



Long Beach/South Bay

ADMINISTRATIVE & OPERATIONAL POLICIES

Approved by the Board of Directors 05/14/2014; last amended
04/18/23

Table of Contents

ADMINISTRATIVE POLICIES.....	5
A. WHISTLEBLOWER POLICY	5
1. Purpose.....	5
2. Protecting Your Confidentiality and Protection from Retaliation.....	5
3. Reporting a Violation	5
4. Investigation and Report.....	6
g. Contact of AIA LBSB Officers	7
B. CONFLICT OF INTEREST POLICY	7
1. Purpose.....	7
2. Definitions.....	7
a. Conflict of Interest	7
b. Interested Person.....	7
c. Financial and Other Interests	7
3. Procedures	8
a. Duty to Disclose	8
b. Determining Whether a Conflict of Interest Exists	8
c. Procedures for Addressing the Conflict of Interest	8
d. Violations of the Conflict of Interest Policy	9
4. Records of Proceedings	9
5. Compensation	9
6. Annual Statements	10
7. Periodic Reviews	10
8. Use of Outside Experts.....	10
9. Other Conflicts of Interest.....	10
C. RECORD RETENTION POLICY.....	11
D. MEMBER FINANCIAL DATA SECURITY	12
1. Purpose.....	12
2. Data.....	12
3. Compliance	13
E. EXECUTIVE COMPENSATION.....	13
1. Purpose.....	13
2. Review and Approval.....	13
3. Use of Comparable Compensation Data	13

AIA Long Beach/South Bay
POLICIES

- 4. Contemporaneous Documentation and Recordkeeping 13
- F. JOINT VENTURES 14
 - 1. Joint Ventures or Similar Arrangements with Taxable Entities 14
 - 2. Safeguards to Ensure Exempt Status Protection 14
- G. GIFT ACCEPTANCE 14
 - 1. Introduction 14
 - 2. Policy Statements 15
 - a. Board Acceptance of Gifts 15
 - b. Philanthropic Intent 15
 - c. Ethics 15
 - d. Review Legal Arrangements 15
 - e. Professional Fees 16
 - f. Unacceptable Gifts 16
 - g. Stewardship 16
 - h. Conflict of Interest 17
 - i. Conformity to Federal and State Laws 17
 - j. Gift Valuations 17
 - k. Required Reporting of Gifts to the Internal Revenue Service 18
- H. HARASSMENT POLICY 18
 - 1. Purpose 18
 - 2. Who Is Covered by the Policy 18
 - 3. Prohibited Conduct 18
 - 4. Reporting a Violation 19
 - 5. Board Action 19
 - 6. Alleged Violations of the AIA Code of Ethics 19
- I. ADOPTION OF THE AIA DIVERSITY AND INCLUSION STATEMENT AND OBSERVANCE 20
 - 1. Diversity Statement: 20
 - 2. Supporting AIA Position Statements: 20
 - a. Civil Rights 20
 - b. Diversity 20
 - 3. Observance 20
- OPERATIONAL POLICIES 21
- A. POLICY ON INSURANCE 21
- B. POLICY ON CONFERENCES AND TRAVEL 21

AIA Long Beach/South Bay
POLICIES

1. Annual Grassroots Conference	21
2. Delegate to Institute Meetings	21
3. California Council	21
4. Council of Architectural Component Executives	21
5. Travel Expenses.....	21
a. Airfare	22
b. Authorization	22
c. Ground Travel	22
d. Car Rentals	22
e. Private Auto	22
f. Taxi / Shuttle / Limo Services.....	22
g. Lodging	22
h. Meals & Incidentals	22
i. Tips	23
j. Parking and Tolls	23
k. Reimbursements.....	23
C. POLICY ON REIMBURSEMENTS.....	23
1. Timeliness	23
2. Two Signatures	23
D. POLICY ON ALCOHOL	23
E. POLICY ON FINANCES	24
1. Financial Reports	24
2. Annual Operating Budget	24
3. Financial Review	24
4. Tax Return.....	24
5. Operating Expenses	24
6. Two Signatures	24
7. Bank Statements & Reconciliation Reports	24
8. Investments	24
F. POLICY POSITION PROCEDURE	25
1. Issue Presented	25
2. Action Taken	25
a. Notice and Discussion.....	25
b. Position	25
c. Implementation	25

G. POLICY ON ATTENDANCE AT MEETINGS OF THE BOARD OF DIRECTORS.....	26
H. POLICY ON PROGRAM AND EVENT VOLUNTEERS	26
I. POLICY ON COMMITTEES.....	26
1. Committee Work Plans	26
2. Advocacy	27
3. Committee Meetings	27
4. Communications	27
a. Notifications	27
b. Website	27
c. Images	27
d. AIA Logo	27
e. Reporting	27
5. Events	27
J. POLICY ON NOMINATING.....	28
K. BOARD OF DIRECTORS AWARDS DEFINED (IN CONJUNCTION WITH THE DESIGN AWARDS PROGRAM).....	28
1. AIA Community Design Advocate Award.....	28
2. AIA Presidential Honoree Award	28
3. AIA Lifetime Achievement Award	28

ADMINISTRATIVE POLICIES

Adopted 5/14/2014; Amended 3/21/2016; 11/13/2018; 04/12/21; 06/14/21

A. WHISTLEBLOWER POLICY

1. Purpose

The American Institute of Architects, Long Beach/South Bay Chapter (AIA LBSB), is open and accountable to its members and employees. The AIA LBSB Board of Directors expects all AIA LBSB volunteers and employees to obey the law and act ethically. It also expects employees to report honestly to their supervisors. It requires that volunteers and employees contact senior management, or AIA LBSB officers, as appropriate, about any activity that they think might violate law, policy, or ethical standards.

This policy is intended to cover serious concerns that could affect the AIA LBSB. These include actions that:

- a. could lead to inaccurate financial reporting;
- b. are unlawful, such as fraud, theft, embezzlement, or other illegal activities;
- c. are inconsistent with policies or procedures;
- d. otherwise amount to serious misconduct, such as unethical business conduct, or other inappropriate conduct;
- e. result in the destruction of documents in a manner inconsistent with the AIA LBSB's records retention policy; or
- f. result in the inappropriate or illegal use of AIA LBSB property (e.g., using AIA LBSB property for personal gain).

The AIA LBSB Whistleblower Policy is intended to encourage and enable you and others to raise serious concerns within the AIA LBSB before seeking action from outside sources.

2. Protecting Your Confidentiality and Protection from Retaliation

Every effort will be made to protect your confidentiality, and the AIA LBSB will not tolerate harassment or retaliation of any sort against anybody submitting a report under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. While anonymous reports will be accepted, you are encouraged to identify yourself in order to strengthen the credibility of your report and to help the follow-up investigation. Malicious or knowingly false reports, however, may result in disciplinary action, up to and including termination of your employment or service as a volunteer.

3. Reporting a Violation

You should follow these guidelines when reporting a violation under this policy:

- a. Describe in detail the specific facts demonstrating the basis for the complaint or report. Employees or volunteers must recognize that the AIA LBSB may be unable to fully evaluate a vague or general complaint or report that is made anonymously.

- b. Where possible, if you are an employee, you should report the violation initially to your direct supervisor, usually the AIA LBSB President. In most cases, your supervisor should be in the best position to address an area of concern.
- c. If you are a volunteer, or if you are an employee who is not comfortable speaking with your supervisor about a violation, you are encouraged to speak with another member of the AIA LBSB Executive Committee.
- d. This policy requires every supervisor or other manager to report suspected violations to the AIA LBSB President. The supervisor should not have anything else to do with the matter unless directed by the AIA LBSB President.
- e. If the violation you are reporting has to do with fraud or financial misconduct, you may follow the procedures shown above. In the alternative, you may contact the AIA LBSB Treasurer.
- f. Except under extraordinary circumstances, the AIA LBSB President and, if allegation of fraud or financial misconduct, the AIA LBSB Treasurer will be informed when a report is received. Other persons may also be notified on a need-to-know basis.

4. Investigation and Report

The following guidelines apply to investigations:

- a. The AIA LBSB President has specific and exclusive responsibility to investigate all reported violations. If the AIA LBSB President finds it appropriate to recuse him/herself, he/she will retain impartial outside counsel or auditors to conduct the investigation.
- b. To the extent possible, your report will be acknowledged within 5 business days. You will also be informed about next steps and about when you may expect to hear more about the investigation of your reported allegations.
- c. The AIA LBSB President will conduct a prompt investigation, while doing everything possible to keep your identity and role confidential. (You should be aware, however, that legal requirements or other circumstances may make it impossible to fully protect confidentiality in some cases.) You will be notified within 2 weeks if a broader investigation appears to be needed.
- d. You are not expected to prove the truth of your allegations. You should, however, be prepared to be interviewed (unless your report is anonymous) and to submit whatever evidence is available to support the allegations.
- e. The AIA LBSB President will submit a written report, which will include a summary of the allegations and his or her recommendations, to members of the AIA LBSB Executive Committee, and/or to the AIA LBSB Board of Directors, as appropriate. You will be informed about the results of the report.

- f. Where appropriate, corrective action will be taken. The action taken will depend on how serious the pertinent violation is and may include such things as a warning, a letter of reprimand, suspension with or without pay, or termination of employment. In the case of a volunteer, corrective action may include such things as limitations on the volunteer's opportunity to serve on the AIA LBSB Board of Directors or committees.

g. Contact of AIA LBSB Officers

If the process described above is not followed after you have submitted a report, you may contact the AIA LBSB President. If you are not comfortable contacting the AIA LBSB President, you may contact the AIA LBSB Vice President.

B. CONFLICT OF INTEREST POLICY

1. Purpose

The American Institute of Architects, Long Beach/South Bay Chapter (AIA LBSB) is a not-for-profit corporation organized and existing under the laws of the State of California for the purposes of conducting operations and activities as an organization eligible for tax-exempt status under Section 501(c)(6) of the Internal Revenue Code. The purpose of this conflict of interest policy is to protect the interest of the AIA LBSB when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director, committee member, Executive Director, or other employed staff or volunteer of the AIA LBSB. This policy is intended to supplement but not replace any applicable federal or State of California laws governing conflict of interest applicable to nonprofit mutual benefit corporations.

2. Definitions

a. Conflict of Interest

A conflict of interest arises when a person in a position of authority over an organization may benefit financially from a decision he or she could make in such capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.

b. Interested Person

Any director, officer, committee member, chief employed executive, chief employed finance executive, or other employed staff who has a direct or indirect financial interest, as defined below, is an interested person and is covered by this policy.

c. Financial and Other Interests

A person has a financial interest if the person has, directly or indirectly, through business, investment, family, or other close personal relationship:

- i. An ownership or investment interest in any entity with which the AIA LBSB has a transaction or arrangement;
- ii. A compensation arrangement with the AIA LBSB or with any entity or individual with which the AIA LBSB has a transaction or arrangement; or
- iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the AIA LBSB is negotiating a transaction or arrangement.
- iv. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
- v. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board, the Executive Committee, or another appropriate committee or other body of the AIA LBSB decides that a conflict of interest exists.

3. Procedures

a. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and/or members of committees considering the proposed transaction or arrangement.

b. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest

- i. An interested person may make a presentation at the Board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- ii. The presiding officer or chair of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

- iii. After exercising due diligence, the Board or committee shall determine whether the AIA LBSB can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the AIA LBSB's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflict of Interest Policy

- i. If the Board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

4. Records of Proceedings

The minutes of the Board and the meeting report for all committees shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing Board's or committee's decision as to whether a conflict of interest in fact existed; and
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

5. Compensation

- a. A voting member of the Board who receives compensation, directly or indirectly, from the AIA LBSB for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the AIA LBSB for services is precluded from voting on matters pertaining to that member's compensation.

- c. No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the AIA LBSB, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

6. Annual Statements

Each director, officer, member of a committee, and Executive Director, shall annually receive and acknowledge receipt of all Bylaws, Policies, and Procedures, which also affirms such person:

- a. Has received a copy of the conflicts of interest policy;
- b. Has read and understands the policy;
- c. Has agreed to comply with the policy; and
- d. Understands the AIA LBSB is a non-profit corporation and, in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

7. Periodic Reviews

To ensure the AIA LBSB operates in a manner consistent with exempt purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the AIA LBSB written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further legitimate purposes, and do not result in inurement or impermissible private benefit.

8. Use of Outside Experts

When conducting the periodic reviews as provided for in this policy, the AIA LBSB may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

9. Other Conflicts of Interest

Each principal officer, director and member of a committee has fiduciary duties and other responsibilities to the AIA LBSB. Each such individual is subject to such duties and responsibilities, whether they arise from federal or state law, from the AIA LBSB Bylaws, Board-approved policies or other actions of the Board, or from other sources. This policy

AIA Long Beach/South Bay
POLICIES

shall apply to any situations in which any director, officer, or member of a committee has an actual or apparent conflict between his/her private interests and his/her fiduciary duties or other responsibilities to the AIA LBSB. All such actual or apparent conflicts of interest shall be disclosed to the AIA LBSB President (or Vice President), who shall refer such matters to the appropriate officers of the AIA LBSB and ensure that they are considered and resolved in a fair and expeditious manner.

C. RECORD RETENTION POLICY

The AIA LBSB Record Retention Policy applies to both paper and electronic records content. The AIA LB/SB computer files will be backed up on a monthly and yearly basis.

Accounts payable ledgers and schedules:	7 years
Accounts receivable ledgers and schedules:	7 years
Audit reports of accountants:	Permanently
Bank statements:	7 years
Cash books:	7 years
Checks (canceled):	7 years
Contracts and leases (expired):	4 years
Contracts and leases still in effect:	Permanently
Correspondence, general:	3 years
Correspondence (legal and important matters):	Permanently
Deposit detail:	3 years
Depreciation schedules:	Permanently
Design Awards history archives (list of winners and call for entry samples):	Permanently
Donation records:	7 years
Dues Analysis Reports:	3 years
Dues Collection Reports:	7 years
Employee personnel records (after termination):	7 years
Employee personnel files: application; resume; employment letter; personnel data sheet; new employee orientation checklist; W4's; payroll deduction authorizations; I-9; employment history; evaluations; promotions; bonuses; employment verifications (terminated):	6 years
Employee personnel files: application; resume; employment letter; personnel data sheet; new employee orientation checklist; W4's; payroll deduction authorizations; I-9; employment history; evaluations; promotions; bonuses; employment verifications (Current):	Permanently
Expense analyses and expense distribution schedules (includes allowance and reimbursement of employees, officers, etc., for travel and other expenses:	7 years
Event registration files:	1 year
Event/meeting files:	3 years
Financial statements (end-of-year):	Permanently
General ledgers and end-of-year statements:	Permanently

AIA Long Beach/South Bay
POLICIES

Insurance policies (expired):	Permanently
Insurance records, current accident reports, claims, policies, etc.:	Permanently
Internal reports, miscellaneous:	3 years
Invoices to customers:	7 years
Invoices from vendors:	7 years
Journals (end-of-year):	Permanently
Legislation files (sponsored):	7 years
Legislation files (reactive-general):	2 years
Legislation files (reactive-significant):	4 years
Membership applications, member correspondence, National confirmation letters, waiver/deferment forms:	2 years
Membership rosters (year-end):	Permanently
Minutes of meetings of the Board of Directors, Executive Committee, Board Committees, and Special Committees:	Permanently
Nomination / candidate letters:	1 year
Payroll records:	7 years
Photo and video library:	Permanently
Publications created:	Permanently
Sponsorship files:	3 years
Tax returns and worksheets, and other documents relating to determination of tax liability:	Permanently
Volunteer records:	3 years

D. MEMBER FINANCIAL DATA SECURITY

1. Purpose

The purpose of this member financial data security policy is to provide security measures by the American Institute of Architects - Long Beach/South Bay (AIA LBSB) to its AIA LBSB members.

2. Data

AIA LBSB implements security measures to protect and safeguard AIA LBSB member financial data. Sensitive financial data includes an individual's first name or initial and last name in combination with any of the following items if the name and items are not encrypted:

- a. Social security number*
- b. Driver's license number or government-issued number*
- c. Account number for credit or debit card

*AIA LBSB does not collect social security numbers, driver's license numbers, or government-issued numbers from AIA LBSB members.

3. Compliance

AIA LBSB shall comply with association security standards in accordance with the Payment Card Industry (PCI). When sensitive financial information has been processed by AIA LBSB, it will be shredded, erased or modified so that the data is unreadable or undecipherable. In addition, any breach of the security system safeguarding computerized data by an unauthorized person will be reported to the AIA LBSB member of the sensitive personal information.

E. EXECUTIVE COMPENSATION

1. Purpose

The American Institute of Architects – Long Beach/South Bay (AIA LBSB) is a not-for-profit corporation organized and existing under the laws of the State of California for the purposes of conducting operations and activities as an organization eligible for tax-exempt status under Section 501(c)(6) of the Internal Revenue Code. The purpose of this conflict of interest policy is to document the process for determining the compensation of AIA LBSB's Executive Director.

2. Review and Approval

The compensation of the Executive Director is reviewed by the AIA LBSB Executive Committee. The Executive Committee is comprised of the President, Vice President, Treasurer, and Secretary, provided that persons with conflicts of interest with respect to the compensation arrangement at issue are not involved in this review and approval.

3. Use of Comparable Compensation Data

The compensation of the Executive Director is reviewed and approved using data as to comparable compensation for similarly qualified persons in functionally comparable positions at similarly situated organizations. Annually, the Executive Director prepares a history of the Executive Directors compensation and benefits and provides it to the Executive Committee. When requested, comparable compensations for similar AIA Chapter Executive Directors will also be provided to the Executive Committee.

4. Contemporaneous Documentation and Recordkeeping

The Executive Committee will document the deliberations and decisions regarding the compensation arrangement and provide the information to the Treasurer for implementation into the fiscal budget.

The purpose of this policy is to require that The American Institute of Architects – Long Beach/South Bay (AIA LBSB) evaluate its participation in joint venture arrangements under Federal tax law and take steps to safeguard AIA LBSB's exempt status with respect to such arrangements. It applies to any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity as further defined in this policy.

F. JOINT VENTURES

1. Joint Ventures or Similar Arrangements with Taxable Entities

For purposes of this policy, a joint venture or similar arrangement (or a “venture or arrangement”) means any joint ownership or contractual arrangement through which there is an agreement to jointly undertake a specific business enterprise, investment, or exempt-purpose activity without regard to: (1) whether AIA LBSB controls the venture or arrangement; (2) the legal structure of the venture or arrangement; or (3) whether the venture or arrangement is taxed as a partnership or as an association or corporation for federal income tax purposes. A venture or arrangement is disregarded if it meets both of the following conditions:

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

2. Safeguards to Ensure Exempt Status Protection

AIA LBSB will: (a) negotiate in its transactions and arrangements with other members of the venture or arrangement such terms and safeguards adequate to ensure that AIA LBSB’s exempt status is protected; and (b) take steps to safeguard AIA LBSB’s exempt status with respect to the venture or arrangement. Some examples of safeguards include:

- a.** Control over the venture or arrangement sufficient to ensure that it furthers the exempt purpose of AIA LBSB;
- b.** Requirements that the venture or arrangement gives priority to exempt purposes over maximizing profits for the other participants;
- c.** That the venture or arrangement not engage in activities that would jeopardize AIA LBSB’s exemption; and
- d.** That all contracts entered into with AIA LBSB be on terms that are arm’s length or more favorable to AIA LBSB.

G. GIFT ACCEPTANCE

1. Introduction

The purpose of this gift acceptance policy is to give guidance and counsel to those individuals within the American Institute of Architects – Long Beach/South Bay (AIA LBSB)

concerned with the planning, promotion, solicitation, receipt, acceptance, management, reporting, use, and disposition of private sector gifts of philanthropic intent.

These policies must be viewed as flexible and realistic in order to accommodate unpredictable situations as well as donor expectations, as long as such situations and expectations are consistent with AIA LBSB's mission and policies. Flexibility must be maintained since some gift situations will be complex, and proper decisions can be made only after careful consideration of all related factors. These policies may, therefore, require that the merits of a particular gift be considered by the appropriate staff and/or committee of the Board along with legal counsel and directors if necessary.

All fundraising activities and gift acceptance policies, and their day-to-day implementation, are designed and managed by the Executive Director, and are subject to approval by the Board.

The Board, through the finance committee and the Executive Director, is responsible for the gift acceptance policy. This responsibility cannot be delegated or waived. These policies and authorizations shall be reviewed by the Board as circumstances warrant.

2. Policy Statements

a. Board Acceptance of Gifts

The Board shall exercise its public trust, as mandated by statute, in making final decisions for the acceptance of all gifts and grants and for any exception to its policies and guidelines. Gifts and gift instruments may be received by the Executive Director but can be accepted officially only by the Board as managers of the public trust.

AIA LBSB shall accept only those gifts the transference and implementation of which shall be deemed consistent with the public laws and/or regulations of the United States of America and the State of California.

b. Philanthropic Intent

The Board shall determine that gifts to AIA LBSB are evidence of philanthropic intent and that the donor's philanthropy is in accord with the stated mission and goals of AIA LBSB. The purpose is to prevent AIA LBSB from being an object of philanthropic intent for either designed or innocent avoidance of taxes, prejudiced purposes, or evaluation of gifts without generous, advanced, objective, experienced evaluation.

c. Ethics

The Board shall assure itself that all philanthropic promotions and solicitation are ethical by adopting policies that prohibit AIA LBSB personnel from benefiting personally by way of commissions or other devices related to gifts received.

d. Review Legal Arrangements

Legal counsel retained by AIA LBSB shall, as required, review legal documents, contracts, and all donor agreements. AIA LBSB shall seek the advice of legal counsel in all matters pertaining to its planned giving program. All agreements shall follow the formats of the specimen agreements to be approved by legal counsel unless counsel has agreed in writing to a change for a specific agreement. AIA LBSB shall encourage donors to seek their own counsel in matters relating to their bequests, life income gifts, tax planning, and estate planning. All legally binding documents involving large gifts shall be prepared and/or reviewed by counsel retained by the donor, to avoid any conflict of interest or undue influence. Alternatively, a donor may sign a document prepared by AIA LBSB, releasing AIA LBSB from any liability and waiving any conflict.

e. Professional Fees

While AIA LBSB may offer assistance to attorneys and other professional advisors by providing specific language to be used in charitable giving instruments, it cannot pay any attorney's or advisor's fees associated with this work.

f. Unacceptable Gifts

AIA LBSB reserves the right to refuse any gift that is not consistent with its mission. In addition to and without limiting the generality of, the following gifts will not be accepted by AIA LBSB:

- i.** Gifts that violate any federal, state, or local statute or ordinance;
- ii.** Gifts that contain unreasonable conditions (e.g., a lien or other encumbrance) or gifts of partial interest and property;
- iii.** Gifts that are financially unsound;
- iv.** Gifts that could expose AIA LBSB to liability.

g. Stewardship

AIA LBSB will be responsible for good stewardship toward its donors by following these guidelines:

- i.** All gifts will be acknowledged within the required, or otherwise reasonable, period of time.
- ii.** All gift acknowledgment letters/receipts will be prepared by the Executive Director or his or her designee.
- iii.** Gifts to AIA LBSB shall be reported in a manner consistent with the standards recommended by the Association of Fundraising Professionals (AFP) or the National Council on Planned Giving (NCPG).

- iv. Files, records, and mailing lists regarding all donors and donor prospects are maintained and controlled by AIA LBSB. Maximum use will be made of information and contacts that members of the Board, various volunteer groups, or the staff have with potential donors. Written reports of interviews and solicitations will be maintained in the donor prospect file and/or computer.
- v. This information is confidential and is strictly for the use of AIA LBSB Board and staff. Use of this information shall be restricted to organization purposes only. Donor has the right to review his or her donor fund file(s).
- vi. AIA LBSB will provide the donors of endowed scholarships with appropriate information about the recipients of scholarship assistance.
- vii. Should the gift be restricted, AIA LBSB will provide the donor with a narrative and financial report detailing the activities made possible by their support. This report will be submitted to the donor within 14 days of the completion of the underwritten activities.
- viii. Gifts to AIA LBSB and accompanying correspondence will be considered confidential information, with the exception of the publication of donor recognition societies. All donor requests for confidentiality will be honored.
- ix. Names of donors will not be provided by AIA LBSB to other organizations, nor will any lists be sold or given to other organizations.

h. Conflict of Interest

AIA LBSB will assure itself that AIA LBSB personnel are circumspect in all dealings with donors in order to avoid even the appearance of any act of self-dealing. The Board will consider a transaction in which the employee has a “material financial interest” with a donor an act of self-dealing. In reviewing self-dealing transactions, the Board shall consider financial interest “material” to an employee if it is sufficient to create an appearance of a conflict. In each case, this will be a question of fact. The Board will examine all acts of self-dealing including, but not limited to prohibition against personal benefit. Those individuals who normally engage in the solicitation of gifts on behalf of AIA LBSB shall not personally benefit by way of commission, contract fees, salary, or other benefits from any donor in the performance of their duties on behalf of AIA LBSB. (The definition of individuals includes each of the categories of employees of AIA LBSB. Individuals are further defined to include associations, partnerships, corporations, or other enterprises in which a member of the staff holds a principal ownership interest.)

i. Conformity to Federal and State Laws

The Board will assure itself that fundraising activities comply with local, state, and federal laws.

j. Gift Valuations

AIA LBSB shall follow accepted guidelines for the valuation of gifts such as stock, real estate, personal property, and life insurance that require specific methods of valuation for the protection of both the donor and AIA LBSB.

Gifts of art, furniture, books, stamps, coins, and other collections must have values assessed by properly accredited independent appraisers retained by potential donors for appropriate gift tax credit. AIA LBSB shall acknowledge receipt of such properties but must not verify values.

k. Required Reporting of Gifts to the Internal Revenue Service

Should AIA LBSB sell, exchange, or otherwise dispose of any gift (other than checks, cash, or publicly traded stocks or bonds), within two years after the date of the gift, AIA LBSB will furnish the Internal Revenue Service and the donor with a completed Form 8282.

H. HARASSMENT POLICY

1. Purpose

AIA LONG BEACH/SOUTH BAY (a component of the American Institute of Architects (AIA)) and its members are committed to full compliance with all laws and regulations, and to maintaining the highest ethical standards in the way we conduct our operations and activities. This policy is designed to prevent sexual and other types of harassment within AIA LONG BEACH/SOUTH BAY, and to provide for corrective action as appropriate.

2. Who Is Covered by the Policy

This policy applies to the following people, referred to as Covered Individuals:

- a. Members of the AIA LONG BEACH/SOUTH BAY Board of Directors (or other governing body).
- b. All individuals who act on AIA LONG BEACH/SOUTH BAY's behalf through election, appointment (including appointment to a committee), or Board action, or under authority from its Bylaws or Rules of the Board.
- c. AIA LONG BEACH/SOUTH BAY staff.
- d. All individual members of AIA LONG BEACH/SOUTH BAY engaged in activities relating to the business of the AIA such as meetings and events, continuing education sessions, tours, and any other AIA-related activities.
- e. All other individuals engaged in activities relating to the business of AIA LONG BEACH/SOUTH BAY such as meetings and events, continuing education sessions, tours, and any other AIA LONG BEACH/SOUTH BAY-related activities.

3. Prohibited Conduct

This policy prohibits discriminatory or harassing behavior (that is, unwelcome conduct) directed toward a person because of his or her sex, race, color, religion, national origin, age, marital status, personal appearance, sexual orientation or identification, family responsibilities, physical or mental disability, political affiliation, or other status protected

under the laws of the jurisdiction(s) in which AIA LONG BEACH/SOUTH BAY is present or the relevant activities take place.

Accordingly, no Covered Individual shall:

- a. Engage in or facilitate any discriminatory or harassing behavior directed toward AIA officers, directors, members, staff, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, guests, or others in connection with activities relating to the AIA.
- b. Engage in speech or conduct which is disparaging or derogatory of persons based on any of the factors mentioned above, in connection with activities relating to the AIA.

4. Reporting a Violation

Violations of this policy may be reported to the AIA LONG BEACH/SOUTH BAY Executive Director and/or to the Board of Directors. The Board will be responsible for resolving any reported violation, and will determine an appropriate course of action. This will ordinarily involve a prompt inquiry or investigation, which shall be conducted with utmost discretion and be kept confidential to the greatest extent possible. Such inquiry or investigation shall be conducted by the Board or by one or more of its members, by legal counsel retained by AIA LONG BEACH/SOUTH BAY, or by such other person(s) as the Board may designate.

5. Board Action

Promptly after the inquiry or investigation has been completed, the resulting findings will be reported to the Board. The Board shall then conduct such proceedings and take such action as may be appropriate and authorized under applicable law and under the governing documents of the Institute and of AIA LONG BEACH/SOUTH BAY. If a Board member has been charged with the pertinent violation, he or she may present arguments and supporting evidence on his or her behalf, but will not otherwise influence or participate in the Board's proceedings on the violation.

If the Board of AIA LONG BEACH/SOUTH BAY fails to address an alleged violation in the manner shown above, the person reporting the alleged violation may contact AIA CALIFORNIA COUNCIL at mail@aiacc.org. If AIA CALIFORNIA COUNCIL fails to respond, the person reporting the alleged violation may contact the General Counsel of the American Institute of Architects at jstephens@aia.org.

6. Alleged Violations of the AIA Code of Ethics

Certain acts may violate the [AIA Code of Ethics and Professional Conduct](#), and therefore might be the subject of a complaint to the Institute's National Ethics Council. For more information, go to the link provided above.

I. ADOPTION OF THE AIA DIVERSITY AND INCLUSION STATEMENT AND OBSERVANCE

1. Diversity Statement:

The AIA Long Beach/South Bay chapter serves one of the most ethnically and culturally diverse regions of the country. We are committed to representing that diversity within our membership, promoting equity in the communities that we practice in, advocating for equitable practice within our profession and celebrating the diverse voices of our members. As a part of the global community, the AIA Long Beach/South Bay champions a culture of equity, diversity and inclusion in order to create a better environment for all. Achieving this vision has a direct impact on the relevance of our profession and on our collective prosperity, health and future.

The American Institute of Architects (AIA) and the American Institute of Architects Long Beach/South Bay, as part of the global community, champions a culture of equity, diversity, and inclusion within the profession of architecture to create a better environment for all. Achieving this vision has a direct impact on the relevance of our profession and the world's prosperity, health, and future. Leadership in design and construction requires collaboration. Architects must encourage and celebrate the contributions of those who bring diverse experiences, views, and needs into the design process.

2. Supporting AIA Position Statements:

a. Civil Rights

The AIA Supports the promotion of human and civil rights, the universal respect for human dignity, and the unbiased treatment of all persons in employment, civic, and business transactions.

Embracing a culture of equity, all programs and initiatives of the AIA and its members shall reflect the society that we serve, regardless of race, ethnicity, gender, gender identity or expression, sexual orientation, physical abilities, or religious practices.

b. Diversity

The American Institute of Architects, as part of the global community, champions a culture of equity, diversity, and inclusion within the profession of architecture to create a better environment for all. Achieving this vision has a direct impact on the relevance of our profession and the world's prosperity, health, and future.

3. Observance

AIA Long Beach/South Bay embraces and supports these AIA position statements.

OPERATIONAL POLICIES

Adopted 05/14/2014; Amended 06/07/2017; 11/13/2018; 05/12/2020; 11/10/2020; 04/12/21

A. POLICY ON INSURANCE

It is the policy of the AIA LBSB to carry General Liability insurance in the minimum coverage amounts of \$1, 000,000 per occurrence and \$1,000,000 aggregate; and Directors & Officers Liability insurance in the minimum coverage amounts of \$1,000,000 per occurrence and \$1,000,000 aggregate.

B. POLICY ON CONFERENCES AND TRAVEL

1. Annual Grassroots Conference

The President, President Elect and Executive Director may attend the Grassroots Conference of the AIA, as budgeted funds allow. If any of these persons are unable to attend, the Treasurer or the Secretary may attend. If neither the Treasurer nor Secretary can attend, the Board of Directors has the option to appoint another member to attend in their absence.

2. Delegate to Institute Meetings

The President shall serve as the Delegate to represent the chapter at the Business Meeting of the Annual Convention of the AIA for the casting of votes on behalf of the chapter members. If the President is unable to attend, the Vice-President/President-Elect may serve as the Delegate, and if unable to attend, the Delegate will be chosen by the Board of Directors. The Delegate may be reimbursed for actual expenses incurred, as budgeted funds allow, and in accordance with Subsection 5 - Travel Expenses.

3. California Council

The members of the Board of Directors holding the AIA California Council positions may attend the AIA California Council Annual Meeting, along with the Executive Director, as budgeted funds allow. If any of these persons are unable to attend, the member of the Board of Directors holding the AIA California Council positions shall appoint another member to attend in their absence.

4. Council of Architectural Component Executives

The Executive Director may attend the California Council of Architectural Component Executives Annual Meeting, and/or the National Council of Architectural Component Executives Annual Meeting, as budgeted funds allow.

5. Travel Expenses

It is the policy of the AIA LBSB to expect its members to use reasonableness in incurring travel expenses and to make every effort to keep travel costs low. It is the policy of the AIA LBSB to follow the established travel expense limitations and guidelines as follows:

a. Airfare

Members will be reimbursed entirely for the basic airfare as booked, including any applicable taxes and baggage fees. Any member requiring a change in their travel plans, which incurs an additional fee, will be responsible for that fee unless approved by the President or Treasurer prior to submitting a request for reimbursement. Receipts are required.

b. Authorization

All travel requests must be for budgeted travel and approved at least 30 days in advance by a member of the Executive Committee.

c. Ground Travel

Ground travel options should be investigated prior to traveling. When choosing ground transportation (taxi/shuttle/rental car/personal auto/etc.) members are expected to select the most cost-effective method of travel for the individual or group, as applicable.

d. Car Rentals

Car rentals will be reimbursed if approved in advance. Receipts are required.

e. Private Auto

When traveling by private auto on behalf of the AIA LBSB, members will be reimbursed at the current corporate rate as set by the IRS.

f. Taxi / Shuttle / Limo Services

Actual taxi/shuttle/limo fares, including tips, will be reimbursed entirely. Receipts are required. Tips must be noted on receipts.

g. Lodging

Lodging facilities must be cost-effective. The AIA LBSB will reimburse members for basic room charge and applicable taxes. Double occupancy is preferred, except in specific circumstances. Receipts are required.

h. Meals & Incidentals

Members will be reimbursed up to \$85 per day for meals and beverages, as well as other incidental expenses, such as internet access and necessary laundry services. These figures *include* applicable taxes and tips. Receipts are necessary. Tips should be noted on meal receipts.

i. Tips

Reasonable tips for baggage handling will be reimbursed. Receipts are not required.

j. Parking and Tolls

Parking fees and toll expenses will be reimbursed. Receipts are required when available.

k. Reimbursements

Travel expense reimbursements will follow the AIA LBSB Policy on Reimbursements as outlined in this document and will be distributed or mailed within 30 days of the Executive Director's receipt of properly approved requests. Travel expenses incurred by the Executive Director shall be submitted to the Treasurer or another Executive Committee member authorized to sign on the AIA LBSB checking account.

C. POLICY ON REIMBURSEMENTS

It is the policy of the AIA LBSB to follow the established reimbursement guidelines as follows:

1. Timeliness

The member seeking reimbursement for expenses incurred on behalf of the AIA LBSB shall submit a Reimbursement Request Form, along with original receipts, within 30 days of the date the expense was incurred. Disbursements will be made within 30 days of receipt by the Executive Director. Expenses incurred by the Executive Director shall be submitted to the Treasurer or another Executive Committee member authorized to sign on the AIA LBSB checking account. Disbursements will be made within 30 days of receipt by the Executive Committee member.

2. Two Signatures

Any reimbursement request over the amount of \$2,000 requires the signature of two members of the Board of Directors on a Reimbursement Request Form.

D. POLICY ON ALCOHOL

The AIA LBSB general liability insurance policy prohibits the selling of alcohol. The AIA LBSB leaves it to the discretion of the individual members as to the appropriateness of serving or consuming alcohol at meetings and events. The AIA LBSB does not and will not assume, and expressly disclaims, any responsibility to monitor alcohol consumption at any AIA LBSB meeting, program or event.

E. POLICY ON FINANCES

1. Financial Reports

Monthly financial reports will be prepared each month and made available to the members of the Board of Directors for review and acceptance.

2. Annual Operating Budget

Annually, and prior to the end of the fiscal year, the Treasurer, with the assistance of the Executive Director, will prepare a budget for review by the Executive Committee and adoption by the Board of Directors.

3. Financial Review

Every three years a Financial Review Committee made up of three members of the Board of Directors will be formed and will review the processes in place for processing of payables, receivables, and reimbursements, and will review the current Policy on Finances.

4. Tax Return

The annual tax return will be prepared by a Certified Public Accountant and will be made available to all members of the Board.

5. Operating Expenses

With the approval of the Executive Committee, the Executive Director will be responsible for ensuring payment of the day to day operating and program expenses.

6. Two Signatures

Any expense over the amount of \$2,000 requires the approval of the President and the Treasurer.

7. Bank Statements & Reconciliation Reports

Within 30 days after each fiscal quarter, the Executive Director will forward the monthly banking statements and monthly Reconciliation Reports to the Treasurer and President.

8. Investments

In accordance with Bylaws section 7.02.3.2 *Reserve Fund*, and section 7.02.3.4 *Investment*, the Treasurer, with the approval of a majority of the Executive Committee, may invest 50% of the required reserve funds in a money market account or certificate of deposit for a term no longer than twelve (12) months. The objectives of this Policy on Investments is safety, liquidity, and yield.

F. POLICY POSITION PROCEDURE

AIA Long Beach/South Bay (AIA LBSB) takes positions on policy issues that forward our mission and goals as an organization. Positions are approved by the Board of Directors, or the Executive Committee acting on behalf of the Board. The following procedures shall be followed (at any time, the Board may revisit the policy position previously taken for review and action):

1. Issue Presented

Issue is presented to the Board by a Board member, a current AIA, Associate or Allied member, or a non-member in the form of a draft position statement. We suggest that the statement be brief and specific, ideally fitting on one page.

The following format is suggested:

- ISSUE - one paragraph defining the issue.
- POSITION - one paragraph summarizing your position.
- DISCUSSION - several paragraphs giving background information on the issue and the reason for your position.

The Board reserves the right to ask for additional information.

2. Action Taken

Board of Directors will review and discuss the issue, including the pros and cons of the issue, past decisions taken by the AIA LBSB on this, or similar issues, and how the issue ties to the strategic goals and objectives of the Chapter. If time is of the essence, the Board's Executive Committee may manage this review on behalf of the Board.

If the issue is one the Board wishes to pursue a position on, the following steps may be taken:

a. Notice and Discussion

A notice will be communicated to the membership of the issue being reviewed by the Board. Time will be allowed for members to provide feedback. The Board reserves the right to evaluate risk.

b. Position

The Board approves the position, and it is documented in the meeting minutes.

c. Implementation

Once a position is taken, the Executive Director, or a member of the Board (at the request of the Board), may communicate the position through a variety of activities, which may include (but is not limited to): developing a position paper, providing testimony, issuing public statements, writing letters and op-ed pieces, and forming coalitions to lead advocacy efforts.

G. POLICY ON ATTENDANCE AT MEETINGS OF THE BOARD OF DIRECTORS

In order to fulfill their fiduciary duty as an elected representative of the organization, each member serving on the Board of Directors obligates themselves to attend, to the best of their ability, each meeting of the Board of Directors. To be absent from three or more meetings within a 12-month period without reasonable cause or notification to the others may be considered a waiver of their right to continue serving in their position at the end of the calendar year. The filling of the vacancy will follow the process as outlined in the Bylaws.

H. POLICY ON PROGRAM AND EVENT VOLUNTEERS

In order to provide successful programs for the organization, it requires the time and commitment of volunteers. As recognition of their efforts, each program chair, and participating committee members, shall have the registration fee of their program waived.

I. POLICY ON COMMITTEES

Intent: To assist Committee Leadership to better serve the AIA LBSB Chapter Membership, collaborate with AIA LBSB staff, and more effectively plan the annual Chapter programs, calendar and budget.

AIA Long Beach/South Bay Bylaws, Section 6.62 Chapter Committees, provides that Chapter Committees may be established to perform services for the Chapter and each such committee may create one or more subcommittees. Chapter committees may be established by the Board of Directors. The charge and duration of each committee shall be as prescribed by the members of the committee, with supervision and approval from the Board of Directors. Committee Chairs shall be selected by the committee.

AIA LBSB Committees: As of fiscal year 2020, the Executive Committee sanctions the following committees to continue as the official committees of AIA LBSB:

- Committee on the Environment (COTE)
- Equity, Diversity & Inclusion (EDI)
- Design Awards (odd # years)
- Architectural Photography Competition (even # years)

1. Committee Work Plans

In advance of each upcoming year in order to ensure stability and continuity, each committee shall submit a Committee Work Plan detailing activity for the upcoming calendar year. Plans must include name and contact information of the proposed committee chair/s, a draft budget and a calendar of activities so the Executive Director and Board of Directors can review and include in the development of the Chapter's annual budget and see how the committee's goals and activities fit into and meet the objectives of the Strategic Plan.

2. Advocacy

AIA LBSB Bylaws Section 6.32.1 provides that the Chapter President speaks on behalf of all Committees and represents the voice of the Chapter. Committees are encouraged to be involved in the advocacy of the Chapter. Statements, issues, concerns or questions should be brought to the Board of Directors for discussion as needed. (Also refer to the AIA LBSB Policy Position Procedure.)

3. Committee Meetings

Committees are encouraged to schedule a regular day and time to meet each month/bi-monthly/quarterly at the beginning of the year. Staff can assist with scheduling polls and appointment notices. Each committee is responsible for taking minutes of each meeting and providing final and Committee approved minutes to staff.

4. Communications

a. Notifications

Committee events and meetings may be included in *Chapter Happenings* and posted on the chapter calendar of events. Each Committee is responsible for providing staff with the information to be communicated and should consult staff on timely submission requirements.

b. Website

Each Committee may be provided a landing page on the AIA LBSB website. Committees are encouraged to add content (links, articles, etc.) to their pages and to direct potential Committee members to the site to help them better understand the mission and activities of the committees. Staff manages all content updates to the website.

c. Images

Committees shall be responsible for creating marketing images for their event(s) to be used on the chapter website, e-blasts and social media and should consult with staff on requirements.

d. AIA Logo

Any communication shared with the membership, or using the names or logos for AIA LBSB, AIA CA or AIA National, must be provided to the Executive Director for review and approval before being published to ensure it meets association and usage requirements.

e. Reporting

Committees will provide an update on their activities and events once a year to be included in the Annual Report of the President.

5. Events

Committee events that require attendees to register in advance and/or purchase tickets to attend, require the approval of the Board of Directors. Staff will set up the ticket purchase

platform and event webpage. Committees are required to take attendance/sign-in sheet at each event and provide to staff for proper record keeping.

J. POLICY ON NOMINATING

In the formation of the Nominating Committee for the Annual Election, the Executive Committee shall make best efforts to include a representative of the Equity, Diversity and Inclusion Committee. The Nominating Committee shall make best efforts to slate a member that can serve for at least two years in the Treasurer position; and shall make best efforts to slate an architectural student in the Student Director position.

K. BOARD OF DIRECTORS AWARDS DEFINED (IN CONJUNCTION WITH THE DESIGN AWARDS PROGRAM)

Nominations are made and voted on by the Board of Directors concurrently with the Design Awards program.

1. AIA Community Design Advocate Award

This award acknowledges a community member that consistently contributes to the enhancement of the built environment. The awardee is contributing within our chapter boundaries and is not a licensed architect or affiliated with our professional organization.

2. AIA Presidential Honoree Award

This award honors an architect within our chapter who has meaningfully influenced architecture and the practice of the profession in a lasting way. This individual's influence spans beyond the built practice of architecture and exercises expertise in multiple facets relating to the profession of architecture.

3. AIA Lifetime Achievement Award

This award recognizes a distinguished contribution to the profession and communities over the entire career of an individual or firm. The individual can be affiliated with the College of Fellows, but it is not mandatory. This individual or firm's contribution should include impacting the built environment, positive values of the profession, beautifying the cities within our chapter area, and enhancing the theory and practice of architecture.