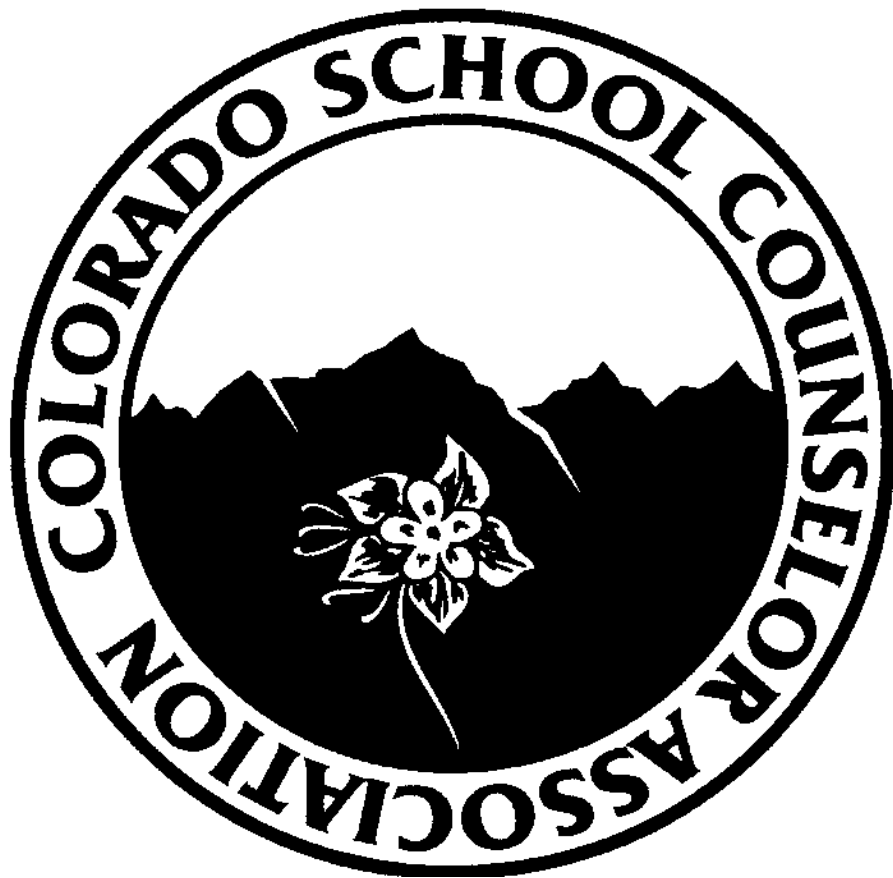


CSCA PROCEDURES



Updated: January 2020

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APPENDIX

BOARD PROXY VOTING FORM

I. CSCA BOARD MEMBERS EXPECTATIONS PROCEDURES:

I.A. I.A. ATTENDANCE AT QUARTERLY BOARD MEETINGS

Governing Board members will attend the four prearranged board meetings during each of their terms.

- I.A.1.** I.A.1. A voting board member who cannot attend a prearranged board meeting must give notification to the CSCA President prior to the board meeting. If extenuating circumstances should occur prohibiting a board member from (attending, sudden illness, family death...) notification should be given to the President as soon as possible. (See Section Proxy Vote, I.B)
- I.A.2.** I.A.2. All identified Chair/coordinators on the CSCA Board or a representative of each committee will attend every quarterly board meeting. If extenuating circumstances should occur prohibiting a board member from attending, (sudden illness, family death...) notification should be given to the President as soon as possible.
- I.A.3.** I.A.3. More than two missed board meetings in one year may be reason for dismissal from the board. The Executive Committee will contact the absentee to verify attendance issues.
- I.A.4.** I.A.4. Board meeting dates for the year will be established at the CSCA Leadership Development Institute.
- I.A.5.** I.A.5. The President or Executive Director should be notified of proxy representation prior to the quarterly board meeting.
- I.A.6.** I.A.6. If attendance is difficult due to inclement weather or personal circumstance, a Governing Board member may attend the Board Meeting via any technology available. There is a limit of one time a year for this method of attendance and can be used for LDI Board Meeting, but not for the LDI Professional Development activities. Difficult circumstances may constitute consideration on a case by case situation.

I.B. I.B. PROXY VOTING

Definition of Proxy Voting: voting members of a decision-making body may delegate their voting power to other members of the same body to vote in their absence.

- I.B.1.** I.B.1. Members of the Governing Board: ie., Past President, President, President Elect, 4 level Vice Presidents and 12 Region Representatives, may authorize a proxy vote to another member voting or non voting.
- I.B.2.** I.B.2. A proxy vote must be given to the Board representative and the President in writing (one week prior) to the quarterly board meeting. See proxy form available below.
- I.B.3.** I.B.3. A proxy vote will be documented in the minutes.

I.C. I.C. ATTENDANCE AT THE CSCA LEADERSHIP DEVELOPMENT INSTITUTE

- I.C.1.** I.C.1. All Board Members and Committee/coordinators Chairs, Secretary and Treasurer are expected to attend the entirety of the annual LDI. If extenuating circumstances should occur prohibiting a board member from attending, (sudden illness, family death...) notification should be given to the President or Executive Director as soon as possible.

- I.C.2.** I.C.2. Dates of LDI will be determined prior to the September Board Meeting by the Executive Committee.
- I.C.3.** I.C.3. If a Board Member is absent from LDI, the Executive Committee will determine whether continuation as a board member will be possible.

I.D. I.D. ATTENDANCE AT THE ANNUAL CONFERENCE

- I.D.1.** I.D.1. All Board Members and Committee/coordinators Chairs will attend the CSCA Annual Conference.
- I.D.2.** I.D.2. All Board Members and Committee Chairs will contribute their skills and time as needed, for the success of the conference.
- I.D.3.** I.D.3. If a CSCA Board Member is unable attend the Annual Conference, they must notify Executive Committee of the extenuating circumstances.

I.E. I.E. CSCA BOARD MEMBER BENEFITS PROCEDURES

- I.E.1.** I.E.1. Benefits will apply to board members who regularly attend the Board: elected positions, appointed positions, committee chairs and those asked by the Executive Committee to regularly attend board meetings.
- I.E.2.** I.E.2. CSCA Board members will receive 10% discount on all merchandise and for any events CSCA hosts through membership fees.
- I.E.3.** I.E.3. Executive Director in collaboration with Executive Committee will provide letters of commendation annually for CSCA Board members.
- I.E.4.** I.E.4. Benefits for Board members will be listed on the CSCA Scene.
- I.E.5.**Lifetime membership shall be granted to the Past-President upon completion of their Presidential year.

II. II. PARTNERSHIPS WITH PROFESSIONAL ORGANIZATIONS PROCEDURES

CSCA Partnerships are defined as:

Impact on CSCA organization, if it is for the benefit of the profession.

Support the CSCA organization and the business of the organization and its members.

Pertains to statewide issues impacting the organization and its members.

II.A. II.A. LEGISLATIVE TESTIMONY, MEDIA BRIEFINGS, PARTNERSHIP COMMITTEE POSITIONS, OR PARTNERSHIP PRESENTATIONS:

- II.A.1.** II.A.1. Any member of CSCA may petition the CSCA Executive Committee to represent CSCA on another state board.
- II.A.2.** II.A.2. CSCA members appointed to represent CSCA at any other organization with whom we partner must commit to maintaining and upholding the values and Ends Policies of CSCA.
- II.A.3.** II.A.3. In order to be considered for an appointment or endorsement the member of CSCA must commit to uphold and represent the CSCA Ends Policies, values of the Colorado School Counselor Association and not their own personal agenda.
- II.A.4.** II.A.4. The expectations of any appointee includes giving regular status updates to the Executive Committee or appropriate representative from the CSCA Governing Board.
- II.A.5.** II.A.5. The Governing Board will vote on each appointment based on the recommendation of the President and Executive Committee.
- II.A.6.** II.A.6. An annual survey of Board Members and Committee Chairs and members will be taken to identify areas of topics expertise for any testimony or presentations requested from Partners or other organizations.
- II.A.7.** II.A.7. Each year at LDI information and protocol will be explained about legislative testimony and public presentations.
- II.A.8.** II.A.8. If requested by the presenter, CSCA will pay mileage for testimonies and presentations if it is within the state of Colorado.
- II.A.9.** II.A.9. If the position requires ongoing meetings, a Governing Board decision will determine coverage of mileage for the CSCA representative.

II.B. II.B. CSCA REPRESENTATION AT A PARTNER'S CONFERENCE TABLE

- II.B.1.** II.B.1. CSCA Board member, who represents CSCA in hosting a Public Relations table at another organization's conference, must be willing to uphold the values and Ends Policies of CSCA.
- II.B.2.** II.B.2. Payment for the hosting a Public Relations table at a Partner's conference will be based on budgetary constraints and the decision for partnering at a conference will be voted on by Governing Board.
- II.B.3.** II.B.3. The budget will determine whether the CSCA Board representative will be compensated for room and board at that conference.

II.C. II.C. PARTNERS PRESENTATIONS DURING BOARD MEETINGS

- II.C.1.** II.C.1. Requests to present to the CSCA Board meeting will be only to confirmed CSCA Partners.
- II.C.2.** II.C.2. Request for Partners presentation during a board meeting requires filling out the appropriate form and submit to the Executive Committee two weeks prior to the next board meeting.
 - II.C.2.a. Presentation for only 15 minutes.
 - II.C.2.b. No promotion of products or projects.
 - II.C.2.c. Will be vetted by Executive Committee

III.III. DISTRIBUTION OF THE MEMBERSHIP LIST PROCEDURES AND USE OF

III.A. POLICIES

- III.A.1.** The names of the CSCA membership will not be distributed or sold to other organizations or businesses.
- III.A.2.** Requests for membership list will be sent directly to the Executive Committee.
- III.A.3.** The membership list will not be distributed for research requests. Other requests may be put in writing and sent to our newsletter. Advertising fees may apply.
- III.A.4.** Any requests for postings on the CSCA website will be vetted through the Executive and Public Relations Committee to be verified and edited.
- III.A.5.** No more than 2 messages from external entities will be posted during any one month.
- III.A.6.** Consideration for web-posting will be to the professional benefit of the member of the Association.

IV.A. CONFERENCE AND PROFESSIONAL DEVELOPMENT PROCEDURES

IV.A. PRESENTER PROCEDURES

- IV.A.1.** Presentations are selected according to the timeliness of the topic, anticipated interest, innovative content, collaborative components, well-defined objectives and practical application of material.
- IV.A.2.** Presenters are required to register for the conference however, they may qualify for a reduced fee.
- IV.A.3.** Presenters soliciting materials or services will not be accepted. Presenters who wish to sell materials must purchase exhibit space and confine promotional efforts to the exhibit area.
- IV.A.4.** CSCA reserves the right to NOT accept a program to any company it deems inappropriate or at cross purposes to the association's mission. Additionally, CSCA reserves the right to interrupt any session in progress that is deemed objectionable and/or inappropriate.

IV.B. EXHIBITOR CONFERENCE PROCEDURES

- IV.B.1.** All exhibitors/sponsors must submit an application to exhibit through the Exhibitor Chairperson.
- IV.B.2.** Exhibitors must register for the conference if they wish to attend workshops or presentations.
- IV.B.3.** Exhibitors will NOT be given names, addresses, phone numbers, email addresses, or any other personal information of CSCA members or conference attendees.
- IV.B.4.** CSCA reserves the right to NOT accept an exhibitor/sponsor of any company it deems inappropriate or at cross purposes to the association's mission and Ends Policies.
- IV.B.5.** CSCA reserves the right to terminate any exhibit that it deems objectionable and/or inappropriate.

IV.C. STUDENT VOLUNTEER PROCEDURES

IV.C.1. School counseling graduate students may apply to volunteer some time/services at the state conference in exchange for attending the conference at discounted cost.

IV.C.2. The CSCA Conference Committee shall determine the number of student volunteers needed for a state conference in any given year.

IV.C.3. CSCA will not incur any conference costs associated with student volunteers.

IV.C.4. Counselor educators may appeal to the CSCA Governing Board in cases of economic hardship.

V. NEIGHBORING STATE'S REPRESENTATIVES ATTENDING CSCA EVENTS

V.A.1. Representatives must prove membership of their state SCA

V.A.2. Representatives will receive member rates for CSCA events.

VI. FISCAL PROCEDURES

VI.A. REIMBURSEMENT TO BOARD MEMBERS

VI.A.1. Budgeted amounts to be expended should follow the Ends Policy and strategic plan that have been approved by the CSCA Executive Committee.

VI.A.2. Reimbursement for Board Members must be compliant with CSCA Budget and fiscal policy and under the purview of the 501 C-6 status.

VI.A.3. A Board Member requesting reimbursement must be able to provide necessary documentation of purchases, itemized receipts and the purpose of the purchases on the appropriate forms.

VI.A.4. Requests for reimbursement are sent to the CSCA Treasurer and Association Manager, who will contact the President if any questions arise. The Treasurer will maintain contact with the designated bookkeeper and Association Manager to verify accounts and budget.

VI.A.5. Members must request reimbursement within 90 days after purchase or payment liability will fall upon the board member.

VI.A.6. Significant changes in expenditures of categories of budgeted dollars are decided by the Executive Committee.

VI.A.7. The Executive Committee must approve any expenditure that exceeds approved budget plus 10%. The Executive Committee may deem it necessary for the Governing Board to vote on extenuating expenditures.

VI.B. MILEAGE REIMBURSEMENT PROCEDURES

VI.B.1. Board members may request mileage reimbursement for required board meetings or required CSCA events that are over 100 miles, one way trip from their home.

VI.B.2. Governing Board members who must travel more than 200 miles one way for mandatory CSCA Board meetings may request reimbursement for either plane fare or one

night's lodging to attend Governing Board meetings. Plane fare reservations should be made in advance for the most reasonable rates and notification of intention to fly to the Governing Board meeting must be made to the CSCA Executive Committee. Lodging allotment will be set for a maximum of eighty dollars, based on either single or double occupancy. Governing Board members are encouraged to share accommodations whenever possible.

VI.B.3 Members must request reimbursement within 90 days after purchase or payment liability will fall upon the board member

VI.C. MEMBERSHIP REQUEST REIMBURSEMENT

VI.C.1. CSCA member must consult with the Treasurer regarding reimbursement for any issue. The CSCA Treasurer will consult with the Executive Board for a budgetary request of more than 10% of the allocated budget.

VI.D. CSCA BOARD CONFERENCE TRAVEL PROCEDURES

VI.D.1. CSCA will appropriate funds for the required delegates (or their designee*) to attend the ASCA Delegate Assembly/LDI. a. Funds shall cover the costs of airfare, accommodations, meals and other associated transportation costs. b. Reimbursement will NOT cover the registration costs of the ASCA Annual Conference nor expenses incurred during the conference. c. Delegates cannot request reimbursement if funds are appropriated from other sources. d. If the budget does not allow for funding for additional delegates including the President-Elect, Past-President and President-Elect-Elect, then only the President and Executive Director expenses shall be appropriated for ASCA LDI. e. All CSCA officers attending conferences will be allocated budgeted amounts for hotel rooms based upon double occupancy, if applicable. f. Officer alternate designees will be determined by the CSCA Executive committee. (See Section VII.C. for ASCA LDI Designees).

VI.E. AUDIT PROCEDURES (Treasurer)

VI.E.1. The Audit Committee shall consist of the Executive Director, the President Elect, a Board Member nominated by the President and approved by the Governing Board, and a CSCA member at large approved by the Governing Board and Association Manager.

VI.E.2. The Audit Committee shall meet as soon as possible after the end of the each CSCA fiscal year which is June 30.

VI.E.3. The Treasurer will review the financial situation of CSCA for the Audit Committee.

VI.E.4. The Treasurer shall prepare and present an audit report with the Committee's recommendation, if any, to the CSCA Governing Board at the fall meeting each year.

VI.E.5 The Audit Committee also shall make recommendations to the Governing Board and the Executive Committee concerning its accounting records, procedures and related activities.

VI.F. AUDIT REPORT PROCEDURES

VI.F.1. Audit report is prepared by the CSCA Treasurer and Bookkeeper.

VI.F.2. The CSCA Annual Audit report must be completed by and presented to the CSCA Governing Board before or by the fall meeting each year.

VI.F.3. An outside audit should be done every five years if the budget can support that action.

VI.F.4. The audit report, to be presented to the CSCA Board, shall contain among other information:

- a. All funds and activities of the Colorado School Counselor Association.
- b. A budget to actual spending comparison for each fund and activity.
- c. The Audit Committee's opinion on the financial statements. If the opinion is anything other than unqualified, the reason must be explained.
- d. A supplemental listing of all investments held by CSCA at the date of the financial statements.
- e. The Audit Committee also shall make recommendations to the Governing Board and the Executive Committee concerning its accounting records, procedures and related activities as may appear necessary or desirable and shall perform such other related services as may be requested by the Governing Board and the Executive Committee.
- f. The Audit report must be completed and presented to the CSCA Governing Board at its fall meeting each year.

VI.G. MEMORANDUM OF UNDERSTANDING

VI.G.1. A Memorandum of Understanding, written in collaboration with another CSCA Partner or school district, must be validated by the Executive Committee prior to signing the agreement.

VI.G.2. The Treasurer must be notified prior to the signing of any MOU. Finances involved in this MOU must support the CSCA End Statements and financial capacity of CSCA.

VI.G.3. The MOU will specify the monetary obligations of all parties.

VII. NOMINATIONS AND ELECTION PROCEDURES

VII.A. NOMINEES FOR ELECTED OFFICE (Executive Director)

VII.A.1. Nominees running for a Governing Board position must have served as a school counselor for 2 years immediately prior to running for a Governing Board position.

VII.A.2. Nominees who wish to run for President-Elect must have served on the CSCA Board for 2 years immediately prior to running for this position. If a nominee takes any leave of absence the two years must be served again before running.

VII.B. NOMINATION COMMITTEE: (Executive Director)

VII.B.1. The Executive Director will chair a nomination committee for all elected board positions.

VII.B.2. The committee will be made up of current board members, committee members and at least one representative from membership at large.

VII.C. APPOINTMENT FOR VACATED ELECTED OFFICE PROCEDURE:

VII.C.1. A list of potential appointee applicants will be given the Executive Committee.

(a) Executive Committee will do due diligence to insure all possible interested parties have the opportunity to apply for the position.

VII.C.2. Potential candidates will submit a one page letter of interest and resume to the Executive Committee.

VII.C.3. Executive Committee will identify the appropriate individual who will serve for the remainder of the vacated term.

VII.C.4. The appointee will fulfill all expectations of the office and will be eligible to run for the vacated position.

VII.D. ELECTIONS FOR ASCA POSITIONS REQUESTS

VII.D.1. Person requesting official CSCA support to run for an ASCA elected position must put in a formal request to the Executive Board:

(a) Resume and a one page letter of interest must be submitted to Executive Board from the requester.

VII.D.2. Executive Board will request a vote from CSCA Governing Board regarding the application to run for an elected position in ASCA

(a) Request must be made at least two weeks in advance of a CSCA Board Meeting.

VIII. ASCA DELEGATE ASSEMBLY AND ASCA SCHOOL COUNSELOR OF THE YEAR REPRESENTATION FOR COLORADO SCHOOL COUNSELOR ASSOCIATION

VIII.A. REPRESENTATION AT ASCA DELEGATE ASSEMBLY

VIII.A.1. Colorado is allowed 2 delegates ASCA members in Colorado. Representation at ASCA Delegate Assembly will be as follows in this order:

1. CSCA President, Executive Director, Past President, President Elect and President Elect-Elect
2. Should the above mentioned officers not be able to attend appointee(s) by Executive Committee (can be governing board members or part of membership – prerequisite is they are current ASCA members) will be in attendance.

VIII.B. REPRESENTATION FOR ASCA SCHOOL COUNSELOR OF THE YEAR

VIII.B.1. When a Colorado School Counselor of the Year chooses to attend the ASCA School Counselor of the Year Ceremonies, the Current/Acting President and Executive Director will be sponsored by CSCA to attend the ASCA Awards Gala and honor the awardee. Per ASCA procedure, tickets will be issued to the Current/Acting President and Executive Director and these tickets may

not be transferred or delegated to another person. Current/Acting President and Executive Director must be active members of the CSCA Board at the time of the ASCA Awards Gala. If the Current/Acting President or Executive Director resigns, is on sabbatical, is unable to fulfill their duties, or is unable to attend the ceremony for any reason the tickets will not be transferred or delegated to another person. This procedure is subject to change if ASCA changes their practice. (revised) 4/21/18

VIII.C. CSCA NEWSLETTER AND WEBSITE PROCEDURES

VIII.D. ADVERTISEMENT

VIII.D.1. Advertisements shall be published only when an order form and ad materials are received and approved.

VIII.D.2. CSCA reserves the right to NOT accept an advertisement to any company it deems at cross purposes to the association's mission and Ends Policies.

VIII.D.3. In the event that a dispute arises between CSCA and the Advertiser that is not specifically governed by the foregoing terms and conditions, such dispute shall be resolved in accordance with the custom of the trade.

VIII.E. Professional Recognition Procedures

VIII.E.1. School Counselor of the Year. Annual call for nominations will be distributed amongst membership to gather nominees for: Elementary School Counselor of the Year, Middle School Counselor of the Year, and High School Counselor of the Year. Of these three, a final Colorado School Counselor of the Year will be voted upon/judged by committee. There will also be a call for Advocate of the Year. The nominator will complete several questions about the nominee (including but not limited to letters of recommendation, rationale for nomination), and the nominee will also produce artifacts (including but not limited to resume, statement of work). All of these artifacts will be reviewed by a committee comprised of Past CSCA Presidents and Previous SCOY winners. Once judging is complete, a winner from each level is named based on scores from the reviewers. From those three winners, additional information is gathered from the winners to accomplish two things: one is to determine the Colorado School Counselor of the Year (highest marks from the panel of reviewers/judges), who then will be passed on to compete for the ASCA School Counselor of the Year as a state winner (the winner is submitted to ASCA who then carries out the judging/interviewing for ASCA SCOY).

VIII.E.2. Vetting of nominees. Those nominated for any level of School Counselor of the Year will have their information vetted for accuracy. If a discrepancy is found, then the Professional Recognition Chair (typically immediate Past-President) will check with supervisors, districts, individuals, or anyone else to gather information, to rectify the situation. If it is found that the inaccuracy was found to have merit, then the nominee will be given the opportunity to withdraw their application or will be disqualified for that year's submissions— from level School Counselor of the Year and/or Colorado School Counselor of the Year.

VIII.E.3. Notification. Winners at each level will be notified that they are a winner – in most cases a governing board member will represent CSCA in the notification process. The Professional Recognition Chair will coordinate the notification with the administrator of the winner. If a nominee, or School Counselor of the Year has misled the professional recognition committee, the Professional Recognition Chair (typically immediate Past-President) will notify the nominee of the situation,

inform the Executive Committee, and then apprise the Governing Board with a statement so if any board members are questioned, they have a factual response/statement with common language. Inquiries beyond that should be directed to the Professional Recognition Chair or Executive Committee.

VIII.E.4. Lance Huffman Award for CSCA Board member providing service to the organization and profession. The purpose of the Award is to recognize persons who have demonstrated leadership within the association and have advocated to educate, promote and further the profession, not only within the state but at the national level as well.

VIII.E.5. Rhonda Williams Lifetime Achievement Award recognizes persons who have made major contributions to the field of School Counseling over at least 15 years of work. Person will have demonstrated over the course of their career work in and support of school counseling that have had an impact on counselors and their students at the local, state, or national level.

IX. COMMITTEE CHAIRS PROCEDURES

IX.A. RECRUITMENT OF COMMITTEE MEMBERS

IX.A.1. Nominee shall be a member of CSCA.

IX.A.2. Committee Chairs will determine the selection process for committee members.

IX.A.3. Names of committee members will be sent to the Operations Coordinator.

IX.B. GOVERNMENT RELATIONS COMMITTEE PROCEDURES

IX.B.1. The presenters for legislative events are selected by the Government Relations/Advocacy Committee in consultation with the contracted CSCA lobbyist.

XI.B.1.a Consultation in choosing presenters may also be informed by other professional experts in the field.

XI.B.1.b. Presenters may attend any part or the entire event for free.

IX.B.2 The CSCA Financial obligation for the Day at the Capitol will be shared evenly with CSCA Partners

IX.C. LOBBYIST PARTNERSHIP

IX.C.1. The lobbyist provides bi-weekly legislative updates during the legislative session to the Government Relation/Advocacy Committee.

IX.C.2. The lobbyist will provide legislative updates to CSCA constituency at such events such as deemed necessary.

IX.C.3. The CSCA lobbyist provides updates to the CSCA Board during board meetings.

IX.C.4. Lobbyist will provide a legislative summary at the end of the session.

IX.C.5. The lobbyist will provide additional analysis of legislation to the Government Relations Committee and to the CSCA board as deemed necessary.

IX.C.6. The Lobbyist will be paid through the collaboration of the Colorado Council on High School and Public Relations

IX.D. GOVERNMENT RELATIONS CHAIR

IX.D.1. Governmental Relations Chair, in collaboration with Executive Committee, will review lobbyist contract yearly

IX.D.2. In collaboration with the Government Relations/Advocacy Committee the lobbyist will create an agenda and plans for any legislative event inclusive of other partners.

X. **STRATEGIC PLANNING PROCEDURES**

X.A. STRATEGIC PLANNING

X.A.1. Committee Chairs and Governing Board will prepare a yearly calendar of events between April and June projecting actions and events on how their actions will relate to the Ends Policy of the organizations. This calendar of Board actions will be shared with LDI attendees.

X.A.2. The CSCA will annually revisit the strategic plan at LDI, and a complete review of the strategic plan every 5 years.

XI. **CHANGE IN PROCEDURES OR CSCA POLICIES**

XI.A. PROCEDURAL CHANGES

The perceived need for a procedure will be proposed by any CSCA Member or Board Member with the consent of the Executive Committee. It is the duty of the Executive Director to write and maintain the Procedural Handbook.

XI.B. POLICY CHANGES

1. A Sub committee of three or more Board members can initiate proposal to the Executive Committee
2. Executive Committee will review and make recommendations.
3. If the Sub committee disagrees with the Executive Committee's decision, they can still take the proposal to the Governing Board for a vote.

XII. **EVALUATION AND APPOINTMENT OF EXECUTIVE DIRECTOR**

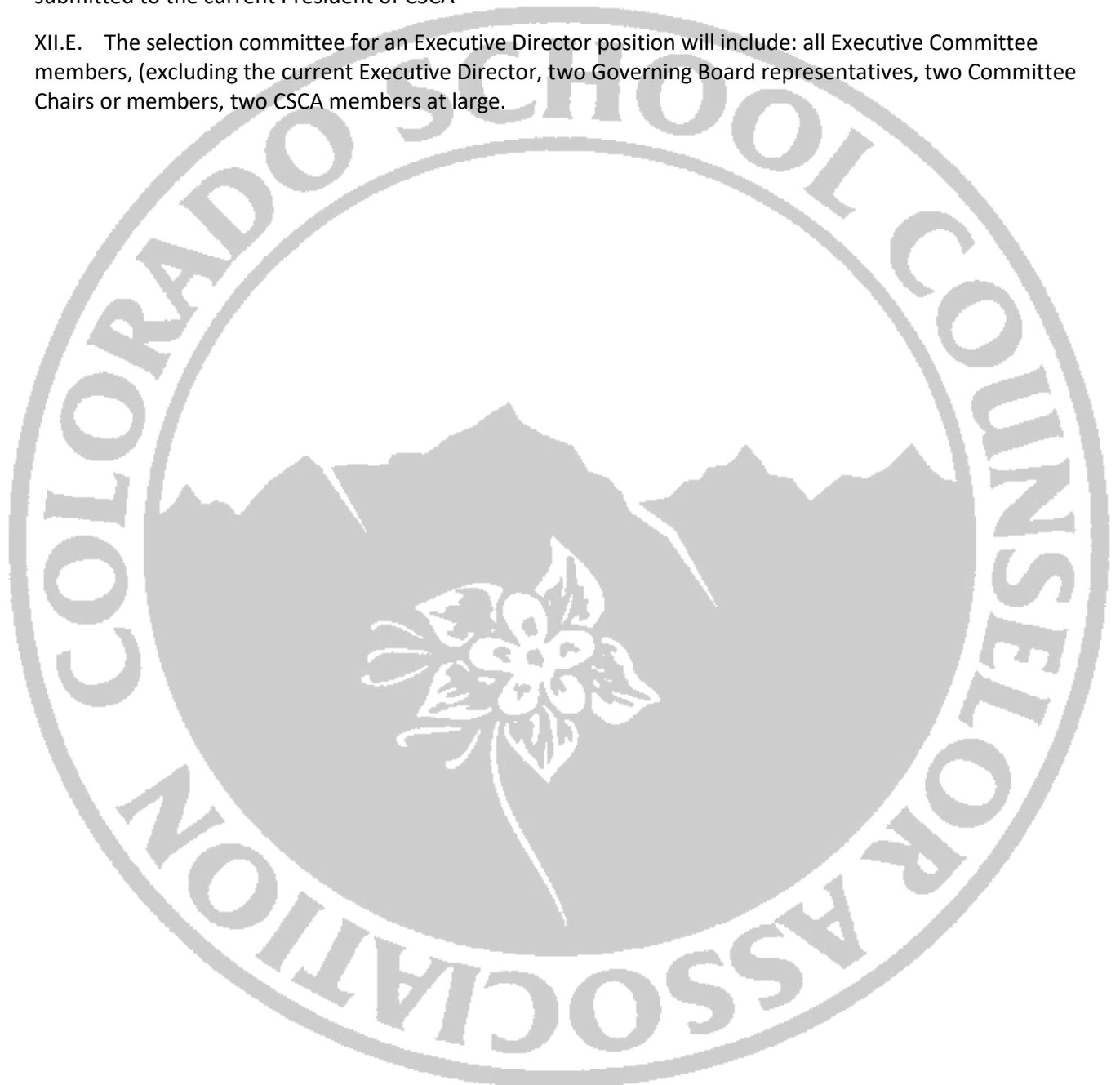
XII.A. Past-President, President and President-Elect of CSCA have the authority to make decisions regarding the annual appointment of the CSCA Executive Director.

XII.B. Past-President, President and President-Elect of CSCA will have an annual meeting near the end of each Presidents' term to discuss the professional performance of the Executive Director.

XII.C. The contract for the Executive Director will be signed at the evaluation meeting.

XII.D. A candidate for the Executive Director's position an application from each candidate must be submitted to the current President of CSCA

XII.E. The selection committee for an Executive Director position will include: all Executive Committee members, (excluding the current Executive Director, two Governing Board representatives, two Committee Chairs or members, two CSCA members at large.



PROXY FORM

I, _____, a voting member of the Colorado School Counselor Association Governing Board hereby authorize _____ as my proxy holder and grant to said person my proxy to vote for me at the Colorado School Counselor Association Board meeting on the _____ day of _____ 20____. Said proxy shall extend to voting on all matters as may be regularly voted upon by the Board as if I were present. This proxy shall be valid only for the meeting stated above and shall terminate at the conclusion of the meeting.

In the event that I have previously granted my verbal proxy to _____ for the Board meeting dated _____, 200____, the execution of this form hereby confirms and ratifies the vote taken by my proxy holder at said meeting as if I were fully present.

EXECUTED this _____ day of _____ 20____.

Signature

Board Position