

**CONSTITUTION
of the
KANSAS ASSOCIATION OF TEACHERS OF ENGLISH**

(Revised by a vote of the KATE Executive Board, August 10, 2023)

ARTICLE I - NAME

This body shall be called the Kansas Association of Teachers of English or KATE.

ARTICLE II - PURPOSE

Section 1. Said organization is organized exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in section 1 hereof and in article II of this constitution.

Section 3. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 4. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 5. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 6. The general scope of the Association's work shall include all phases of English teaching in the state – elementary, secondary, and college.

Section 7. The specific aims of the Association shall be fivefold: to promote excellence in English instruction; to conduct investigations relative to teaching English; to publish findings and other matters of interest; to cooperate with other similar organizations throughout the country; to promote acquaintance and good fellowship among English teachers of the state.

ARTICLE III - MEMBERSHIP

Section 1. The organization shall include voting and nonvoting memberships. The regular voting membership of this Association shall be open to English and language arts teachers active in elementary schools, secondary schools, and colleges of Kansas, and those retired from active service and to all others interested in the improvement of such teaching. Schools, libraries, or other institutions are eligible for nonvoting institutional membership. Honorary membership may be voted by the Executive Board as a recognition of members who have made unusually noteworthy contributions to the Association. Students preparing to be teachers of English and the language arts may become nonvoting members at a reduced rate.

Section 2. An annual membership fee established by the Executive Board shall be paid by each member and entitles each member to vote, hold office, and receive KATE publications. Nonvoting memberships whose current fees are paid shall be in good standing and entitled to receive KATE publications.

ARTICLE IV - ORGANIZATION

Section 1. Officers and Committees

1. There shall be an Executive Board consisting of elected officers and appointed general board members. All members of the Executive Board are voting members.
2. The Executive Board shall consist of the officers. The following officers shall serve two-year terms: a Vice-President, a President, a Past President. The remaining officers of the Executive Board (a Secretary, a Treasurer, a Membership Chair, a Public Relations Chair, a Webmaster, a Conference Chair, an NCTE Liaison Officer, and editors of KATE publications) shall serve for terms at-will until resignation or relieved from duties.
3. The general members of the Executive Board shall serve for unlimited terms, elected by the entire membership of the Association by ballot before the fall conference. All elected general board members should be KATE and NCTE members in good standing. Board members may remain on the Executive Board as long as they remain active and attend at least one board meeting each year. Board members must notify the president prior to any absence, or risk removal from the Board. Board members are required to maintain active memberships in both KATE and NCTE. Board members may submit a written resignation to the President prior to any Executive Board meeting. General Board member roles and duties shall be appointed and

consist of but are not limited to a William Allen White Liaison, DEI (Diversity, Equity, and Inclusion) Chair, a Library Liaison, a KNEA Liaison, a KSDE Liaison, a Virtual Education Liaison, an ESOL Liaison, a Grant Writer, and other roles as required to meet the needs and fulfill the mission of the organization.

Section 2. Duties of Officers and Committees

1. The Conference Chair shall (1) work with a committee to plan the annual conference; (2) begin preliminary planning of annual conferences to be held in the next three years; (3) provide information about the annual conference to the Webmaster & Public Relations Chairperson(s). Roles on the Conference Committee may include but are not limited to: Hotel Liaison, Table Decorator, Vendors and Exhibitor Liaison, Name Tag Designer, Program Planner, Breakout Session Proposal Reviewer(s), Keynote Coordinator. The role of Conference Chair rotates through members of the Conference Committee on an annual basis.
2. The Vice-President shall (1) assist and collaborate with the President in an apprenticeship capacity; (2) preside in the absence of the President; (3) work with the Membership Chairperson and the Public Relations Chairperson(s) to recruit new members; (4) work with members from the Executive Board and with the general membership of the Association to assist with membership recruitment; (5) at the end of two years, the Vice-President shall become the President.
3. The President shall (1) preside at all meetings of the Executive Board and at all general meetings of the Association; (2) have general supervision of all Association business and activities, including programs for meetings; (3) approve all bills of over \$200.00 before they are paid by the treasurer when they are an exception to the usual expenses listed on the treasurer's report; (4) appoint someone to fill the unexpired terms of any officer of the Association or member of the Executive Board (5) appoint board members to work on KATE and NCTE committees; (6) encourage a mentoring role between current committee chairs and board members serving on committees; (7) The president shall use an email or newsletter to acquaint the general membership with the activities of the Association. The President may, at their option, edit the newsletter which shall be published three or more times per year, or appoint an editor to assume this responsibility; (8) the President shall, upon completion of their term in office, become the Immediate Past President.
4. The Immediate Past President shall (1) serve as a voting member of the Executive Board; (2) serve on the Nominating Committee; (3) outline duties and inform new members of the duties, responsibilities, and opportunities of the various committees at the first meeting of the board attended by new members; 4) confirm ad-hoc and NCTE appointed positions are willing to fulfill their appointed duties and, communicating and working actively with the KATE board, assist the Senior Past President with establishing mentoring partnerships between committee chairpersons and new board members; (5) prepare letters of commendation for their service to outgoing board members and distribute them with suitable

ceremony at a meeting of the board devoted to welcoming new board members and thanking those who are retiring; and (6) send letters of notification and congratulations to the appropriate supervisors of new Board members. Following their term of office, the Immediate Past President shall become Senior Past President.

5. The Webmaster shall (1) maintain an active website including membership registration, conference information, etc. (2) provide updated public relations and marketing via the organization's website.
6. The Secretary shall conduct the general business correspondence of the Association and file and preserve documents and records. The Secretary shall keep records of all business done at all meetings of the Executive Board, records of the programs and business of the annual KATE meetings, and records of any meetings held under the auspices of the Association as a whole. The Secretary shall become the Interim Vice President in the event that a President or Vice President is removed or resigns until the next year's election at the fall annual conference. In this event, the Executive Board shall appoint an Interim Secretary from the general board.
7. The Treasurer shall receive and account for all monies and pay bills incurred by the organization and by members incurring approved expenses on behalf of the organization when they present a receipt and request for reimbursement. Bills over \$200.00 shall require the written or electronic approval of the president or vice president. Bills incurred on a regular basis for board-approved activities shall be paid as received. All bills will be included in the treasurer's report, which will be submitted for approval at each board meeting. The treasurer or president will arrange for an audit every other even-numbered fiscal year.
8. The Membership Chairperson shall (1) maintain the membership list of the Association and direct the recruitment of new members; (2) report, as promptly as possible, renewing and incoming memberships to both the treasurer and the person charged with maintaining the association's computerized membership records and mailing list; and (3) instruct the editors to see that the honorary members receive copies of KATE publications. The membership committee shall consist of the DEI Chair, ESOL Chair, Liaisons, and other members of the board or general membership appointed to the committee.
9. Public Relations Chairperson(s) shall be responsible for promoting the association and recruiting new members by supervising (1) the production of informative media about the association and (2) the distribution of these media to schools, universities, and other institutions interested in the association's mission; (3) media shall include print, electronic, and social media of the organization.
10. The Editors shall edit and supervise the printing of KATE publications. The Editors may seek advice from the Executive Board on such matters as the content of the magazines, makeup, advertising, and other problems connected with their duties.

The Editors shall receive a sum specified by the Executive Board to help defray expenses for correspondence, typing, *et cetera*.

11. The NCTE Liaison Officer shall establish and maintain liaison between the Association and the National Council of Teachers of English in such a way that each of the organizations will be informed about the goals, activities, and membership of the other.
12. The William Allen White Liaison (WAW) shall (1) fulfill the responsibilities of participation in the WAW program; (2) network with other educators and participants in the WAW program and report to the executive board updates, trends, and other noteworthy information that may affect the organization or help attract and retain members for the organization; (3) act as a representative, outreach, and point person regarding WAW on behalf of the organization.
13. The DEI Chair shall work to fulfill the duties outlined in section 3 of the KATE Policies and Procedures: Diversity Equity and Inclusion.
14. The Library Liaison shall (1) network with other librarians and individuals in library science and report to the executive board updates, trends, and other noteworthy information that may affect the organization or help attract and retain members for the organization; (2) act as a representative, outreach, and point person regarding library science on behalf of the organization.
15. The KNEA Liaison shall (1) network with members of the Kansas National Education Association and report to the executive board updates, trends, and other noteworthy information that may affect the organization or help attract and retain members for the organization; (2) act as a representative, outreach, and point person regarding KNEA for members on behalf of the organization.
16. The KSDE Liaison shall (1) network with the Kansas State Department of Education and report to the executive board updates, trends, and other noteworthy information that may affect the organization or help attract and retain members for the organization; (2) act as a representative, outreach, and point person regarding KSDE on behalf of the organization.
17. The Virtual Education Liaison shall (1) network with other virtual education experts, schools, and educators and report to the executive board updates, trends, and other noteworthy information that may affect the organization or help attract and retain members for the organization; (2) act as a representative, outreach, and point person regarding virtual education on behalf of the organization.
18. The ESOL/ELT Liaison shall (1) network with other ESOL and ELT specialists, experts, and educators, and report to the executive board updates, trends, and other noteworthy information that may affect the organization or help attract and retain members for the organization; (2) act as a representative, outreach, and point person regarding ESOL/ELT on behalf of the organization.

19. The Grant Writer(s) shall (1) work to find grants for the needs of the organization and present them to the Treasurer and President prior to submission; (2) work with the assistance of the Treasurer as needed to complete grant proposals; (3) report the status of proposals at each executive board meeting.
20. The Executive Board shall conduct all business and direct all activities of the Association, except such as are herein otherwise provided, with the authority to delegate to individuals or to committees such responsibility as it may deem advisable. Individuals appointed by the Executive Board (chairs of committees, both standing and ad hoc) shall report to that body at its regularly scheduled meetings.
21. Each Executive Board member may be assigned to serve on one of the standing committees and may serve on one or more Ad Hoc committees.

Section 3. Nominating Committee

The Nominating Committee shall consist of the Senior Past President (as chair), Immediate Past President, and three (3) individuals selected from the Executive Board for a term of one year. The responsibility of this committee shall be to nominate officers in keeping with the stipulated restrictions of Section 4. Only individuals who have served on the Executive Board for one year shall be eligible for nomination to any office.

Section 4. Election and Appointment of Officers

1. In electing the officers each year, the membership shall vote by ballot on recommendations of the nominating committee, permitting in addition write-in nominations in keeping with Section 3. This ballot shall include nominees for both officers and Executive Board. It shall be submitted for vote to the total membership of KATE before the fall conference.
2. The officers shall be installed at the fall meeting of the Executive Board.
3. The President and Vice-President shall be elected for two-year terms. If two people are interested in sharing one of these offices, responsibilities may be shared between two people.
4. The Secretary, Treasurer, Membership Chairperson, Public Relations Chairperson, Webmaster, Conference Chair and Assistant Conference Chair, editors of KATE publications and NCTE Liaison Officer shall be appointed and approved by the Board for terms served at-will until resignation or relieved from duties. When more than one person is interested in any of these offices, an election among the board will choose the recipient of the position. If two people are interested in sharing a position, responsibilities may be shared between two people.

Section 5. Nominations for Executive Board

1. Nominations for members on the Executive Board shall come from members of KATE, who shall have been notified well in advance of the deadline for making nominations.
2. Individual nominations shall be sent before August 31 to any member of the nominating committee of KATE. The committee chair in turn shall combine the list of candidates to be included on the ballot.
3. The Senior Past President shall notify those individuals who have been elected to serve on the Executive Board following the election. Newly elected members of the Executive Board will be installed at the fall conference and will officially begin their three-year term of service at the first Executive Board meeting of the new calendar year.

ARTICLE V - MEETINGS

Section 1. General Meetings

General Meetings of the Association shall be held at the call of the President or of two thirds of the Executive Board.

Section 2. Executive Board Meetings

Meetings of the Executive Board shall be held at the call of the President or on the written request of two thirds of the Executive Board. A simple majority of the Executive Board shall constitute a quorum.

ARTICLE VI - AMENDMENTS

This constitution may be amended or temporarily suspended by a two-thirds vote of those present at any regularly called meeting of the Executive Board where a quorum is present. In the event the Executive Board has received advance written notice of suggested changes, a quorum need not be present.

ARTICLE VII - DISSOLUTION

Section 1. Should KATE dissolve, all just debts shall be paid as funds provide, and remaining funds shall be given to NCTE to be held by that Council until a new organization shall be formed by the English teachers of Kansas.

Section 2. However, if the named recipient is not then in existence or no longer a qualified distributee, or unable to accept the distribution, then the assets of this Association shall be distributed to a fund, foundation or organization operated exclusively for the purposes specified in section 501 (c)(3) of the Internal Revenue Code. 6

KATE POLICIES AND PROCEDURES

Revised June 21, 2023

1. Executive Board Member Responsibilities

Members of the Executive Board agree to:

- a. be willing to serve on the Executive Board
- b. maintain KATE and NCTE memberships
- c. attend at least one (1) board meeting annually
- d. serve on at least one committee
- e. network with English teachers in Kansas
- f. assist with conference planning
- g. study issues related to teaching English in Kansas
- h. maintain current professional and personal contact information to assure communication among board members.

Failure to attend one (1) of the three (3) yearly board meetings without notifying the president and secretary is grounds for removal from the board.

2. Diversity and Non-discrimination (adopted Feb. 17, 2007)

The Kansas Association of Teachers of English aims to help all individuals realize their potential. To this end, KATE is committed to providing an equal opportunity for all qualified individuals to be considered for all KATE benefits, educational programs and activities, regardless of race, religion, color, sex, disability, national origin, ancestry, age, veteran status, sexual orientation and gender identity, marital status or parental status.

3. Diversity, Equity, and Inclusion (revised June 21, 2023)

It is the policy of the Kansas Association of Teachers of English (KATE) that it demonstrate sensitivity to the concerns of people of color and individuals from other marginalized populations, that KATE members be encouraged to actively recruit people of color and individuals from other marginalized populations to KATE and the KATE Executive Board, that if at all possible, people of color and individuals from other marginalized populations be represented on all KATE-sponsored programs. To this end, KATE is working towards the following goals:

- a. to include people of color and individuals from other marginalized populations on all appointed boards, committees, and other official groups;
- b. to include people of color and individuals from other marginalized populations among the nominees presented by each nominating committee;
- c. to include in KATE conventions and workshops sessions dealing with minority interests and using as leaders or consultants practicing minority teachers from the levels of instruction concerned;

- d. to include people of color and individuals from other marginalized populations in verbal and visual materials intended to represent or describe KATE.

In order to monitor the effectiveness of this policy, the KATE Board will establish a Diversity, Equity, and Inclusion Committee as necessary.

4. Travel

The following policies govern reimbursement for KATE travel expenses.

- a. Travel expenses for the KATE President must be approved before incurred by a simple majority of the executive board.
- b. The KATE President has the authority to authorize funds after consultation with the KATE Treasurer to support travel expenses for other KATE executive board members to attend NCTE events or activities directly related to the business of the state organization.
- c. Travel expenses may include only necessary registration fees, round-trip gas mileage and/or ticket fare to the event, lodging, and a per diem based upon the Per Diem Rates from the U.S. General Services Administration for the location of travel.
- d. Special activities which the executive board member would be expected to attend as a representative of KATE may also be paid if approved according to statement **B**.
- e. Board members are expected to report to the executive board after any official travel.

5. Compensation

The executive board cannot pay the membership dues to KATE or NCTE for any member.

6. Gift to Outgoing President

It is the responsibility of the second vice-president to be in charge of finding an appropriate gift for the president and presenting it to them at the October meeting at which the President retires. This gift is to be paid for out of the general budget and should be a gift the president would appreciate and should cost approximately \$100.

7. Emergency Situation Responses

- a. If in-person meetings and events are not safe or feasible: Utilize technology to facilitate meetings and other gatherings safely.
- b. Illnesses & Disease:
 - i. Follow all federal, state, and local guidelines to keep members safe and the organization ongoing.
 - ii. All future event registrations should include language regarding acknowledgment of risk at social events so as not to indemnify KATE of any responsibility for illness or injury in those who choose to participate.
- c. Acts of God and cancellation or postponement of the KATE Fall Annual Conference:

- i. Conference chairpersons should contact contracted speakers and reschedule or find a safe means of presenting via videoconferencing at an alternative all-online or hybrid-style event.
- ii. Any fees and adjustments should be considered on a case-by-case basis by the board.
- iii. Contact the venue for the conference and learn about potential mitigation and safety measures for the situation and how those may impact general pricing, food, and facility fees.
- iv. Continue to include KATE membership, with all its benefits, in any style of conference registration.
- v. Membership: Allow the board to consider a freeze of current memberships and/or allow for a free additional year renewal so as to allow members to continue online professional networking. Include the options for members to continue to renew membership if they so desire to help support KATE and for new members to join.

990 DOCUMENTS & POLICIES

Kansas Association of Teachers of English
Code of Ethics

[Adopted by the Kansas Association of Teachers of English on 10 August 2023]

POLICY: Members of the Kansas Association of Teachers of English Executive Committee are committed to observing and promoting the highest standards of ethical conduct in the performance of their leadership and governance responsibilities. Executive Committee members pledge to accept this code as a minimum guideline for ethical conduct and embrace these principles and practices.

PROCEDURES:

1. Principles of Accountability: 1) Faithfully abide by the constitution, by-laws, and policies of the Kansas Association of Teachers of English; 2) Exercise reasonable care, good faith, and due diligence in organizational affairs; 3) Fully disclose, at the earliest opportunity, information that may result in a perceived or actual conflict of interest, in accordance with the Kansas Association of Teachers of English's conflict of interest policy; 4) Fully disclose, at the earliest opportunity, all information and insights that would have significance in Executive Committee decision-making; 5) Remain accountable for prudent fiscal management to affiliate members, colleagues in our broader professional community, and to government and funding bodies.

2. Principles of Professional Excellence: 1) Maintain a professional level of courtesy, respect, and objectivity in all affiliate Executive Committee activities. This includes acknowledging differences of opinion, providing for open and honest discussion, and making decisions only after hearing all points of view and considering all relevant data; 2) Maintain knowledge of affiliate positions and guidelines and endeavor to advance or explain them to a range of audiences. Avoid allowing leadership roles in the affiliate to be associated with political statements or public policy views that don't align with those officially adopted by the affiliate; 3) Support and encourage membership and participation in all affiliate and NCTE programs, publications, and resources.

3. Principles of Fiduciary Responsibility and Confidentiality: 1) Make decisions for the good of all members of the affiliate rather than for one's own personal benefit, or that of the constituency one associates with; 2) Respect the confidentiality of sensitive information known through service to the affiliate.

4. Equal Opportunity and Diversity: Ensure the right of all affiliate members to appropriate and effective services and leadership opportunities without discrimination on the basis of gender, sexual orientation, national origin, race, religion, age, political

affiliation, or disability, in accordance with all applicable legal and regulatory requirement.

Kansas Association of Teachers of English Conflict of Interest Policy

[Adopted by the Kansas Association of Teachers of English on 10 August 2023]

POLICY: This Conflict of Interest Policy for the Kansas Association of Teachers of English 1) Defines conflicts of interest; 2) identifies classes of individuals within the Affiliate covered by this policy; 3) facilitates disclosure of information that may help identify conflicts of interest; and 4) specifies procedures to be followed in managing conflicts of interest.

PROCEDURES

1. **Definition of conflicts of interest:** A conflict of interest arises when a person in a position of authority over the affiliate may benefit financially from a decision they could make in that capacity, including indirect benefits to family members or businesses with which the person is closely associated. This policy is focused upon material financial interest of, or benefit to, such persons or businesses.
2. **Individuals covered:** Persons covered by this policy are the Affiliate's officers, directors, or other appointed individuals.
3. **Facilitation of disclosure:** Persons covered by this policy will annually disclose or update the President of the Affiliate or designee their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other organizations or those of family members.
4. **Procedures to manage conflicts:** For each interest disclosed to the President of the Affiliate (or designee), the President (or designee) will determine whether to: 2) take no action; b) assure full disclosure to the affiliate board; c) ask the person to recuse themselves from participation in related discussions or decisions within the affiliate; d) ask the person to resign from their position in the affiliate. The President (or designee) will monitor proposed or ongoing transactions for conflicts of interest.

Kansas Association of Teachers of English
Document Retention and Destruction Policy
[Adopted by the Kansas Association of Teachers of English on 10 August 2023]

POLICY: This Document Retention and Destruction Policy of the Kansas Association of Teachers of English identifies the record retention responsibilities of staff, volunteers, members of the Board of Directors, and outsiders for maintaining and documenting the storage and destruction of the Kansas Association of Teachers of English's documents and records.

PROCEDURES:

1. **Rules.** The Kansas Association of Teachers of English's staff, volunteers, members of the Board of Directors and outsiders (i.e., independent contractors via agreements with them) are required to honor these rules: (a) paper or electronic documents indicated under the terms for retention below will be transferred and maintained by the Secretary (b) all other paper documents will be destroyed after three years; (c) all other electronic documents will be deleted from all individual computers, databases, networks, and back-up storage after one year; and (d) no paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation.

2. **Terms for retention.**

a. Retain permanently:

Governance records – Constitution and amendments, Bylaws, other organizational documents, governing board and board committee minutes.

Tax records – Filed state and federal tax returns/reports and supporting records, tax exemption determination letter and related correspondence, files related to tax audits.

Intellectual property records – Copyright and trademark registrations and samples of protected works.

Financial records – audited financial statements, attorney contingent liability letters.

b. Retain for ten years:

Pension and benefit records – Pension plan participant/beneficiary records, actuarial reports, related correspondence with government agencies, and supporting records.

c. Retain for three years:

Employee/employment records – Employee names, addresses, social security numbers, dates of births, INS Form I-9, resume/application materials, job

descriptions, dates of hire and termination/separation, evaluations, compensation information, promotions, transfers, disciplinary matters, time/payroll records, leave/comp time/FMLA, engagement and discharge correspondence, documentation of basis for independent contractor status (retain for all current employees and independent contractors and for three years after departure of each individual).

Lease, insurance, and contract/license records – Software license agreements, vendor, hotel, and service agreements, independent contractor agreements, employment agreements, consultant agreements, and all other agreements (retain during the term of the agreement and for three years after the termination, expiration, or non-renewal of each agreement).

d. Retain for one year:

All other electronic records, documents and files – Correspondence files, past budgets, bank statements, publications, employee manuals/policies and procedures, survey information.

3. Exceptions: Exceptions to these rules and terms for retention may be granted only by the Kansas Association of Teachers of English's Executive Director or President of the Affiliate.

Kansas Association of Teachers of English Joint Venture Policy

[Adopted by the Kansas Association of Teachers of English on 10 August 2023]

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

PROCEDURES:

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

A venture or arrangement is *disregarded* if it meets both of the following conditions:

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

2. The Kansas Association of Teachers of English safeguards to ensure exempt status protection. The Kansas Association of Teachers of English will: (a) negotiate in its transactions and arrangements with other members of the venture or arrangement

such terms and safeguards adequate to ensure that the Kansas Association of Teachers of English's exempt status is protected; and (b) take steps to safeguard the Kansas Association of Teachers of English's exempt status with respect to the venture or arrangement. Some examples of safeguards include:

- (i) control over the venture or arrangement sufficient to ensure that it furthers the exempt purpose of the Kansas Association of Teachers of English;
- (ii) requirements that the venture or arrangement gives priority to exempt purposes over maximizing profits for the other participants;
- (iii) that the venture or arrangement not engage in activities that would jeopardize the Kansas Association of Teachers of English's exemption; and
- (iv) that all contracts entered into with the organization be on terms that are arm's length or more favorable to the Kansas Association of Teachers of English.

Kansas Association of Teachers of English Whistleblower Policy

[Adopted by the Kansas Association of Teachers of English on Date 10 August 2023]

POLICY: This Whistleblower Policy of the Kansas Association of Teachers of English: (1) encourages staff or volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the Kansas Association of Teachers of English; (2) specifies that the Kansas Association of Teachers of English will protect the person(s) from retaliation; and (3) identifies where such information can be reported.

PROCEDURES

1. Encouragement of reporting. The Kansas Association of Teachers of English encourages complaints, reports or inquiries about illegal practices or serious violations of the Kansas Association of Teachers of English policies, including illegal or improper conduct by the Kansas Association of Teachers of English itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies.

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

3. Where to report. Complaints, reports, or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the bases for the complaints, reports, or inquiries. They should be directed to the President of the Affiliate and to the Secretary and Treasurer; if both of those persons are implicated in the complaint, report, or inquiry, the documents should be directed to the Affiliate's Vice President/President Elect. The Kansas Association of Teachers of English will conduct a prompt, discreet, and objective review or investigation. Staff or volunteers must recognize that the Kansas Association of Teachers of English may be unable to fully evaluate a vague or general complaint, report, or inquiry that is made anonymously.