
Allowable uses of sick leave -	Sick leave may be used if the OCH has been closed by a public official for a health-	
Public Health	related reason or if an employee's child's	
	school or place of care has been closed for such a reason.	
Employee	The OCH may require that the employee	
Notice	give "reasonable notice" of an absence, so	
Requirements	long as the notice requirement does not	
	interfere with the lawful use of sick leave.	
	If the reason for sick leave is foreseeable, notice should be given as early as	
	practicable, but the OCH will not require	
	that the notice be given more than 14	
	calendar days in advance of the planned	
Francisco	sick leave use.	An amarkana anka ta aka at
Employee Verification of	If the employee is absent from work for more than three days, the OCH can require	An employee who is absent from work for 5 or more
Absences	a verification that the sick leave use was	consecutive days must submit
	for an authorized purpose. The verification	a release from the treating
	cannot impose an unreasonable burden or	physician approving the
	expense on the employee. If the employee believes that the verification will cause an	employee's return to work.
	unreasonable burden or expense, he or	
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	she must be allowed to submit a written	
	justification explaining why compliance is	
	not possible. If after review the employer	
	agrees that the verification will create an	
	unreasonable burden or expense, it must	
	make a reasonable effort to identify	
	alternatives, and those might include a	
	personal written statement explaining the	
	need for the use.	
Rate of Pay	The employee is paid his or her normal	
	hourly compensation that would have	
	been paid during the time of the leave. If	
	the employee is nonexempt and is paid a	
	salary, the rate is determined by dividing	
	the annual salary by 52 to get the weekly	
	salary and then dividing that amount by	
	the employee's normal scheduled hours of	
	work. Special state law rules apply if the	
	employee's schedule fluctuates.	
ОСН	OCH must provide employee with	
Notification to	notification in written or electronic form of	
Employees	the entitlement to paid sick leave, the rate	
	at which paid sick leave will accrue, the	
	authorized purposes for use of paid sick	
	leave, and that there will be no retaliation	
	for the lawful use of sick leave. The OCH	
	will at least monthly notify its employees	
	of the amount of their paid sick leave	
	accrual, the use of sick leave since the last	
	notice, and the balance of sick leave	
	available for use.	
OCH Record	The OCH will maintain records showing	
Keeping	monthly accruals, the amount of unused	
Requirements	paid sick leave available, reductions due to	
	sick leave use or donation of sick leave	
	through a shared leave plan, paid sick	
	leave not carried over to the following	
	year, and the date the employees began	
	their employment.	
Replacement	The OCH will not require the employee	
Worker	find a replacement worker to cover the	
Jones	hours when the employee is on sick leave.	
	mours when the employee is on sick leave.	

# 703.1 Holidays

- 1. All full-time and part-time regular and temporary employees (12 month and defined school year) working 20 or more hours per week are eligible for holiday benefits.
- 2. The OCH observes the following 10 public holidays as paid holidays: New Year's Day, Martin Luther King Day, Presidents' Day, Memorial Day, Independence Day, Labor Day, Veteran's Day,

Thanksgiving Day (Thursday and Friday), Christmas Day.

- 3. Employees are not eligible for holiday pay if they are not receiving pay for any other reason during the pay period that the holiday falls in.
- 4. All 12-month employees in a regular position working 20 or more hours each week and who have completed 3 months of employment are entitled to one paid personal holiday during the calendar year. Personal holiday leave must be scheduled in advance and approved by the employee's supervisor.
- 5. All employees that work 20 or more hours per week in a regular position are entitled to one additional personal holiday per year\* for every five years of service, not to exceed five personal holidays in a given calendar year.

\*Years of service will be calculated as of December 31<sup>st</sup> of the prior year.

- 6. Personal holiday hours are awarded to the employee at the beginning of the calendar year. If the employee's hours are increased or decreased, during the calendar year, the remaining personal holiday hours will be adjusted accordingly.
- 7. Unused personal holiday benefits will be forfeited at the end of the calendar year, if an employee's hours are reduced to below 20 hours per week, or attermination.
- 8. Holiday and personal holiday hours should be recorded as follows:

  Part-time staff = current FTE x 8 hours. Example: .5 FTE x 8 = 4.0 hour holiday Full-time non-exempt staff working 4/10 hour days = 10 hour holiday

  All other full-time staff = 8 hour holiday

#### 704.1 Rest Periods and Meal Breaks

- 1. Employees shall be allowed a meal period of at least thirty minutes which commences no less than two hours nor more than five hours from the beginning of the shift. Meal periods shall be on the OCH's time when the employee is required by the employer to remain on duty on the premises or at a prescribed work site in the interest of the employer.
- 2. No employee shall be required to work more than five consecutive hours without a meal period.
- 3. Employees working three or more hours longer than a normal work day shall be allowed at least one thirty-minute meal period prior to or during the overtime period.
- 4. Employees shall be allowed a rest period of not less than ten minutes, on the employer's time, for each four hours of working time. Rest periods shall be scheduled as near as possible to the midpoint of the work period. No employee shall be required to work more than three hours without a rest period.
- 5. Where the nature of the work allows employees to take intermittent rest periods equivalent to ten minutes for each 4 hours worked, scheduled rest periods are not required.

#### 705.1 Lactation Support

The OCH provides reasonable break time for an employee to express breast milk for her nursing

child for one year after the child's birth each time the employee has a need to express milk.

# 706.1 Family and Medical Leave

- 1. The OCH is committed to following both state and federal laws regarding family leave. Family leave is available to all OCH employees who have been employed for more than twelve months and who have worked at least 1250 hours in the previous twelve months.
- 2. Family leave time is unpaid, and may be taken for up to 12 weeks (26 weeks to care for wounded military service members) in a twelve-month period. Any accrued sick leave for which the leave qualifies, and any accrued vacation leave and personal holiday benefits may be used in addition to unpaid family leave, if needed.
- 3. Family leave may be taken for any of the following reasons:
  - \* pregnancy, prenatal care, birth of a child, care of newborn, placement of a child with the employee for adoption or foster care;
  - \* to care for the employee's seriously ill parent, spouse, domestic partner, sibling, or child;
  - \* for the employee to recuperate from or receive treatment for a serious health condition;
  - \* a "qualifying exigency" arising from a spouse, son, daughter, domestic partner, sibling or parent who is on active duty or called to active duty; or
  - \* to care for a spouse, son, daughter, domestic partner, sibling, parent or next of kin who is a wounded military service member or covered veteran.
- 4. Employees who take family leave will be reinstated to their former positions upon return from the leave, if possible. If that is not possible, these employees will be employed in a substantially similar position or in the position in which the employee would have been employed had s/he not been absent on family leave.
- 5. During FMLA leave, the OCH will continue to pay to cover medical insurance premiums for the employee on the same basis it paid those premiums during the pay period before the FMLA leave began.
- 6. Certain employees work in positions which must be filled at all times because a lengthy absence would cause substantial and grievous injury to the operation of the OCH. Employees in these positions are referred to as "key employees" in the Family and Medical Leave Act. These employees are eligible to take family leave, but might not be eligible for reinstatement at the end of the leave, if a replacement has been hired during their absence. These employees will be notified of their status, and of the fact that reinstatement might not be possible at the conclusion of the leave, when the employee first requests FMLA leave.

# 707.1 Pregnancy Disability

Employees who are eligible for Washington State Family Leave due to pregnancy are eligible for additional leave due to pregnancy related disability for the period of actual physical disability as certified by the employee's physician. Medical insurance premiums are not paid by the OCH after the 12 week Federal FMLA leave has been exhausted.

# 708.1 Compassionate Leave

**Donor:** 

Compassionate leave allows regular eligible employees to donate, on a completely voluntary basis, a portion of their accrued sick leave to an account specifically designated for the purpose of covering a qualified regular employee who has a serious health condition that makes the employee unable to perform the essential functions of his or her job, who is eligible for FMLA benefits and has exhausted all vacation, health and any other forms of paid leave, and who is not eligible for workers compensation benefits. *Donations are accepted during semi- annual donation drives and attermination.* 

#### Recipient:

Compassionate leave allows eligible employees to receive, on a completely voluntary basis, paid time off benefits during approved FMLA leave for their own serious health condition once all accrued/posted paid time off has been exhausted (certain exceptions apply for absences pertaining to domestic violence and military service).

#### 709.1 Inclement Weather

- 1. All employees are asked to make every reasonable effort to report to work during inclement weather.
- 2. Employees who unable to get to work or who leaves work early because of weather or natural disaster conditions may either charge the time missed against accrued vacation leave, compensatory time, or take leave without pay for the time missed. Tardiness due to an employee's inability to report for scheduled work because of severe weather conditions may be allowed up to one hour at the beginning of the work day or at the discretion of the Executive Director. Inclement weather or natural disaster tardiness in excess of that allowed by the Executive Director shall be charged as provided above.
- 3. In the event that the Executive Director advises employees not to report to work or to leave early due to inclement weather or natural disaster, such time off will be paid time off and not charged to accrued vacation leave.

#### 710.1 Unpaid Leave of Absence

- 1. Employees may request unpaid leaves of absence as needed from time to time. The total time away from the job may not exceed 18 weeks. Prior authorization may be required from the executive director if the request for unpaid time off is for more than three of the employees scheduled days. Employees should request leaves of absence as far in advance as possible to assist in planning. Requests for leaves of absence may be granted as requested, granted in a modified form, or denied, depending on the needs of the OCH. No employee has an automatic entitlement to any such leave.
- 2. Unpaid leave of absence approved under this section is different from an FMLA leave and the employee's medical insurance contribution may end. If/when this happens, the end date is dependent on the length of the approved leave of absence. Continuation of any other elected benefits are dependent on the individual carriers policies at the time.
- 3. Vacation benefits must first be exhausted prior to unpaid leave status.

#### 711.1 Public Service Leave

Employees who have obligations for short term public service such as military reserve training or jury duty will be granted leave with pay for up to one month, and unpaid leave thereafter. Any payment received by the employee for such service on days when the employee is receiving paid public service leave must be given to the OCH.

#### 712.1 Bereavement Leave

Employees may use any available posted leave such as vacation, sick and/or personal holiday(s). If paid time off is not available, an unpaid leave of absence may be approved. Once paid time off is exhausted the employee may be eligible for FMLA and compassionate leave.

#### **800 DISCIPLINE AND CORRECTIVE ACTION:**

## 801.1 Standards of Conduct and Performance

We expect all our employees, interns, volunteers, and contractors to conduct themselves in a manner that supports and contributes to the OCH's objectives and meets OCH standards of conduct and performance. Conduct that is a hindrance to any employee's effective work performance or credibility or to the OCH's mission, vision or functions, may result in disciplinary action or termination.

Definition of "Workplace" includes any OCH facility, OCH vehicles, and private vehicles while the driver is on OCH business, and any other location at which an employee is working or acting on behalf of the OCH.

OCH prohibits taking negative action against any employee for reporting a possible deviation from these policies or for cooperating in an investigation. Any employee who retaliates against another employee for reporting a possible deviation from this policy, exercising their rights to benefits and/or for cooperating in an investigation will be subject to disciplinary action, up to and including termination.

# 900 EMPLOYMENT TERMINATION:

# 901.1 Date of Termination

1. For both voluntary and involuntary types of termination, the last day worked is the date of termination unless the employee has been in an approved leave of absence or the termination is due to job abandonment.

# 902.1 Notice of Resignation

Employees are free to resign at any time. All employees are expected to give at least two weeks' (10 working days) notice, and supervisors and management employees are requested to give at least four weeks' notice whenever possible. Failure to give written notice will forfeit the employees' accrued vacation time and may result in ineligibility for re-employment and will remain a part of the employee's personnel records at the OCH.

# 903.1 Dismissal of Employees

For information concerning employment at will, please refer to section 303.1

#### 904.1 Abandonment

An employee who is absent from his/her position for three consecutive workdays without notice to the supervisor may be considered to have abandoned his/her position, which constitutes termination. The termination is effective immediately, and may be confirmed to the employee by registered letter sent to the employee's last known address.

# 905.1 Pay at Time of Separation

- 1. Employees will be paid for all hours worked and any accrued vacation time with their last paycheck, to be processed with the next regular payroll after the employee's last day of work. Any monies due to the OCH from the employee will be deducted from the final pay, unless prohibited by law. If the employee did not provide the minimum notice of resignation, the employee will forfeit all accrued vacation time.
- 2. Unused sick leave will not be paid to the employee, unless the employee has accumulated more than 240 hours of sick leave and chooses to convert hours in excess of 240 to vacation hours at a rate of five hours sick leave to two hours vacation leave. In no case, however, can the combination of "converted" sick leave and vacation leave exceed 240 hours.
- 3. In accordance with the law (COBRA), employees may continue health care coverage on a self-pay basis, after separation from the OCH. The OCH administrative staff will provide pertinent information, and employees must notify the OCH of their decision to elect COBRA continuation coverage within sixty days of the day coverage otherwise would end.
- 4. In the event of the death of an employee, wages due the employee for work performed and unused vacation leave will be paid by the OCH according to state and federal law.
- 5. "Separation" is defined as voluntary or involuntary termination of employment or reduction in work hours from 20 or more hours per week to less than 20 hours perweek.



# Fiscal Policies and Procedures Manual

Created January 23, 2017 Revised September 10, 2018 Revised January 13, 2020

# **GENERAL PURPOSE**

The purpose of the Fiscal Policies and Procedures Manual is to establish guidelines for the Board of Directors and Olympic Community of Health (OCH) staff about standards and procedures to be applied when developing financial goals and objectives, making financial decisions and reporting the financial status of OCH. In addition, these policies will provide guidelines to allow for an effective management of OCH funds. Olympic Community of Health is a Washington nonprofit organization.

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# **ROLES & RESPONSIBILITIES**

#### **BOARD OF DIRECTORS**

It is the responsibility of the Board of Directors to formulate financial policies, delegate administration of such policies to staff, and review operations and activities on a periodic basis. The Board of Directors adopts the annual budget by board vote. The Board of Directors oversees the general financial administration of OCH and delegates responsibility to the executive director for the day-to-day operations and financial decisions.

#### **FINANCE COMMITTEE**

The Finance Committee, chaired by the Board Treasurer, shall be responsible for the oversight and coordination of the duties outlined in the approved charter, including: annual budget presentation for Board approval, presentation of quarterly financial statements, management of fund investments, selection of the outside auditors, annual financial report, internal controls, and financial policies.

The long-term financial objectives for OCH are reviewed and approved by the Board of Directors following recommendations from the Finance Committee, presented by the executive director and/or the Board Treasurer. Expenditures and revenue objectives are recommended for OCH in accordance with Board-approved long-term plans.

The Board Treasurer, with oversight by the Board of Directors, shall have oversight over the accuracy of the accounting records. The executive director shall provide the Board Treasurer with detailed quarterly financial information, such as the Chart of Accounts, reporting formats, Accounts Payable processing, payroll input and processing, cash receipts input, journal entries for General Ledger, Form 1099 reporting, and Form 990 reporting as well as bank reconciliations and any other accounting as required.

#### **STAFF**

Under the direction of the executive director, OCH's director of administration implements general and daily financial management and reporting. The director of administration acts as the primary fiscal agent, implementing all financial policies and procedures. The executive director and the director of administration develop and present personnel expenses to the Board of Directors each year for approval as part of the annual budget. The executive director and director of administration are also responsible for preparing the annual operational budget for approval by the Board, financial reports analyzing performance to the budget, and periodic cost and productivity analyses.

#### **BUDGETING & REPORTING**

OCH regularly prepares both internal and external financial statements. OCH financial statements are prepared on the accrual basis. Presentation of the Financial Statements shall describe net assets and revenues, expenses, gains, and losses, classified based on the existence



or absence of donor-imposed restrictions. Accordingly, the net assets of OCH and changes shall be recorded as unrestricted and restricted.

Unrestricted net assets include amounts that are not subject to imposed stipulations that are used to account for resources available to carry out the purposes of OCH in accordance with the limitations of its charter and bylaws. The principal sources of unrestricted funds are grants, contributions, and investment income.

Restricted net assets are those resources available for use only for purposes specified by the donor or grantor. Such resources originate from grants and contributions restricted for specific purposes or a specific future time frame or that are required to be maintained permanently, but which OCH is allowed to use up or to expend all or part of the income that is derived from the donated assets.

#### INTERNAL REPORTING

Financial Statements shall be prepared at least quarterly. The Financial Statements include information about OCH funds and cash position as of the end of each month and are reviewed by the executive director and director of administration prior to submission to the Finance Committee. The Financial Statements are submitted to the Board of Directors by the Board Treasurer quarterly for final review and approval.

#### FRAUD AND EMBEZZLEMENT

The executive director will notify the necessary agencies, the Board President, and all major funding sources not later than one working day after the date any alleged fraud activity comes to their attention. Organizational personnel will develop the case and notify the proper authorities. If any fraud or embezzlement is identified as part of the annual financial audit and if the executive director is implicated, the auditor shall inform the Board chair immediately. After the investigation and resolution of the issue, the organization will make internal control changes to satisfy management and the Board of Directors.

# **REVENUE GOALS**

The responsibility for reaching OCH's budgeted revenue goals on a yearly basis is shared by the executive director and the Board of Directors. The executive director and the Board Treasurer develop and propose revenue goals and objectives and submit them to the Board prior to discussion and approval.

The executive director prepares regular reports on the status of revenue generating activities and presents it to the Board and Executive Committee at regularly scheduled meetings. The Executive/Finance Committee reviews regular reports of revenues and expenditures and if necessary, makes recommendations to the Board and to the executive director of OCH related to managing expenditures relative to the results of fund development activities.

#### **COST ALLOCATION**

Costs not directly attributable to one program and one funding source are initially posted to a common cost center, which are then distributed proportionately to the variety of OCH cost



centers. These costs may include office leases, utilities, cell phone plans, standard office supplies, or any other costs deemed to benefit multiple programs.

Allocation of costs are based on labor. Labor percentages are derived from the relative number of hours worked and documented on staff monthly timesheets for each OCH program. Most common costs are distributed to programs based on the hours worked in each program as a percentage of the total staff hours worked in a month. Allocation criteria are evaluated on a regular basis e.g. annually unless significant program changes occur more frequently.

#### **BUDGETING PROCESS**

The Finance Committee and executive director shall continuously plan for the long-term financial stability the organization in accordance with OCH's long-term plans that are reviewed annually and adjusted as necessary.

OCH's executive director, director of administration and the Board Treasurer shall be responsible for preparing and presenting to the Finance Committee an annual operating budget draft for Board approval prior to the beginning of each fiscal year (January). Prior to submission to the Board, the executive director shall review the specific revenue goals tied to the fundraising activities of OCH and make recommendations to the Board Treasurer and Finance Committee. In addition, all relevant staff shall actively participate in the planning of upcoming program expenditures and formulate recommendations to the executive director as the annual operating budget is being finalized for presentation to the Board.

# CASH MANAGEMENT

Cash and cash equivalents include all cash balances and highly liquid investments with maturity of six months or less. OCH investments shall be reviewed biannually by the Finance Committee, led by the Board Treasurer. Investment policy is reviewed and updated as needed by the Board. The Finance Committee shall use due diligence in overseeing the investments of OCH funds, by establishing and monitoring an investment strategy that gives proper recognition to risk and return.

#### **FUNDS AND BANKING**

Funds of OCH shall be deposited in OCH's bank accounts designated by the Board of Directors. OCH maintains a checking account and savings account. These accounts may be changed as OCH's financial conditions and requirements change. OCH's CFO Contractor will receive and review all bank statements for the organization. The director of administration and the CFO contractor will assure the bank statements are reconciled monthly. The director of administration shall maintain and oversee bank accounts and ensure OCH's day-to-day financial operations.

All checks, cash, money orders, and credit card deposits are deposited in the appropriate accounts. The executive director or the director of administration may transfer monies from the savings account into the checking account when necessary. Checks are written monthly based on staff completed check request forms and/or regular approved vendor invoices each month to meet monthly OCH financial obligations, or ongoing operational expenditures. Checking and savings accounts statements are reconciled monthly and serve as an internal control to assure



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all entries have been made to the general ledger system and possibly discover bank errors or theft.

#### **INVESTMENTS**

Investments are made in accordance with the OCH Investment Policy and, if applicable, are reported with the financial statements at the market value. The Finance Committee evaluates the general investment strategy for organization to ensure the portfolio's proper diversification, security and return on investments. If applicable, the Finance Committee may recommend adjustments to the Board for review and revision.

#### **FUND ACCOUNTING**

In observance of limitations and restrictions placed on the use of resources available to OCH, the accounts of OCH are maintained in accordance with the principles of fund accounting. Under these procedures, resources for various purposes are classified for accounting and maintained for each fund.

#### SIGNATURE AUTHORIZATION

The executive director, director of administration, and at least two officers of the Board of Directors are authorized to sign all checks, drafts, or orders for payment of money issued in the name of OCH and have signed required documents at OCH's bank. The director of administration and the CFO contractor will maintain a record of all checks distributed and cashed through the OCH checking account to ensure that no checks are inappropriately issued.

All contracts, commitments for services in the name of OCH, and other legal obligations shall be signed by the executive director. The Executive Committee will review contracts over \$50,000 and, together with management, recommend approval by the Board of Directors. If this is not possible, then the Board authorizes the Executive Committee to approve these contracts with an immediate notice to the Board of Directors.

# **CASH OPERATIONS**

OCH's bookkeeper and accountant maintain standard accounting records containing all aspects of OCH's financial operations. They include but are not limited to a general ledger, a check register, and a payroll register.

#### **REVENUE RECOGNITION**

All contributions shall be recorded in accordance with GAAP, with specific attention to standards ASC 958-605-25. Contributions are recorded as pledged or received in accordance with ASC 958-605-25, and must be credited to the appropriate revenue lines as presented in the annual budget and coded with the appropriate account number as designated in OCH's Chart of Accounts.

# **CASH RECEIPTS**

The following procedures for cash/checks received through the mail or given to an organization representative shall be in place: mail is distributed to the director of administration, cash and checks are deposited in OCH bank account by the director of administration, a log of deposits is

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included in the bank register which is given to the CFO contractor on a monthly basis for review and recognition in the financial statements.

A copy of the bank deposit slip is retained in chronological order with copies of the deposited checks. All cash and checks shall be deposited upon receipt.

The same procedures followed for cash receipts shall be followed when monies are received by employees as contributions during special events.

#### RECEIPTS TO DONORS

All donors and contributors shall be properly acknowledged of their contributions in accordance with IRS Guidelines. The director of administration shall ensure proper recognition of contributors and grantors.

#### **CASH DISBURSEMENTS**

The Board shall authorize the executive director or their designee to make whatever purchases are needed for the day-to-day operation of OCH and in accordance with the approved annual organization budget and bylaws, which authorizes non-budgeted expenditures under \$5,000. All authorized expenditures shall be coded by account number using OCH's Chart of Accounts. All purchases are made in accordance with the OCH Procurement Policy. All expenditures are reviewed monthly by the director of administration. Expenditures greater than \$150 require the approval of the executive director. No purchasing agent my make purchases for their sole benefit without the prior approval of the executive director.

Invoices shall be forwarded to the director of administration or their designee for approval. Following the review and approval, the director of administration will forward to the CFO contractor to log into Quickbooks and prepare checks. Checks are forwarded to the executive director for signature. Upon payment of a bill, the original bill will be stamped "Paid" with the check number or credit card payment date. The CFO contractor will provide a duplicate stub and copy of bills to be included with monthly financial reports.

Voided checks shall be marked "VOID" boldly written in ink across the face of the check and the signature portion of the check will be torn off. The voided check shall be filed with other canceled checks upon review of documentation by the Board Treasurer. A check outstanding for more than six (6) months will be voided with a stop payment request to the bank. All voided checks will be kept on file.

The executive director and the director of administration will have sole access to debit cards linked to the OCH bank account. The executive director may designate employees to have access to OCH credit cards. Credit cards will have a daily and monthly spending limit and may only be used for the express purposes designated for that specific cardholder. The cardholding employee is responsible for retaining receipts from credit card purchases and will prepare a report of expenses monthly for the director of administration. The director of administration will review the reports prior to payment of the credit card bill. Monthly debit card expenditure reports are prepared by the director of administration. The director of administration will send



the debit and credit card spending reports for review and approval by the CFO Contractor. Appropriate corresponding receipts will be attached for each expenditure. These monthly checking account statements reconciliations serve as an internal control to assure all entries have been made to the general ledger system and possibly discover bank errors or theft.

#### REIMBURSEMENTS

Expenses pre-approved and directly related to OCH business activities (mileage, meals, hotel, supplies, etc.) will be reimbursed to employees upon submission of an Expense Reimbursement Form.

#### **PETTY CASH**

OCH will maintain petty cash funds in accordance with the Petty Cash policy.

# **PROCUREMENT**

All purchases must be previously budgeted, and all purchases over \$150 require the advance, written approval of the executive director. Employees of OCH will honor the community we serve by supporting local and minority owned businesses whenever possible and not in violation of this policy. Purchasing agents will avoid a conflict of interest or the appearance of a conflict of interest and avoid any situation where they may gain personally.

#### **PURCHASE REQUESTS**

Any employee requesting a purchase must make a clear and accurate description of the technical or professional requirements of the material, product, or service to be procured, including the minimum quality or performance requirements of such purchase. Purchase requests may be made via email to any employee authorized to make a purchase on behalf of OCH. If an employee with purchasing authority wishes to make a request for their sole benefit, such request must receive the advance approval of the executive director.

#### **PURCHASE ORDERS**

All purchase requests over \$500 will require a purchase order form, to be completed by the purchasing employee. Forms will contain the following information:

- 1. Whether the purchase has been previously budgeted
- 2. Revenue source to be charged
- 3. Detailed description of the item needed
- 4. Approximate cost of the item (must be within 10% or \$500 of the final purchase price, whichever is lower, including tax, shipping, handling and other costs)
- 5. Vendor information
- 6. For grant-funded purchases, certain purchases may require advance grantor approval in writing
  - a. Purchases of this nature must be tracked in the grant documents and the grantor contacted for disposal instructions when the asset is retired.

# **RECEIVING PURCHASED ITEMS**

Items received by OCH via mail or courier will be checked in by an employee who did not make the purchase and compared to the receiving slip (packing slip). If the package does not contain a



receiving slip, the employee opening the package will complete a Record of Receipt form. The employee will then give the items and the receiving slip or completed Record of Receipt to the purchasing employee to be verified against the original purchase request or purchase order.

#### **INVOICE APPROVAL**

When invoices are received from vendors, the director of administration or their designee will verify the accuracy of such invoice, including comparison to the original purchase request or purchase order and receiving slip if applicable. Approved invoices are paid via credit or debit card or sent to the CFO Contractor to be paid via check. Payments will be made based on original invoices only. Once paid, the invoice will be marked "Paid" with the credit card or check detail and filed with supporting documentation as applicable.

#### **PURCHASING THRESHOLDS**

There are five available methods of procurement for each purchase. These methods shall be as restrictive as the Uniform Grant Guidance or more restrictive according to the Fiscal Policy of the OCH. Purchases may not be separated into a series of requisitions or purchase orders from the same vendor for the purposes of avoiding the threshold limit.

- 1. Micro-purchases: Less than \$2,500 (or \$2,000 for purchases subject to the Davis-Bacon Act)
  - a. No competitive quotes required
  - b. Spread purchases out among qualified suppliers
- 2. Small purchases: Between \$2,500 and \$150,000
  - a. Rate quotes must be obtained from three qualified sources where possible
  - b. Quotes can be obtained from suppliers or from public websites
- 3. Competitive Proposals: More than \$150,000
  - a. OCH must complete a publicly advertised Request for Proposal
  - b. There must be a written policy for conducting technical evaluations of reviewing proposals and selecting the recipient
  - c. Most advantageous bid wins, price and other factors considered
  - d. If OCH determines that it is in the best interest of OCH, any or all quotations or bids may be rejected, new quotations or bids may be called for, or the OCH may enter into direct negotiations with a vendor to obtain the most favorable purchase terms.
- 4. Sole source: Any amount, must meet one of the four following criteria
  - a. Good/service is only available from a single source
  - b. Only one source can provide the good/service in the timeframe required
  - c. Written pre-approval is received from awarding agency (for grant-funded purchases)
  - d. Competition is deemed inadequate, after solicitation attempts through one of the other methods.

#### **PURCHASES EXEMPT FROM COMPETITION**

The following purchases may be made without requesting quotes or competitive bids if they are less than \$50,000:



- Goods and services that meet an emergency requirement as authorized by the executive director.
- 2. Postage and postal services.
- Utilities.
- 4. Insurance.
- 5. Office space rental agreements.
- 6. Original equipment manufacturer repairs and services.
- 7. Ongoing maintenance agreements for previously purchased equipment and software.
- 8. Upgrades or purchase of additional modules/features of previously purchased equipment and software.
- 9. Professional licenses and memberships.
- 10. Publications and subscriptions.
- 11. Miscellaneous fees.
- 12. Training, conferences, and seminars.
- 13. Repair or replacement of rental equipment.
- 14. Legal and promotional advertising.
- 15. Purchases at auctions if the items can be obtained at a competitive price.
- 16. Expert witnesses for legal proceedings.
- 17. Legal and public defender services.

#### **VARIANCE OR CHANGE ORDERS**

As long as it does not change the threshold of the total purchase, cost variances in the lesser of \$500 or 10% of the original purchase price will be paid without further supervisor approval. Total purchases exceeding the lesser of 10% or \$500, or that put the purchase into a new purchasing threshold will require the approval of the executive director. If the increase moves the purchase into another threshold, the original purchase order will be void and the procedures applicable to the new threshold must be followed.

#### **GRANTS AND CONTRACTS**

For all grants and contracts, whether federal, state or privately funded, the OCH's grant manager responsible for the grant or contract shall ensure that contract related purchases will be in accordance with the applicable rules, regulations, and any other terms, directives and conditions contained within the grant or contract award. It is the responsibility of each grant manager to ensure and document adherence to these additional requirements. It is the responsibility of the director of administration to properly store and file all existing contracts. Prior to contract execution, the director of administration will check for contractor suspension and debarment per the OCH Suspension and Debarment Policy.

# **OTHER POLICIES & PROCEDURES**

#### **CONFIDENTIALITY AND RECORDS SECURITY**

Financial records are restricted materials with limited access. Only the executive director, director of administration, and the Board Treasurer (or others so authorized by the Board) shall have access to financial records (vendor files, checks, journals, payroll, etc.). All payments,



transactions and invoices shall be filed with supporting documentation, and files should be kept confidential.

#### **DEEDS, CONVEYANCES, LEASES & CONTRACTS**

OCH leases space to conduct is normal business activities. Copies of all leases will be maintained in the OCH office.

#### **DONATED MATERIALS AND SERVICES**

Donated materials and equipment shall be reflected in the Financial Statements at their estimated values measured on the date of receipt.

#### **DONOR-IMPOSED CONDITIONS**

Transfers of assets and promises to give with donor-imposed conditions should be recognized as contribution revenue when the conditions have been substantially met or when the conditions have been explicitly waived by the donor, i.e. a contribution of cash or a promise to give cash in support of a proposed program should be recognized when the program is undertaken. Transfers of assets with donor-imposed conditions should be reported as refundable advances until the conditions have been substantially met. Transfers of assets on which resource providers have imposed conditions should be recognized as contributions if the likelihood of not meeting the conditions is remote.

#### **GRANT CONTINGENCIES**

Grants often require the fulfillment of certain conditions as set forth in the related instrument. Failure to fulfill the conditions could result in the return of funds to the grantors. It is the responsibility of the executive director to oversee the fulfillment of grant conditions. All grants shall be properly acknowledged in accordance to IRS regulations and all grantors shall be properly recognized.

#### **INCOME TAXES**

OCH is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. Accordingly, for income tax purposes, we will operate as a nonprofit and reflect this in our financial statements. OCH's tax ID is: 81-4591222.

#### **INDEPENDENT AUDIT**

OCH will have an audit of its financial statements annually, beginning in 2017.

The Board Treasurer shall recommend to the Board of Directors for approval the selection of a firm to conduct the annual OCH audit. In addition, the Finance Committee shall assist when necessary in the audit preparation and report the final results to the Board of Directors. A representative of the audit firm will be invited to attend a Board Meeting to make a presentation to the Board.

All reports which result from reviews of audits of the accounting and other financial systems will be routed immediately to the executive director, who will then share this information with the Board of Directors. The executive director or their designee will be responsible for preparing any needed written response to the review or audit recommendations. They will be responsible for



providing any necessary corrective action. The auditor or other reviewing agency will be notified within three months of the issuance of the recommendations of the actions that will be taken by the agency and the projected timetable for these actions.

#### **INSURANCE AND BONDING**

Reasonable and adequate coverage is maintained to protect OCH's interests as well as the interests of the Board of Directors. The following insurance policies shall be kept on a yearly basis: General Liability Insurance, Directors and Officers Liability Insurance, Workers Compensation Insurance, and Employees Health Insurance and Dental Insurance.

Insurance policies shall be maintained with the insurance files on a yearly basis. Insurance policies shall correspond to the fiscal year whenever possible. Insurance Policies shall be reviewed by OCH's executive director before renewal each year.

#### **PAYROLL-RELATED TRANSACTIONS**

Payroll is executed monthly (on the fifth day of the following month of work) using a payroll service. Each OCH staff person is responsible for entering their daily time worked into the online timekeeping system. These reports and the project and tasks entered are approved by the director of administration or executive director monthly, then reported to the CFO to be entered to the payroll service for payment to individual staff and used to prepare monthly financial statements and grant reports. Direct deposit of payroll to individual staff bank accounts will be the preferred method of payment. The CFO reconciles payroll reports with the checking account statements provided by the OCH.

It shall be the responsibility of the director of administration to ensure that existing employees who resign, are terminated or who are retiring pay any amounts due to OCH and return all OCH property before a final paycheck is issued.

#### **PROPERTY AND EQUIPMENT**

Property and equipment shall be stated at historical cost. For assets over \$2000, depreciation is computed over the estimated useful lives of the assets using the straight-line method. A depreciation schedule shall be prepared and implemented by director of administration and reviewed by the CFO contractor on an annual basis, taking into consideration the annual equipment inventory.

#### **TRAVEL**

Travel expense reports for authorized local and out of state travel are completed by each employee as appropriate on a monthly basis and then submitted to the director of administration for payment. The executive director will approve the reimbursement requests of the director of administration. Travel expenses will be paid in accordance with the Travel policy. Travel to out of state trainings, conferences and meetings must have prior approval by the executive director. The annual budgeting process includes funding for projected necessary staff travel and training and is approved by the Board of Directors.

A Board Member traveling to represent OCH as authorized by the Board of Directors to assist in OCH business will be reimbursed for travel and expenses in the same manner that staff



members are reimbursed. These expenditures will be approved by the Board President, unless the travel is for the Board President, in which case the Board Vice President or Board Treasurer are also authorized to approve these expenditures.

#### **RECORDS RETENTION**

The following fiscal records shall be retained in OCH office files for a minimum of seven years following the end of a fiscal year (December 31<sup>st</sup>):

- Check registers, warrants or vouchers accounting for payments/expenses. Supporting documentation including original invoices and receipts
- Cash reconciliations for bank accounts from the bank statement to general ledger
- Any Investment reports
- Travel and other authorized expenses
- Payroll records
- Monthly and YTD budget, expense and revenue reports
- Copies of Bank deposit slips with copies of checks
- Monthly expense reports and copies of invoices submitted to funders
- Accounts payable and accounts receivable, including aging reports
- Contracts specifying services, duration and rate of compensation
- Capital Equipment inventory and depreciation schedules





# **Investment Policy**

Approved: November 6, 2017 Revised: March 9, 2020

#### PURPOSE OF INVESTMENT POLICY

The purpose of this Investment Policy is to provide a clear statement of Olympic Community of Health's (OCH) investment objective, to define the responsibilities of the Board of Directors and Finance Committee involved in managing OCH's investments, and to identify permissible investments.

#### **INVESTMENT OBJECTIVE**

The overall objective of this investment policy is to support OCH in earning investment income while maintaining an investment portfolio which seeks to minimize risk while maintaining liquidity.

#### **GENERAL PROVISIONS**

- All transactions shall be for the sole benefit of OCH.
- The Finance Committee shall review OCH's investment policy, risk tolerance, and investment horizon on an annual basis. The Finance Committee will present any recommended updates or adjustments to the Board of Directors to approve changes.
- The Finance Committee shall conduct an annual review of the OCH's investment assets to verify
  the existence and marketability of the underlying assets or satisfy themselves that such a review
  has been conducted in connection with an independent audit (if any) of OCH's financial
  statements.
- Any investment that is not expressly permitted under this Policy must be formally reviewed and approved by the Board of Directors.
- OCH will endeavor to operate the investment program in compliance with all applicable state, federal and local laws and regulations concerning management of investment assets.

#### **DELEGATION OF RESPONSIBILITY; RELIANCE ON EXPERTS AND ADVISORS**

- The Board of Directors has ultimate responsibility for the investment and management of OCH's investment assets.
- The Board of Directors or Finance Committee may hire outside experts as investment consultants or investment managers.

#### **GENERAL INVESTMENT GUIDELINES**

- Permitted investments will include savings accounts, certificates of deposit, treasury notes, and bonds. Investments of any other kind will require the advance, express approval of the OCH Board of Directors.
- A copy of this Investment Policy shall be provided to all Investment Managers.
- The Organization is a tax-exempt organization as described in section 501(c)(3) of the Internal Revenue Code. This tax-exempt status should be taken into consideration when making OCH investments.





# **Investment Policy**

Approved: November 6, 2017 Revised: March 9, 2020

- Investment maturity dates will coincide with OCH's planned upcoming expenses, ensuring there is cash on hand for all planned expenses.
- A cash account shall be maintained with a zero to very low risk tolerance to keep cash available for budgeted operating expenses.
- Transactions shall be executed at reasonable cost, taking into consideration prevailing market conditions and services and research provided by the executing broker.
- Investments within the investment portfolio should be readily marketable.
- The investment portfolio should not be a blind pool; each investment must be available for review.





# **Tribal Collaboration and Communication Policy**

Approved: July 10, 2017 Revised and Approved: July 13, 2020

**Purpose**: Olympic Community of Health (OCH) is committed to active engagement with tribal nations and Indian Health Service (IHS) facilities within the three-county region. All tribes are offered a seat on the OCH Board of Directors. Recognizing that all tribes may not want to be active on the Board, this policy will guide our communications. All tribes/IHS facilities will receive the same level, type, and frequency of communications outlined in this policy.

The purpose of this policy is to establish a clear and concise collaboration policy and communication procedure between Olympic Community of Health (OCH) and tribal governments in the development of all OCH policies or actions.

**Governance:** OCH will hold one seat on the Board of Directors for each tribe. Tribes may choose their own representative and may appoint alternate representatives as desired. The Board does not have the authority to confirm or deny tribal appointments.

**Collaboration**: OCH will collaborate and communicate with tribal governments in a manner that respects the tribes' status as sovereign nations and meets the federal trust responsibility and U.S. treaty obligations to American Indians/Alaska Natives (AI/AN).

- OCH will express respect for the tribes as sovereign nations by referring to them as partners, and not as stakeholders. Because each Tribe has a seat on the Board of Directors, OCH and Tribes will collaborate from the beginning of and throughout the planning and development process for all programs and engage in inclusive decision-making with tribes for all OCH actions including actions that may have an impact on AI/AN populations or tribes (as determined in accordance with Section IV) and not just solicit feedback from tribes.
- OCH will respect and support the need for Tribal representatives or IHS facility representatives
  to inform their tribal councils and receive directives from their tribal councils or agency
  leadership on whether and how the tribe or IHS facility would like to proceed with respect to
  any OCH action.
- If a tribe declines an invitation to collaborate, OCH will maintain a standing invitation for the tribe to collaborate with OCH.

#### **OCH Actions Having Impacts on AI/ANs or Tribes:**

**Determining Tribal Impacts:** OCH will rely on the tribal representatives on the Board of Directors to notify the Board or staff whether an action may have an impact on AI/AN or Tribes. If authorized by the tribal representatives on the Board, OCH staff will convene an *ad hoc* Tribal Implications Subcommittee that will include at least one OCH staff member, at least two Tribal OCH Board Members, and one OCH Board member who is not a representative of a tribe. The committee will meet until it determines



# **Tribal Collaboration and Communication Policy**

whether any OCH actions being contemplated, including the development of policies, programs, or agreements, will have an impact on AI/AN or Tribes. The OCH lead staff person will ensure that sufficient information about OCH actions is communicated during the meeting, and prior to implementation, to enable the committee to determine whether those actions will have an impact on AI/AN or Tribes. If no Tribe designates an individual to serve on this committee and until such time when a tribe does designate an individual to serve on this committee, the Board of Directors will make determinations of whether any OCH actions being contemplated will have an impact on AI/AN or Tribes and inform the tribe(s).

**Addressing Tribal Impacts:** If the Tribal Implications Subcommittee determines an OCH action has or will have an impact(s) upon a tribe(s) or IHS facility(ies), the Subcommittee will report their findings and any recommendations for addressing those impacts to the Board of Directors. The Board of Directors will determine a plan of action in response to the Subcommittee's findings and recommendations.

#### Communication:

- 1. OCH will dedicate resources to support the function of tribal liaison when resources permit.
- 2. OCH will work with each of the individual tribes to ensure that all contact information is up-todate, and the correct representatives are notified and regularly receive information.
- 3. OCH will provide written information to tribes concurrent with, and in the same format and method as, the delivery of written information to board members for board meetings, to committee members for committee meetings, and to other OCH participants for participant or other meetings. Any tribe that wishes to receive mailed hard copies of meeting materials may do so upon request. The tribal liaison will work with each tribe to develop a specific communication strategy as requested.

Sovereignty and Disclaimer: OCH respects the sovereignty of each tribe located in the State of Washington and that the tribes have the right to request consultation with the State of Washington and/or the United States government in the event OCH fails to address the impacts on AI/ANs or Tribes. In executing this policy, no party waives any rights, privileges, or immunities, including treaty rights, sovereign immunities, and jurisdiction. This policy does not diminish any rights or protections afforded AI/AN persons or tribal governments or entities under state or federal law. OCH acknowledges the right of each tribe to consult with state and federal agencies, including, where appropriate, the Health Care Authority, the Governor of the State of Washington, the Region X Administrator of the U.S. Department of Health and Human Services, or the President of the United States.

**Review:** This policy will be reviewed and evaluated annually or at the request of any tribe or a majority of the OCH Board Members.



#### OCH WHISTLEBLOWER PROTECTION POLICY

- 1. WHO DOES THE POLICY APPLY TO: This Whistleblower Protection Policy applies to all Olympic Community of Health's (OCH) staff, whether full-time, part-time, or temporary employees, to all volunteers, to all who provide contract services, and to all officers and directors, each of whom shall be entitled to protection.
- 2. WHEN A PROTECTED PERSON CAN SUBMIT A REPORT: A protected person shall be encouraged to report information relating to illegal practices or violations of policies of the OCH (a "Violation") that such person in good faith has reasonable cause to believe is credible. Anyone reporting a Violation must act in good faith, and have reasonable grounds for believing that the information shared in the report indicates that a Violation has occurred.

# 3. HOW TO SUBMIT A REPORT:

- a. Information shall be reported to the Executive Director who serves as the Compliance Officer for the OCH. The protected person may raise concern to the Executive Director through any of the following media:
  - i. Formal letter to:

Olympic Community of Health

Attn: Elya Moore 834 Sheridan Street Port Townsend, WA 98368

ii. Dedicated phone number/communicator chat: (360) 633-9241

iii. Dedicated email address: elya@olympicch.org

- b. If the report relates to the Executive Director, the report shall be made to an officer of the Board of Directors which shall be responsible to provide an alternative procedure. The contact information found on our website at <a href="http://www.olympicch.org/board-of-directors.html">http://www.olympicch.org/board-of-directors.html</a>.
- c. The report should contain the following information:
  - i. Background of the concerns (with relevant dates); and
  - ii. Reason(s) why the whistleblower is particularly concerned about the situation.
- 4. CONFIDENTIALITY: The OCH encourages anyone reporting a Violation to identify himself or herself when making a report in order to facilitate the investigation of the Violation. However, Whistleblower Complaint Forms may be submitted anonymously and mailed to the Executive Director or the Chair of the Board. Reports of Violations or suspected Violations will be kept confidential to the extent possible, with the understanding that confidentiality may not be maintained where identification is required by law or in order to enable the OCH or law enforcement to conduct an adequate investigation.
- 5. **PROTECTION FROM RETALIATION:** No person entitled to protection shall be subjected to retaliation, intimidation, harassment, or other adverse action for reporting information in accordance with this Policy. Any person entitled to protection who believes that he or she is the subject of any form of retaliation for such participation should immediately report the same as a violation of and in accordance with this Policy. Any individual within the OCH who retaliates against another individual

who has reported a Violation in good faith or who, in good faith, has cooperated in the investigation of a Violation is subject to discipline, including termination of employment or volunteer status.

6. **DISSEMINATIONN OF POLICY:** This Policy shall be disseminated in writing to all affected constituencies.





#### WHISTLEBLOWING RESPONSE PROCEDURE

The whistleblowing procedure involves steps required for the investigation of the reported misconduct. The following procedures shall guide the whistleblowing process:

# 1. Actions to be Taken When Report is Submitted to Compliance Officer/Executive Director

- a. Consult with legal counsel to:
  - i. determine whether the complaint pertains to a matter covered by this policy and procedure;
  - ii. decide whether the reported violation requires review by the Compliance Officer or should be directed to another person; and
  - iii. develop a recommended strategy for the investigation of the complaint including interviewing employees if necessary.
- b. Investigate the complaint reported or designate an investigator.
- c. Document the findings and any action taken.
- d. Submit a copy of the report related to results from the investigation, to the OCH Board or Board Appointed Committee.

# 2. Actions to be Taken When Report is Submitted to <u>OCH Board or Board Appointed Committee</u> <u>Member(s)</u>

- a. Consult with legal counsel to
  - i. determine whether the complaint pertains to a matter covered by this policy and procedure;
  - ii. decide whether the reported violation requires review by the OCH Board or OCH Board Appointed Committee or should be directed to another person; and
  - iii. develop a recommended strategy for the investigation of the complaint including interviewing employees if necessary.
- b. The OCH Chair or Committee Chair shall report to the Submitter, that the complaint is acknowledged, and that appropriate action will be taken. Considering that complaints may be anonymous, it is understood that such acknowledgement may not be possible.
- c. Investigate the complaint reported or designate an investigator.
- d. Document the findings and any action taken.
- e. As deemed appropriate, in the Chair's opinion, and no less than once a quarter, report to the Committee on the status of Submitter reports.
- f. Submit Quarterly reports on the status of all complaints to the Board of Directors.

g. To the extent deemed appropriate, the Chair of the Boar or Committee shall ensure feedback is provided to the person submitting the complaint.

# 3. Record Keeping and Retention

The Compliance Officer will maintain records of all complaints covered by these Procedures, tracking their receipt, investigation and resolution and shall prepare a periodic report to the OCH Board or the Board appointed committee until the matter has been resolved to the satisfaction of the OCH Board or Board appointed committee. Copies of all complaints and investigation records will be maintained in accordance with the OCH's document retention policy.

# 4. Confidentiality

Confidentiality will be maintained to the fullest extent possible, consistent with the need to conduct adequate review.





# Policy # Anti-Harassment Policy

**Purpose:** Olympic Community of Health (OCH) strives to create and maintain a work environment in which people are treated with dignity, decency and respect, characterized by mutual trust and the absence of intimidation and exploitation. Employees, board members and contractors should be able to work and learn in a safe and stimulating atmosphere. OCH will not tolerate discrimination or harassment of any kind.

All employees and board members, regardless of their positions, are covered by and expected to comply with this policy and to take appropriate measures to ensure that prohibited conduct does not occur. Appropriate disciplinary action may be taken against any person who violates this policy. If the harassment occurs with a contractor, partner, community member or any other member of the general public, OCH may take reasonable action to ensure a safe environment for all parties.

By signing this policy, employees and board members acknowledge that their behavior outside of the traditional workplace may be a direct reflection of OCH. Therefore, this policy applies to the situations outside of the normal workplace, including social events where more than one OCH employee or board member are present, or public social media posts that may be tied back to OCH.

If you experience or witness behavior that is in violation of this policy, please refer to the Anti-Harassment Procedure for the guidelines on how to report such behaviors.

# **Definitions:**

OCH, in compliance with all applicable federal, state and local anti-discrimination and harassment laws and regulations, enforces this policy in accordance with the following definitions and guidelines:

**Discrimination:** It is a violation of OCH's policy to discriminate in the provision of employment opportunities, benefits or privileges; to create discriminatory work conditions; or to use discriminatory evaluative standards in employment if the basis of that discriminatory treatment is, in whole or in part, the person's race, color, national origin, age, religion, disability status, gender, sexual orientation, gender identity, genetic information or marital status.

Discrimination in violation of this policy may be subject to disciplinary measures up to and including termination.

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**Harassment:** OCH prohibits harassment of any kind, including sexual harassment, and may take appropriate and immediate action in response to complaints or knowledge of violations of this policy. For purposes of this policy, harassment is any verbal or physical conduct designed to threaten, intimidate or coerce an employee, co-worker, contractor, board member or any person working for or on behalf of OCH.

**Sexual harassment:** Sexual harassment is defined as unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature.

Sexual harassment occurs when unsolicited and unwelcome sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature:

- Is made explicitly or implicitly a term or condition of employment.
- Is used as a basis for an employment decision.
- Unreasonably interferes with an employee's work performance or creates an intimidating, hostile or otherwise offensive environment.

Courteous, mutually respectful, pleasant, non-coercive interactions between those covered by this policy that are appropriate in the workplace and acceptable to and welcomed by both parties are not considered to be harassment.

Retaliation: No hardship, loss, benefit or penalty may be imposed on an employee in response to:

- Filing or responding to a bona fide complaint of discrimination or harassment.
- Appearing as a witness in the investigation of a complaint.
- Serving as an investigator of a complaint.

Retaliation or attempted retaliation in response to lodging a complaint or invoking the complaint process is a violation of this policy. Any person who is found to have violated this aspect of the policy may be subject to sanctions up to and including termination of employment.

#### **Consensual Romantic or Sexual Relationships:**

OCH strongly discourages romantic or sexual relationships between a manager or other supervisory employee and an employee who reports directly or indirectly to that person because such relationships may create compromising conflicts of interest or the appearance of such conflicts.

If any employee or Board member of OCH enters into a consensual relationship that is romantic or sexual in nature with an employee, Board member, contractor or contracting partner of OCH, the parties must notify the Director of Administration, Executive Director or other appropriate officer in accordance with the Anti-Harassment Procedure. Reporting such relationships is mandatory.



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# **Alternative Legal Remedies:**

Nothing in this policy may prevent the complainant or the respondent from pursuing formal legal remedies or resolution through local, state or federal agencies or the courts.

# **Acknowledgement of Receipt and Understanding of this Policy:**

By signing below, I acknowledge that I have received and read the OCH Anti-Harassment Policy, the understand the policy, and that I have addressed any questions that I had regarding the terms of the policy with the Director of Administration.		
Employee Name	 Date	
 Signature		



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# Olympic Community of Health

# **Board Member Commitments and Operating Procedures**

#### **Board Members**

Board Members serve as the representatives of their respective sectors for the three-county Olympic Community of Health (OCH) region or of their respective Tribe.

#### **Alternate Members**

Each Sector may designate one Alternate Member to serve in the absence of such sector's Board Member. The Alternate Member serving in the stead of a Board Member shall have the same rights, privileges and responsibilities as such Board Member. Only Alternate Members who are properly registered on the list of Alternate Members held by the OCH Secretary shall have the right to vote and to participate in Board deliberations.

This procedure does not apply to Tribes, who may choose alternates at will.

# **Managed Care Organizations**

Managed Care Organizations (MCOs) are allotted one voting Board Member and may choose to rotate their designated Board Member. The MCO rotation system may define term limits to be less than, but not more than, the term limits specified in the bylaws. MCOs are also entitled to designate an Alternate Member.

#### **Communications**

Board Members are responsible to communicate with other members of their sector or Tribe to ensure effective information flow to and strong engagement on matters related to the OCH. Members bring the experience, expertise and perspective of their sector; they do not represent their personal views or their organization's interests alone:

- All members are expected to proactively solicit the input and perspectives of other organizations
- within their sector
- All members will provide regular updates/feedback loops to interested organizations in their sector on the OCH's work
- All members will serve as spokespersons for the OCH
- Members will disclose any substantive differences of opinion or disagreements within their sector on decisions to the Board of Directors

#### Confidentiality

Board members are reminded that confidential financial, personnel and other matters concerning the organization, donors, staff or clients/consumers may be included in board materials or discussed from time to time. Board members should not disclose such confidential information to anyone unless required by law.

#### **Participation**

Participation and attendance at board meetings is a high priority. Board Members are expected to be prepared to discuss issues and business, having read background material relevant to the topics at hand.

- Members regularly attend OCH Board meetings and stay current on OCH activities
- If a Member is unable to attend a board meeting s/he may send the Alternate who is granted full decision making authority
- A member no longer able to actively participate will notify the board and/or executive director
- Members take responsibility for and follow through on agreed upon assignments
- Members abide by Board policies



Board Operating Procedures **Approved**: December 12, 2016

#### Conduct

Board members are expected to act in the following manner:

- Exercise the duties and responsibilities of their positions with integrity, collegiality, deep respect and care
- Cooperate with and respect the opinions of fellow Board Members, and leaving personal prejudices out of all board discussions, as well as support actions of the Board even when the Board Member personally did not support the action taken
- Represent the OCH in a positive and supportive manner at all times and in all places
- Show respect and courteous conduct in all board and committee meetings
- Refrain from intruding on administrative issues that are the responsibility of management, except to monitor results and ensure that procedures are consistent with board policy

Dated:	Signed:	
	Print Name:	
	Title:	





September 20, 2017

As an employee, intern, volunteer, or contractor of the Olympic Community of Health (OCH), I understand and agree to keep all information which is protected or sensitive in nature that is disclosed to me during the course of my association with OCH confidential.

Specifically, I agree to the following, during and subsequent to my relationship with OCH:

- 1. To conduct myself in a manner that assures confidentiality and ensures compliance with regard to "protected health information" (PHI), financial information, employee information, or any other information which could be reasonably understood to be confidential in nature.
- 2. To hold in confidence privileged information gained about current or past OCH employees, clients or partners, regardless of the source of that information.
- 3. I further understand that violations of this confidentiality policy may result in disciplinary action; willful violations may result in disciplinary action up to and including immediate dismissal.

I acknowledge that the policies concerning confidentiality have been explained to me, copies have been provided to me for future reference, and understand that I can ask my supervisor or the Executive Director if I have any questions about these policies.

Employee/Intern/Volunteer/Contractor Signature	 Date	
Print Name	_	
Executive Director Signature		 Date



Approved: November 7, 2016 Revised: March 9, 2020

**Purpose:** The purpose of this policy is to help inform Board members, Committee members, staff, and vendors of Olympic Community of Health (OCH) what constitutes a conflict of interest and assist them in identifying and disclosing actual and potential conflicts. OCH is a collaborative of interested parties and it is acknowledged that those involved in our work have personal, tribal, organizational and/or sector-specific self-interests.

Whether a disclosed interest constitutes a conflict or perceived conflict of interest is determined by OCH in its discretion by the process set forth in this policy. This policy enables individuals to understand, identify, manage and appropriately disclose actual, potential or perceived conflicts of interest. 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.

#### **Definitions:**

**Conflict of Interest:** An actual conflict of interest occurs where an interested person's judgment could be affected because they have a personal interest in the outcome of a decision over which the interested person has control or influence. The conflict of interest is present when an interested person's stake in a transaction or decision is such that it reduces the likelihood that the interested person's influence can be exercised impartially in the best interests of OCH. This policy sets forth two types of conflicts of interest: financial and personal.

**Determining Party:** The Members of the OCH Board of Directors members, Committee members, or staff who will determine whether an actual, potential, or perceived conflict of interest exists. The Determining Party is based on the nature of the conflict and their relationship to OCH.

- a. A member of the Board: Members of the OCH Board of Directors who are not interested persons will determine whether a conflict exists.
- b. A member of a Committee: The members of the Committee who are not interested persons, or the Board of Directors if it is a Board appointed Committee, will determine whether a conflict exists.
- c. Staff, vendors: The executive director will determine whether a conflict exists. If the interested person is the executive director, the Board of Directors will determine whether a conflict exists.

**Financial Conflict of Interest:** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which OCH has a transaction or arrangement, or
- b. A compensation arrangement with OCH or with any entity or individual with which OCH has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which OCH is negotiating a transaction or arrangement, or
- d. An employment or contractual arrangement with an organization that stands to benefit financially from a decision or action of the Board.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

**Interested Person:** Any person whose judgement could be affected because they have a personal interest over a situation in which they have control or influence.

**Personal Conflict of Interest:** When an interested person, including the individual's spouse, domestic partner, child or parent, stands to directly or indirectly gain or be favorably impacted as a result of a decision.

#### **Policy:**

- Duty to Disclose: Each interested person shall disclose all material facts regarding an actual, potential, or perceived conflict of interest promptly upon learning of such real or perceived conflict.
- 2. **Determining Whether a Conflict of Interest Exists:** After disclosure of all material facts, the determining party may determine if a conflict of interest exists for the interested person(s). The interested person(s) involved with the transaction shall not be present during the discussion or determination of whether a conflict of interest exists.
- 3. **Procedures for Addressing a Conflict of Interest:** The determining party may ask questions of and receive presentation(s) from the interested person(s) but may deliberate in their absence. The determining party shall ascertain that all material facts regarding the person's conflict of interest have been disclosed and shall compile appropriate data, such as comparability studies, or the fair market value of a transaction. After exercising due diligence, which may include investigating alternatives that present no conflict, the determining party shall determine whether the transaction is in OCH's best interest, for its own benefit, and whether it is fair and reasonable to OCH. It is up to the discretion of the determining party whether the interested person(s) may be permitted to participate in related discussions and decisions, and in the case of the Board of Directors, whether the interested Board member must abstain from voting.
- 4. Violations of the Conflict of Interest Policy: If a Board of Directors or Committee Member, or OCH executive director has reasonable cause to believe a person has failed to disclose actual or possible conflict of interest, they shall inform the person of the basis for such belief and afford them an opportunity to explain the alleged failure to disclose. If, after hearing their response and after making further investigation as warranted by the circumstances, it is determined that the person has failed to disclose an actual or possible conflict of interest, appropriate disciplinary and corrective action will be taken.
- 5. The minutes of meetings of the Board of Directors and all Committees with Board-delegated powers shall contain:
  - a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Directors' or Committee's decision as to whether a conflict of interest in fact existed.
  - b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.



- **6. Compensation:** No voting member of the Board of Directors or any Committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from OCH, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- 7. **Periodic Statements:** Each Board member, employee, intern, volunteer, or contractor shall annually sign a statement that affirms such person:
  - a. Has received a copy of the conflict of interest policy,
  - b. Has read and understands the policy,
  - c. Has agreed to comply with the policy, and
  - d. Understands that OCH is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.



#### **Certification:**

The undersigned hereby acknowledges that the undersigned:

- Has received a copy of the conflict of interest policy,
- (b) Has read and understands the conflict of interest policy,
- Has agreed to comply with the conflict of interest policy, and (c)
- Understands that for Olympic Community of Health to maintain its federal tax exemption as a (d) charitable organization, it must engage primarily in activities that accomplish one or more of its taxexempt purposes.

- I have no conflicts or potential conflicts to disclose.
- I have the following conflicts or potential conflicts to disclose (use the space below):
  - Disclose personal or professional affiliations, including those of immediate family members, with companies OCH does or might do business with.
  - Disclose any personal business dealings (including those of immediate family members) you have or have had with OCH in the previous twelve months.
  - ves.

-	List other corporate or nonprofit boards of	on which you (or an immediate family member) ser
Dated:		Signed:
	I	Print Name:





# **Policy Review Checklist**

You will receive a series of policies to sign via DocuSign.
This checklist is for your own reference.

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	Policies Requiring Signature
	Anti-Harassment Policy and Procedure.
	Date of signature:
	Board Member Commitments and Operating Procedures.
	Date of signature:
	Confidentiality Agreement.
	Date of signature:
	Conflict of Interest.
	Date of signature:
	Policies Not Requiring Signature
	. one control may be greater to
	Bylaws
	Fiscal
	Investment
	Personnel
	Tribal Collaboration and Communication
	Whistleblower