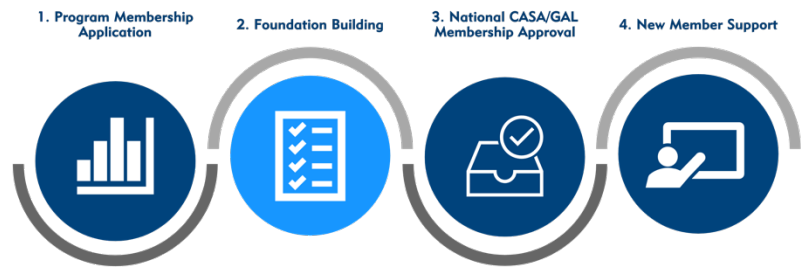


Change of Governance - Foundation Building

PROGRAMS STRUCTURED AS NONPROFITS

The National CASA/GAL Association for Children (National CASA/GAL) Program Membership Process guides state organizations and local programs in being intentional in their plans to increase the number of children served by a CASA/GAL volunteer by way of program development and National CASA/GAL membership. The National CASA/GAL Program Membership Process is required to start a new local program, change a program's governance structure and expand a program into an additional jurisdiction or county.



Once a potential program in either of the above categories is identified, the state organization completes and submits a Program Membership Application which must be approved by National CASA/GAL. Once the application is approved, the program will work through the Foundation Building component of the Program Membership Process. By the end of the Foundation Building phase of the National CASA/GAL Program Membership Process, the prospective CASA/GAL program will be submitted to the National CASA/GAL Board of Trustees for membership approval. Upon approval, the program will receive its custom logo and access to the National CASA/GAL Member Portal. The program will then work with National CASA/GAL to complete New Member Support.

Documents in bold must be submitted to or reviewed by the National CASA/GAL during Foundation Building.

REVIEW FOUNDATIONAL DOCUMENTS

- National CASA/GAL Core Model
- Role of Local Programs
- Role of a State Organization
- Role of National CASA/GAL Association
- *National CASA/GAL Association Standards for Local CASA/GAL Programs (Standards)*

REVIEW STATE'S LEGAL CHILD WELFARE STRUCTURE

ORGANIZING DOCUMENTS: AS APPLICABLE

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- Prepare and file **Articles of Incorporation** with the state.
 - File for Federal Employer Identification Number (EIN).
 - Draft **Bylaws** (executive and finance committees).
 - If moving from a tax-exempt status to another governance structure – ensure notification to the IRS.

GOVERNING BOARD ORGANIZATIONAL MEETING: AS APPLICABLE

For programs developing as a nonprofit program, after the issuance of the articles of incorporation, the initial program governing board should call an organizational meeting. That meeting should include the following:

1. Adoption of Bylaws
2. Election of Officers
3. Adoption of the Conflict of Interest Policy
4. Determination of the program's fiscal year
5. Selection of a bank
6. Approval of IRS Form 1023 (to apply for tax-exempt status)

INITIAL PROGRAM DEVELOPMENT: AS APPLICABLE

- Develop/Update written program **Mission and Values Statement**.
- File for Tax-Exempt Status under § 501(c)(3) – IRS Form 1023.
- Secure Secretary of State (or applicable agency) approval to raise charitable funds.
- Review needs for updated insurance. **Proof of Insurance**. The program must have liability protection for the governing board (if applicable), the organization, program staff, and volunteers through the court, state statute, or private insurance coverage. Should also obtain worker's compensation and other insurance as deemed necessary – governing board should consult a local insurance agent. Insurance will be reviewed annually by the governing board.
- Ensure the program has a system for Board Minutes (who keeps the minutes, distribution, and approval, and where the governing board meeting minutes are kept). Submit **Board Meeting Minutes** approving the change in governance structure, as applicable.

AGREEMENTS WITH COURT, STATE ORGANIZATION, AGENCY, UMBRELLA ORGANIZATION

- The program and the court should develop a **Memorandum of Understanding (MOU) with the Court**. The MOU should be with each jurisdiction/court/county to be served (multiple courts require multiple MOUs). Program's changing their governance structure should update their MOUs.
 - **Memorandum of Understanding with Umbrella Organization** if applicable. See *MOU with an Umbrella Organization Checklist*.
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FISCAL MANAGEMENT AND FUNDING REVIEW

- **First-Year Program Budget** (Board Approved). The program and governing board should develop/update a budget. A budget should be seen as a guide. It should include revenue including anticipated corporate donations, individual donations, grants, fundraising events, governing board contributions, carry over from the previous year, if applicable, and expenses including salaries, costs associated with office, volunteer database subscription, insurance, volunteer and staff training. Review assets staying with the program.
- As applicable, select financial management system (e.g., QuickBooks or Dynamics) – consider pricing, flexibility, ability to include payroll, and cloud-based systems.
- Review and update **Internal Financial Control Policies**.
- Review National CASA/GAL Standard 6.C. regarding audits, financial compilation, and financial review requirements with the program. Review state requirements. Consider how the change in governance structure will change financial documentation requirements.
- Begin to determine resource development needs, including current resources; plan for resource development and fundraising goals and strategies; people responsible; timeframes; outcome measures. Determine if any current funding sources are impacted by the change in governance.

OFFICE SPACE

Consider in-kind space that may be available. Check additional insurance required.

HIRING OF EXECUTIVE DIRECTOR: AS APPLICABLE

- The governing board should establish reasonable job duties, salaries, and benefits.
- The governing board should develop the Executive Director Job Description, including job title, purpose, and function; hours required; qualifications/skills; specific duties and responsibilities; method of supervision.
- The governing board should determine recruitment options such as posting on a service such as Indeed or the National CASA/GAL website; interview questions; reference checks; and screening as required by National CASA/GAL standards.
- Review and update one to two-paragraph **Executive Director biography** and submit **Executive Director photo** to National CASA/GAL.

GOVERNING BOARD

- **Board Recruitment**. Determine governing board development and recruitment needs – identification of skills (human resources, public relations, legal, nonprofit management, financial management, fund development, and volunteer management) and people who can perform board duties. Develop a **Board Matrix** and Standardized Recruitment Packet.
 - **Board Responsibilities**. Develop and clarify the board's role, develop a **Board Member Job Description**, and ensure the process for screening and background checks for governing board members before affiliation, as required by National CASA/GAL Standards.
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- Review and update formal Board Member Orientation.

BRANDING STANDARDS / LOGO

- The Executive Director should review the *National CASA/GAL Association Brand Guidelines and Intellectual Property Standards*
- The Executive Director of the program must **acknowledge that the program has reviewed and will abide by the *National CASA/GAL Association Brand Guidelines and Intellectual Property Standards***

UPON COMPLETIONS OF FOUNDATION BUILDING

- The prospective program receives an updated logo, if applicable.
 - Up to 12 months of New Member Support with the National CASA/GAL.
 - Governance support through BoardSource and volunteer management resource, *Everyone Ready*.
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