

Leadership Oklahoma

Board of Directors'

Policies

Foreword

The following document contains the policies for Leadership Oklahoma. According to the Leadership Oklahoma By-Laws, these Policies may be altered, amended or repealed by a two-thirds vote of the total Board of Directors present or voting by proxy at any regular or at any special meeting, provided that thirty days notice of such action be provided to the members of the Board.

The original work on this document was in 1987. Since that time this document has been amended or updated:

April 24, 1992

May 30, 2002

March 24, 2005

June 22, 2006

June 2007 Employee Manual

September 14, 2007

March 28, 2008

March 27, 2009

June 25, 2010

July 27, 2012 (Endowment Policy Revision)

March 29, 2013 (Adult Program Attendance Policy Revision)

March 27, 2015

Leadership Oklahoma Board of Directors' Policies

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I. AUTHORITY

A. CORPORATION CHARTER (Exhibit A)

The Articles of Incorporation were filed April 22, 1987.

B. 501 C 3 RULING (Exhibit B)

C. TRADE NAME REGISTRATION (Exhibit C)

D. VISION STATEMENT

Oklahoma leaders making Oklahoma the leader.

E. MISSION

To create, inspire and support a dynamic network of leaders whose increased awareness and commitment to service will energize Oklahomans to shape Oklahoma's future.

Adopted by Board 3-27-09

F. BELIEFS AND VALUES

Leadership Oklahoma will hear and answer the call to service. Its members will be passionate about Oklahoma and committed to its future. Members of Leadership Oklahoma will challenge the status quo because they believe that Leadership Oklahoma should play a significant role in helping Oklahoma achieve its ever-growing potential. As a result of their contributions, Leadership Oklahoma will help Oklahoma sustain a strong diversified economy, provide quality career opportunities for its citizens and create an increasingly attractive quality of life.

Leadership Oklahoma will foster change through a network of diverse leaders. The organization will offer an enlightened perspective of the challenges and opportunities facing the state. Through outreach and collaboration, members of Leadership Oklahoma will engage others in support of common goals. Leadership Oklahoma members are expected to be persistent, informed and involved leaders in the state, embracing a common vision and serving as catalysts to build Oklahoma's future.

Adopted by Board 06/03/00

II. BOARD OF DIRECTORS

A. RESPONSIBILITY

The business of Leadership Oklahoma shall be managed by a Board of Directors, who has legal authority for the overall program. The administrative file shall contain copies of the By-Laws and Articles of Incorporation for Leadership Oklahoma.

Adopted by Board 2-28-92

B. DUTIES OF THE BOARD

Leadership Oklahoma Board of Directors shall have the following duties and responsibilities, and compliance with these duties shall be reflected in the minutes of Board meetings:

1. Set, alter, amend, repeal or adopt By-Laws and Policies of Leadership Oklahoma. Adopted by Board 5-30-02
2. Retain an independent auditor and to review all certified audit reports. Adopted by Board 5-30-02
3. Review current financial statements, IRS 990's and audit reports.

4. Review and approve annual operational, endowment and capital budgets and insure the program is adequately funded.
5. Approve policies related to investments, pension plans, loans, leases and insurance. Adopted by Board 2-28-92
6. Set the cost of tuition yearly. Adopted by Board 4-24-92
7. Approve Committee Chair appointments of the Chair. By-laws adopted 6-28-91

C. TERMS OF OFFICE

Directors shall serve two-year terms. They may not serve more than two consecutive full terms. Appointment to an unexpired term shall count as a full term only if it is for a period of one year or more. Bylaws adopted 6-28-91

D. DUTIES OF INDIVIDUAL BOARD MEMBERS

1. Attendance

- a. Board meetings
- b. Class Functions when invited
- c. Other Leadership Oklahoma programs and activities

2. Financial Support

- a. Minimum, annual, personal contribution of \$350 above the annual membership dues or this amount raised from outside sources
- b. Voluntary support toward the endowment
- c. Fundraising assistance

E. COMPOSITION

Region Delineation Map Board of Directors - Exhibit D

1. The Directors serving as Chair, Immediate Past Chair and Standing Committee Chairs (including Vice-Chair/Chair-Elect as Chair of Administration Committee and Secretary/Treasurer as Chair of Finance Committee) shall be considered at-large and shall not count against any geographic or elected at-large quota during their term of office.
2. Four Directors shall be elected to represent each of the six regions of the state as depicted on the attached map. Seven Directors shall be elected at-large. No more than four at-large Directors may represent any one of the six geographic regions.
3. The Board of Directors shall set the regions.

F. CONFLICT OF INTEREST

Conflict of Interest Policy - Exhibit E

Leadership Oklahoma business transactions with Officers, members of the Board, Chief Executive Officer or other employees are restricted and subject to complete disclosure and prior approval of the Board of Directors. Board members are required to update conflict of interest disclosure statement forms annually.

III. EXECUTIVE COMMITTEE

A. Duties of the Executive Committee shall include but are not limited to the following:

1. Review and approve goals, objectives and methods of attainment at least annually.
2. Assure compliance with all applicable state and federal statutes and with any contractual requirements.

3. Review and approve all contractual agreements outside daily operations.
4. Review annually all insurance and bonding policies.
5. Review and approve or accept current financial statements and audit reports.

IV. ORGANIZATIONAL STRUCTURE AND OFFICERS

A. ELECTION

Nominating Committee

The Immediate Past Chair shall serve as the Nominating Committee Chair. The Chair shall appoint the Nominating Committee to include the Chair and Chair-Elect and at least six members, each of whom shall be from a different region of the state.

The Nominating Committee Chair shall convene the committee, a minimum of sixty (60) days prior to the Annual Meeting of the Board of Directors to nominate members for election or re-election to the Board of Directors, election or re-election to the Advisory Board, Standing Committee Chairs, Chair-Elect/Adult Program Committee, Chair-Elect/Youth Program Committee and the Officers of the organization, taking into account Board attendance and individual participation.

B. JOB DESCRIPTIONS OF STANDING COMMITTEE CHAIRS

1. Chair – Adult Program Committee

- a. Direct the development and presentation of the educational forums and coordinate the fund-raising necessary to support them through a system of committees.
- b. Direct and coordinate the recruitment and selection of class members.
- c. Coordinate with the other Officers and Committee Chairs as necessary to promote the success of the Corporation.
- d. Coordinate with all other programming activities throughout the organization.
- e. Assume such other duties as determined by the Chair.

2. Chair - Marketing/Public Relations Committee

- a. Direct and coordinate the public relations functions of the organization through a system of committees.
- b. Supervise and coordinate publications.
- c. Provide oversight for the Web site.
- d. Coordinate with the other Officers and Committee Chairs as necessary to promote the success of the organization.
- e. Assume such other duties as determined by the Chair.

3. Chair - Membership Committee

- a. Direct and coordinate programs and services for graduate members including special events, educational forums and continuing education such as Excellence in Leadership Awards presentation, national/international forums, legislative receptions and social activities.

- b. Direct and coordinate activities to engage participation of graduates.
- c. Coordinate with the other Officers and Committee Chairs as necessary to promote the success of the organization.
- d. Assume such other duties as determined by the Chair.

4. Chair – Development Committee

- a. Direct and coordinate a comprehensive development plan including all fundraising strategies for grant writing, Operation and Endowment Funds, Memorial Gifting, planned giving and special events.
- b. Coordinate with the other Officers and Committee Chairs as necessary to promote the success of the organization.
- c. Assume such other duties as determined by the Chair.

5. Chair – Administration Committee

- a. Direct, coordinate or serve as a resource for issues relating to personnel, By-Laws, policies and procedures, technology, long range planning and any other areas necessary to provide clear policies and effective management of the administrative functions.
- b. Coordinate with the other Officers and Committee Chairs as necessary to promote the success of the organization.
- c. Serve as Chair-Elect of the Corporation.
- d. Assume such other duties as determined by the Chair.

6. Chair – Finance Committee

- a. Serve as Corporate Treasurer.
- b. Serve as Corporate Secretary.
- c. Coordinate with the other Officers and Committee Chairs as necessary to promote the success of the organization.
- d. Assume such other duties as determined by the Chair.

7. Chair – Youth Program Committee

- a. Direct and coordinate the Youth Leadership Oklahoma program and all Youth Leadership Oklahoma graduate programs.
- b. Direct and coordinate the recruitment and selection of class members for Youth Leadership Oklahoma.
- c. Coordinate with the other Officers and Committee Chairs necessary to promote the success of the organization.
- d. Assume such other duties as determined by the Chair.

V. ADVISORY BOARD

A. RESPONSIBILITIES

- 1. Provide the Board the benefit of their expertise in the decision making and problem solving process.

2. Serve with voting Board members and others on all formal and informal committees of the Corporation.
3. Be involved in all discussions of the Board on policies and actions.

B. FINANCIAL SUPPORT

1. Voluntary support toward the endowment.
2. Fundraising assistance.

C. TERMS OF OFFICE

The term of office shall be for one year concurrent with the fiscal year.

VI. PUBLIC RELATIONS

A. ANNUAL DIRECTORY

The Chair - Marketing/Public Relations Committee or designee will provide an Annual Directory.

B. NEWS RELEASES

All press releases shall be approved by the Chair or the Chief Executive Officer prior to release.

C. PUBLIC INFORMATION

It is the policy of Leadership Oklahoma to maintain an active public information program designed to keep the general public informed of the organization's goals and activities.

The Chair of the Board of Directors or the Chief Executive Officer shall be the official, designated representative for the organization to the public, media and the press.

D. COMMUNICATION

Regular communication to the membership will be provided. This may be through newsletters, web site or other venues.

E. USAGE OF LEADERSHIP OKLAHOMA NAME AND LOGO

As a general rule, third parties may not use the Leadership Oklahoma, Inc. name or logo without written permission from the Chief Executive Officer.

1. No individual or organization is permitted to use "Leadership Oklahoma," "Leadership Oklahoma, Inc.," "LOK," the Leadership Oklahoma logo or any other word, logo, graphic, or phrase intended to designate Leadership Oklahoma, Inc. in any way that indicates that Leadership Oklahoma, Inc. associates, supports, endorses, sponsors, or approves of products, activities, organizations, individuals, etc. without written permission from the Leadership Oklahoma Chief Executive Officer.
2. The Leadership Oklahoma name and/or logo may not be used with other words including, but not limited to, preferred member, proud member, sponsor, partner or vendor without written permission from Leadership Oklahoma Chief Executive Officer.

3. Use of the downloadable low resolution Leadership Oklahoma logo is not permitted in any printed document or other print material.

Acts of individuals or organizations that are in contradiction to these policies will be publicly disavowed by Leadership Oklahoma, Inc. immediately upon Leadership Oklahoma, Inc.'s notification of the action.

VII. ADULT PROGRAM

A. RESPONSIBILITIES

1. Executive Committee

The Executive Committee will provide oversight for the adult program policy. The Chair or designee will represent the Board at each class session.

2. Chief Executive Officer

Chief Executive Officer is responsible for the execution of program policy and the overall success of the program. The Chief Executive Officer will be the final authority on the adequacy of the program plan.

3. Chair of Adult Program Committee

The Chair of Adult Program Committee is responsible for monitoring and oversight of the adult program

4. Local Host Community Program Committees

Local Host Community Program Committees are responsible for the detailed logistical planning and execution of the class session in the local community under the leadership of the Chief Executive Officer.

Local Host Community Program Committees are to raise all funds associated with the class session in the local community. This will include, but is not limited to, arranging and paying for all meals, meeting rooms and transportation of the class.

This committee will be responsible for submitting a detailed logistical program design including a budget, funding sources, facilities and entertainment to the Chair – Adult Program Committee and Chief Executive Officer.

B. NUMBER OF CLASS SESSIONS

1. The number of class sessions per year will be recommended to the Executive Committee by the Chair – Adult Program Committee and Chief Executive Officer and will not exceed ten (10) class sessions.
2. The sessions shall include Orientation, Retreat and Graduation.

C. SELECTION OF SITES

Selection of local host sites will be determined through a process that includes completion of an application to host a LOK class session. Applications to host a class session will be reviewed and communities will be selected using the following criteria:

1. Geographic placement in the state. Each program year shall consist of sites representing each region of the state if at all possible.
2. Support in the community for monetary sponsorship of the class program.
3. Availability of adequate facilities and transportation.
4. Past evaluations of community program sites.
5. Relevancy of class session topic to site.
6. The overall quality and content of the program as presented in the application to host a class session.

D. SELECTION OF TOPICS

The selection of topics for class sessions must adhere to the purpose of Leadership Oklahoma as described in its By-Laws. The Chair--Adult Program Committee and the Chief Executive Officer will determine the topics.

E. CLASS

1. Selection Criteria

Criteria for class membership include:

- a. Personal commitment to Oklahoma and to improving the state's future
- b. Record of community or state leadership
- c. Record of success in career or vocation
- d. Potential for greater leadership in the future
- e. Commitment to attend all of the class sessions
- f. Demonstrate ability to exercise leadership in resolving issues of statewide importance

2. Selection

- a. Class members will be selected from completed applications received by a designated due date.
- b. Class will be selected prior to the annual Board meeting.
- c. Prospective class members will be accepted at the annual Board meeting.
- d. Selection will be accomplished by a Selection Committee directed by the Selection Committee Chair under the direction and coordination of the Adult Program Committee Chair. The Selection Committee Chair is appointed by the Adult Program Committee Chair.
- e. Selection Committee members will be anonymous.
- f. The Selection Committee, consisting of up to eleven (11) members, shall be chosen by the Selection Committee Chair and may include the Chair of the Board, Leadership Oklahoma Chief Executive Officer, graduates and non-graduates of the program. The Selection Committee shall be composed of at least one representative from each region and one at-large member. No one region will comprise the majority.

3. Class Diversity and Size - *Region Delineation Map-Class Composition (Exhibit F)*

- a. The class will be selected to represent a diversity which reflects Oklahoma's demographic and geographic population in areas such as gender, race and occupation.
- b. The class shall consist of the following geographical distribution areas:

Guidelines for the geographical distribution areas of the class shall be:

Northwest	4	Northeast	10	At-Large	8
Southwest	5	Tulsa	7		
Southeast	8	Oklahoma City	10		

- c. The size of the class may not exceed fifty-two (52) members except by Executive Committee or Board approval. There will be no alternates. *Adopted by the Executive Committee 3-20-92.*

4. Attendance Requirements

Attendance is mandatory for the successful completion of the program. Missing any part of the opening two-day retreat will result in the participant being withdrawn from the program. Missing more than the equivalent of one of the remaining sessions (a complete session or number of partial sessions equaling a complete session) will result in the participant being withdrawn from the program. *Adopted by Board 3-29-13*

5. Tuition

Tuition will be determined each year by the Board of Directors. The cost of tuition for the current class may not be changed within the class year. Full tuition is due to LOK prior to the class orientation except as stated in Section 6. Tuition is non-refundable.

6. Financial Assistance

- a. Leadership Oklahoma may offer limited financial assistance.
- b. The request for assistance will be directed to the Chief Executive Officer of Leadership Oklahoma at the time of application.
- c. The Chief Executive Officer may request verification of income from the applicant in the form of tax returns, copies of paycheck stubs, etc. Attention will be given to the combined household income and the number of dependents. *Adopted by Board 5-30-02*
- d. Each year three applicants may be offered financial assistance upon statement of need in their application. Financial assistance will be limited to one-half of existing tuition.
- e. A monthly payment plan may be utilized by applicants who have special circumstances which prevent payment in full. In no case shall the payments extend past March of the class year.

F. NEWS MEDIA POLICY

Adult Program Day sessions are for the private, educational experience of class members. Attendance of the press is not recommended, and exceptions must be cleared through the Chair – Adult Program Committee and the Chief Executive Officer.

G. FINANCIAL SUPPORT

All cash donations or contributions for community programs must be deposited with Leadership Oklahoma. Any excess funds will remain with Leadership Oklahoma. All financial transactions shall be accounted to Leadership Oklahoma in writing.

H. EVALUATION

The Chief Executive Officer is responsible for preparing, obtaining and summarizing all evaluations. The Chair – Adult Program Committee is responsible for reviewing the prepared evaluation summary.

VIII. YOUTH PROGRAM

A. RESPONSIBILITIES

1. Executive Committee

The Executive Committee will provide oversight for Youth Leadership Oklahoma Program policy. The Chair or designee will represent the Board at the class program.

2. Chief Executive Officer

The Chief Executive Officer is responsible for the execution of Youth Program policy and the overall success of the program.

3. Chair of Youth Program

The Chair–Youth Program is responsible for monitoring and oversight of the Youth Program.

B. PROGRAM

The program will introduce young leaders to the culture, issues, resources and leaders of the state. The experience is designed to encourage youth to stay in Oklahoma or to return to Oklahoma to live and work by developing in them feelings of hope, pride and responsibility for Oklahoma's future.

Youth Leadership Oklahoma is provided free of charge to participants.

C. YOUTH LEADERSHIP OKLAHOMA CLASS

1. Requirements

- a. Applicants must be high school juniors or home-school equivalents.
- b. Applicants must live in Oklahoma.
- c. Applicants must have at least a 3.25 grade point average.

2. Class Diversity and Size

The class size may not exceed 52 members except by Executive Committee or Board approval. The class members will be selected based on demonstrated leadership, demographic and geographic diversity. Alternates will be selected.

3. Selection

The Youth Leadership Oklahoma Selection Committee Chair will be appointed by the Chair-Youth Program Committee. The Youth Selection Committee shall be composed of at least one representative from each region represented in the Region Delineation Map (Exhibit F). The number of class members who may be selected per school will be based on student population as determined by OSSAA designations. No more than two students are eligible from 6A and 5A schools and no more than one student is eligible from remaining classifications. No more than

two students may be selected from the Oklahoma School for Science and Mathematics. The number of homeschooled students will be considered in the overall number selected from a particular region as represented in the Region Delineation Map (Exhibit F).

Participants of Youth Leadership Oklahoma will be selected from completed applications received by the designated due date.

4. Code of Responsibility

a. Attendance

Attendance and participation at all scheduled events is required to graduate from the program.

b. Discipline

Appropriate behavior is expected of all participants within the parameters of law and local school policies. A participant may be suspended from participation if such action is determined by Leadership Oklahoma staff to be necessary to protect the safety and security of persons or property or to avoid disruption of a class event. The disciplinary action selected will depend on the nature of the offense, facts and circumstances in which the violation occurred. Final authority of disciplinary action will reside with the Chief Executive Officer.

Class members must agree to abide by all Leadership Oklahoma policies and procedures.

IX. FINANCIAL MANAGEMENT

A. FISCAL RESPONSIBILITY

1. AUDIT AND AUDIT COMMITTEE

The Audit Committee Chair shall be appointed by the Chair. The Audit Committee will consist of a minimum two (2) Non-Finance Committee members. These members shall be appointed by the Audit Committee Chairman. The Chair-Finance Committee, the Chief Executive Officer and the Chair shall not serve on the Audit Committee. The Audit Committee of Leadership Oklahoma shall cause an annual audit and management letter of the financial operations to be conducted by an independent public accounting firm subsequent to each fiscal year end. The Audit Committee will review IRS documents including Form 990. The Board of Directors will approve the selection of the independent audit firm.

The audit report is submitted to the Board of Directors for acceptance.

Financial records are maintained as defined in the Document Retention Policy to substantiate and document compliance with established policies and procedures.

2. BUDGET DEVELOPMENT RESPONSIBILITY

The budget shall be prepared in May of each fiscal year for the following fiscal year. The budget includes projected amounts of revenues and expenses by category. These projections are

categorized as to the amounts expected from each source of funding. The budget is subject to approval of the Board of Directors.

Responsibility

The Chief Executive Officer of Leadership Oklahoma shall annually prepare a month-to-month cash flow budget. The budget shall be developed in cooperation with both the Finance and Development Committees, obtaining input from the Officers and Standing Committee Chairs.

3. FINANCIAL REPORTING

The Chief Executive Officer shall be responsible for the preparation of a monthly income statement and balance sheet. Such documents will accurately reflect income, expenses and month-end balances.

4. DISBURSEMENT

Monies are dispensed through a two-signature checking account. Approved signatures are the Chief Executive Officer, current or past Board Chair and other designated Corporate Officer. Accounts are available for inspection at any time by a member of the Board of Directors.

a. Disbursement Authority

i. Non-Payroll

The Chief Executive Officer shall sign all non-payroll checks up to \$2,500. For non-payroll expenditures in excess of \$2500, an additional signature of either the Chair or one other designated officer of the Corporation shall be required. On a limited basis, if circumstances arise that require immediate issuance and the Chair or the other designated officer is unavailable to sign checks, verbal authorization on budgeted expenditure(s) will suffice.

ii. Payroll

The Chief Executive Officer is authorized to sign all regular payroll and payroll tax checks.

iii. The Finance Committee shall review a list of all checks written during the prior month at their regularly scheduled meeting. The list shall contain the date of issue, the amount of check, expenditure purpose and the payee.

b. Authority to Obligate

The budget, as approved by the Board of Directors, shall serve as authorization for the Chief Executive Officer to incur or obligate expenses on behalf of Leadership Oklahoma. No Officer or Board Member is authorized to incur or obligate any expense.

5. CONFIDENTIAL REPORTING OF FINANCIAL IMPROPRIETY OR MISUSE OF ORGANIZATION'S RESOURCES

Any member of the staff, member of the Board of Directors, or volunteers affiliated with the organization with information about known or suspected financial improprieties or misuse of the organization's resources, or other ethical problems is encouraged to report their concerns in writing to the Secretary/Treasurer of the Board who will then ask the Chief Executive Officer of the organization to investigate. In the event that the allegations involve the Chief Executive Officer, the Secretary/Treasurer of the Board, with the assistance of the Chair of the Board, will investigate. The sources of reports about financial improprieties and misuse of organization's resources will be held in confidence unless the individual who reports the situation agrees to

reveal his/her identity or the report leads to legal actions and a court order is issued for information regarding the case. The audit committee may assist the Board and/or the CEO in an investigation.

6. GRANTS TO THIRD PARTIES

Leadership Oklahoma will not provide support to or accept grant requests from third parties.

C. OPERATIONAL FUND

1. DEVELOPMENT PLAN

- a. The Finance Committee and the Development Committee will propose a three-year development plan annually.
- b. The Development Plan will define the goals for operating revenue sources. The plan will include pledges and possible sources of funds and appropriate methods of recognition for donors.
- c. It is the responsibility of the Chief Executive Officer to secure grants and furnish supporting documentation, working closely with the Chair – Development Committee and the Development Committee to insure the annual fundraising goals are met.
- d. An annual report will be made to the Board on the progress of the Development Plan.

2. FUNDRAISING FOR OPERATIONS

a. Responsibility

The Board of Directors shall be responsible for raising the operation funds needed each year in accordance with the three-year development plan provided for in Section XI.C.1.a. above. The Development Committee shall coordinate the implementation of this plan and facilitate the Board's meeting this responsibility.

The Board is also responsible for setting the yearly operation goals. Each Board member is expected to give a minimum annual, personal contribution of \$350 above the annual membership dues (see 2.b.) or raise the amount from outside sources. This is over and above any money that is raised by an individual member in the local community for a class session in that community. If the Board member is asking outside sources for the money, the contacts must be cleared through the Chair – Development Committee and Chief Executive Officer to avoid potential funding conflicts.

b. Financial Support by Membership

Members will support Leadership Oklahoma goals through annual membership dues of \$150 or a lifetime membership.

c. Program Day

Community program funds are raised by the Community Program Committee to fund specific functions (for example, dinners, transportation, etc.) and will be deposited with Leadership Oklahoma. Sponsors of program days or activities will be recognized for their contributions but sponsors are not entitled to determine programming for class sessions.

d. Donations

i. Donor Privacy Policy

All information concerning donors or prospective donors, including their names, addresses, telephone numbers and email addresses, the names of their beneficiaries, the amount of their gifts, etc. shall be kept strictly confidential by Leadership Oklahoma and its staff, Board members and volunteers, unless permission is obtained from the donor to release such information. All solicitations and confirmations of gifts shall include an opportunity for the donor to request anonymity and to have the donor's information excluded from any public release of donor names, such as donor recognition. Upon request, Leadership Oklahoma shall remove from any solicitation lists any donor requesting such and will curtail requests for donations from anyone asking the organization to do so.

ii. Gift Acceptance Policy.

Donations will generally be accepted from individuals, partnerships, corporations, tribes, foundations, government agencies or other entities, provided that no donation shall be accepted if it is conditioned upon the donor being able to designate a participant in any class or other activity of Leadership Oklahoma for which competitive applications are required for admission.

iii. Exceptions for Acceptance of Certain Gifts.

In the course of its regular fundraising activities, Leadership Oklahoma will accept donations of money, property, stocks and other intangibles, provided that the following gifts will be subject to the following review process before acceptance or rejection:

- Real property – land and/or buildings may only be accepted upon approval of the Executive Committee.
- Personal property – personal property, such as automobiles, computers, furniture, business equipment, etc. may only be accepted upon approval of the Chief Executive Officer.
- Securities – gifts of stocks, bonds, insurance or annuity contracts or other securities may only be accepted upon approval of the Finance Committee.
- Restricted gifts – gifts which may only be used for restricted purposes, other than gifts to the endowment which are to be used in a manner consistent with these Policies for the endowment, may only be accepted as provided below under Section XI.C.2.d.v.
- Unusual gifts – gifts that are out of the ordinary such that they differ to the extreme from the amounts or types of gifts normally received by the organization, may only be accepted upon approval of the Chief Executive Officer.
- Rejection of gifts – Leadership Oklahoma may elect to refuse any gift if there is reason to believe that such gift or its acceptance would be incompatible with the mission of the organization, would conflict with its core values or would create a financial or administrative burden. The Chief Executive Officer should refer questionable gifts to the Executive Committee for guidance on a case-by-case basis. The Chief Executive Officer and other employees are encouraged to bring to the attention of the Chief Executive Officer or the Chair – Development Committee, as appropriate, any concerns they may have about the appropriateness of accepting any gift.

iv. Donor intent

Leadership Oklahoma honors the intentions of donors by spending restricted funds for expenses that meet the donor-imposed restrictions. The Chief Executive Officer ensures that restricted revenue and expense transactions are segregated appropriately in the organization's accounting system.

v. Donations may be designated for specific funds: Restricted Gift

Restricted gifts will be defined as gifts with a restriction on the use of the money.

- The Development Committee will refer restricted gifts to the Board of Directors for acceptance. The Executive Committee and/or the Board of Directors cannot override a donor's wishes on restricted funds.
- The Board of Directors considers that Program Day sponsorships, Youth Leadership Oklahoma funds and similar donation grants are not restricted gifts. Every effort will be made to expend those funds for the purpose donated. Separate fund accounting is not required.
- All restricted gifts require separate fund accounting.
- The two types of restricted gifts are:
 - Board restricted
 - Donor restricted

vi. Donations not designated may be placed in Operational Funds or specific programs to include:

Program Day Sponsorships

Program Day sponsorships are in addition to community program fundraising. The money collected through Program Day sponsorships will be deposited into the Leadership Oklahoma Operating Fund.

Community Program Sponsorships

Foundations, companies or individuals may be community program contributors by donating in-kind or cash contribution.

Youth Program Sponsorships

Foundations, companies or individuals may be Youth Program contributors by donating in kind or cash contribution.

e. Recognition of Gifts

Appropriate recognition of donors will be in accordance with the three-year development plan provided for in Section XI.C.1.a.

D. ENDOWMENT FUND

1. MISSION

The mission of the Endowment is to provide supplemental funding for the programs or projects of Leadership Oklahoma and to provide back-up funding during the periods when

normal funding is insufficient to meet the operational needs of Leadership Oklahoma. All such expenditures must be made in the furtherance of the mission of Leadership Oklahoma.

2. FUNDING

a. Responsibility

The Board of Directors is responsible for setting the Endowment Fund Balance goal. After the endowment goal is reached, the Board may choose to modify the following funding policies or to support additional programs.

b. Lifetime Memberships

- i. A member may elect a Lifetime Membership by making a one time, cash donation of \$2,500 for that purpose. Money from Lifetime Memberships will go into the Endowment Fund.
- ii. Lifetime Memberships will be listed in the Annual Directory.
- iii. Lifetime Memberships do not fulfill a Board Member's obligation to raise or contribute \$350 above their annual membership dues and/or lifetime membership.

c. Donations

Donations that are so designated by the donor shall be deposited in the Endowment Fund.

d. Earnings

Earnings from investments of the endowment principal shall be reinvested as part of the Endowment Fund.

3. INVESTMENT

Leadership Oklahoma Investment Policy – Exhibit G

- a. Endowment funds shall be invested in accordance with the adopted Investment Policy.
- b. Any proposed changes to the Investment Policy must be reviewed by the Finance Committee and Executive Committee before being submitted to the Board for approval.
- c. Investment Committee may solicit RFP's from the investment management community every three years.

4. DISTRIBUTIONS

Rationale for Distribution Limitations of Endowment Policy – Exhibit H

The funds residing in the Endowment may be accessed in three ways:

- a. The Finance Committee must budget annually, as a revenue item, an amount equal to the Spending Policy as defined by the Investment Policy. After the Board of Directors approves the budget, the Chief Executive Officer is required to transfer the budgeted Endowment amount to operating accounts.
- b. The Board of Directors, by simple majority vote at meeting where quorum is present, may obligate, transfer and spend any amount of the Endowment, provided that after such expenditures, the remaining balance of the Endowment will be \$1,000,000 or more.
- c. The Board of Directors, by a 2/3 majority vote at meeting where quorum is present, may obligate, transfer and spend any amount of the Endowment provided that after such expenditures, the remaining balance of the Endowment will be \$750,000 or more.

X. EXCELLENCE IN LEADERSHIP AWARDS PROGRAM

Leadership Oklahoma recognizes outstanding leadership achievements by presenting Excellence in Leadership Awards in four categories:

Lifetime Achievement:

The Lifetime Achievement Award recognizes individuals who have used their leadership abilities to improve the quality of life for Oklahoma's citizens and its future generations.

Distinguished Graduate:

The Leadership Oklahoma Distinguished Graduate Award honors a Leadership Oklahoma graduate whose recent leadership activities have exemplified the highest standards of Leadership Oklahoma and whose activities achieved results or set an example of statewide significance.

Business Leadership Award:

The Business Leadership Award commends a business entity for its impact in promoting leadership principles and practice, implementing programs worthy of example and fostering growth of quality leadership.

Statewide Community:

The Statewide Community Award acknowledges an organization or company that, through specific projects or efforts, has reached across our valued differences to develop among Oklahomans a keen sense of common purpose and a more profound sense of loyalty to our state. This award has been created to promote a heightened sense of appreciation for the possibilities available when Oklahomans work together as a single statewide community.

- A. The Excellence in Leadership Awards will be coordinated with a committee structure under the direction of the Chair – Membership Committee.
- B. Nominations for deserving award recipients are solicited through the Leadership Oklahoma membership. A selection committee is appointed to review all applications.

XI. SPECIAL ACTIVITIES

A. GENERAL REQUIREMENTS

It is the intent of Leadership Oklahoma to provide educational, social and networking opportunities for members. To this end, special activities are encouraged and designed to protect and enhance the mission of Leadership Oklahoma. The following general requirements shall apply to all special activities:

1. Each special activity shall be subject to the specific approval of the Executive Committee or Board of Directors prior to being conducted under the name of Leadership Oklahoma or using its resources.

2. As part of the proposal for a special activity, the obligations (financial, staff, etc.) of Leadership Oklahoma, shall be specifically approved by the Executive Committee or Board of Directors.
3. The method of financing and accounting for monies expended on each special activity shall be subject to the annual review and approval of the Executive Committee.
4. The person or persons in charge of each special activity shall provide periodic information on the status of the project to the Executive Committee. At any point in the progress of a special activity the Executive Committee may require changes (including cancellation) or other actions to be taken in connection with the project.

B. SPECIFIC PROGRAMS

Any specific program conducted on a regular basis (annual, biennial, etc) shall develop its own plan of action and remain consistent with policies and procedures of Leadership Oklahoma. Any one time event program shall have a plan submitted to the Executive Committee for approval.

Exhibit A

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OKLAHOMA SECRETARY OF STATE LEADERSHIP OKLAHOMA, INC.

Leadership Oklahoma, Inc. whose original Certificate of Incorporation was filed with the Oklahoma Secretary of State on April 22, 1987 • hereby amends and restates its Certificate of Incorporation pursuant to Section 1077 and Section 1080•of the Oklahoma General Corporation Act in accordance with a resolution setting forth the proposed amendments and restatement to Certificate of Incorporation and declaring it advisable; that said resolution was proposed and duly adopted by the governing body of the Corporation at ,a meeting held on the 5th day of January, 1988; that, at a subsequent meeting held on the 22nd day of January, 1988, called for the purpose of considering said resolution, such meeting being on a date not earlier than 15 days and not later than 60 days from the meeting at which the resolution had been recommended, the majority of all members of the. governing body voted in favor of such amendment and restatement; that such Amended and Restated Certificate of Incorporation was duly adopted in accordance with Section 1080 and Section 1077 of the Oklahoma General Corporation Act to read in full as follows:

FIRST: The name of the Corporation is: Leadership Oklahoma, Inc.

SECOND: The address of the registered office in the State of Oklahoma and the name of the registered agent at such address is: James T. Stuart, 116 North Bell, Shawnee, Oklahoma 74801, Pottawatomie County

THIRD: The duration of the Corporation is perpetual.

FOURTH: The Corporation is organized and to be' operated exclusively for educational purposes' within the meaning of Section 501(c)(3) of the Internal Revenue Code, and is necessarily limited to the education of present and future young Oklahoma leaders.

FIFTH: The Corporation does not have the power to -issue capital stock and the conditions of-membership of the Corporation are stated in the by-laws.

SIXTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation 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 Article Fourth hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of a ny candidate for public office. Notwithstanding any other provision of this Certificate, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or(b) by corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SEVENTH: Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 the District Court of the county in which the principal office of the Corporation 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.

EIGHTH: The names and mailing addresses of the persons who are currently serving as directors are: See Exhibit "A" attached hereto and made a part hereof.

NINTH: The original number of directors elected at the first meeting was 29.

IN WITNESS WHEREOF, said Corporation has caused this Certificate to be signed by its President and attested to by its Secretary this 22nd day of January, 1988.

Leadership Oklahoma
Hershel Lamirand, President



OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF INCORPORATION

NOT FOR PROFIT

To all to Whom these Presents shall Come, Greetings:

WHEREAS, *The Certificate of Incorporation, duly signed and verified, of*

LEADERSHIP OKLAHOMA, INC.

has been filed in the office of the Secretary of State as provided by the Laws of the State of Oklahoma.

NOW THEREFORE, *I, the undersigned, Secretary of State of the State of Oklahoma by virtue of the powers vested in me by law, do hereby issue this Certificate of Incorporation.*

IN TESTIMONY WHEREOF, *I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.*

*Filed at the City of Oklahoma City this 22nd
day of April, A.D., 19 87*




Jeanette D. Edmondson
Secretary of State

By: Brenda J. Coffman

SOS Corp. Key: DN 00455695

Exhibit B

 **IRS** Department of the Treasury
Internal Revenue Service
P.O. Box 2508
Cincinnati OH 45201

In reply refer to: 0248364843
Dec. 22, 2010 LTR 4168C E0
73-1301631 000000 00
00011807
BODC: TE

LEADERSHIP OKLAHOMA INC
5500 N WESTERN AVE STE 142
OKLAHOMA CITY OK 73118-4011



023302

Employer Identification Number: 73-1301631
Person to Contact: Ms. Osborne
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your Dec. 13, 2010, request for information regarding your tax-exempt status.

Our records indicate that you were recognized as exempt under section 501(c)(3) of the Internal Revenue Code in a determination letter issued in February 1988.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Please refer to our website www.irs.gov/eo for information regarding filing requirements. Specifically, section 6033(j) of the Code provides that failure to file an annual information return for three consecutive years results in revocation of tax-exempt status as of the filing due date of the third return for organizations required to file. We will publish a list of organizations whose tax-exempt status was revoked under section 6033(j) of the Code on our website beginning in early 2011.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,

Michele M. Sullivan, Oper. Mgr.
Accounts Management Operations I

Exhibit C

TRADE NAME REPORT

TO: OKLAHOMA SECRETARY OF STATE

2300 N. Lincoln Blvd., Room 101, State Capitol Building Oklahoma City, Oklahoma

73105-4897

(405) 522-4550

The undersigned business entity, in order to do business in Oklahoma under a name other than its legal name, hereby submits the following trade name report pursuant to Title 18, Oklahoma Statutes, Section 1140:

PLEASE NOTE: All corporations must attach a letter from the Oklahoma Tax Commission stating that the franchise tax has been paid for the current fiscal year.

1. The **trade name** under which the business is carried on in Oklahoma is:

Leadership Oklahoma

(The trade name **must be different than** the legal name listed in Item 4 below.)

2. Business is carried on-under such trade name at the following address(es):

Post Office Box 546, Oklahoma City, OK 73101

3. A brief description of the kind of business being transacted under such

name: Leadership Development Programs

4. The legal name of the "corporation or business entity" doing business under the trade name is:

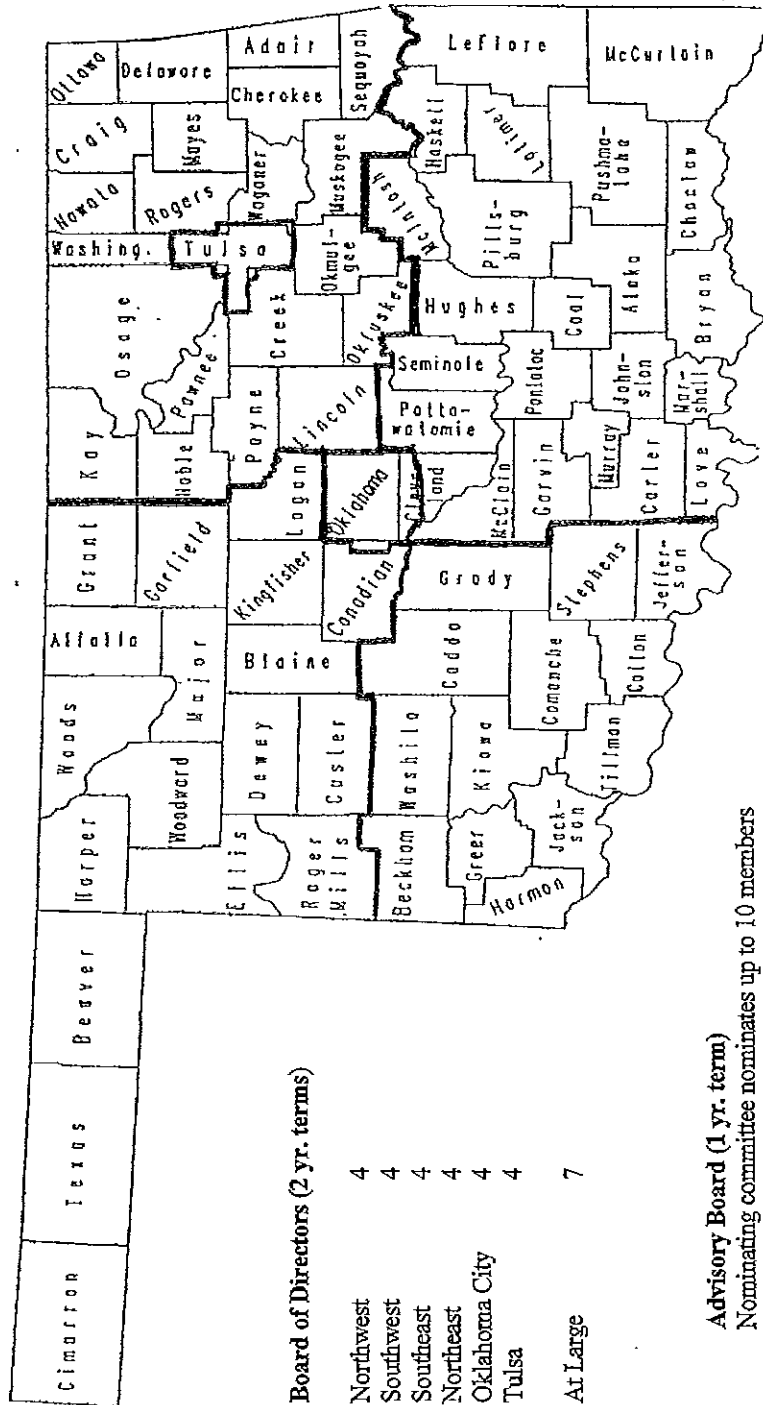
Leadership Oklahoma, Inc.

5. The type of "business entity" filing the trade name report is (check one of the following):

corporation business trust common law trust
 limited liability company unincorporated business partnership

The business entity was formed in the state of: Oklahoma

*Leadership Oklahoma, Inc. Region Delineation Map
for Board of Directors Composition*



Oklahoma City Region includes all of Oklahoma Country plus cities of Oklahoma City, Mustang, Yukon and Moore.
 Tulsa Region includes all of Tulsa County plus the cities of Tulsa, Marmfrod, Oakhurst, Liberty Town, and Catoosa.
 No more than four at-large Directors may represent any one of the six geographic regions.
 The Chair and the Immediate Past Chair shall not be counted against any geographic quota.

EXHIBIT E

Leadership Oklahoma, Inc. Conflicts of Interest Resolution

WHEREAS, the Executive Committee of Leadership Oklahoma, Inc. (LOK) recommends that a Conflicts of Interest Policy for members of the LOK Board of Directors be adopted.

WHEREAS, the Executive Committee states that the objectives for such policy are as follows:

1. to ensure that a board member is independent and impartial when acting for LOK;
2. to ensure that LOK policy and decisions are made through established corporate procedure;
3. to prevent a board member from using his or her position for personal profit;
4. to help avoid action or activities that create the appearance of conflicts of interest; and
5. to promote the public's confidence in LOK and its board members.

NOW THEREFORE BE IT RESOLVED that the following be and is hereby adopted by the Executive Committee as the Statement of Policy in regard to Conflicts of Interest.

Each board member has a duty to place the interest of LOK foremost in any transaction with LOK or on its behalf and has a continuing responsibility to comply with the requirements of this policy.

The conduct of personal business between any board or committee member and LOK is prohibited unless fully disclosed to the Executive Committee and intrinsically fair to LOK.

Board or committee members may not obtain for themselves, their relatives or their friends a material interest of any kind from their association with LOK.

If a board member has an interest in a proposed transaction with LOK in the form of a significant personal financial interest in the transaction or in any organization involved in the transaction or holds a position as trustee, director or officer in any such organization, he or she must make full disclosure to the Executive Committee of such interest before any discussion or negotiation of such transaction.

Any board or committee member who is aware of a potential conflict of interest with respect to any matter coming before the board or committee shall not be present for any discussion of or vote in connection with the matter.

To implement this policy, board members of LOK will submit annual reports on the attached forms and, if not previously disclosed, will make disclosure before any relevant board or committee action.

These reports will be reviewed by the Executive Committee, which will attempt to resolve any actual or potential conflicts, and, in the absence of resolution, refer the matter to the Board of Directors.

LEADERSHIP OKLAHOMA, INC.
Conflicts of Interest Questionnaire

Please answer all questions. If the answer is "Yes," please explain. An affirmative response does not necessarily imply that the relationship is improper or that it should be terminated.

1. Have you or any related party* had any material interest, direct or indirect, in any transaction in the past year, to which LOK is, was or is to be a party?

Yes No

If the answer is "yes," please describe the relationship, including total billings (fees and reimbursement of out-of-pocket expenses) for this item. (Use back of page if necessary.)

2. Do you or any related party* have any material interest, direct or indirect, in any pending or incomplete transaction to which LOK is or is to be a party?

Yes No

If the answer is "yes," please describe the relationship, indicating actual or projected total billings (fees and reimbursement of out-of-pocket expenses) for this item. (Use back of page if necessary.)

3. In the past year, have you or any related party* been indebted to LOK?

Yes No

If the answer is "yes," please indicate the type of indebtedness and the amount. (Use back of page if necessary.)

The answers to the foregoing questions are accurately stated to the best of my knowledge and belief.

* Related party is defined as members of your immediate family, which includes your spouse, minor children and all other dependents; estates, trusts and partnerships in which you or your immediate family has a present or vested future beneficial interest; and a corporation or entity in which you or your immediate family is a beneficial owner of more than five percent of the vote

Date: _____ Name (Printed): _____

Signature: _____

LEADERSHIP OKLAHOMA, INC.
Conflicts of Interest Statement

I have read the statement of policy regarding conflicts of interest.

To the best of my knowledge and belief, except as disclosed herewith, neither I nor any person with whom I have or had a personal or business relationship is engaged in any transaction or activity or has any relationship that may represent a potential competing or conflicting interest as defined in the statement of policy.

Further, to the best of my knowledge and belief; except as I have disclosed herewith, neither I nor any person with whom I have or had a personal, business or compensated professional relationship intends to engage in any transaction, to acquire any interest in any organization or entity or to become the recipient of any substantial gifts or favors that might be covered by the statement of policy regarding conflicts of interest.

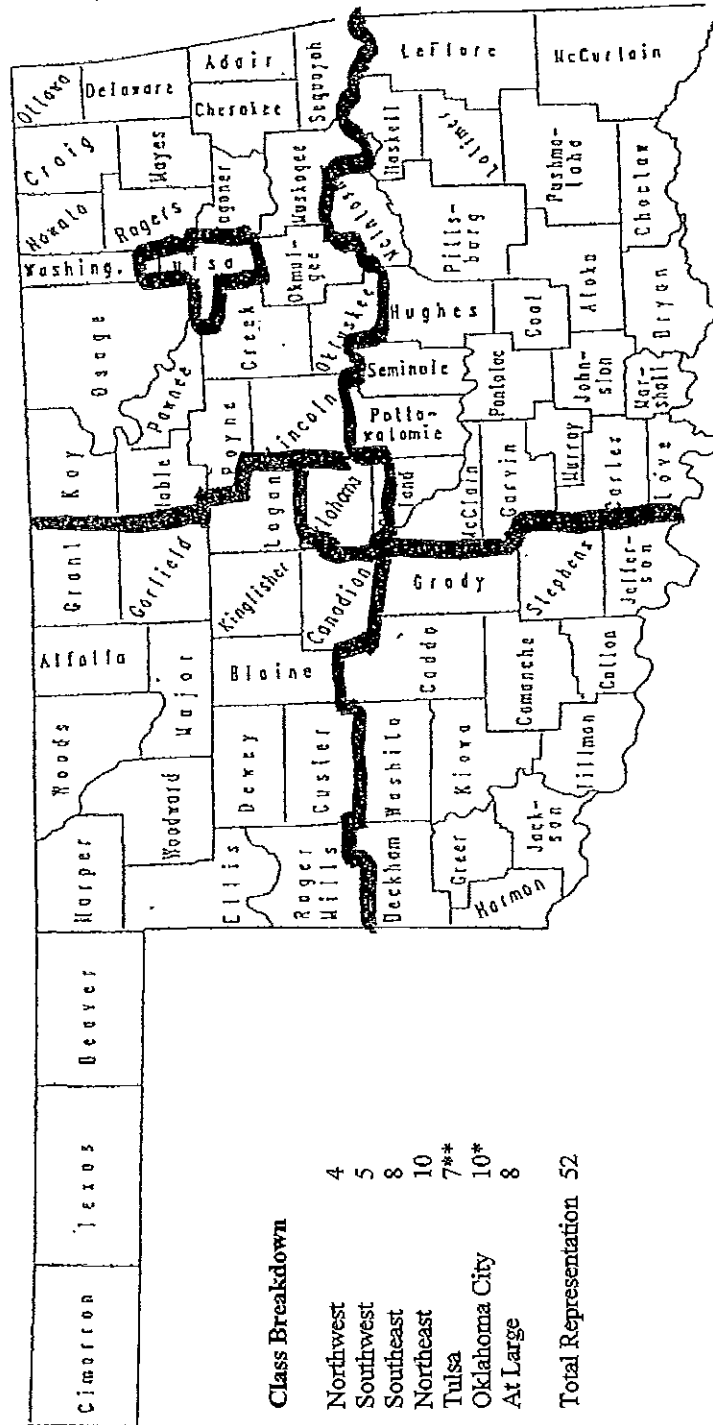
(A) Without exception _____

(B) Except as described below or in the attached statement _____

Date: _____ Name (Printed): _____

Signature: _____

*Leadership Oklahoma, Inc. Region Delineation Map
for Class Recruitment*



*Oklahoma City Region includes all of Oklahoma County plus cities of Oklahoma City, Mustang, Yukon and Moore.
 **Tulsa Region includes all of Tulsa County plus the cities of Tulsa, Mannford, Oakhurst, Liberty Town, and Catoosa.

Exhibit G

Leadership Oklahoma, Inc. Investment Policy

Summary of Investment Policy

I. OBJECTIVE

Maximum total return within the prescribed Asset Allocation.

II. PERFORMANCE

The Finance Committee will monitor the Portfolio's investment performance in the Fund's stated investment Objectives and comparison to relevant indexes.

III. ASSET ALLOCATION

The Manager shall follow these guidelines in determining the asset mix of the Portfolio:

Equities: 65% + or – 10%

Fixed Income and Cash Equivalentents: 35% + or – 10%

IV. MONITORING AND REPORTING

The Finance Committee shall meet with the Manager at least annually.

Meeting topics shall include:

Investment Performance

Strategy for achieving investment objectives

V. RESTRICTIONS

Absent specific advance approval from the Finance Committee, the Manager is prohibited from certain investment activities, including but not limited to purchasing private placements, letter stock, and uncovered options, and from engaging in short sales, margin transactions, and from purchasing Pooled Investment Funds ("PIFs" defined herein to include, but not be limited to Mutual Funds, Exchange Traded Funds, and similar investment vehicles) that engage in those activities. Limited use of options, futures, short sales and margin transactions within international and index PIFs and cash is allowed. Investments in equities of a single issuer may not exceed 5% of the Portfolio's market value.

The Finance Committee shall also advise the Manager, in writing, of any changes in the Investment Policy for the Endowment of Leadership Oklahoma, Inc.

Investment Policy

The Investment Policy of the Leadership Oklahoma, Inc. Endowment Fund (hereinafter referred to as "Fund") is developed by the Finance Committee and approved by the Fund's Board of Directors ("Board"). The Finance Committee shall make a recommendation regarding the identity of a professional money manager (herein after referred to as "Manager") to the Board of Directors for its approval. The Finance Committee shall oversee the Manager to implement this Policy.

The Finance Committee shall administer the investment process of the Fund in accordance with approved policy. This policy shall be reviewed periodically by the Finance Committee and revised as necessary. Revisions in the investment policy are subject to approval by the Board of Directors.

Objectives

Investments of the Fund will be made for the sole interest and exclusive purpose of meeting the needs of Leadership Oklahoma, Inc., as defined in the Endowment's mission statement. The Fund's assets must be invested with the care, skill, and diligence then prevailing which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not in regard to speculation, but in regard to the permanent disposition of their funds, considering the probable safety of capital.

The Fund's Investment Objective is to maximize total return within the prescribed asset allocation. The intent of the objective is to provide funds to meet any cash shortfalls in the primary program(s) of Leadership Oklahoma, Inc., as described in the Endowment's mission statement, and to provide reasonable growth in the Fund assets in order to help assure the long term success of Leadership Oklahoma, Inc., and the Fund.

The Fund's Return Objective is to generate sufficient returns on investment to meet the Fund's payout of its Spending Policy (defined below) plus inflation in order to preserve the buying power of the Fund into perpetuity.

Spending Policy

Annually, an amount equal to 4.5% of the average monthly value of the Fund for the 36 month period ending on December 31 of the most recently completed calendar year will be withdrawn from the Fund.

Performance Evaluation

The Finance Committee will monitor the Portfolio's investment performance against the Fund's stated investment Objectives. The Finance Committee will formally assess the Portfolio and the performance of its underlying investments as follows:

A. The Portfolio's composite investment performance (net of fees) will be judged against the following standards:

1. The Portfolio's absolute long-term real return Objective.
2. A composite benchmark consisting of unmanaged market indexes weighted according to asset allocations that most accurately reflect the holdings of the portfolio over the time period measured.

B. In keeping with the Portfolio's overall long-term Objectives, the Committee should evaluate Portfolio and Manager performance over a suitable time period. A suitable time period can be a full market cycle or a minimum number of years, often three to five years; however, the Committee may evaluate the Portfolio and Manager performance over any time period.

Asset Allocation

The Board expects the Fund's asset allocation to reflect and be consistent with the investment objectives and risk tolerance expressed throughout this statement. It is the intent of the Board in designing this policy to provide the highest probability of meeting or exceeding the Fund's stated investment objectives while exposing the Fund's assets to the least possible risk.

Equities

In keeping with the Fund's general philosophy, the Board expects the Manager to maintain the equity portion of the Portfolio at a risk level roughly equivalent to that of the equity market as a whole. To this end, the Manager is responsible for maintaining proper diversification of equities in the Portfolio.

Within the above guidelines, the Board gives the Manager full discretion over Portfolio turnover and allocation of equity holdings among selected securities and industry sectors.

Fixed Income

Investments in fixed income securities shall be managed using a diversified approach with a mix of bond PIFs (not to exceed 50% of total fixed income holdings) and individual bonds using a buy-and-hold-until maturity approach. This strategy is undertaken in order to provide stability, reduce volatility, and produce current income. Capital appreciation is a secondary objective of fixed-income investments.

The Fixed Income portfolio shall consist of individual U.S. Government, agency or corporate securities, rated "A" or better by Standard & Poor or Moody, in a laddered-maturity portfolio structure or as determined by the Manager with up to 50% of current fixed income allocation in PIFs with a long term proven track record.

The fixed income portfolio shall be subject to the following limitations:

The maximum stated maturity of any individual security shall not exceed 10 years except when using PIFs;

Investments in securities of a single issuer, with the exception of the US Government and its fully guaranteed agencies, may not exceed 10% of the Portfolio's market value.

Within the limitations mentioned above, the Manager has complete discretion to invest in fixed income securities and PIFs up to the prescribed limits.

Cash Equivalents

The Manager may invest in commercial paper, repurchase agreements, US Treasury Bills, certificates of deposit, money market funds, cash equivalents and short term collective trust funds to provide income, liquidity, and preservations of the Fund's principal value. All such assets must represent maturities of one year or less at time of purchase. Commercial paper assets must be rated A-1 or P-1 by Standard and Poor's and Moody's respectively. Certificates of deposit in banks and savings and loan associations shall be limited to the federally-insured limit including accrued interest. Uninvested cash reserves shall be kept at minimum levels. Within the limitations mentioned above, the Manager has complete discretion to allocate and select short-term cash and equivalent securities.

Other Considerations

The Manager will not purchase assets other than those described above without the written consent of the Finance Committee. Investments in contracts of financial futures, and commodities, and currency exchange necessitated by the use of global bond PIFs are permitted. Securities of companies traded on foreign stock exchanges may be purchased only with the written permission of the Finance Committee. Securities of foreign companies traded in American Depository Receipts (ADR's) and units of pooled bond or stock PIFs are allowed. Investments not specifically addressed within this Statement are forbidden without written consent of the Finance Committee.

ADOPTED BY THE BOARD OF DIRECTORS OF LEADERSHIP OKLAHOMA, INC.:

B. J. Benbrook 3.27.15
Signature of LOK Chair Date

BRUCE T. BENBROOK
Print Name

ACKNOWLEDGEMENT OF MANAGER:

Manager acknowledges receipt of the above Investment Policy and agrees to abide by the terms of the Policy. In the event that the Manager wishes to make exception to this policy, Manager must obtain the written permission of Finance Committee in advance of taking such actions.

Further, in the course of managing the Fund, there may be instances wherein the Manager is considering a buy, sell, or hold decision and the outcome of that decision will have a financial impact on the Manager. In such cases, the Manager will declare a Conflict of Interest, withdraw from the decision-making process, and disclose such to the Finance Committee.

Acknowledged by the Manager

Matthew McGuire 3/31/15
Signature of Heritage Trust, Manager Date

Matthew McGuire
Print Name

Exhibit H

Leadership Oklahoma Endowment Policy Rationale for Investment Policy/Distribution Limitations

On March 27, 2015, the LOK Board of Directors approved revisions to the Investment Policy to incorporate the following changes:

1. The Portfolio performance will be evaluated against the Fund's stated investment Objectives and compared to relevant indexes.

Evaluation against the Fund's stated investment Objectives is of ultimate importance as it guides the development of the investment policy and spending policy. Comparison to relevant indexes provides a more realistic measure than the previous static blended index.

2. The asset allocation was revised to:

Equities: 65% + or - 10%

Fixed Income and Cash Equivalents: 35% + or - 10%

Increasing the Equity allocation from 60% +/- 10% to 65% +/-10% was suggested by the Manager and approved by the Finance Committee.

3. In Paragraph (V) Restrictions, Investment Policy, language was modified to clarify how a professional money manager is identified and approved. Alternative Investments were removed from the list of restricted investments.

"Alternative Investments" is descriptive of a broad universe of investments, but is very difficult if not impossible to specifically define. The monthly monitoring of the portfolio by the Finance Committee provides adequate oversight to question/remove any investment that the Committee thinks is too risky or inappropriate.

On July 27, 2012, the LOK Board of Directors approved revisions to the Investment Policy to incorporate the following changes

1. Paragraph (IX) (D) (4) (b) provided that the Board of Directors, by simple majority vote at meeting where quorum is present, may obligate, transfer and spend any amount of the Endowment, provided that after such expenditures, the remaining balance of the Endowment will be \$750,000 or more. This dollar amount was changed to \$1,000,000.

2. Paragraph (IX) (D) (4) (c) provided that the Board of Directors, by a 2/3 majority vote at meeting where quorum is present, may obligate, transfer and spend any amount of the Endowment provided that after such expenditures, the remaining balance of the Endowment will be \$500,000 or more. This dollar amount was changed to \$750,000.

3. Throughout the Policy,

- Language prohibiting the use of Bond Mutual Funds was removed. The Policy now allows the use of Bond Pooled Investment Funds (Mutual Funds, Exchange Traded Funds, and similar investment vehicles) up to 50% of the Fixed Income Allocation.
- Language describing “stock mutual funds” was changed to “Stock Pooled Investment Funds”.
- Language limiting the use of options, futures, short sales and margin transactions for the specific purpose of “managing foreign currency exposure” was modified to remove “managing foreign currency exposure”.

4. Language prohibiting “Alternative Investments” was modified to allow such investments with Finance Committee approval.

On March 28, 2009, the LOK Board of Directors approved revisions to the Investment Policy to incorporate the following changes:

1. Endowment Spending Policy changed from 4% of endowment value to 4.5% of endowment value to mitigate the effects of Lifetime Memberships on operational revenue (annual memberships).

- Lifetime memberships are deposited in endowment, relieving graduates from paying annual dues which go to operations. So, lifetime memberships decrease funds going to operations.
- Effect is mitigated by the practice of transferring 4% of endowment value to operations each year.
- Increasing the spending policy from 4% to 4.5% will compensate for the diminished revenue going to operations. (0.5% of \$1mm endowment = \$5,000)
- Endowment should sustain a 4.5% spending policy since the 60%Equity/40% Fixed Income asset allocation has yielded a real rate of return of 5.4% during the period of 1926-2004. (Ellwood Associates)

2. Definition of endowment value changed from “value at December 31 of the prior year” to “the average monthly value for the 36 month period ending on December 31 of the most recently completed calendar year”.

- In today’s volatile market, basing the spending on just one day’s value runs the risk of inappropriately high or low spending.

3. The asset allocation remains at 60% equity/40% fixed income; however, the allowed variance changed from 5 percentage points to 10 percentage points, such that the Investment Manager may hold as much as 70% equity or as little as 50% equity at the sole discretion of the Investment Manager.

- This change will give the manager more flexibility and proper execution could lead to better performance.

4. A prohibition of owning “Alternative Investments” in the portfolio.

- Alternative Investments are not appropriate for LOK's endowment based on size, volatility and very nature of some Alternative Investments (Not SEC regulated, Not transparent, High Fees)

The original Endowment Investment Policy was approved on January 23, 1996. The rationale for the original Endowment Investment Policy includes the following:

1. The 4% annual distribution is based on the fact an Endowment invested 60% equity and 40% fixed income has had a historic return of approximately 4.8 % after inflation (Ibbotson 25 year return through 1994). Accordingly, the Endowment can be spent at a rate of 4% per year indefinitely without diminishing its buying power.
2. The \$750,000 minimum balance is the level of funding required to provide back-up funding for a sustained five year economic downturn that would seriously reduce external donations. The \$500,000 figure was based on an analysis that determined annual direct and indirect costs required to conduct the basic program and a conservative estimate of sustaining revenues. The analysis indicated a \$500,000 minimum balance would be required to cover the revenue/expense deficit for a five-year period.
3. It is recommended the above analysis be done at least every five years to determine if the \$750,000 minimum balance should be adjusted for inflation.
4. The 2/3 majority vote is an effort to protect the \$750,000 back-up funding level and to further insure the minimum corpus level of \$500,000 is not disturbed without a vote by the membership in the form of a policy amendment.

Exhibit I

Succession Plan for Leadership Oklahoma, Inc.

The Board of Directors of Leadership Oklahoma, Inc. recognizes that this is a plan for contingencies due to the disability, death or departure of the Chief Executive Officer. If the organization is faced with such a vacancy, Leadership Oklahoma has in place the following succession plan to facilitate the transition to both interim and longer-term leadership. This succession plan is designed to give guidance to the LOK Executive Committee and Board of Directors.

The Board of Leadership Oklahoma has reviewed the job description of the Chief Executive Officer. The job description is attached. The board has a clear understanding of the Chief Executive Officer's role in organizational leadership, program development, program administration, operations, board of directors' relationships, financial operations, resource development and community presence.

Succession Plan in Event of a Temporary, Unplanned Absence: Short-Term

A temporary absence is one of less than three months in which it is expected that the Chief Executive Officer will return to his/her position once the events precipitating the absence are resolved. An unplanned absence is one that arises unexpectedly, in contrast to a planned leave, such as a vacation or a sabbatical. The Board of Directors is authorized (or authorizes the Executive Committee) of Leadership Oklahoma to implement the terms of this plan in the event of the unplanned absence of the Chief Executive Officer.

In the event of an unplanned absence of the Chief Executive Officer, the Director of Membership is to immediately inform the Board Chair of the absence. As soon as it is feasible, the Chair should convene a meeting of the Executive Committee to affirm the procedures prescribed in this plan or to make modifications as the Committee deems appropriate.

At the time that this plan was approved, the position of Acting Chief Executive Officer would be the Membership Director. Should the standing appointee to the position of Acting Chief Executive Officer be unable to serve, the back-up appointee for the position of Acting Chief Executive Officer will be a Past LOK Executive Director/Chief Executive Officer or Past LOK Board President/Chair. If this Acting Chief Executive Officer is new to his/her position and fairly inexperienced with LOK (less than one year), the Executive Committee may decide to appoint one of the back-up appointees to the acting executive position. The Executive Committee may also consider the option of splitting executive duties among the designated appointees.

Authority and Compensation of the Acting Chief Executive Officer

The person appointed as Acting Chief Executive Officer shall have the full authority for decision-making and independent action as the regular Chief Executive Officer.

The Acting Chief Executive Officer's compensation will be determined by the LOK Personnel Committee with consideration given to any extra duties assumed by the person.

Authority and Compensation of the Acting Chief Executive Officer

The person appointed as Acting Chief Executive Officer shall have the full authority for decision-making and independent action as the regular Chief Executive Officer.

The Acting Chief Executive Officer's compensation will be determined by the LOK Personnel Committee with consideration given to any extra duties assumed by the person.

Board Oversight

The LOK Board Chair will be responsible for monitoring the work of the Acting Chief Executive Officer. The Board Chair will be sensitive to the special support needs of the Acting Chief Executive Officer in this temporary leadership role.

Communications Plan

Immediately upon transferring the responsibilities to the Acting Chief Executive Officer, the Board Chair will notify staff members, members of the Board of Directors and key volunteers of the delegation of authority.

As soon as possible after the Acting Chief Executive Officer has begun covering the unplanned absence, Board members and the Acting Chief Executive Officer shall communicate the temporary leadership structure to the key external supporters of Leadership Oklahoma. This may include (but not be limited to) LOK membership, government contract officers, foundation program officers, civic leaders, major donors and others. The Board Chair will designate a spokesperson for the organization

Completion of Short-Term Succession Period

The decision about when the absent Chief Executive Officer returns to lead Leadership Oklahoma should be determined by the Chief Executive Officer and the Board Chair. They will decide upon a mutually agreed upon schedule and start date. A reduced schedule for a set period of time can be allowed, by approval of the Board Chair, with the intention of working their way back up to a full-time commitment.

Succession Plan in Event of a Temporary, Unplanned Absence: Long-Term

A long-term absence is one that is expected to last more than three months. The procedures and conditions to be followed should be the same as for a short-term absence with one addition:

The Executive Committee will give immediate consideration, in consultation with the Acting Chief Executive Officer, to temporarily filling the management position left vacant by the Acting Chief Executive Officer. This is in recognition of the fact that for a term of more than three months, it may not be reasonable to expect the Acting Chief Executive Officer to carry the duties of both positions. The position description of a temporary manager would focus on covering the priority areas in which the Acting Chief Executive Officer needs assistance.

Completion of Long-Term Succession Period

The decision about when the absent Chief Executive Officer returns to lead Leadership Oklahoma should be determined by the Chief Executive Officer and the Board Chair. They will decide upon a mutually agreed upon schedule and start date. A reduced schedule for a set period of time can be allowed, by approval of the Board Chair, with the intention of working the way up to a full-time commitment.

Information and Contact Inventory for Leadership Oklahoma

Status	Onsite Location	Offsite Location	Online URL Nonprofit
IRS Determination Letter	<input type="checkbox"/> CEO, B. Mgr., Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> _____
Certificate of Incorporation	<input type="checkbox"/> CEO, Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> _____
Trade Name Report	<input type="checkbox"/> CEO, B. Mgr., Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> _____
Bylaws	<input type="checkbox"/> CEO, B. Mgr., Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> www.leadershipoklahoma.com
Board Policies	<input type="checkbox"/> CEO, B. Mgr., Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> www.leadershipoklahoma.com
Employee Manual	<input type="checkbox"/> CEO, B. Mgr., Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> www.leadershipoklahoma.com
Mission Statement	<input type="checkbox"/> CEO, B. Mgr., Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> _____
Board Minutes	<input type="checkbox"/> B. Mgr., Workroom, Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> _____
Corporate Seal	<input type="checkbox"/> B. Mgr		
Calendar of Critical Dates	<input type="checkbox"/> B. Mgr., Workroom, Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> _____
Secretary of State Certificate of Registration Client # 70344765	<input type="checkbox"/> CEO, Network	<input type="checkbox"/> OK Secretary of State	<input type="checkbox"/> _____

Financial Information

Employer Identification Number (EIN) #: 73-13XXXX

Current and previous Form 990s	<input type="checkbox"/> CEO & Workroom	<input type="checkbox"/> Wymer Brownlee	<input type="checkbox"/> Current on website
Current and previous audited financial statements	<input type="checkbox"/> CEO & Workroom	<input type="checkbox"/> Van Wieren & Jones	<input type="checkbox"/> Current on website
Financial Statements (if not part of the computer system and regularly backed-up)	<input type="checkbox"/> Workroom & part of computer system, CEO/backup		<input type="checkbox"/> _____
Blank Checks	<input type="checkbox"/> Locked Fire Safe	<input type="checkbox"/> BancFirst _____	<input type="checkbox"/> _____
Computer Passwords	<input type="checkbox"/> B. Mgr., Network	<input type="checkbox"/> CEO/Backup	<input type="checkbox"/> _____
Donor Records	<input type="checkbox"/> CEO, B. Mgr., Network	<input type="checkbox"/> CEO/ Backup	<input type="checkbox"/> _____
Membership Records	<input type="checkbox"/> B. Mgr., Director	<input type="checkbox"/> YourMembership.com	<input type="checkbox"/> website
Vendor Records	<input type="checkbox"/> B. Mgr., Workroom, Network	<input type="checkbox"/> CEO/Backup	<input type="checkbox"/> _____

Auditor

Name: Joe Clay, Van Wieren & Jones
Phone Number/Email: 405-844-1711, vwjcpa@swbell.net

Bank

Name(s): BancFirst
Account Numbers: Performance Check #XXX6475, Treasury Fund #XXX8306 Sweep #XXX0631
Branch Representative(s): David Seat
Phone Number: Customer Service: 405-270-1000, 405-495-2489
Email: dseat@bancfirst.com

Bank

Name(s): First American Bank, Norman
Account Numbers: XXXXX7323
Branch Representative(s): Sharon McCoy
Phone Number: 405-366-3290
Email: smccoy@bankfab.com

Investments

Financial Planner / Broker Company: Heritage Trust Company, Acct# 56-00-XXXX-XXX
Representative Name: Matt McGuire
Phone Number: 405-848-8899
Email: mmcguire@heritagetrust.com

Who is authorized to make transfers?

CEO (Ann Ackerman)

Who are the authorized check signers?

CEO (Ann Ackerman) & LOK Chair of Board or designee (Lee Symcox or Steve Brown)

Human Resources Information

	Onsite Location	Offsite Location	Online URL
Employee Records/ Personnel Info (Names, home addresses, phone numbers, email, emergency contacts, etc.)	<input type="checkbox"/> CEO, LOK Network	<input type="checkbox"/> CEO/Backup	<input type="checkbox"/> _____
I-9s	<input type="checkbox"/> CEO (current), Workroom (previous)	<input type="checkbox"/> PayCom	<input type="checkbox"/> _____

Payroll

Company Name: PayCom
Account Number: 01492
Payroll Rep: Zack Ross
Phone Number: 405-841-6900
Email: zross@paycomonline.com

Facilities Information

Office Lease CEO Workroom

Building Management & Security

Company Name: Chesapeake Land Development Co.
Phone Number/Email: 405.935.7500, cldc@chk.com
Address: PO Box 54853, Oklahoma City, OK 73154

Insurance Information

General Liability / Commercial Umbrella

Company/Underwriter: CL Frates & Company
Policy Number: PHPK 267459
Representative Phone Number/Email: Nikki Lairson, CISR, nikki.lairson@fratesinsurance.com, 405-290-5663
Broker Phone Number/Email: Dick Horton, CIC, dick.horton@fratesinsurance.com, 405-290-5613

Directors & Officers Liability

Company/Underwriter: CL Frates & Company
Policy Number: PHSD 279996
Representative Phone Number/Email: same as above

Broker Phone Number/Email: same as above

Health Insurance

Company/Underwriter: Gallagher Benefit Services

Policy Number: individual policies

Representative Phone Number/Email: Coleman Nash, 405-471-5006, coleman_nash@ajg.com

Broker Phone Number/Email: David Fleet, 405-471-5008

Workers' Compensation

Company/Underwriter: CL Frates & Company

Policy Number: 35WC11738

Representative Phone Number/Email: Estes, same as above

Broker Phone Number/Email: Horton, same as above

Retirement Plan

Company/Underwriter: TIAA CREF

Policy Number: 316627

Gary M. Gingrich

Wealth Management Advisor | Individual Advisory Services

TIAA-CREF | Financial Services

Phone: 405.290.1427

gary.gingrich@tiaa-cref.org

Representative Phone Number/Email: 1-888-842-7782 Admin. Line

Web Site and Presence

Domain Host and Email Host

Company Name: GoDaddy

Customer Number: 5422186

Phone Number/Email: 405.606.4445 godaddy.com

Leadership Oklahoma Website Host:

Company Name: Liquidfish

Contact Name: Lauren Reasor

Phone Number/Email: 405.606.4445 lreasor@liquidfish.com

Address: 401 E California Ave, #201, Oklahoma City, OK 73104

Membership Database Host:

Company Name: YourMembership.com

Phone Number/Email: Customer Service – 727.827.0046 Option 2 or through support ticket online

Address: 9620 Executive Center Dr. N, #200, St. Petersburg, FL 33702

Date of Updated Information and Contact Inventory: July 10, 2014

Name of Person Completing Document: Ann Ackerman