



IABC Policy Manual



International Association  
of Business Communicators

**POLICY MANUAL**  
**International Association of Business Communicators**

Approved by the International Executive Board on 2 May 2018  
Most recent earlier changes approved 10 June 2017

**Introduction**

The role of leaders in International Association of Business Communicators (IABC) is to maximize the contribution of members to the profession through advancing the mission and vision of the association.

This manual is for you if you're stepping up to lead at the local, regional or international level. It is in addition to the many resources available to you on the [IABC Leader Centre : iabc.com/leader-centre/](http://iabc.com/leader-centre/)

Specifically this Policy Manual serves to clarify procedures and policies that support the [Association's Bylaws](#). This document does not repeat the content of the Bylaws, but rather is a companion piece to them.

The International Executive Board (IEB) approves the Policy Manual and a fresh version is made available annually. This updated manual is the result of the first wholesale review of IABC's policies and procedures in more than ten years. We hope you find the manual accessible and easy to use. We always welcome feedback.

We're grateful for your leadership, service and dedication to our IABC. It is an exciting time to be part of the association as we seek to advance the profession.

On behalf of the International Executive Board – and with thanks,

Your IABC Chair & Executive Director



Ginger D. Homan, ABC, SCMP  
IABC Chair



Stephanie Doute, CAE  
Executive Director

## Table of contents

<b>SECTION I: QUICK REFERENCE .....</b>	<b>5-10</b>
<b>SECTION II: MEMBERSHIP .....</b>	<b>11-12</b>
A. PROFESSIONAL MEMBERSHIPS .....	11
<i>i. Fellow Memberships .....</i>	<i>11</i>
<i>ii. Retiree Memberships .....</i>	<i>11</i>
<i>iii. 500 Club Memberships .....</i>	<i>11</i>
B. STUDENT MEMBERSHIPS .....	11
<i>i. Student Transition Memberships .....</i>	<i>11</i>
C. AFFILIATE MEMBERSHIPS .....	11
D. CORPORATE MEMBERSHIPS .....	11
E. DUES AND FEES .....	12
1. Membership Year .....	12
2. Dues Amounts .....	12
3. Foreign Currency Rates .....	12
4. Purchasing Power Party .....	12
5. Application Fee .....	12
6. Non-Payment of Dues .....	12
7. Membership Period .....	12
8. Refund Policy .....	12
9. Joining Multiple Chapters .....	12
10. Student Dues .....	12
11. Student Transition Dues .....	12
12. Retiree Dues .....	12
13. 500 Club Dues .....	12
F. STATEMENT OF POLICY OF FULL PARTNERSHIP .....	12
<b>SECTION III: ORGANIZATIONAL STRUCTURE .....</b>	<b>14-17</b>
A. REGIONS .....	14
1. Region Function .....	14
2. Region Constituents .....	14
A. Chapter and Region leaders .....	14
B. Members of the Region .....	14
C. IABC Executive Board and the Association at Large .....	14
3. Chapter Alignment .....	14
4. Region Organization .....	14
B. CHAPTERS .....	15
1. Chapter Function .....	15
2. New Chapters .....	16
3. Probationary Status .....	16
4. Inactive Status .....	16
5. Failure to Comply .....	16
6. Resolving Chapter Issues .....	16
C. STUDENT CHAPTERS .....	17
D. IABC FOUNDATION .....	17
1. Scope .....	17
2. Mission .....	17
3. Staff Support .....	17
4. Structure .....	17
5. Governance .....	17
E. MEETINGS OF MEMBERS AND VOTING .....	17
<b>SECTION IV: INTERNATIONAL EXECUTIVE BOARD .....</b>	<b>18-20</b>
A. BOARD ROLES/RESPONSIBILITIES .....	18

1. Confidentiality.....	18
2. Attendance .....	18
B. INTERNATIONAL EXECUTIVE BOARD NOMINATIONS.....	18
1. Nominating Committee.....	18
2. Slate of Nominees .....	18
3. Election.....	19
C. OFFICERS AND DIRECTORS.....	19
1. Duties of Officers and Directors .....	19
2. Officer Terms of Office .....	19
3. Vacancies and Removal.....	20
4. Alternates and Proxies .....	20
<b>SECTION V: COMMITTEES.....</b>	<b>21</b>
A. BOARD COMMITTEES.....	21
1. Finance Committee .....	21
2. Investment Committee .....	21
3. Audit & Risk Committee .....	21
4. Nominating Committee.....	21
5. Ethics Committee .....	21
B. OTHER COMMITTEES .....	21
<b>SECTION VI: BOARD-STAFF RELATIONSHIP.....</b>	<b>23</b>
A. EXECUTIVE DIRECTOR AND STAFF.....	23
B. GENERAL OBJECTIVES OF THE EXECUTIVE DIRECTOR.....	23
<b>SECTION VII: EXECUTIVE LIMITATIONS.....</b>	<b>24-29</b>
A. NONPROFIT STATUS.....	24
B. FISCAL YEAR.....	24
C. SALARY RESTRICTIONS .....	24
D. AUDITS .....	24
E. PERIODIC FINANCIAL REPORTS .....	24
F. COMMERCIAL AND SAVINGS ACCOUNTS AND SECURITIES.....	24
G. REIMBURSEMENT OF EXPENSES.....	24
A. Complimentary Registration Policy.....	24
H. AUTHORITY FOR DISBURSEMENTS.....	24
I. FUNDS FOR CHAIR, VICE CHAIR AND IMMEDIATE PAST CHAIR .....	25
J. TRAVEL FUNDS FOR DIRECTORS .....	26
K. REIMBURSEMENTS AND TIMING.....	27
L. TRAVEL STIPENDS .....	27
M. LEADER VISIT PROGRAM .....	28
N. OPERATING RESERVE FUND AND SPECIAL PROJECT FUND.....	28
1. Operating Reserve Fund .....	28
2. Special Project Fund .....	29
O. INVESTMENTS .....	29
P. STAFF COMPENSATION.....	29
<b>SECTION VIII: PRIVACY.....</b>	<b>30</b>
<b>SECTION IX: AMENDMENTS.....</b>	<b>30</b>

<b>APPENDICES .....</b>	<b>31-54</b>
APPENDIX A. CODE OF ETHICS FOR PROFESSIONAL COMMUNICATORS.....	31
APPENDIX B. ETHICS EDUCATION POLICY .....	33
APPENDIX C. CONFLICT OF INTEREST POLICY .....	34
APPENDIX D. IABC WHISTLEBLOWER POLICY .....	36
APPENDIX E. IABC ANTI-FRAUD POLICY .....	38
APPENDIX F. BOARD AND EXECUTIVE DIRECTOR ROLES AND RESPONSIBILITIES .....	42
APPENDIX G. IABC INVESTMENT POLICY .....	46
APPENDIX H. IABC E-MAIL PRIVACY POLICY .....	50
APPENDIX I. IABC WEBSITE USER CONDUCT POLICY .....	51
APPENDIX J. PARTNERSHIPS GUIDELINES .....	52
APPENDIX K. COMPLIMENTARY REGISTRATIONS POLICY .....	53
APPENDIX L. BUDGET POLICY.....	56
APPENDIS M. PRICE PARITY POLICY .....	57

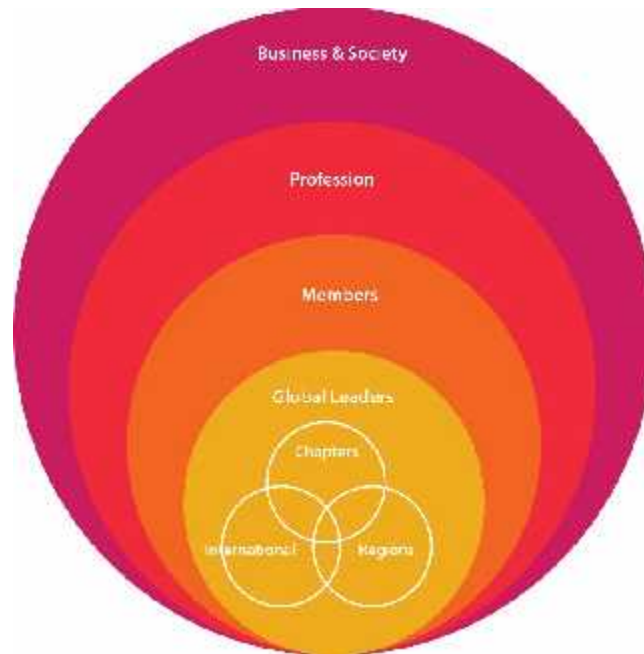
## SECTION I: Quick Reference

### A. What is the vision of IABC?

Professional communicators at the heart of every organization.

### B. How does IABC effect change?

The visual below reflects how IABC, through our 1000+ leaders can influence and impact the profession, the business world and society at large.



### C. Who does what?



#### Chapters

- ) The heart and soul of IABC
- ) Provide local network, professional development, mentoring and more

#### Regions

- ) A resource to Chapters, provides regional-level leadership development and sharing of good practices
- ) Looks after Members-at-Large
- ) Some regions also run conferences

#### International

- ) Provides the global framework for the organization and sets standards and direction
- ) Supports Regions in delivering value to Chapters
- ) Provides global tools, resources and content (including membership back-end)
- ) Global connectivity

### D. That's a lot of leaders! Where can I learn more about what they do in practice

- a. IABC [IEB](#) and [staff](#)
- b. Listing of international committees [here](#)
- c. You can find contact details for your local chapter and region [here](#).

### E. Where can I learn more about the IABC culture, values and voice? Shared values are principles that help define the culture and behavior of an organization and its members. The IABC shared values, created as a result of the Brand Taskforce's research, define what makes our association unique, but also allow us to build further on these strengths.

**We represent the global profession.** As the only global communication association, we strive to advocate for the profession, represent best practices, define the [global standard](#), and live by a [code of ethics](#).

**We create connection.** We connect business and communication and connect people with communication. We foster community, build special relationships and learn from each other.

**We are a diverse community.** We welcome diverse communication professionals of all levels and practices. We embrace diverse viewpoints, encourage conversation and celebrate cultural differences.

**We focus on insights and results.** We position communication as a strategic function that has impact on return-on-investment and demonstrate the business value of communication.

When our words and actions demonstrate, and reinforce who we are and who we deliver, IABC stands out amongst the crowd.

### Our brand personality

Characteristic	Behavior – What it means
Accessible	Collaborate, supportive, consultative
Open	Lighter
Contemporary	Current, leading-edge
Professional	Effective and efficient

### Our tone of voice

Our tone of voice is the way in which we write and speak; what we say and how we say it. It is informed by our personality; it is important that our brand personality is translated into words as well as the visuals. The way we express ourselves in words is a reflection of our brand.

STONE OF VOICE	WHAT IT MEANS	WHAT IT DOESN'T MEAN
<b>Human</b>	We are personable. Address the audience with an inclusive tone in first person (i.e. you, we, us). It is a member-first perspective. We are welcoming and friendly. We are collegial and down-to-earth.	We don't mean we are too familiar, soft, cute or alternatively stiff. We don't mean a corporation talking to a customer but a colleague talking with another colleague.
<b>Open</b>	We are clear, uncomplicated and easy to understand. We are approachable and positive.	We don't mean patronizing, lacking substance, or double meanings. We avoid unnecessary jargon and rhetoric.
<b>Confident</b>	We are accomplished, relevant and leading-edge. We celebrate our successes and are proud of who we are (meaning our brand and our member community).	We don't mean arrogant, pompous, vain, or over-promising.
<b>Professional</b>	We are responsive, dependable and timely. We are knowledgeable and collaborative. We understand that quality underlies what we	We don't mean stuffy, corporate or formal, boring or lacking a sense of humor.



---

do and what we deliver to our members.

---

Learn more by reviewing the [IABC Brand Identity Guidelines](https://www.iabc.com/about-us/governance/).

**F. Where can I find the latest IABC Strategy?**

See the [presentation](#) at the most recent Annual General Meeting held Saturday, June 10 2017. The board also regularly shares updates on [chair.iabc.com](http://chair.iabc.com)

**G. Who sets the strategy?**

IABC strategy is organised on a three-year rolling basis. It is owned by the IEB and is arrived at through consultation with leaders andbers around the world. If you want to contribute, be sure to attend your regional and/or international Leadership Institute. Participating in Leader and Member surveys also helps inform this work. Learn more about IABC's governance here: <https://www.iabc.com/about-us/governance/>

**H. What is a Leadership Institute?**

IABC organizes leadership development events around the world at the regional level, and once a year at the international level. This is where leaders go to grow and share.

**I. I have already attended a Leadership Institute and I have appetite for more – what are the opportunities?**

Contact your local chapter and region for opportunities to serve. You can find them all listed [here](#). Opportunities to serve at the global level also arise a number of times a year through our regular Open Calls. Keep an eye on the monthly Leader Letter for more.

**J. How do I avoid a conflict of interest?**

Leaders in IABC are per definition volunteers, giving their time to advance the profession, the association, and the careers of their peers. Sometimes this can give rise to a conflict of interest. Learn more by reading the policy on page 31.

**K. I have an opportunity for IABC to work with another organizatoin**

IABC works with commercial organisations through sponsorship and in some cases with like-minded non-profits through partnerships. See relevant policies on pages 47.

**L. How do I use the name of the organization correctly?**

The name of this organization is the International Association of Business Communicators (IABC). All Chapters of the Association shall use "IABC" (or, where appropriate, a non-English equivalent) accompanied by a local designation in their names. The official designation of IABC should be shown on all Chapter, Region and International materials.

Members are free to identify themselves as IABC members in mastheads, audiovisual credits, and other similar opportunities. Members should ensure, however, that in doing so there is no IABC endorsement, or implication of endorsement, of their communication products or services. Members should in no way present membership in IABC as a credential.

Because IABC membership resides with individual communicators and not with their organizations, members also should ensure that in no way is there the implication that their organizations are members of IABC.

**M. What about confidential information?**

**Statement of Policy of Confidentiality.** Members of the IEB, committee chairs, committee members, other IABC members, and employees of the IABC must take due care to keep confidential information that is proprietary to IABC.

Such information includes, but is not limited to, IABC marketing research, membership data, marketing plans, non-public financial material, plans for new member services, proceedings of closed sessions of the IEB, and information about headquarters staff personnel and compensation. Questions involving the nature or dissemination of proprietary information should be referred to the IEB Chair or Executive Director.

**N. How can I use the IABC logo?**

Remember, our brand is not just a logo, but we do of course have guidelines for the visual use nevertheless.

**O. Work Protocols**

It is important to understand that IABC leaders do not line-manage staff. This is an activity delegated by the International Executive Board to the Executive Director. The one exception is the IABC Chair, who with the help of the Personnel Committee, line-manages the Executive Director.

The Executive Director ensures that IABC personnel policies will conform to local, state and national laws and will reflect highly ethical organizational behavior. IABC will recognize and respect the individuality of employees and will, insofar as is possible without sacrificing organizational performance and effectiveness, accommodate and support diverse individual needs.

**P. Do we have a Code of Ethics?**

- a. We do! See page 29 and visit <https://www.iabc.com/about-us/leaders-and-staff/code-of-ethics/> and do note that all members sign this when they join, and every time they renew. Any changes to IABC's Code of Ethics will be communicated to all members of IABC in a timely manner as defined in the Ethics Education Policy. See Appendix B.

Also, the IEB has adopted a Conflict of Interest policy to help guide decisions regarding commercial transactions or arrangements for the best interest of IABC and its members. See Appendix C.

IABC's Code of Ethics and Conflict of Interest policy requires directors, officers, committee members and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Accordingly, the IEB has adopted a Whistleblower policy. See Appendix D. The IEB has also adopted an Anti-Fraud policy. See Appendix E.

**Q. Do we have a Corporate Seal?**

We do. IABC has adopted and may modify a Corporate Seal in accordance with legal requirements. The official seal of the corporation shall be in the custody of the Executive Director and may be affixed to all official documents.

**R. What kinds of Awards do we have at the international level?**

- a. **Gold Quill Awards Program.** IABC's Gold Quill Awards recognize superior achievements in business and organizational communication.

The integrity of the Gold Quill Awards is of paramount importance. To avoid conflicts of interest, or the appearance of any conflict, evaluators are prohibited from evaluating categories in which they, members of their firm, or their clients have entered work. Similarly, division coordinators are prohibited from entering work in the division which they are coordinating, and the Awards Chair may not enter any work in any category. Members of the Blue Ribbon Panel may not evaluate any entries they have entered or in which they have any

material interest. Evaluators with potential conflicts, including work as mentors for Gold Quill entrants, must inform the Awards Chair or the appropriate Evaluator Panel Chair immediately upon becoming aware of the conflict and must recuse themselves where conflicts are involved.

Work done for IABC, either *pro bono* or for payment, is not eligible for entry in the Gold Quill Awards program. Work done for individual Chapters or Regions may be entered.

The Gold Quill Awards Program also may grant special awards such as the Jake Wittmer Research Award, the Business Issue Award, and the Susan Berzok Student Award of Excellence, according to Gold Quill criteria.

- b. Chairman's Award.** The Chairman's Award recognizes the special contributions of members of the Association. The award is given solely at the discretion of IABC's Chair. Groups or individuals selected to receive a Chairman's Award must have made a substantial contribution at the international level of IABC during the last five years. Generally, this is a contribution that largely has gone unrecognized.
- c. Rae Hamlin Award.** Rae Hamlin, ABC, was instrumental in the development and success of IABC's long-standing accreditation program – a mark of excellence in strategic communication management for over 40 years. In her 25 years with IABC, Hamlin managed and inspired volunteers worldwide to promote this standard, including serving as accreditation coordinator on staff at IABC headquarters in San Francisco. She passed away in 2009. This award is bestowed at the IABC World Conference annually in her honor, continuing to recognize exemplary service in advocating the [Global Standard of the Communications Profession](#).
- d. Fellows Award.** Selection as an IABC Fellow is the highest honor IABC can bestow upon one of its members. The designation is given to recognize those IABC members who continually have made an outstanding contribution to the communication profession, through exemplary achievement within their own organization and through unselfish service to IABC and its members. The Fellow designation is awarded only to those individuals who are recognized by their peers as outstanding leaders in the profession. New Fellows are proposed by the Fellows Committee and require a two-thirds vote of the IEB for election. Additional information about Fellows can be found in the Membership section and in the Committees section.

## SECTION II: MEMBERSHIP

IABC membership includes the following categories, as outlined in the Bylaws: Professional Members, Student Members, Fellows, Retirees, 500 Club Members, Affiliate Members and Corporate Members. The following information supplements the Bylaws, which lists all membership categories.

IABC memberships are held by individuals, not organizations, and include:

A) **Professional Members.** Professional Members include professional communicators, educators, consultants, and other professionals in the communication field; Fellows; retired communicators; 500 Club; and others as may be designated from time to time by the IEB.

(i) **Fellow Memberships.** Only members of IABC are eligible to be IABC Fellows. To maintain the prestige of the Fellow Award, IABC will bestow the Award on no more than five persons in any one year. Present IEB members and any person who has served as Chair during the past three years are not eligible. Existing Fellows through to the Class of 2016 were granted lifetime membership in IABC and are encouraged to donate to the IABC Foundation. However, those who receive the Fellow Award thereafter shall be required to pay International, Region, or Chapter dues.

(ii) **Retiree Memberships.** This membership shall be available to individuals who were Professional Members for at least five years and who are generally considered to be retired, provided the individuals are at least 60 years old. Retiree members do not pay Chapter or Regional dues.

(iii) **500 Club Membership.** The 500 Club was launched in 2001 for 500 members in good standing who bought a lifetime membership as outlined in Section D, Dues and Fees. 500 Club members are exempt from paying International and Regional dues but must still pay Chapter dues annually if applicable. These members are considered Professional Members of the Association. The 500 Club is not accepting additional members.

B) **Student Memberships.** Full-time students of colleges, universities, and other educational institutions shall be eligible for student membership. This membership shall also be available to part-time students who are working toward a degree, but who are not presently engaged in the communication profession. Students do not pay Regional dues. Chapter dues are determined by individual chapters.

(i) **Student Transition Memberships.** The Transition Member category includes all college and university graduates who have completed their program in the previous 12 months. Proof of graduation that indicates when the program was completed must be provided along with the membership application.

C) **Affiliate Members.** The IEB may establish affiliate membership, based on membership in Affiliate organizations, as set forth in the Bylaws, and other categories of membership, as the IEB may designate from time to time.

D) **Corporate Memberships.** IABC's corporate membership package offers a low, flat rate per person, based on the size of the group, with a minimum of 5 people.

- ⊗ Platinum Package (for 75+ employees)
- ⊗ Gold Package (for 31-74 employees)
- ⊗ Silver Package (for 16-30 employees)
- ⊗ Bronze Package (for 5-15 employees)

**E) Dues and Fees**

1. **Membership Year.** The IABC membership year shall be a 12-month period beginning on the day dues are processed by IABC headquarters.
2. **Dues Amounts.** Annual dues for IABC members shall be recommended by the Secretary/Treasurer, for IEB approval. Effective dates for any changes will be outlined by the IEB in its vote.
3. **Foreign Currency Rates.** IABC dues in Canadian dollars, Euros and Australian dollars are charged according to the exchange rate of the day, as determined by Oanda.com.
4. **Purchasing Power Parity.** The IEB encourages international diversity by adjusting dues outside the United States to better reflect the purchasing power parities of local currencies. A tiered structure, which will be reviewed every other year, provides guidance on these adjusted dues. The Secretary/Treasurer will provide a review of the tiered structure and recommend any changes to the IEB.
5. **Application Fee.** New members shall also pay an additional application fee in an amount established by the IEB.
6. **Non-Payment of Dues.** IABC services shall be terminated for members whose renewal dues have not been received at headquarters by the last day of the membership period. If renewal dues are received within 60 days after membership has lapsed, the renewal/application fee shall be waived.
7. **Membership Period.** Membership shall continue for the period for which dues are paid. In as much as IABC is an organization of professional communicators, membership is considered to reside with individuals, not organizations. However, any employer who paid the dues for a former employee may, upon request, be entitled to an individual membership at no cost for the employee's replacement for the balance of the period for which dues have been paid, if more than three months remain on said membership. The former employee shall retain his or her membership for the balance of the period for which dues are paid.
8. **Refund Policy.** No dues shall be refunded to any member whose membership terminates for any reason.
9. **Joining Multiple Chapters.** Members wishing to join more than one chapter may do so by paying the chapter dues for all chapters of interest.
10. **Student Dues.** Student members shall pay dues established by the IEB.
11. **Student Transition Dues.** Student transition members pay half of the professional international dues relevant to their geographic location, along with full chapter and region dues and the application fee. After one year of student transition membership, these members are charged the full professional rate for renewal.
12. **Retiree Dues.** Retiree members shall pay dues established by the IEB.
13. **500 Club Dues.** 500 Club members paid dues of US \$1,000 or its equivalent, one time, entitling the 500 Club members to all Professional Member benefits. Annual dues must still be paid to the member's Chapter, if applicable. The 500 Club is now closed.

**F) Statement of Policy on Full Partnership.**

Communication professionals who are not members may participate in the Association's activities for fees determined by the Chapter, Region, or IEB, as appropriate.

However, those who vote or influence the Association's policies or procedures and those who receive advantages from the use of IABC's name, must be members of the Association, as defined in the Bylaws.

For these reasons, there is no provision for "local-only" membership. Any Chapter with local-only members is in violation of this Policy and will be subject to revocation of its charter.

Also, any member whose main work or residence location is within 50 miles of the commonly accepted central location of a Chapter must be a member of that Chapter. In any case where the question arises, the IEB will determine what constitutes the "commonly accepted central location of a Chapter."

If there is more than one Chapter within 50 miles of a member's work or residence location, the member can choose which Chapter to join. If a member decides to join more than one Chapter, the member must designate which Chapter will be the Chapter of record.

A member whose main work location is beyond 50 miles from the commonly accepted location of a Chapter has the option of joining a Chapter or being a Member-at-Large.

In addition, all members are automatically members of a Region, depending on their location, and are required to pay dues established by the Region, except as otherwise stated in Bylaws or these Policies.

## SECTION III : ORGANIZATIONAL STRUCTURE

### A. Regions

1. **Region Function.** IABC shall be organized by geographic Regions, which are designed specifically to safeguard the links between members, Chapters, and the IABC IEB. IABC's Regions will at a minimum, following the procedures in IABC's Bylaws:
  - A) Serve as the coordinating body for activities, needs, and issues within the Region
  - B) Provide support and services for Chapter leaders, and take ownership of Members-at-Large within Regions
  - C) Promote Region growth
  - D) Consolidate issues from Regions, communicate them to the IEB, and provide feedback and information on issues under consideration by the IEB
  - E) Serve as the link among members, Chapters, Regions, and the IEB through the participation of Region Chairs in IABC's Council of Regions and their interaction with an IEB liaison
  - F) Provide a forum for sharing best practices among Chapters in the Region
  - G) Elect a Region Chair and appropriate leadership
  - H) Promote business communication ethics educational materials, resources and protocol developed by the IABC IEB and the IABC Ethics Committee
2. **Region Constituents.** Regions serve the following principal constituencies:
  - A) **Chapter and Region leaders.** Regions serve Chapter leaders by facilitating the exchange of information, ideas, and resources throughout their Regions, and by providing leadership training.
  - B) **Members of the Region.** Regions serve their members by developing the communication, leadership, and management skills of Chapter and Region leaders; representing member interests at other levels of the Association; and promoting professionalism through programs offered in Chapters, in their Region, and in conjunction with other IABC Regions.
  - C) **IABC IEB and the Association at Large.** Regions serve the IABC IEB and the Association at large by encouraging Chapter and Region leaders to take part in policy development at all levels of the Association; ensuring a timely and consistent flow of information and ideas between Regions and the IABC IEB; and helping to identify a pool of qualified, dedicated leaders to serve the interests of the Association at large.
3. **Chapter Alignment.** The geographic area served by Regions shall be defined and revised, as needed, by the IEB. If a Chapter or Chapters in one Region want to align with another Region, the following procedure shall be used:
  - A) The Chapter contacts its current Region (e.g., the Region Chair or Chapter Liaison) to discuss the reasons for making a change.
  - B) The current Region representative discusses the potential change with the new Region and comes to agreement on the change.
  - C) The current Region forwards the request to the IEB through the Region's Board Liaison or other appropriate means in the form of a motion presented to the Board.
  - D) The IEB, in accordance with IABC Bylaws, will make the final decision about any realignment requests.
4. **Region Organization.** Regions shall have supervision, control, and direction of the affairs of their Regions through the Region Board, which shall consult as a body on affairs, activities, needs, and problems of Chapters and members within the Region. Roles and responsibilities of the Region Board are defined in IABC Bylaws and Policies and in Region Bylaws and Policies. The Region Board may organize itself in the manner deemed best suited to carry out its duties, provided the resulting organization conforms to IABC Bylaws and the following criteria:

- A) The Region Board shall include the Region's officers and Directors, the number of which shall be determined by each Region. The IEB Chair and all members of the IABC IEB residing in the Region shall be ex-officio, non-voting members of the Region Board.
- B) Each Region Chair shall serve and represent the interests of the Region on the IABC Nominating Committee. The Nominating Committee will meet to determine the IABC IEB slate of officers during the Leadership Institute and other committees as assigned.
- C) The Region Board shall consider recommendations and suggestions submitted by Chapters and individual IABC members within the Region. It may formulate a Region recommendation or suggestion to be presented to the IABC Council of Regions and/or the IABC IEB. The Region Board shall also set policies regarding quorums and voting, and other policies necessary to accomplish its purposes.
- D) A petition signed by 25 percent of a Chapter's Professional Members, or by a minimum of 50 Professional Members, or by five percent or more Professional Members throughout a Region, or by a majority of the Region's Members-at-Large, shall be moved from the Region Board and must be considered and approved by the IABC IEB.

The Region Board shall report the full list of its Board to IABC headquarters, as well as the names of any Region At-Large representatives and Region committee chairpersons. While the initial responsibility rests with the Chapter, the Region Board shall also help collect the names of all Chapter officers, whenever the Chapters elects officers, or when there is a change in a Chapter's officers, and report that information to IABC headquarters.

## **B. Chapters**

1. **Chapter Function.** An organization of communicators meeting the membership requirements of IABC may be approved as a Chapter by the IABC IEB, provided that the group has met all of the requirements for Chapter formation, including having a minimum viable number of members according to geographic situation and a Board of Directors at the time the charter is issued. Information about chartering an IABC Chapter is available from IABC's Leader Service Centre.

Individuals wishing to form a Chapter must obtain the support of their Region Board, which can then recommend that the IEB approve the group as a developmental Chapter. Each Chapter may organize itself in the manner deemed best to serve its members, provided the resulting organization conforms to the following criteria:

- A) The Chapter complies with all provisions of the IABC Bylaws and Policy Manual.
- B) The Chapter selects one Delegate and one Alternate from among the Chapter President, Past President, and President-Elect to cast its vote on IABC issues.
- C) All Chapter officers shall be Professional Members of IABC.
- D) The Chapter shall make appropriate use, as deemed by the IABC IEB, of services and resources provided by the Association. In this regard, IABC recognizes the value of sponsoring or otherwise supporting, with other communication, public relations, and similar organizations, occasional joint programming and seminars that contribute to the mission of the Association.
- E) The Chapter Board shall report the full list of its Board, as well as the names of any committee chairpersons, to IABC headquarters, within the deadline specified by IABC headquarters.

The Chapter, however, shall not enter into any permanent or regular alliance with another communication, public relations, or similar organization that would provide or appear to provide, the resources of the Association on an ongoing basis to individuals who are not members of IABC.



2. **New Chapters.** Newly established Chapters will enter into a developmental phase for up to two years. Developmental chapters must have at least 15 members and a board of directors. During the developmental phase, developmental Chapters will not have voting rights. Developmental Chapters will be required to increase membership, recruit and retain a Chapter Board, and provide services for their members. Details on the developmental phase and receiving a Chapter charter are published in the Guidelines for Chartering Chapters, available from IABC headquarters.

Upon completion of the developmental phase and acceptance by the IEB, each Chapter will receive a charter, signed by the IEB Chair, as evidence of membership in the Association. The IEB may, in exceptional cases, grant a charter to a developmental chapter prior to two years if the developmental chapter has met or exceeded the requirements of a developmental chapter, and there is clear indication that this successful trend will continue.

3. **Probationary Status.** A Chapter that fails to maintain the minimum of 15 Professional Members may be placed in a probationary status by the IEB. If the Chapter is placed in a probationary status, the Chapter will forfeit its voting rights, and individual IABC members will be considered as Members-at-Large of the appropriate Region for voting purposes. Membership totals shall be reviewed periodically by the President, and probationary status may be lifted when Chapter membership exceeds 14 Professional Members.
4. **Inactive Status.** The IEB holds the discretion to determine whether a chapter has become inactive. When a Chapter becomes inactive, all funds in the Chapter's treasury revert to its Regional treasury. A receipt for the funds will be sent to the appropriate chapter leader at the time, with notification to IABC International as well. If the Chapter reactivates within two years from the date it became inactive, and it can be demonstrated to the Regional board that they have met the criteria for an active Chapter, the money will be returned to the Chapter. If the Chapter does not reactivate within two years, the money should be set aside in a Region-level fund for investment in Chapters or Members-at-Large as determined by the Regional board. These boards have the option of transferring funds to the general IABC International chapter development fund for use by any group in any Region.
5. **Failure to Comply.** Any charge of failure of a Chapter to comply with the IABC Bylaws and Policy Manual shall be handled in the following manner:
  - A) Chapters not in compliance shall be so advised by the Region Chair or an IEB member.
  - B) If the non-compliance is not corrected, the Region Chair or IEB member shall present the charges at a hearing before the IEB, having notified the Chapter and each of its IABC members in writing of the charges and the hearing, at least 30 days prior to the hearing.
  - C) At the hearing, any members of the Chapter shall have the right to address or otherwise provide remarks, information, and supporting documents to the IEB concerning the charges. A two-thirds vote of the IEB shall be required to terminate or suspend a Chapter's charter for non-compliance.
  - D) The Region Chair or IEB member shall notify the Chapter, each of its members, and the Region Board of the IEB's action.
  - E) Any Chapter whose charter has been suspended or terminated may be reinstated by a two-thirds vote of the IEB.
6. **Resolving Chapter Issues.** IABC members are encouraged to resolve Chapter problems at the Chapter level, in accordance with the Chapter's governing documents. Having exhausted all means of appeal at the Chapter level, the member(s) may appeal to the Region Board, provided the appeal is in writing and is signed by at least 20 percent of the members of the Chapter in

question or at least 15 members. The Region Board shall investigate the appeal and shall, within 30 days after the date of the appeal, make a decision concerning the appeal.

An appeal of a Region Board's decision must be submitted in writing within 30 days of that decision to the IEB Chair by a Chapter Board or by the original petitioners. The IEB shall review the matter; they may delegate this responsibility to the Executive Committee which will make recommendations to the IEB. The IEB's decision, by a two-thirds vote, shall be binding on the members, Chapters, and Regions involved.

#### C. **Student Chapters**

IABC Chapters may organize student Chapters, as entities of the local Chapter, when sufficient interest, as approved by IABC staff, has been indicated by students and faculty advisors.

In the absence of a sponsoring local chapter, student chapters may also be established at colleges or universities where a faculty member is willing to serve as the chapter's advisor.

Student chapters must have at least 10 members with a board consisting of at least a President, Treasurer and Membership Chair.

#### D. **IABC Foundation**

1. **Scope.** The IABC Foundation is a charitable, 501(c)(3), not-for-profit organization, which is under the auspices and control of IABC, as defined in Section 509(a)(3) of the Internal Revenue Code.
2. **Mission.** The mission of the IABC Foundation is to generate resources to fund IABC strategic initiatives in line with IABC's purpose and to demonstrate the power of professional communication as a force for good in business and society.
3. **Staff Support.** The Executive Director of IABC shall serve, or deploy an appropriate staff member to serve as the staff person who carries out support and operational functions on a day-to-day basis for the Foundation. The IABC Executive Director shall direct and assign other appropriate support staff, such as Finance, Publishing/Production and Marketing, as required to aid in carrying out the work of the Foundation.
4. **Structure.** Other structure and committee arrangements in support of the Foundation mission are at the discretion of the Foundation Chair and Board of Trustees.
5. **Governance.** The IEB shall serve as the Foundation's Board of Trustees. The IABC Foundation shall maintain Bylaws and a Policy Manual to help it carry out its mission. Amendments to the Bylaws of the IABC Foundation must be approved by a majority vote of the delegates to the Annual General Meeting.

#### E. **Meetings of Members and Voting**

When the IABC Bylaws provide for a ballot, the subject(s) of such ballot must be provided by mail, telephone call, or email at least 14 days prior to the deadline established for the receipt of all ballots.

## SECTION IV: INTERNATIONAL EXECUTIVE BOARD

### A. Board Roles/Responsibilities.

The IEB is the governing body of IABC and is accountable to the members. The IEB shall have supervision, control, and direction of the affairs of the Association; actively pursue the Association's mission; determine its policy within the limits of the law, Bylaws, and Articles of Incorporation; uphold the IABC Code of Ethics for Professional Communicators; and supervise disbursement of funds. The IEB develops the strategic plan and direction for IABC under the guidance of the IABC Bylaws approved by the IABC membership.

1. **Confidentiality.** Confidentiality of Board information is of utmost importance. To encourage the free flow of information and discussion necessary to ensure well-informed decisions, Board members are expected to retain in strict confidence all Board discussions and information provided as background for decisions -- sharing only decisions and results of Board meetings.
2. **Attendance.** Any Officer or Director, who misses three consecutive meetings, in any combination of face-to-face, or conference-call meetings, will be referred to the Chair for review and consideration for removal from the IEB. The final decision on Board removal is to be made in consultation with other Board officers and the IEB member in question. A board orientation meeting is scheduled annually at World Conference. All incoming and current board members are required to attend regardless of previous board experience.
3. Board meetings are the ultimate venue for executing the responsibilities of oversight and strategy. The IEB have adopted a consent agenda policy to facilitate board focus and create space for strategic discussion on the organization's most pressing issues

More information on Board Competencies and Board Expectations may be found in Appendix F - Board Roles and Responsibilities.

### B. International Executive Board Nominations

1. **Nominating Committee.** The Nominating Committee will meet to determine the slate of directors for the next administrative year during Leadership Institute.

Nominating Committee members – as defined in the Bylaws, Article 8 - must participate in the Nominating Committee meeting in person. Any Nominating Committee member, who also is a candidate for the IEB or an officer position, shall excuse him or herself when the Nominating Committee discusses his or her candidacy.

Shall a Nominating Committee delegate be unable to serve; the Region may appoint an acting officer of the regional board or a past regional chair as a proxy.

The current Region Chair must inform the Nominating Committee Chair and the Executive Director in writing of any replacement delegate 30 days in advance of the Nominating Committee meeting. In the event of emergencies, the Alternate shall be announced in writing to the Nominating Committee Chair and the Executive Director as soon as possible.

2. **Slate of Nominees**

- A) Nominations will be formally offered to each nominee before the slate is presented for Board approval. The Nominating Committee shall present its slate to the IEB for its approval at the next IEB meeting following the Nominating Committee meeting. Copies of the slate, to include the current Vice Chair, who automatically succeeds to Chair, will be delivered to all Chapter Presidents, Delegates, and Alternates at least 21 days in advance of the Annual Meeting, as part of the Annual Meeting notice.

- B) If the IEB fails to approve the slate, the Nominating Committee shall reconvene (in person, by conference call) to determine a new slate to be presented to the IEB. This process shall continue until a slate is approved by the IEB.
- C) If the Nominating Committee fails to meet its deadline or, given a reasonable effort within the provisions of the preceding paragraph, fails to present a slate that gains IEB approval prior to the Annual General Meeting notification, the entire IEB, presided over by the Chair, shall act to approve a fair and representative slate, based on competency and other criteria established in the Bylaws. The IEB's action must occur in time to present the slate to delegates 21 days in advance of the Annual Meeting. If such action should be necessary because of the Nominating Committee's inability to present a slate that gains IEB approval, successful candidates for the positions of the Vice Chair, Secretary/Treasurer, and Director shall be those with the most IEB votes, not necessarily a majority.
- D) If a nominee for Vice Chair, Secretary/Treasurer, or Director finds it necessary to withdraw or is unable to serve before being elected, the chair of the Nominating Committee shall reconvene the Nominating Committee (in person or conference call) to determine a replacement. The Nominating Committee shall base this selection on competency and other criteria established in the Bylaws.
- E) If an Officer or a Director is unable to complete his or her term after being elected, the IEB Chair will identify a replacement, and the IEB will vote on recommended replacement, according to the Bylaws.

### 3. Election

- A) Once the slate of candidates is approved by the IEB, it is presented for a vote at the Annual Meeting. IEB nominees, the Chair and other officers shall take office upon ratification by a majority of the votes cast by those entitled to vote, as established in Bylaws, and in attendance or represented by proxy at the Annual Meeting.
- B) In the event of non-ratification of any Officer or Director, the Chair shall recess the Annual Meeting, and the IEB shall promptly meet to address the matter. The IEB shall select candidates to fill any unelected positions upon reconvening of the Annual Meeting.

The IEB shall use its best judgment in selection of candidates; may consult and interview Nominating Committee members, nominees, candidates, and others as necessary; and may name the same or different nominees for any unfilled positions. If new nominees are selected, the IEB shall quickly review available information, with the assistance of IABC staff, to assure that the candidates meet minimum competency and other criteria established in Bylaws and policy. This process shall be repeated, within reason, until a full slate of Officers and Directors has been elected and ratified by the Delegates.

### C. Officers and Directors

1. **Duties of Officers and Directors.** The officers shall perform the duties necessary to the office as prescribed by the IEB, the Bylaws, IABC policy, and the parliamentary authority adopted by IABC.
  - A) Those members elected to the IEB but not acting as an officer of IABC may be asked to provide leadership for special projects or areas of focus from the strategic plan as assigned by the Chair and approved by the IEB. This may include, but is not limited to, such areas as sponsorship, membership. Assignments to these roles will be made by the Chair and approved by the IEB based on competency, interest, and the needs of the Association.
  - B) The Chair also may appoint Directors to manage portfolios as determined from time to time by the IEB and as set forth in the Bylaws. IEB members may be appointed by the Chair to lead committees, work groups, or task forces.

2. **Officer Terms of Office**

- A) The Chair shall be elected for a single, one-year term.
- B) The Vice Chair shall be elected for a single, one-year term, automatically succeeding to the office of Chair upon election and ratification of a new Vice Chair.
- C) The Past Chair shall automatically succeed to the office when a new Chair is elected.
- D) The Secretary/Treasurer shall serve a one-year term and may be elected for a second consecutive term.

Directors shall serve for three-year terms and be elected on a rotating basis, so that at least three Directors are elected each year. Directors are eligible to serve a second consecutive term.

### 3. **Vacancies and Removal**

- A) If the Chair is unable to serve for any reason, he or she shall be replaced promptly by the Vice Chair. If the Chair's inability to serve is a temporary one, the Vice Chair shall serve as Chair until the elected Chair is able to return to duty. If the Vice Chair succeeded to the Chair because of the inability of the elected Chair to complete the normal term, the new Chair shall be entitled to a full term as Chair, as long as the entire term of chairmanship does not exceed 18 months.
- B) If the Vice Chair, the Secretary/Treasurer, or a Director is unable to serve for any reason, the IEB shall select a candidate to fill the unexpired term. The IEB shall elect a successor within 30 days of the vacancy.
- C) If the immediate Past Chair is unable to serve for any reason, the IEB shall elect a replacement from among previous Past Chairs within 30 days.
- D) Any Officer or Director may be removed for behavior or remarks that are illegal, contrary to IABC's commitment to being an equal opportunity organization or otherwise in conflict with IABC's values and standards of professional conduct. The request for removal may be initiated in writing to the Audit and Risk Committee Chair in role of Compliance Officer and justified by verifiable proof of inappropriate conduct. After investigating the complaint and taking into account the explanation of the IEB member in question, the Compliance Officer will make a recommendation to entire IEB, which shall make a final decision regarding removal in consultation with IABC's officers. Before taking a negative decision, the Board shall offer a second opportunity to the IEB member in question to provide additional grounds for non-removal. The board's decision on an expulsion is final. There is no appeal.
- E) Removals for violations of the IABC Code of Ethics or Conflict of Interest Policy will be reviewed by the Ethics Committee for a recommendation to the IEB.

### 4. **Alternates and Proxies**

- A) In accordance with state law under which IABC is incorporated, alternates may not be designated for meetings of the IEB for an absent Officer or Director.
- B) In accordance with state law under which IABC is incorporated, it is illegal for members of the IEB who are unable to attend a meeting of the IEB to grant a proxy to another member of the IEB or any other member.
- C) When financially and physically possible, but only with permission of the Chair, IABC will make arrangements to include absent IEB members in IEB meetings via conference call or some other collaborative conferencing medium. Financial responsibility for such expense will be determined prior to the meeting.

## SECTION V : COMMITTEES

At the heart of service to IABC members is a network of committees, staffed by members on a voluntary basis. All members of any committee or subgroup will be provided copies of all policies pertaining to that committee's work upon joining said committee. Committees, task forces or work groups do not create visual branding for the association. Unless specifically stated within each committee's terms of reference, committee members serve one-year terms but may be reappointed, for up to three consecutive terms. Terms start upon approval of the IEB slate during the Annual General Meeting. Committee chairs serve three consecutive one-year terms with automatic succession from vice chair to chair and to past chair.

- A. Board Committees.** IABC has five standing committees established in the IABC Bylaws: The Finance Committee, the Investment Committee, the Audit and Risk Committee, the Nominating Committee, and the Ethics Committee. Continuous board committees outlined in the Bylaws that conduct business on behalf of the organization include:
- 1. Finance Committee.** The Finance Committee reviews regular financial results, oversees preparation of an operating budget for the fiscal year adopted by the IEB, annually reviews IABC's policy on reserves, and recommends reserve amounts for the Operating Reserve Fund and Special Project Fund.
  - 2. Investment Committee.** The Investment Committee recommends a financial advisor for the Association's funds (for approval by the IEB); works with the financial advisor to develop and recommend investment options for approval by the IEB; recommends investment policy; supervises investment of IABC funds up to limits established by the IEB, in vehicles with guaranteed returns offered by such banks, trust companies, or other corporate bodies or organizations as may from time to time be designated by, or under authority of, the IEB; and reports to the IEB.
  - 3. Audit and Risk Committee.** The Audit and Risk Committee oversees and approves an audit of the books and finances of IABC at the close of the fiscal year and reports to the IEB and at the Annual General Meeting. The committee also works with the Executive Director to commission, review and make recommendations for potential audits covering Human Resources, Technology, and Disaster Recovery and Business Continuity.
  - 4. Nominating Committee.** The Nominating Committee screens nominees for Vice Chair, Director, and Secretary/Treasurer and committee members under guidelines adopted by the IEB, primarily on the basis of competency criteria established by IABC, with consideration for geographic, demographic and cultural diversity, and shall present its slate to the IEB for approval. See Section IV, B1 and B2 for policies related to the Nominating Committee's work.
  - 5. Ethics Committee.** The Ethics Committee supports the *IABC Code of Ethics for Professional Communicators*, recommends membership sanctions to the IEB in accordance with IABC policy, offers advice and assistance to individual communicators regarding specific ethical situations, assists with professional development activities dealing with ethics, and reports to the IEB. The IABC Ethics Committee shall be composed of seven members of the association (including at least one Fellow) reflecting cultural, demographic and geographic diversity. Specific roles are illustrated within the committees corresponding terms of reference. The Ethics Committee will serve in accordance with the Bylaws and report its activities to the IEB at its meetings at least two times a year.
- B. Other Committees.** The Chair shall create such other committees, subcommittees, work groups, task forces, advisory teams, and judging teams as are necessary, and which are not in conflict with other provisions of IABC's Bylaws or this Policy Manual. The Chair is responsible for appointing chairs for any such groups, and, at the time of their appointment, for prescribing the group's makeup and duties, term of existence, and method and frequency of reporting. An open-call nominations policy to add or fill positions has been approved and implemented by the IEB.

- C.** A complete list of current IABC committees and task forces can be found on IABC's website at <https://www.iabc.com/about-us/governance/iabc-committees/>

## SECTION VI: BOARD-STAFF RELATIONSHIP

- A. **Executive Director and Staff.** An Executive Director shall be employed by the IEB upon recommendation of the Chair whenever, for any reason, the office becomes vacant. The candidate must be confirmed by a vote of two-thirds of the Board.

The IEB shall determine compensation for the Executive Director, and it shall have authority, by a vote of two-thirds, to terminate employment of the Executive Director at any time.

- B. **General Objectives of the Executive Director.** Reporting to the IEB Chair, and following the governance model established by the IEB, the Executive Director of IABC is the chief staff person employed by IABC. The Executive Director is responsible for the development and management of all staff, programs, and administrative functions of IABC in a manner that is consistent with IABC Bylaws, this Policy Manual, and sound IABC management principles. The Executive Director of IABC must have proven administrative abilities, knowledge in all areas of association management, and a demonstrated understanding of the communication profession.

More information about the principal duties of the Executive Director may be found in Appendix F – Board Roles and Responsibilities.



## SECTION VII: EXECUTIVE LIMITATIONS

- A. **Nonprofit Status.** IABC shall not issue stock. No part of its revenues shall inure to the benefit of any member or any other person, except as otherwise provided in the Bylaws and IABC Policy Manual.
- B. **Fiscal Year.** The IEB shall determine the fiscal year calendar. Until further action is taken, the fiscal year of IABC shall begin January 1 of each year and terminate December 31.
- C. **Salary Restrictions.** No member of Region Boards nor the IEB may receive any compensation for services rendered to those Boards, but members may receive reimbursement for certain expenditures incurred on behalf of IABC.
- D. **Audits.** IABC's financial records shall be audited annually by a Certified Public Accountant,

The auditor shall present the audit report to the Audit and Risk Committee. After discussion, the Audit and Risk Committee will forward the report to the IEB for approval. The Audit and Risk Committee Chair shall report on the audit to the delegates at the Annual General Meeting. Should the Audit and Risk Committee Chair be unable to present the report at the AGM, he/she shall appoint a committee member to make the report at the AGM or the IEB Treasurer will report on his/her behalf. The audit report shall be approved by a simple majority vote of those eligible to vote at the Annual Meeting. No later than 30 days after the audit is approved, the Audit and Risk Committee Chair shall ensure that a full report on the fiscal year-end audit shall be made available to all members.

- E. **Periodic Financial Reports.** The Secretary/Treasurer shall furnish members of the IEB with reports of income and expenditures, assets and liabilities, and the status of financial investments. Prior to IEB meetings, summaries for appropriate periods shall be made available to IEB members, as well as to Region Chairs and Chapter Presidents requesting such information. A report for the fiscal year, as current as possible, shall be made at the Annual Meeting.

Members of the IEB shall receive copies of all proposed budgets at least 14 days in advance of the Board meeting at which the budget will be considered.

- F. **Commercial and Savings Accounts and Securities.** The Executive Director, with the approval of the Secretary/Treasurer, may select convenient financial institutions and arrange for safekeeping of IABC operational funds.

The Investment Committee guides IABC investments and securities. For more information, see item *L. Operating Reserve Fund and Special Project Fund* below.

- G. **Reimbursement of Expenses.** No member of the IEB shall incur expenses payable by IABC except by prior agreement of the IEB, or in the performance of routine matters customarily paid for by IABC.

- A. **Complimentary Registration Policy:** IABC recognizes the commitment and dedication of its leaders, who give much of their time voluntarily. In recognition of the duties international leaders are required to perform during World Conference and International Leadership Institute, the International Executive Board has approved a Complimentary Registration Policy. See Appendix K.

- H. **Authority for Disbursements**

1. For items exceeding US \$5,000 not clearly covered by budget categories, written approval of both the Chair and the Secretary/Treasurer shall be required in advance.

2. The Executive Director and staff members designated by the Executive Director shall have signature authority for all expenditures and withdrawals clearly covered by budget. Two signatures shall be required for checks and withdrawals of US \$5,000 or more.

3. In circumstances when two signatures are required and only one signatory is available then the Secretary/Treasurer shall also have authority to sign checks.

I. **Funds for Chair, Vice Chair and Immediate Past Chair.** IABC shall budget funds for the travel expenses of the Chair and Vice Chair, who shall regularly submit requests for reimbursement of actual expenses. The total amount of reimbursement for the Chair and Vice Chair shall not exceed the amount budgeted, without prior approval of the IEB.

1. Who is covered

- A) IEB Chair and Vice Chair
- B) During World Conference and the International Executive Board meeting that precedes it the same weekend, this policy will include the incoming Past Chair, Chair and Vice Chair.
- C) Selected committee chairs as determined by the budgeting process.

2. What expenses are covered?

- A) Transportation costs to get from home city to meeting location (airfare [economy base-fare rate], train, or mileage, payable at the rate used by the U.S. Internal Revenue Service)
- B) Shuttle or taxi fares to get from airport or train station to hotel and back
- C) Taxi fares to get to and from meetings
- D) Hotel room and tax

3. What expenses are not covered?

- A) Hotel incidentals (phone calls, Internet access, room service, movies, laundry)
- B) Hotel charges for companion
- C) Taxi fares for non-business purposes

4. What meetings are covered?

- A) IABC Board and Executive Committee meetings
- B) Other meetings as approved as part of annual budget

5. Travel Procedures for budgeted travel

- A) The in-coming Chair and Vice Chair will present a travel plan for the upcoming board year at the first meeting of the new board for approval by the IEB. They should work closely with the Director of Finance and the Treasurer to determine what is in the budget and what the budget can afford. See Section N., Leader Visit Program, for details on developing the plan.
- B) When a Board meeting is upcoming, it is the responsibility of the Chair and Vice Chair to book his/her transportation reservations. Unless the volunteer requests otherwise, IABC will make the hotel reservation.
- C) No more than 30 days after the Board meeting, the Chair and Vice Chair will submit a request for payment along with receipts for all items for which he/she is requesting reimbursement.
- D) With support from staff, the IABC Secretary/Treasurer will issue quarterly reports to the volunteer to help him/her track expenses against budget. These reports will be issued in October, January, April and June.

6. Travel procedures for un-budgeted travel

- A) Should a volunteer desire to make a trip for IABC that is not included in the current year's budget, he/she will submit a request to the Secretary/Treasurer, explaining the following points:

Departure and destination locations

Purpose of trip  
 Description of how the trip will benefit the organization  
 An outline of approximate cost per trip, with all expenditures itemized  
 Balance remaining in his/her travel budget

- B) The IABC Finance Committee will review requests based on standard fees for travel costs. The Finance Committee will work with staff to determine if the budget can support the requested travel expense reimbursement. The Committee may return with suggestions for cost reduction or sources of funding to subsidize travel.
- C) Annual IEB Chair and Vice Chair travel budget will be separated into two individual budgets to allow for equitable usage of resources. Budget will be built based on historical visit schedule according to policy and planned travel schedule. Travel expenses approval required by the IEB and only approved visits will be reimbursed as defined in the budget.

#### J. Travel Funds for Directors

1. To support directors/trustees service on the IABC International IEB/Trustees, IABC shall budget funds to provide travel reimbursement for IEB and Executive Committee meetings (except those that occur by conference call). During World Conference and the board meeting that directly precedes it, this policy will cover the out-going Past Chair as well.
2. IEB directors/trustees will be reimbursed for an appropriate amount of travel expenses to board meetings and Executive Committee meetings as determined by the Chair.
  - A) Directors/trustees are eligible to receive the reimbursement only for meetings they attend in person.
  - B) Directors/trustees will forego the full reimbursement if their employer pays their full travel expenses.
3. Reimbursable Expenses
  - A. Transportation costs to get from home city to meeting location using either air travel, train or mileage (personally owned vehicles)
    1. **Airfare:** Board members are expected to obtain the lowest available airfare that reasonably meets IABC travel needs and are encouraged to book flights a minimum of 30 days in advance. Coach/Economy tickets are permitted. A higher-priced coach/economy fare is not reimbursable, and if purchased for a premium upgrade in seating such as Economy Plus, it is the responsibility of the IEB member to pay.
      - i. Board members are required to purchase travel insurance with their airfare at time of purchase. This insurance is reimbursable by IABC.
    2. **Train:** Reimbursable train fare provided the cost is either equal to or lesser value than an economy-based airfare.
    3. **Mileage:** Reimbursable provided the cost is either equal to or lesser value than an economy-based airfare. Mileage is payable at the current annual rate used by the U.S. Internal Revenue Service. Drivers are encouraged to review the extent of their personal automobile insurance policy for travel that is business related.
  - B. Hotel (room & tax)
    - a. In the event that the board meeting coincides with a conference, board members must book their accommodations in the hotel of the conference event or sponsored hotel(s). Should board members not stay at conference hotel, their accommodations will not be eligible for reimbursement.
  - C) Ground Transportation
    - a. Reasonable reimbursement will be provided for ground transportation to and from the destination airport.

## K. Reimbursements and Timing

Board members using personal funds to arrange travel arrangements for IABC approved travel will not be reimbursed until after the event occurs and proper documentation is submitted to HQ. Following an IABC event or approved travel, the board member has up to 30 days to submit their reimbursement to HQ.

- Proper Documentation includes: Completed reimbursement/stipend form and approved appropriate travel receipts [airfare/train requirements include receipt with amount paid, date of payment and type of payment).
  - o Original receipts (**scanned electronically**) are required for all reimbursement requests
- Should the request come for travel outside of World Conference, Leadership Institute or Executive Summit, the board member is required to submit a board travel report prior to the release of the reimbursement.

IABC encourages board members to review travel policies before spending personal funds on IABC travel to determine if such expenses are reimbursable through IABC.

## L. Travel Stipends

IABC shall budget funds for travel stipends for the following. Requests for reimbursement of actual expenses and corresponding receipts are required no more than 30 days following the approved event. Recipients will only receive approved expense reimbursement up-to stipend amount, no more. Should expenses surpass stipend amount, they will receive only the allotted stipend. Travel stipend amount is subject to annual budget process approval and may vary year to year as approved by the IEB.

1. Awards Committee Chair
2. Program Advisory Committee Chair
3. Council of Regions

Eligible reimbursable expenses include:

- A) Airfare Coach/Economy tickets are permitted. A higher-priced coach/economy fare cannot be reimbursed for a premium upgrade in seating such as Economy Plus fares. If upgrade is made, it is the responsibility of the individual to cover that additional expense.
- B) Hotel (accommodations must be in the hotel of the conference event or sponsored hotel)
- C) Ground Transportation (to and from destination airport)

Stipend request for reimbursement will be provided by IABC and all receipts (electronic scans) must be provided at time of submission.

## M. Leader Visit Program

The Leader Visit program brings IABC IEB members and IABC staff face-to-face with the worldwide IABC membership to discuss challenges affecting employers, clients and the profession. In addition, board members meet (formally or informally) with chapter leaders to discuss IABC issues.

In order to be transparent and strategic on which chapters/regions the Chair and Vice Chair visit, and to utilize the travel budget effectively:

1. The Chair and Vice Chair will present a travel plan for the up-coming board year. This plan will be presented at the first board meeting of the new board at World Conference for approval. The

recommended travel plan will be based on:

- ) Available budget
- ) IEB strategic plan
- ) Feedback from the Council of Regions about which locations need a visit
- ) Information from dashboard showing health of chapters
- ) Leveraging regional conferences and leadership institutes to maximize the number of chapter leaders met with
- ) Invitations from chapters, with priority given to developmental and struggling chapters and those who have not received a visit in the last three years

The travel plan will outline the strategic benefit and projected costs of each trip. A comprehensive plan will allow the chairs to coordinate travel to maximize the budget and exposure – visiting nearby chapters to incorporate them into one trip. It is advised that some money from the travel budget be designated for unexpected travel needs that cannot be foreseen early in the board term.

2. All travel requests that come from chapters or regions flow through the Governance Manager, an IABC staff member. The Governance Manager will share requests with the Executive Committee for optimal co-ordination and transparency.

Chapters are welcome to invite board members to speak at chapters as often as they like but chapters may only request funds through the Leader Visit program once every two years. Funds are available on a first come, first serve basis but priority is given to developmental and struggling chapters and the process listed above.

Leader Visit program funds are not available for regional directors to visit Chapters in their own regions.

**Costs for Chapters or Regions Requesting a Speaker** --There is no speaker fee. The speaker's travel expenses are shared between the chapter, or region, and IABC international. IABC will reimburse half of the total cost of hotel, ground transportation and economy/coach round-trip airfare, within a reasonable, specified amount; the chapter, or region, shall pay the other half of the expenses. The speaker's food and other incidental expenses are not covered. The chapter will be responsible for the remaining expenses. Should the chapter wish to present the speaker with a gift (optional), it is recommended that a donation be made to the IABC Foundation by the chapter on behalf of the speaker. There is a limited budget for this program so chapters must receive authorization from the international office before finalizing arrangements

**Four Steps** Getting a speaker through the Leader Visit Program is a four-step process.

**Step 1** –Complete Leader Visit Program Application, located on the Leader Centre, and submit to IABC Governance Manager at [governance@iabc.com](mailto:governance@iabc.com).

**Step 2** –Once the Chapter receives approval from headquarters, the Chapter contacts the speaker directly to negotiate date, length of session, venue and all other details.

**Step 3** -The program takes place.

**Step 4** –Reimbursement: The speaker and/or Chapter send receipts for expenses to IABC headquarters. The Chapter will be invoiced by IABC headquarters for its share of the expenses.

**O. Operating Reserve Fund and Special Project Fund.** IABC shall develop an income sufficient to provide for budgeted expenses. Excess of revenue over expenses shall be used to provide operating  
<https://www.iabc.com/about-us/governance/>

reserves and funds for special projects. Income and capital gains are to be retained and reinvested within each Fund.

1. **Operating Reserve Fund.** IABC shall maintain an Operating Reserve Fund, to ensure both the financial strength of IABC and the ability to respond to unforeseen circumstances with adverse financial implications. The Operating Reserve Fund shall be equivalent to a minimum of three months (25%) to four months (33%) of current-year budgeted expenses. The primary purpose of the Operating Reserve Fund is to maintain the Association's financial strength, while providing financial reserves for unforeseen future contingencies.
2. **Special Project Fund.** IABC shall maintain a separate Special Project Fund to provide for product development and business growth. The purpose of the Special Project Fund is to provide funds for long-range purposes, as designated by the IEB. Once the Operating Reserve Fund reaches the required level of funds, the remainder of accumulated excess of revenue over expenses shall be directed to the Special Project Fund. Should operating reserves fall below three months of budgeted expenses, Special Project funds will be transferred to and invested as Operating Reserve funds.

**O. Investments.** The IABC Investment Committee oversees investment activities and is guided in its decisions by IABC's Investment Policy, outlined in Appendix G.

**P. Staff Compensation.** The Executive Director of IABC, in managing the staff, shall ensure that all salary increases and other forms of compensation, both direct and indirect, are taken at the time they become effective and that there shall be no deferral of any compensation, unless directed specifically by the IEB. This Policy will apply as well to the Executive Director of IABC. It shall be the responsibility of the Executive Director and the IEB to ensure that IABC funds all such increases at the time they are incurred, or at the time that they are anticipated to occur.

## **SECTION VIII : PRIVACY**

No IABC entity, including International, Chapters, or Regions, is allowed to publish any personal identifiable contact information in print or online unless such a directory is opt-in, meaning that no member is included unless they have given IABC explicit permission to do so. See Appendix H.

## **SECTION IX : AMENDMENTS**

This Policy Manual may be amended by a majority vote of the IABC IEB. Following any change, Chapter Presidents shall be notified that a copy of the revised Policy Manual is posted on the website and is available upon request to any IABC member.

## APPENDICES

### Appendix A. Code of Ethics for Professional Communicators

*Passed by the IABC Executive Board January 24, 1985*

*Amended by the IABC International Executive Board May 4, 2016*

#### PREFACE

As a professional communicator, you have the potential to influence economies and affect lives. This power carries with it significant responsibilities.

As a professional association, the IABC must show due diligence in enforcing the sound, ethical and legal judgment of our members in our professional decisions, actions and consultations.

Therefore, IABC requires its members – and encourages its professional colleagues and those in allied professions who are not members – to be thoughtful about and exhibit ethical behavior in all aspects of professional decisions, actions and consultations.

The purpose of IABC's Code of Ethics is to proactively guide members regarding consistent, responsible, ethical and legal communications.

#### IABC'S CODE OF ETHICS

1. **I am honest** – acting in a way that promotes respect for and trust in the communications profession.
2. **I communicate accurate information** and promptly correct any errors.
3. **I obey laws and public policies** – if I ever violate any law or public policy, I will act promptly to correct the situation.
4. **I protect confidential information** while acting within the law.
5. **I support the ideals of free speech**, freedom of assembly, and access to an open marketplace of ideas.
6. **I am sensitive to others'** cultural values and beliefs.
7. **I give credit for others' unique expressions**, citing my sources.
8. **I do not use confidential information gained as a result of professional activities** for personal benefit.
9. **I do not represent conflicting or competing interests** without full disclosure and the written consent of those involved.
10. **I do not accept undisclosed gifts or payments** for professional services from anyone other than a client or employer.
11. **I do not guarantee results** that are beyond my power to deliver.

#### IABC ETHICS IN PRACTICE

IABC requires its members to embrace these ethical guidelines in all professional dealings and is prepared to support its members regarding professional ethics issues.

IABC requires that all members sign the following statement as part of the application and renewal processes: "I have reviewed and understand the IABC Code of Ethics" for professional communicators.

IABC reserves the right to terminate membership privileges for any member found guilty of violating laws and public policies governing their professional activities.

The IABC Code of Ethics is freely available to all: Permission is hereby granted to anyone wishing to copy and incorporate all or part of the IABC Code into their own personal or corporate codes, with appropriate credit given to IABC.



### **IABC ETHICS COMMITTEE**

The Ethics Committee offers advice and assistance to communicators regarding specific ethical situations and assists with professional development activities dealing with ethics. They agree to strict Conflict of Interest and Confidentiality guidelines.

The Ethics Committee members:

- ⊗ Are IABC members with long-standing credentials in and service to the profession
- ⊗ Are nominated in an open process
- ⊗ Are interviewed and selected by the IABC Executive Committee
- ⊗ Serve staggered two-year terms

### **FOR ASSISTANCE WITH ETHICAL ISSUES**

Inquiries about a professional's ethics and or ethical behavior, as well as questions or comments about the IABC Code of Ethics, may be addressed to current members of the IABC Ethics Committee, as listed at IABC.com. While discretion is paramount in the confidential handling of all inquiries about ethics, absolute confidentiality cannot be guaranteed. Ethical concerns that involve violation of law will be referred to the appropriate legal authority(ies).

You may also contact IABC headquarters, where you will be referred to the current Ethics Committee chairperson:

155 Montgomery Street, Suite 1210  
San Francisco, CA 94104 USA  
Phone: +1 415.544.4700  
Fax: +1 415.544.4747

## **Appendix B. Ethics Education Policy**

*Passed by the IABC International Executive Board June 23, 2006*

*Amended by the IABC International Executive Board April 6, 2016*

### **Purpose of policy**

The purpose of the ethics education policy is to direct proactive, consistent, and responsible messaging regarding ethical communication practices. This messaging will promote compliance with the IABC Code of Ethics by members, and position the IABC Code of Ethics as a model for communication students, communication professors, communication professionals, and employers.

The intent of this policy is to demonstrate due diligence in helping members – of any classification of IABC membership as defined in the IABC bylaws – exercise sound, ethical, and legal judgment in all professional decisions, actions, and consultations.

This policy is based on the following principles:

- ⊗ We understand the value of and accept the responsibility for educating professional communicators about ethical decision making.
- ⊗ We acknowledge the unique circumstances that complicate decision making when faced with ethical dilemmas.
- ⊗ We respect our members' good judgment and trust that their decisions, actions, and practices comply with the IABC Code of Ethics, organizational policies, and governmental laws/regulations.
- ⊗ We are confident that the IABC Code of Ethics is a reasonable and realistic guide for our members and the profession.

### **Statement of policy**

#### **1. Role of the IABC Ethics Committee in ethics education**

1.1 At the direction of the IEB, the Ethics Committee shall assess education and learning opportunities and recommend an implementation program.

1.2. At least annually, the Chair of the Ethics Committee will present to the IEB an overview of the Ethics policy, current trends, major issues, and if needed, any recommendations for IEB action.

## Appendix C. Conflict of Interest Policy

*Passed by the IABC International Executive Board January 6, 2016.*

### Purpose of policy

The purpose of the Conflicts of Interest policy is to protect IABC's interest when it is contemplating entering into a commercial transaction or arrangement that might benefit the personal financial interest of an officer or Director of the IABC Executive Board, the IABC Foundation Board of Trustees, or a committee member, hereafter referred to as "Board member" or "committee member," recognizing that what is in the best interests of IABC is what is in the best interests of all members. This policy is intended to supplement, but not replace, any applicable laws governing conflicts of interest that apply to IABC.

It is based on the principles of:

- ⊗ Proactive disclosure where there is potential for a conflict to arise
- ⊗ Acting in the best interests of the association as a whole and not favoring any individual interests
- ⊗ Fair and transparent processes
- ⊗ Documentation of the process followed, where there is potential for questions about conflict of interest
- ⊗ Open communication

### Statement of policy

#### 1. Prohibitions

- 1.1. A Board member or committee member must not exercise an official power or perform an official duty or function if he/she has a conflict of interest or an apparent conflict of interest.
- 1.2. A Board member and committee member may not serve in any paid engagement or as a vendor to IABC over a period no less than one year and one day following the end date of their last term. Board members with potential conflicts must inform the IEB Chair immediately. The IEB Chair shall implement this policy in consultation with the Executive Director and Past Chair.
- 1.3. Staff shall not consult with Board members or committee members on matters in which they have a declared conflict.
- 1.4. A Board member or committee member must not use information that is gained in the execution of his/her office or appointment and is not available to the general public, which may result in his/her financial gain either during his or her term of office or appointment or at any later time.
- 1.5. A Board member or committee member must not use his/her office to seek to influence a decision, to be made by another person, to further his/her financial gain.
- 1.6. A Board member or committee member must not accept a fee, gift, or personal benefit that is connected directly or indirectly with the performance of his/her duties of office. "Fee, gift or personal benefit," as previously stated, does not apply to a gift or personal benefit that is received as an incident of the protocol or social obligations that normally accompany the responsibilities of office. If a gift or personal benefit referred to above exceeds US \$250 in value, or if the total value received directly or indirectly from one source in any 12-month period exceeds US \$250, the Board member or committee member must immediately file with the Executive Board a disclosure statement, in the form attached to this policy, indicating:
  - 1.6.1. the nature of the gift or benefit,
  - 1.6.2. its source, and
  - 1.6.3. the circumstances under which it was given and accepted.

## **2. Proactive disclosure**

- 2.1.** Each IEB and committee meeting shall include an agenda item requesting disclosure and resolution of any potential conflicts of interest from Board members and committee members
- 2.2.** Potential conflicts might include a relationship with a paid IABC consultant, vendor, or partner. In this case the Board member or committee member's level of decision-making about the contractual relationship with IABC and the level of responsibility in fulfilling that contract shall be disclosed and considered. Options include excusing oneself from discussing and voting on related agenda items; or resigning from the Board.
- 2.3.** Each year at the June Board meeting or when an individual joins the Executive Board or a committee, he or she will sign the Conflict of Interest Disclosure and Acknowledgement Form, indicating receipt of the Conflict of Interest policy and disclosing any potential conflicts of interest.
- 2.4.** In addition to members of the Executive Board, all International committee members shall sign the Conflict of Interest Policy and Confidentiality agreements
- 2.5.** Once board and committee members have provided a physical signature of Conflict of Interest Disclosure and Acknowledgement form, they will be stored electronically within the Governance Department database of HQ.

## **3. Fair and transparent processes**

- 3.1.** Nominees to the IEB or committees shall be instructed on the Conflict of Interest policy and asked to disclose any potential conflict(s) of interest in the nomination process.
- 3.2.** The process for determining which individuals or organizations supply goods and services to IABC shall be consistently applied and documented, so that any member of IABC who has reasonable grounds to suspect a conflict of interest has occurred can obtain clear, objective, accurate information on how the process was conducted.
- 3.3.** The staff, officers, and Directors of IABC shall at all times ensure fair value in the transaction and document how this was done. If it is general market practice to obtain competitive bids for particular goods or services, IABC should seek competitive bids for any contracts over US \$20,000 per annum in value in all cases, except those where a reasonable person would accept that obtaining competitive bids is not in the best interests of IABC. Nevertheless, the process should always be open and transparent to the IEB.
- 3.4.** Complaints of conflict of interest that are not immediately resolved at its specific committee level or IEB, may be referred to the IABC Ethics Committee for further investigation.

## **4. Definitions.**

**4.1. Member** of IABC means a member in any class of membership

### **4.2. Conflict of interest**

4.2.1. A conflict of interest exists when a Board member or committee member exercises an official power or performs an official duty or function, knowing that this action may result in personal gain.

4.2.2. An apparent conflict of interest exists when a reasonably well-informed person has cause to perceive that the private interest of a Board member or committee member has guided an official power or the performance of an official duty.

## **Appendix D. IABC WHISTLEBLOWER POLICY**

*Passed by the IABC International Executive Board February 21, 2008*

*Amended by the IABC International Executive Board April 6, 2016*

### **General**

The IABC's Code of Ethics and Conflict of Interest policies require directors, officers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of IABC, we must practice honesty and integrity in fulfilling our responsibilities and complying with all applicable laws and regulations.

### **Reporting Responsibility**

It is the responsibility of all directors, officers, volunteer leaders and employees to comply with the standards and to report violations or suspected violations in accordance with this Whistleblower Policy.

### **No Retaliation**

No director, officer, volunteer leader or employee who in good faith reports an ethical violation, shall suffer harassment, retaliation, or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within IABC prior to seeking resolution outside IABC.

### **Compliance Officer**

The Compliance Officer is the Audit and Risk Committee Chair and reports directly to the IEB. He/she is responsible for investigating complaints and allegations involving directors, officers and volunteer leaders.

### **Reporting Violations**

Employees should share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, an employee's immediate manager is in the best position to address an area of concern. However, if the employee is not comfortable speaking with his/her manager or is not satisfied with the manager's response, he/she is encouraged to speak with the Executive Director. Managers are required to report suspected violations to the Executive Director.

When an employee is not comfortable contacting the Executive Director or is not satisfied with his/her response, the Compliance Officer should be contacted directly.

The Compliance Officer should also be contacted in cases involving suspected fraud committed by the Executive Director, directors, officers or volunteer leaders.

### **Accounting and Auditing Matters**

The Audit and Risk Committee shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Audit and Risk Committee Chair shall immediately notify the Audit and Risk Committee of any such complaint and work with the committee until the matter is resolved. If the concern or complaint relates to the Audit and Risk Committee Chair, then this matter should be directed to the IEB Chair for resolution.

### **Acting in Good Faith**

Anyone filing a complaint concerning a violation or suspected violation of the Code of Ethics must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a  
<https://www.iabc.com/about-us/governance/>

violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

### **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

### **Handling of Reported Violations**

The Executive Director or the Compliance Officer will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

## Appendix E. IABC Anti-Fraud Policy

*Passed by the IABC International Executive Board February 21, 2008*

*Amended by the IABC International Executive Board April 6, 2016*

### Introduction

The Audit and Risk Committee of IABC and the IABC Foundation (hereafter “the Association”) have established anti-fraud and whistleblower policies to enforce controls, and to aid in the prevention and detection of fraud, theft, waste or abuse against the Association.

This Anti-Fraud policy applies to any employee (including management), consultant, vendor, and contractor or outside association, including any person doing business with IABC or in any other relationship with the association. It also applies to IABC officers, directors and volunteers.

IABC does not tolerate any type of fraud, theft, waste or abuse. The policy is to promote consistent, legal and ethical organizational behavior by:

- ⊗ assigning responsibility for reporting fraud, theft, waste or abuse;
- ⊗ providing guidelines to conduct investigations of suspected fraudulent behavior; and
- ⊗ requiring each employee to receive training in this policy as part of the review of the IABC Employee Handbook.

Failure to comply with this policy subjects an employee (including management) to disciplinary action, including immediate termination. Failure to comply to the policy by a consultant, vendor, contractor, outside agency, or person doing business with IABC or in any other relationship with the association, could result in cancellation of the business or other relationship between the entity and the association. Failure to comply with this policy by an IABC officer, director or international volunteer could result in revocation of his or her membership and removal from a volunteer position.

IABC will pursue prosecution if the results of an investigation indicate the possibility of criminal activity.

For purposes of this policy, only the terms **fraud** or **fraudulent** include theft, waste and abuse as defined below. The term **employee** includes part-time, full-time and temporary employees. The term **management** includes any employee who has authority to sign another employee’s performance evaluation. The term **IABC officer** refers to the chair, vice chair, past chair and secretary/treasurer of the IEB and the Foundation. The term **director** refers to a director on the IEB and a Foundation trustee. The term **volunteer** refers to any leader or member of an international committee, task force or working group, but **not** a volunteer at the regional or chapter level.

### Definitions and Examples of Fraud, Waste and Abuse

**Fraud** is defined as an intentional deception designed to obtain a benefit or advantage or to cause some benefit that is due to be denied. Examples of fraud include:

- ⊗ Forgery or alteration of a check, bank draft or any other financial document
- ⊗ Theft of a check or other diversion of a taxpayer payment
- ⊗ Misappropriation of funds, securities, supplies or other assets
- ⊗ Impropriety in the handling or reporting of money or financial transactions
- ⊗ Profiteering as a result of insider knowledge of IABC operation
- ⊗ An employee with access to confidential taxpayer information who sells this information or uses it in the conduct of an outside business activity.

**Waste** means the thoughtless or careless expenditure, consumption, mismanagement, use, or squandering of resources owned or operated by IABC to the detriment or potential detriment of the Association. Waste also includes incurring unnecessary costs because of inefficient or ineffective practices, systems, or controls. Waste does not normally lead to an allegation of “fraud”, but it could. Waste need not necessarily involve an element of private use nor of personal gain, but invariably signifies poor management.

Examples of waste include:

- ⊗ Purchase of unneeded supplies or equipment
- ⊗ Purchase of goods at inflated prices
- ⊗ Purchasing outside of procurement guidelines

**Abuse** is the intentional, wrongful or improper use of resources or misuse of rank, position or authority that causes the loss or misuse of resources, such as tools, vehicles, computers and copy machines.

Examples of abuse include:

- ⊗ Using equipment or supplies to conduct personal business.
- ⊗ An employee using non-confidential member information to get new customers for his/her outside business.

**Theft** is defined as the act of taking something from someone unlawfully. An example of theft is taking home a printer belonging to the organization and keeping it for personal use.

### **Responsibility to Report Suspected Fraud**

Instances of suspected fraud, theft waste or other dishonest conduct committed by IABC employees should be considered personnel matters and shall be handled by the Executive Director. Instances of suspected fraud, theft, waste or other dishonest conduct committed by a consultant, vendor, contractor or outside agency, including any person doing business with IABC or in any other relationship with the IABC shall also be handled by the Executive Director. Allegations involving the Executive Director, director, officer or international volunteer shall be handled by the Audit and Risk Committee Chair.

Each employee is required to report any suspected fraud of other employees to the IABC's Executive Director. Should an IABC employee suspect that the Executive Director has engaged in fraud, theft, waste, abuse or other dishonest conduct, then they should make a report to the IEB Chair.

The identity of an employee or complainant who reports suspected fraud will be protected to the full extent allowed by law. (See: *Responsibilities of Executive Director and Compliance Officer*)

### **Guidelines for Handling a Report of Suspected Fraud, Theft, Waste or Abuse**

Whether the initial report is made to the Executive Director or the Compliance Officer, the reporting individual should receive the following instructions and information:

- ⊗ Do not contact the suspected individual in an effort to determine facts or demand restitution
- ⊗ Allow the investigation to be conducted. The reporting individual should not investigate the allegations further.
- ⊗ Observe strict confidentiality. Do not discuss the case, facts, suspicions or allegations with anyone unless specifically asked to do so by the Executive Director or the Compliance Officer. IABC will not tolerate any form of retaliation against individuals providing information concerning fraud or suspected fraud.
- ⊗ Every effort will be made to protect the rights and the reputations of everyone involved, including the individual who in good faith alleges perceived misconduct, and the alleged violator(s). The identity of an employee or other individual who reports a suspected act of fraud will be protected.

### **Responsibilities of Executive Director and Audit and Risk Committee Chair (Compliance Officer)**

On receiving a report of suspected fraud, theft, waste or abuse, the Executive Director shall document the contact and conduct a preliminary investigation to determine the credibility of the report. If the report appears to be credible, the Executive Director shall follow the investigation guidelines provided in this policy. (See: *Guidelines for the Investigation of Suspected Fraud, Theft, Waste or Abuse*.) Should the Audit and Risk Committee Chair receive the report, he/she shall follow the same procedure.

The Executive Director or Audit and Risk Committee Chair shall make every effort to protect the rights and the reputations of everyone involved in a report of suspected fraud, theft, waste or abuse, including



the individual who in good faith alleges perceived misconduct, and the alleged violator(s). The Executive Director or Audit and Risk Committee Chair also shall make every effort to protect the identity of a person who in good faith reported the suspected fraud, theft, waste or abuse. However, disciplinary action may be taken as provided by this policy if a report is made in bad faith (see: *Disciplinary Action*).

On determining that a report is not credible or is not a report of fraud, theft, waste or abuse, the Executive Director or Audit and Risk Committee Chair shall document this determination. The documentation shall include support for the determination.

In addition to reporting each suspected fraud, theft, waste or abuse to Audit and Risk Committee, the Audit and Risk Committee Chair is responsible for reporting confirmed fraud, theft, waste or abuse to the IEB, and, as appropriate, the Foundation Trustees. The Executive Director would report any cases of confirmed fraud, theft, waste or abuse to the IEB Chair and the Audit and Risk Committee Chair.

The Executive Director is responsible for the administration, interpretation and application of this policy when it concerns IABC employees and vendors. The Audit and Risk Committee is responsible in the event that the allegation involves the Executive Director, a board member, officer or international volunteer.

### **Guidelines for the Investigation of Suspected Fraud**

#### **The Investigator**

The Executive Director is responsible for the full investigation and documentation of suspected fraud, theft, waste or abuse involving IABC employees and vendors. The Audit and Risk Committee Chair (Compliance Officer) is responsible for the full investigation and documentation of suspected fraud, theft, waste or abuse involving the Executive Director, director, officer or international volunteer.

#### **Confidentiality**

Each employee involved in an investigation of suspected fraud, theft, waste or abuse shall keep the content of the investigation strictly confidential to the full extent provided by law. Investigation results shall not be disclosed or discussed with anyone other than those who have a legitimate need to know.

#### **No special treatment**

Any required investigative activity shall be conducted without regard to the suspected wrongdoer's length of service, position, title, relationship to IABC or any other perceived mitigating circumstance.

#### **Appropriate documentation**

The Investigator shall maintain appropriate documentation regarding incidents of fraud. The investigator shall develop and maintain guidelines for access to and security of this documentation.

#### **Incident report**

If an investigation substantiates fraudulent activities, the Investigator will prepare an incident report to the IEB, the Foundation Trustees (as appropriate), and the Audit and Risk Committee. The report shall be prepared as soon as possible after the fraud is confirmed and document the content of the investigation, the findings and any disciplinary action taken as a result of the finding.

#### **Contact officer**

Any inquiries from the suspected individual, his or her attorney/representative, or any other inquirer shall be directed to the Executive Director or the Compliance Officer. If necessary, the Compliance Officer will refer these inquiries to the Audit and Risk Committee and the Executive Committee.

### **Disciplinary Action**

***Failure to comply with any part of this policy is grounds for disciplinary action.***

An employee who:

- ⊗ has engaged in any form of fraud, waste or abuse

- ⊗ suspects or discovers fraudulent activity and fails to report his or her suspicions as required by this policy
- ⊗ intentionally reports false or misleading information

is subject to disciplinary action, including immediate termination.

Any member of management who commits or does not pass to the Executive Director or Compliance Officer each and every report of suspected fraud made by an employee or other person is subject to disciplinary action, including immediate termination.

Should any officer, director or international volunteer violate the policy, he or she will be subject to appropriate action, taken by the IEB in consultation with the Audit and Risk Committee Chair, Executive Director and Ethics Committee. Disciplinary action could include revocation of IABC membership.

### **Annual Reporting**

Every incident of suspected fraud shall be reported to the Audit and Risk Committee, the outside auditors, the IEB, and as appropriate, the Foundation Trustees on an annual basis. The annual report shall include: whether the report was from an employee; the determination of merit; whether a full investigation was conducted and if so, the results of the investigation; the disciplinary action, if any resulting from the investigation; and whether the report was referred to an outside counsel and if so, the current status or final results of the referral.

## Appendix F. Board and Executive Director Roles and Responsibilities

*Passed by the IABC International Executive Board June 25, 2005*

*Amended by the IABC International Executive Board December 12, 2016*

### Role of the IABC IEB

The IEB is the governing body of IABC and is accountable to the members. The IEB shall have supervision, control and direction of the affairs of IABC; actively pursue IABC's mission; determine its policy within the limits of the law, Bylaws and Articles of Incorporation; uphold the IABC *Code of Ethics for Professional Communicators*; and supervise disbursement of funds. The IEB develops the IABC strategic plan and direction under the guidance of the Bylaws approved by the IABC membership.

### Board Competencies

IABC elects members of the IEB based on a set of core competencies that will contribute to the long-term sustainability and success of IABC. IEB members, as a collective team, should have depth, demonstrated experience and capabilities in the following competencies:

#### Problem Solving

- Balances the need for sometimes courageous decisions with good judgment.
- Displays effective problem solving and decision-making skills, good insight and judgment, innovative and creative thinking, and the ability to work in teams to reach consensus.

#### Leadership

- Able to collaborate and work in a team environment.
- Has the ability to inspire, and motivate individuals and groups to achieve results.
- Behaves in a manner that is consistent with the character and standards of IABC's Code of Ethics.

#### Global Perspective

- Has a good understanding of the global communications environment.
- Has experience in, or good appreciation of, global organizations/businesses.
- Has the ability to identify and deal with the variety of challenges and opportunities of operating in a multicultural and multinational world.
- Understands the concerns, interests, needs, and wants of the profession and practitioners within it, including IABC's own members
- Possesses a general understanding of industry trends that must be addressed by the Association to drive communication as a force for good in business and society and appeal to prospective members.

#### Strategic Thinking

- Understands trends in the communication profession.
- Understands changes in technology and how they affect the profession.
- Understands the strategic direction of the Association and uses strategic approaches to decision-making.
- Possesses an accurate understanding of the Association and of various environmental conditions that influence the profession, constituents, and the Association.

#### Business

- Has a good grip on how business and markets work and the value communication brings to these
- Financial knowledge, including an understanding of financial statements, managing financial products and financial decision-making.
- Understands how fundraising/sponsorships work.

In addition to the required personal and business competencies, individuals contribute to a high-performance IEB by offering specific competencies, and/or experience in a diversity of areas as well as from one or more communication disciplines.

A high-functioning IEB represents a variety of industry sectors as evidenced by his/her professional network and scope of influence. These may include: corporate or business, community, media, government, academia, other associations, or others.

Critical to the success of IABC is an IEB that reflects cultural, demographic and geographic diversity of its members.

### **Board Expectations**

IEB members are required to meet and work together as a Board, and to work in smaller sub-groups, Committees and/or Task Forces outside the regularly scheduled Board meetings. This requires a dedication of time, energy and financial backing. In addition, Board members are required to become involved first-hand in revenue-generating and/or fund-raising activities on behalf of IABC.

The IEB as a whole, and Board members individually, are expected to deliver good governance; work as a cohesive, collaborative team; and speak with one voice on decisions. Decisions made by the Board should be in the best interest of IABC as a whole and not on behalf of any constituency. Board members have a responsibility to local Chapters and Regions to help ensure their solvency, sustainability and sound operation.

As members of the IEB, individuals must remember that they represent IABC at all times and their actions reflect perceptions of IABC. Therefore, Board members must be role models for other IABC members and their business and personal communities and follow and exemplify the IABC Code of Ethics. IEB members are called upon to provide leadership to IABC and the communication profession and must comply with all policies contained in the policy manual.

Individuals serving on the IEB are encouraged to bring their expertise and perspectives to the work of the Board. In keeping with the diversity of the Board constitution, diversity of opinion is also encouraged and shall be respected. In doing so, conversations during Board meetings will be rich and meaningful. It is a necessity that all IEB members keep in confidence the reflections and opinions shared by others during these conversations.

Board members shall only share decisions and results of Board meetings; confidentiality is of utmost importance.

All Board members have a fiduciary responsibility to IABC and its members.

### **Officers' Roles**

As defined in the IABC Bylaws, the officers of IABC shall be a Chair, Vice Chair, Past Chair and Secretary/Treasurer. These officers shall perform the duties necessary to the office or as prescribed by the IEB, the Bylaws, IABC policies, and the parliamentary authority adopted by IABC.

#### **Chair**

The Chair shall be the chief elected officer of IABC; exercise general supervision over executive affairs of IABC; preside at all Annual General and Special Meetings of IABC; preside at all IEB and Executive Committee meetings; appoint and serve as an ex-officio member of all IABC Committees; appoint all committee chairs, except as otherwise provided by the Bylaws; and represent or appoint a representative of IABC at meetings of other organizations and at public affairs. The Chair shall serve a single one-year term.

#### **Vice Chair**

The Vice Chair shall have duties assigned by the Chair and by the Bylaws; act in the absence of the Chair; serve as chair of the Council of Regions; oversee long-range planning activities for IABC; represent IABC in the absence of the Chair; serve on the Nominating Committee; serve on the Finance Committee; serve as an ex-officio member of all standing committees; and serve on the Executive Committee.

**Past Chair**

The Past Chair shall have duties assigned by the Chair and by the Bylaws; chair the Nominating Committee; lead identification and nomination of candidates for the IEB and IABC Foundation Board; provide strategic council to the Chair and other IEB members; help identify members to participate on international-level committees and work groups; lead the annual evaluation of the Executive Director, and serve on the Executive Committee.

**Secretary/Treasurer**

The Secretary/Treasurer shall have duties assigned by the Chair and by the Bylaws. In addition to the duties assigned by the Bylaws, the Secretary/Treasurer also serves on the Investment and Finance Committees.

The Secretary/Treasurer is also responsible for hosting:

- J Monthly Finance Committee calls that include a summary review, as well as review of the income statement, cash flow, statement of financial position, and financial ratios; and
- J Board review and approval conference calls for budget approval.

The Secretary/Treasurer also assists staff in headquarters in establishing the annual budget and providing financial education to board members through regular communications, board presentations and orientation sessions. Many of the duties overseen by the Secretary/Treasurer are delegated to staff at the discretion of the Secretary/Treasurer.

**Non-Officer Roles**

Those board members elected to the IEB but not acting as an officer of IABC, known as directors, may be asked to provide leadership for special projects or areas of focus from the strategic plan as assigned by the Chair based on competency and interest.

The Chair may also appoint directors to manage portfolios as determined from time to time by the IEB, and as explained in the Bylaws. And Board members may be appointed by the Chair to lead committees, task forces, or work groups.

**Executive Director Role*****Position Overview***

The Executive Director is the chief employed officer of IABC with full authority for the management of its affairs, subject only to the duties specified by the Bylaws, governing documents or by the direction of the Board, Executive Committee or Chair.

The Executive Director reports to the Executive Board and/or the Executive Committee when either is in session; otherwise Executive Director works with the annually elected Chair of IABC to achieve the strategic goals of the organization. The Executive Director is supported and supervised by the Personnel Committee from a Human Resource and Performance Management point of view.

The Executive Director of IABC must have proven administrative abilities and knowledge in all areas of association management and a demonstrated understanding of the communication profession.

The Executive Director is accountable for developing, implementing and reporting on an annual action plan and budget that is aligned with the IABC Strategic Plan as developed and approved by the IEB. The Executive Director shall report on progress against the Strategic Plan as requested by the IEB. The Executive Director shall serve as a spokesperson for IABC on operational issues and be an advocate for the communication profession.

The IEB shall, through the Personnel Committee, review the performance of the Executive Director and determine compensation for the Executive Director. Upon recommendation from the Personnel Committee, the IEB has the authority, by an affirmative vote of two-thirds, to terminate employment of the

Executive Director at any time for causes deemed sufficient. When a vacancy arises, the Personnel Committee will lead an open search, based on clear objective criteria and good practice.

***Principal Duties of the Executive Director***

- ) To keep the IEB informed of conditions and operation of IABC, providing advice and counsel as necessary, and carrying out policies adopted by the IEB.
- ) To assure that all funds, physical assets and other IABC properties are appropriately administered, that audits are made as required, and that financial records and controls are maintained in accordance with sound fiscal practices.
- ) To manage IABC operations and resources, using sound management practices. The Executive Director has authority for the engagement, compensation and discharge of the employees of IABC. However, the authority is subject to the "One over One" principle. Thus, engagement, compensation and discharge of the direct reports of the Executive Director is subject to approval by the Personnel Committee of IABC.
- ) To ensure consistent execution of IABC's Strategic Plan as agreed with the IEB in line with the accountability statement in the Position Overview above
- ) To serve as ex-officio member of all IEB IABC Committees and to provide continuity and assist as liaison between Committees, the IEB and staff.
- ) To attend all pertinent meetings of IABC and deliver staff reports/updates as required.
- ) To ensure that membership records and other mission-critical data is secured, maintained, updated - and analyzed for actionable insights - to best serve IABC, its regions and chapters.
- ) To foster and maintain relations with other organizations as deemed necessary, advantageous and appropriate by the IEB in line with IABC's Partnership Guidelines
- ) To execute legal commitments and contracts as authorized by the board and in line with the Executive Limitations and Authority for Disbursements set out in the IABC Policy Manual; following fair and transparent processes, as set out in the Conflict of Interest Policy; and fully in line with the Anti-Fraud Policy.

## Appendix G. IABC Investment Policy

*Amended by the IABC International Executive Board February 28, 2011*

*Amended by the IABC International Executive Board January 21, 2014*

*Amended by the IABC International Executive Board April 6, 2016*

### Overview of Policy

Approved by the IEB, the Investment Policy defines the goals, strategy, and portfolio allocations for funds overseen by the Investment Committee. In addition, the policy provides guidance for the Investment Advisor<sup>1</sup>.

### Risk Profile and Investment Goal

The Association's risk profile is moderately conservative. IABC's financial vulnerability means that, in an emergency, IABC may need to quickly convert its investment portfolio to cash for the Association's operations.

Further, IABC may need to call on some of the funds quickly to finance new programs and initiatives. A key principle of IABC's investment approach is that diversification is almost always the best way to protect the overall investment from volatility, regardless of the risk profile of various instruments.

The Association's investment goal is to increase the value of the portfolios, after inflation and after expenses, by at least as much as would be gained by investment purely in 30-day US Treasury Bills.

### Strategy

IABC's operational investment strategy will be developed with the advice of its Investment Advisor, but will be: a) subject to the above Risk Profile and b) subject to the following rules:

#### RESERVE PORTFOLIO

##### Acceptable Investments for the Reserve Portfolio

IABC may invest in highly-liquid equity funds, bonds, bond funds, mutual funds employing risk neutral strategies, or cash and cash equivalents. IABC will **not** invest on margin.

### Equities

When investing in equities, IABC may invest in large- to mid-cap equity mutual funds or exchange traded funds that are concentrated on either U.S. equities, or international funds concentrated primarily on EU, Canadian, AU/NZ, or Japanese equities. IABC will, where possible, invest in funds that track market indices. IABC may **not** invest in individual equities.

### Bonds

When investing in bonds, IABC may invest in ultra-short, short-, intermediate- or long-term corporate or U.S. federal, state, and municipal bonds, or bond funds investing in the same, including non-traditional and floating rate funds.

### Portfolio Benchmarking

To judge performance, the overall portfolio should be measured and then reported to the Investment Committee, stating how the portfolio would have fared had it been invested solely in 30-day U.S. Treasury Bills net of inflation and fees. However, the portfolios quarterly report should also compare returns to a

---

<sup>1</sup> Financial institution appointed by the Investment Committee to advise on investments.

benchmark derived from the target allocation for the portfolio. The benchmark is the composite of the allocation weighted returns for indices representative of each asset class included in the portfolio.

### Cash and Cash Equivalents

Cash and cash equivalents are defined as cash, money-market accounts in the U.S., U.S. Treasury Bills with less than 90 days maturity, or certificates of deposit in U.S. banks with less than 90 days maturity. With this allocation, at least 15 percent of the portfolio must be in cash and cash equivalents; moreover, the Committee may place *all* of the assets in cash or cash equivalents if it so chooses.

When investing in equities and bonds, the Committee is bound by the guidelines to invest no more than 60 percent in either class. Moreover, no more than 40 percent of the total funds may be invested in any one sub-class (except for cash or cash equivalents).

According to above strategy, IABC will allocate its Reserve Portfolio according to the following guidelines:

<b>Reserve Portfolio Allocation</b>	<b>Allocations</b>	
Cash and cash equivalents		<b>15-100%</b>
Equities		<b>0-60%</b>
Large- to mid-cap U.S. equity funds	<b>0-40%</b>	
Large- to mid-cap international equity funds primarily in EU, Can, AU/NZ, Japanese equities	<b>0-40%</b>	
Bonds		<b>0-60%</b>
Short-term (< 1 year)	<b>0-40%</b>	
Long-term (>1 year)	<b>0-40%</b>	

### SPECIAL GROWTH PORTFOLIO

When the level of the Association's reserves meets targeted minimum goals, the Investment Committee may recommend the establishment of a new special growth portfolio (or an additional portfolio) that could provide a more diversified portfolio and expand investment opportunities. This net investment in this portfolio will not exceed 12% of the total investment portfolio. The purpose of this portfolio would be to provide for a potentially greater return on the investment but would hold a slightly higher risk. The portfolio would be monitored on a quarterly basis. The portfolio would also be reviewed annually as to whether or not this investment approach warrants further investment.

These guidelines define the type of securities in which the portfolio invests and its allocation constraints.

### Cash and Cash Equivalents

Eligible cash and cash equivalents are: cash in a recognized bank or brokerage account, money-market accounts in the U.S., U.S. Treasury Bills with less than 90 days' maturity, and certificates of deposit in U.S. banks with less than 90 days' maturity.



## Fixed Income

The portfolio may invest in U.S. federal, state, agency bonds, either directly or through bond funds. The portfolio may also invest in municipals or investment-grade U.S. corporate bonds and non-U.S. corporate and government bonds through funds.

## Equities

Only investments in index funds or Exchange Traded Funds or I share, a dominant brand of Exchange Traded Funds, are eligible. These funds invest in the shares of companies traded on a recognized stock exchange in the U.S. or abroad. The focus is on funds that track market and regional indices.

## Special Growth Portfolio Allocation

Portfolio allocations conform to the guidelines in the table below. Investment in U.S. equities may rise to 60% of the Special Growth Portfolio: in International equities to 35%, and in fixed income to 25%. Commitments to any single asset class may not exceed 40% and the ceiling on most asset classes is lower.

<b>Asset Class (Representative Index)</b>	<b>Allocation (%)</b>	
<b>U.S. Equities</b>		0-60%
Large Cap (Russell 200 Index)	10-40%	
Mid Cap (Russell Mid Cap)	0-40%	
Micro-Cap Stocks (IA Small Company)	7-20%	
REITs (FTSE Eq REITS)	0-10%	
<b>International</b>		0-35%
Pacific (MSCI Pacific)	7-35%	
Europe (MSCI Europe)	7-35%	
Emerging Markets (IFCI Composite)	7-20%	
<b>Fixed Income</b>		0-25%
Short-term (IA One Year U.S. Govt.)	0-25%	
Long-term (>1 year)	0-25%	
Non-U.S. Long-term (>1 year)	0-10%	
<b>Cash and cash equivalents</b>		0-100%

We believe that these guidelines give the Committee and the Investment Advisor sufficient flexibility to choose investments, without risking an undiversified portfolio.

## **Portfolio Monitoring**

The chair of the Investment Committee, the IEB Secretary/Treasurer, and the Controller (Headquarters) shall monitor the state of the portfolio, and shall provide reports quarterly to the Investment Committee and, through the Investment Committee, at least quarterly to the Finance Committee and the IEB.

## **Portfolio Benchmarking**

To judge performance, the overall portfolio should be measured and then reported to the Investment Committee, stating how the portfolio would have fared had it been invested solely in 30-day U.S. Treasury Bills net of inflation and fees. However, the overall portfolios quarterly report should also compare returns to a benchmark derived from the target allocation for the portfolio. The benchmark is the composite of the allocation weighted returns for indices representative of each asset class included in the portfolio.

## **Portfolio Adjustment**

When the Investment Committee reviews the performance of the funds each quarter, it will determine (1) whether the benchmark remains suitable and (2) whether any changes within the existing portfolio are necessary, and (3) whether funds should be repositioned among the portfolios. The Investment Committee may, in response to market conditions or the needs of the Association, recompose or reallocate the portfolio at any time. However, decisions to move funds among the portfolios require the approval of the IEB. The Investment Committee may, at its discretion, issue standing instructions to the Investment Advisor to adjust or rebalance the asset allocation with the individual portfolios when market conditions require it.

## **Investment and Liquidation**

Under ordinary circumstances, the authority to assign new funds for investment is reserved to the IEB. The authority to liquidate all or part of the portfolio is reserved to the IEB.

In extraordinary and urgent situations – such as political events that significantly disrupt markets – the Investment Committee Chair, in conjunction with the IEB Chair and the IEB Secretary/Treasurer, may agree to reassign all or part of the portfolio invested in equities or bonds to cash or cash equivalents to protect the Association's investments from excessive losses. The entire Investment Committee and the entire International IEB must be informed immediately. The reassigned funds must remain in cash and cash equivalents until the Investment Committee recommends reinvestment.

## **Investment Approval**

Investment proposals shall be presented by the Investment Advisor to the Investment Committee, which shall, by majority vote, approve investment proposals within 30 days. Once made, investments are committed until the portfolio is next reviewed by the Committee and a recommendation is made to redistribute investment allocations.

This Investment Policy shall be reviewed annually by the new Investment Committee and the Secretary/Treasurer; changes to this policy must be approved by the IEB.

## **Appendix H. IABC E-mail Privacy Policy**

*Passed by the IABC International Executive Board September 14, 2002*

*Amended by the IABC International Executive Board April 6, 2016*

### **IABC Entities E-mail Policy**

To protect the privacy of members, IABC's web site, [www.iabc.com](http://www.iabc.com), will provide an "opt-out" option, allowing members to opt out of e-mail communications. This may include e-mail from IABC about IABC activities or from IABC about other organizations. E-mail addresses for members who "opt out" may not be used for future e-mail communications, based on the opt-out option they choose:

- ⊗ Opt-out of receiving all IABC information.
- ⊗ Opt-out only of receiving information about other organizations.
- ⊗ Opt-out of being listed in the on-line directory.

Members are encouraged to use [www.iabc.com](http://www.iabc.com) to register their opt-out requests to reduce the workload for Chapters and Regions. IABC will provide a means for Chapter leaders to get up to date opt-in/out lists from the [www.iabc.com](http://www.iabc.com) site.

No IABC entity, including International, Regions or Chapters is allowed to publish its members' email addresses in any directories unless such a directory is fully opt-in.

No IABC entity may sell, trade, promise or give away to any outside person or organization – including sponsors – contact information that includes member e-mail addresses. Any IABC entity may send an e-mail to its members on behalf of another organization, unless a member has opted out of this type of communication.

## Appendix I. IABC Website User Conduct Policy

We respect and are committed to your privacy while online with IABC. At the same time, we recognize that, as communicators and businesspeople, you have a need to share information within the IABC networks. Sharing information is a major benefit of your IABC membership. This Website User Conduct Policy states our guidelines for website usage, so that all users can have a quality experience on line with us.

- ⊗ You agree, as a user of our website, to abide by all applicable local, state, national, and international laws and regulations in your use of the IABC website, and agree not to interfere with the use and enjoyment of the website by other users
- ⊗ You agree to be solely responsible for your actions and the content through IABC. You agree not to impersonate any person or entity, including, but not limited to, an IABC official, forum leader, guide, or host, or to falsely state or otherwise misrepresent your affiliation with a person or entity
- ⊗ You agree not to use the website to collect or harvest personal information about other users
- ⊗ You agree not to post, promote, or transmit through the website any unlawful, harassing, libelous, threatening, harmful, vulgar, hateful, or otherwise objectionable material of any kind or nature
- ⊗ You agree not to advertise or offer to sell any goods or services, engage in surveys, or post or transmit "junk mail," "spam," or unsolicited mass distribution of email

IABC may, at its sole discretion, immediately terminate your access to the website if your conduct fails to conform to these terms and conditions of the Terms. IABC may, but is not in any way obligated to, enforce these terms against any user.

## Appendix J. Partnerships Guidelines

*Passed by the IABC International Executive Board February 3, 2016*

*Amended by the IABC International Executive Board April 6, 2016*

### Partnerships: a definition

A partnership should add value to all the organizations entering into the agreement. It should extend IABC's reach, increase IABC's value and magnify the association's impact.

Benefits of partnerships include:

- ) Capitalizes on individual strengths of each partner.
- ) Can provide contacts and links to communities/stakeholders you want to reach.
- ) Shares responsibility.
- ) Limits liability to scope of project involved.

The possible downsides include:

- ) Can be ineffective if one partner doesn't perform at the expected level.
- ) Can consume more human and financial resources than anticipated.
- ) Can require a significant time investment.

### Developing the relationship

The partnership may result from an approach by an individual or organization to IABC or through outreach by IABC staff or volunteer to potential partners. Partnership opportunities must be directed to the Executive Director for further assessment.

Nonprofit memberships for which IABC decides to seek to work with should boost reputation, generate revenue, offer complimentary values and serve the entire organization – international, regional, and chapter levels.

### Partnership basics:

- ) Determine the need and identify what you want to accomplish/achieve.
- ) Identify success factors.
- ) Identify barriers.
- ) Ask "How can we achieve more or better results through collaboration?"
- ) Get all relevant actors to join in the partnership; identify partners who complement each other.
- ) Get formal commitment by signing a partnership agreement.

### Partnership goals

Partnerships should be designed to achieve specific goals. Questions to ask:

- ) Does this partnership extend our reach by opening up and developing new markets?
- ) Does it help members gain access to additional industry intelligence and knowledge of other markets?
- ) Does it increase revenue? Will it contribute to the bottom line?
- ) Will it amplify resources? Will it leverage our reuse an existing resource?
- ) Does this alliance have relevance for IABC and its mission? Will it increase the value of the association within the industry or profession?

### Roles and responsibilities

**IABC IEB**—Approval of the Policy Guidelines and partnership.

**IABC Staff**

- ⊗ Executive Director to actively seek global partnerships with non-profit membership organizations for IEB consideration.
- ⊗ Development and negotiation of agreements, following IEB approved-policies
- ⊗ Consultation on service design
- ⊗ Approval of service delivery
- ⊗ Execution of the partnership agreement

**Conflict of Interest considerations**

In addition to adhering to IABC's Code of Ethics, all parties involved in IABC programs must adhere to the IABC Conflict of Interest Policy.

Many IABC leaders work professionally as consultants and service providers. However, if the volunteer leader serves on the IEB or on an IABC Committee (as described in IABC's Bylaws) receiving compensation for his/her work as a service provider in a partnership program violates IABC's Conflict of Interest policy.

## **Appendix K. Complimentary Registrations Policy**

*Passed by the IABC International Executive Board October 7, 2015*

*Amended by the IABC International Executive Board December 6, 2016*

### **Awards Chair and Vice Chair, PAC Chair and Vice Chair and Volunteer Conference Announcer**

- Complimentary full registration to World Conference.

### **World Conference and International Leadership Institute Speakers: both for keynote and one-hour sessions**

- Complimentary standard\* registration for World Conference and International Leadership Institute
- The registration does not include additional fee events.
- Travel costs to World Conference/International Leadership Institute and accommodations are not covered.

### **Speed Presenters, Gift of Communication Chapter Hosts, IABC Talks Presenters, Panelists and Moderators at World Conference**

- Receive a day pass for standard conference registration for the day they are presenting or moderating.
- A 20 percent discount on standard registration for the other days of the conference.
- Travel costs to World Conference and accommodations are not covered.

### **Circles of Wisdom Volunteers**

- Receive a 20 percent discount on standard registration for World Conference.
- Travel costs to World Conference and accommodations are not covered.

### **World Conference Volunteers (Volunteers from the local chapter helping to staff the event.)**

- 4 full conference registrations for committee members
- 16 regular conference registrations for volunteers
- Two complimentary double sleeping rooms for three nights each
- Travel costs are not covered.

### **Regional Scholarships for World Conference and Leadership Institute**

- Each region will receive complimentary standard registrations based on the number of members in the region.
  - Regions with less than 1,000 members will receive 1 complimentary registration.
  - Regions with more than 1,000 members will receive 2 complimentary registrations.
- Each region will also receive one 20 percent discount for a standard registration to World Conference
- To be eligible for either the complimentary registration or the discount:
  - The person must be a member in good standing of IABC at the time of the World Conference or Leadership Institute
  - The person needs financial assistance to attend
  - The person must not already be registered for the conference
  - The preference is for people who have never attended World Conference or Leadership Institute before
  - For Leadership Institute, the individual must serve on a chapter or region board or committee
- The region will be responsible for selecting which member(s) will receive the scholarship using an open and transparent process based on good practice from the Council of Regions. Members at large will be included.
- Travel costs to World Conference and accommodations are not covered.

### **Chapter Management Awards**

- The chapter that is selected as the "International Chapter of the Year" will receive one complimentary standard registration to World Conference.
- The Small, Medium, and Large Chapters of the Year will receive one 10 percent discount for a standard registration for World Conference.
- Travel costs to World Conference and accommodations are not covered.

**Excellence Gala Award Winners**

- All awardees to be recognized at the Excellence Gala (including Gold Quill winners, Chairman's award and Rae Hamlin award) receive a 30 percent discount off the purchase price of an Excellence Gala ticket.
  - New Fellows being inducted will receive one complimentary ticket to the Excellence Gala.
- Travel costs to World Conference and accommodations are not covered.

**Council of Regions stipends for World Conference and Leadership Institute**

- ) In person CoR meetings will be held during the Leadership Institute and World Conference each year.
  - Stipends will be provided to the Incoming Chair for the onboarding meeting that takes place at World Conference in June.
  - Outgoing chairs are also expected to attend the World Conference meeting. Regions should budget appropriately.
  - Stipends will be provided for the current Region Chair for the in-person meetings that take place at the Leadership Institute in February.
- ) Stipend amounts will vary based on the distance traveled.
  - For travel, less than 3,000 miles a stipend amount of up to USD\$500 will be provided
  - For travel of 3,000-7,000 miles, a stipend amount of up to USD\$850 will be provided.
  - For travel 7,001+ miles, a stipend amount of up to USD\$1,600 will be provided.
- ) Stipends can be used for hotel and travel only.
- ) Stipends will be provided after attendance at the event when receipts for airfare and hotel are submitted to HQ.

**IEB members (included incoming board members)**

- Complimentary full registration\* for World Conference and International Leadership Institute.
- Travel costs and accommodation is already covered to the level outlined in IABC policies
- IEB members are required to attend and carry out such leadership duties as may be outlined by the Chair; this might include making concerted effort to thank sponsors at their booths; and support the needs of the Chair and Vice Chair by being present generally.

If funding for World Conference or Leadership Institute is available to the IABC member through their company, it is greatly appreciated if those funds are used.

*\* Full registration includes all additional fee events. Standard registration does not.*



## Appendix L. Budget Policy

*Passed by the IABC International Executive Board June 5, 2016*

To ensure transparency between staff and the Finance Committee, as well as the IEB. The following process was established for creating the IABC budget.

- ) Begin the budget process mid July.
- ) Bring the Treasurer into the loop at the same time the senior management team is brought together for initial budget discussions. This transparency will enable the Treasurer to have a better understanding of the process and the rationale behind the numbers. It will also allow the Treasurer and the Executive Director to be more closely aligned when the budget is submitted to the Finance Committee for their review and approval.
- ) In the timeline, include a product review with the Finance Committee before the presentation of the total budget. This review will include performance assumptions made to create projections for the budget.
- ) Treasurer will have access to the entire budget, with an understanding of the confidential nature of compensation.
- ) Treasurer will have direct access to the Director of Finance.
- ) Finance Committee will have first draft of proposed budget 10 days before meeting to discuss. They will be given five days to review final budget before vote.
- ) IEB will be given at least one week to review budget before meeting to discuss and vote.

## Appendix M. Price Parity Policy

*Passed by the IABC International Executive Board July 5, 2017*

IABC bylaws [section 11, E] require the finance committee to review price parity of dues for international markets. It says:

Purchasing Power Parity. The IEB encourages international diversity by adjusting dues outside the United States to better reflect the purchasing power parities of local currencies. A tiered structure, which will be reviewed every other year, provides guidance on these adjusted dues. The Secretary/Treasurer will provide a review of the tiered structure and recommend any changes to the IEB.

IABC used a tiered system to determine international dues. Chapter and Region dues are determined by those groups. For clarity, a price parity review does not address rate changes to the dues in each tier, but determines if are in the right tier.

### Methodology

IABC will use a combination of the World Bank and the International Monetary Fund (IMF) to determine which countries belong in which tier.

The World Bank assigns countries to four classification levels: high income, upper middle income, lower middle income and low income. As an example, in 2017, the table looked like this:

Tier	Classification	2017 PPP GNI from World Bank	2013 PPP GNI from World Bank
Tier A	High Income	\$46,135+	\$32,235 and above
Tier B	Upper middle income	\$15,627 - \$46,134	\$25,937 to \$32,493
Tier C	Lower middle income	\$6409 - \$15,626	\$19,000 to \$25,190
Tier D	Low income countries	\$6408 and below	\$18,796 and below

The IMF also classifies countries, but they break the World Bank's "high income" classification into two groups: Advanced Economies and High Income. Combining the IMF and World Bank classifications, allows IABC to use the following tiers, as of July 2017:

<https://www.iabc.com/about-us/governance/>

Tier	Classification	2017 PPP GNI from World Bank + IMF	2013 PPP GNI from World Bank
Tier A	IMF advanced economies	\$48,641 and above	\$32,235 and above
Tier B	Rest of the World Bank's High Income	\$46,135 to \$48,640	\$25,937 to \$32,493
Tier C	Upper middle income	\$15,627 to \$46,134	\$19,000 to \$25,190
Tier D	Remaining countries [includes the World Bank's Lower middle income and low income countries]	\$15,626 and below	\$18,796 and below

Combining these two classifications enables more countries to take advantage of a reduced rate for IABC International dues. It breaks out the World Bank's "High Income" classification into both Tier A and B. Pushing the rest of the income brackets down to Tier C and D.

The International dues for members-at-large are set by the country of their residence.

Countries that move up more than one tier in the two-year period, can only be moved up one tier in a financial year. Countries that fall more than one tier, can be placed in the correct tier.