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Association of Image Consultants International

Policy and Procedure Manual

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POLICY 140 ANTI-TRUST COMPLIANCE

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POLICY**1. Introduction**

While courts have universally held that membership in an association and participation in traditional association activities are entirely legal and appropriate and in no manner indicates an intent to engage in unlawful trade practices, nevertheless, because associations may be comprised of competitors, they do need to be sensitive to the restrictions of the antitrust laws.

The antitrust laws are intended to foster and protect competition. As such, the laws prohibit particular anticompetitive activities, and more generally those which are deemed to unreasonably restrain trade. For these reasons, this Antitrust Policy has been developed to provide a general overview of antitrust laws as applied to associations and to assist the association in conducting its activities in conformity with those laws.

2. Overview of the Antitrust Laws

The basic statutes which are applicable to trade associations are the Sherman Act and the Federal Trade Commission Act. The Sherman Act prohibits "contracts, combinations or conspiracies in restraint of trade or commerce." Taken together, the contract, combination or conspiracy requirement has been found to exist where there is some form of agreement between two or more parties. Such agreements may be explicit, e.g., taking the form of a contract or other oral or written communication, or implicit, e.g., implied by the conduct of the parties and construed to indicate an agreement was formed.

Section 5 of the Federal Trade Commission Act prohibits "unfair methods of competition" and "unfair or deceptive acts or practices." The FTC Act's broad enforcement provision empowers the FTC to determine the meaning of "unfair." In addition, activities considered illegal under the Sherman Act also are generally unlawful under Section 5 of the FTC Act. Furthermore, Section 4 of the FTC Act empowers the FTC to take action against "incipient" unfair practices; that is, conduct which does not yet amount to--but is likely to lead to--a violation of the other antitrust statutes.

3. Enforcement and Penalties

The U.S. Department of Justice, States, and private parties harmed by the anticompetitive conduct of others may bring suit for violations of the Sherman Act. Enforcement of the FTC Act is vested exclusively in the FTC. Violations of the Sherman Act may result in both criminal and civil penalties. In addition, private plaintiffs may recover three times the amount of damages suffered, plus the costs of bringing suit, including attorneys' fees.

Therefore, it is imperative that all association members, directors, officers, and staff take all appropriate measures to minimize the risk of antitrust violations.

4. General Antitrust Guidelines

While the antitrust laws apply to all business, there are several types of activities that are particularly relevant to trade associations.

A. Price-Fixing

Any agreement among competitors to raise, lower or stabilize prices is unlawful, even if the agreed-upon price is reasonable, and even if the agreement is never put into effect. Competitors may be charged with illegal price fixing if they discuss general pricing ranges or policies because these discussions may have an impact on actual price quotations.

B. Agreements to Divide Customers or Territory

Territorial or market allocation involves an agreement among competitors to divide the market in such a way as to allow each party to the agreement to serve its share of the market without competition from the others. An agreement among members of an association to divide customers is an antitrust violation. The antitrust laws expressly prohibit any understanding or agreement between competitors or members of an association involving division or allocation of customers or territory. Even an informal agreement whereby one member agrees to stay out of another's territory will constitute a violation.

C. Group Boycotts

A collective refusal by otherwise competitors to deal with some third party, sometimes called a “group boycott,” raises serious antitrust concerns. It is unlawful for one competitor to agree with another competitor that neither one will do business with a particular supplier or customer, nor that they will do business only with certain suppliers or customers or only on certain terms and conditions.

D. Membership Restrictions

As a general rule, anyone that meets the criteria for membership (including conformance to any code of ethics) and pays the applicable dues should be admitted, and allowed to remain, as a member. Considerations such as competitive concerns, commercial disputes, or personal animosity should not be a basis for denying or revoking membership. Improper denial of, or expulsion from, membership may constitute a restraint of trade because it could limit the ability of the applicant or nonmember to compete.

E. Accreditation Code of Conduct & Professional Behavior

Associations may develop a code of ethics or business practices, and membership in the association may be contingent upon adherence to such rules. However, a code or similar document may not unlawfully regulate legitimate business practices, such as advertising that is not false or misleading, competition with other association members, or offering products or services at reduced prices. Any enforcement process must be fair and non-discriminatory.

F. Industry Statistics

The compilation and distribution of industry data on various topics is one of the most valuable services that an association can provide. These programs should be administered by the association to ensure that reports consist of data in composite form, and the information submitted by specific member companies is not revealed. Statistical programs also may not be used as a means of fixing prices, allocating production, or otherwise restraining trade.

G. Association Meetings

To minimize the possibility of antitrust problems at association gatherings, the following guidelines should be followed at all meetings of the Board of Directors and committees, as well as all association-sponsored conventions, trade shows, training seminars, conferences, and task force and working group sessions.

- **DO NOT** discuss your prices or competitors' prices with a competitor (except when buying from or selling to that competitor) or anything which might affect prices such as costs, discounts, terms of sale, or profit margins.
- **DO NOT** agree with competitors to divide customers or territories.
- **DO NOT** act jointly with one or more competitors to put another competitor at a disadvantage.
- **DO NOT** try to prevent your supplier from selling to your competitor.
- **DO NOT** discuss your future pricing, marketing, or policy plans with competitors.
- **DO NOT** attend or stay at any informal meeting where there is no agenda and no minutes are taken.
- **DO NOT** do anything before or after association meetings, or at social events, which would be improper at a formal association meeting.
- **DO** alert association staff and legal counsel to anything improper.
- **DO** send copies to an association staff member of any communications or documents sent, received, or developed by you when acting for the association.
- **DO** alert every employee in your company who deals with the association to these guidelines.
- **DO** be conservative. If you feel an activity might be improper, ask for guidance from association staff or legal counsel in advance.

5. Annual Review of the Anti-Trust Policy

Annually, the Executive Committee will review this policy and recommend any needed changes to the Board of Directors. Changes may be necessary to comply with new laws and regulations or to improve the functionality of the policy. Changes to the policy must be approved by the Board of Directors. The Board of Directors shall receive training of this policy annually.

PROCEDURE

1. The AICI Executive Director shall administer the Anti-Trust Compliance policy.

POLICY 150**BOARD OF DIRECTORS COMMITTEES****POLICY**

The Board of Directors may appoint committee members and their operations as stated in the organization's bylaws. The Board of Directors has general control over all committees and it is a Board of appeal from all actions of committees.

Each committee shall perform those functions and undertake the responsibilities directed by the Board from time to time, or by the committee Chair with Board approval.

PROCEDURE**Committee Structure**

1. The Board President shall, subject to the approval of the Board, appoint such committees as are deemed necessary for the internal administration of organization's affairs and to carry out the work of the organization.
2. A member shall be eligible to serve on the same committee for as many successive years as are deemed appropriate by the Board President and the members of the Board of Directors.
3. Each member of the Board shall be an ex officio member of one or more committees as directed by the Board President and shall be liaison between each such committee and the Board of Directors.
4. The Board President and Executive Vice President shall be ex officio members of all committees with no rights to vote.
5. Each committee shall transact such business as may be referred to it by the Board President or the Board. Except when acting within the purpose for which it was appointed by the Board, a committee shall not take action until a report has been made to the Board and approved by the Board.

Qualifications of Committee Chairs, Vice-Chairs, Secretaries, and Members

The purpose and function of a committee can be best served by members and Chairs that have a continuing interest and experience in its work. While there is a duty to serve others, more can be accomplished if the particular service is a privilege and is not imposed. Thus, the following should be observed with respect to all committees:

1. The membership of a committee should consist of only those persons who request assignment to that committee, or who are asked to serve on a specific committee and consent to do so.
2. If, during the year, a Chair needs more active members, he or she is responsible for recruiting new committee members.
3. A person should have at least one year's service on a committee before being requested to serve as its Vice-Chair.
4. A member of a committee should not accept an appointment as its Vice-Chair unless he or she is willing to serve later as its Chair.
5. A person should have at least one year's service as Vice-Chair of a committee before being request to serve as its Chair.
6. A person may, but should not, serve as Chair of the same committee for more than two terms.

There shall ordinarily be a succession of members within a committee from Secretary, to Vice-Chair, and to Chair in succeeding years, although this practice need not be applied with rigid inflexibility. For each Organization year, the Vice President shall select all the committee Chairs

for the committees they oversee and as listed in the AICI Operations Manual. The committee Chairs and Vice President shall select the Vice Chairs and Secretaries.

Functions and Responsibility of Chairs, Vice Chairs and Secretaries

Committee Chair

1. The Chair shall inspire, initiate, and direct committee activities.
2. The Chair shall lead all committee meetings and oversee its activities, or arrange for Vice-Chair to do so.
3. The Chair shall confer with past Chairs to identify opportunities and problem areas.
4. The Chair shall refer to committee notes of prior meetings to maintain continuity and remain aware of past problems and proposed solutions.
5. At the beginning of the year, the Chair shall identify action items, activities, and an implementation schedule, to be amended and improved upon as the year unfolds.
6. The Chair shall request Board approval for all committee activities that require Organization financing.
7. The Chair shall recruit additional committee members when needed. The Chair shall review the background of each new Organization member to see if he or she might benefit from the work of the committee.
8. The Board of Directors committee liaison shall prepare a report of committee activities and deliver the report to the Board of Directors.
9. The Chair shall designate a Secretary to take notes at each committee meeting.
10. The Chair shall set standards for attendance and participation of committee members and for replacing those not active. If, in the opinion of the Chair and Vice-Chair, a member's failure to attend or other lack of performance has not served the committee well, they may recommend that the member should not be reappointed to the committee.
11. The Chair shall conduct an organizational committee meeting within the first two (2) months of the organization's fiscal year to define and outline the scope and objectives of committee work and procedures to be followed.
12. The Chair shall ensure that all committee members sign and the AICI Committee Copyright Transfer Agreement. The Chair shall collect all signed agreements and return to AICI Headquarters.
13. The Chair shall ensure that the AICI Conflict of Interest Policy is followed and documented at each committee meeting.

Committee Vice-Chair

1. The Vice-Chair or the Chair's designee shall undertake the above responsibilities in the absence or at the direction of the Chair.

Committee Secretary

1. The Secretary shall keep a record of members' attendance at committee meetings and functions.
2. The Secretary should send notices of each meeting personally to committee members so that he or she shall become better acquainted with them.

POLICY 160**BOARD OF DIRECTORS RESPONSIBILITIES****POLICY**

The performance of the responsibilities and actions of the Board of Directors shall be reflected in the meeting minutes as recorded by Board of Directors Secretary and approved by the Board of Directors. The Board of Directors has general control over all committees and it is a Board of appeal from all actions of committees.

Duties

The organization requires individuals serving as members of the Board of Directors to uphold their fiduciary obligations to the organization. The fiduciary obligations of the Board of Directors members include:

1. The duty of care
 - a. The Board of Directors member is required to make prudent business decisions that are in the best interest of the organization taken as a whole.
2. The duty of loyalty
 - a. The Board of Directors member cannot serve while having an unresolved conflict of interest with another organization.
3. The duty of obedience
 - a. The Board of Directors member is required to obey federal and state not-for-profit laws as well as the organization's own bylaws and policy.

Association Management

1. Governance Document

AICI is governed by the AICI Bylaws, which are reviewed annually by the AICI Executive Committee. All proposed Bylaws changes must be voted on and approved by the voting members of the AICI Membership.
2. Board of Directors

The Board of Directors is nominated by the Nominations Committee and are voted on and approved by the voting members of the AICI Membership, in accordance with the AICI Bylaws. Board members must fulfill their obligations to the Association and AICI Membership as outlined in the AICI Bylaws and under the Policies and Practices in this handbook.
3. Association Management Company

The Association Management Company (AMC) is contracted to provide an agreed upon Scope of Services with the AICI Board of Directors. Among the AMC's duties, the representative serving as Executive Director must organize and attend all AICI Board meeting and the annual Strategic Planning Retreat to assist in setting the direction for AICI and ensuring that members' needs are served.

Oversight

1. The Board of Directors of the organization is responsible for reviewing and approving the organization's:
 - a. Exempt purpose of the organization;
 - b. Vision, mission and strategic direction;
 - c. Annual budget;
 - d. Key financial transactions;
 - e. Compensation practices and policies;
 - f. Fiscal and governance policies;
 - g. Program services, accomplishments, and measurement method;
 - h. Form 990 and all subsidiary schedules (review and approval to occur prior to submission).

The Board of Directors is responsible for detecting and remedying potential wrongdoing by management.

2. The Board of Directors of the organization shall review the organization's mission statement, goals, programs, and activities annually to assure they advance the organization's mission and make prudent use of its resources.
3. The Board of Directors of the organization shall review the organizational and governing instruments, including but not limited to the bylaws and articles of incorporation, no less frequently than every five (5) years.
4. The Board of Directors of the organization shall review the organization's fiscal and governance policies and procedures no less frequently than every two (2) years.
5. The Board of Directors shall annually review the organization's liability insurance based on the organization's program activities and financial capacity. The AICI Executive Director shall provide the Board of Directors with research and recommendations concerning the appropriate liability insurance for the organization.
6. The Board of Directors of the organization is responsible for the selection of the outsourced management company. The management team shall work with the Board President to monitor the performance of the staff.

Board of Directors Education and Performance

1. Board members shall be familiar with the organization's basic rules and compliance.
2. The Board President, with the assistance of AICI Executive Director, shall establish an effective, systematic process for educating and communicating with Board members to ensure that they are aware of their legal and ethical responsibilities, are knowledgeable about the programs and activities of the organization, and can carry out their oversight functions effectively.
3. Board training shall include assuring that Board members are aware of their personal liability for the Board's actions or for its failure to take action and of the protections available to them. All Board members shall receive oral and written instruction regarding the organization's governing documents, finances, program activities, and governing policies and practices.
4. The members of the Board of Directors shall evaluate their performance as a group and as individuals no less than every three years.
5. Members of the Board of Directors shall be provided with clear guidelines establishing the duties and responsibilities of each member, including meeting attendance, preparation, and participation; committee assignment; and the kinds of expertise Board members are expected to have or develop in order to provide effective governance. Guidelines establishing the duties and responsibilities of Board members shall be included in the annual orientation session as prepared by the AICI Executive Director.

Confidentiality

Confidentiality in the best interests of the association. A Board member should keep confidential all matters involving the corporation that have not been previously disclosed.

1. **Public Disclosures**

An Association Board member is sometimes asked by the press or public officials to comment on matters of sensitivity to the association. However, an individual Board member is not authorized to be a spokesperson for AICI. When a response to an inquiry is likely to be disseminated, the Board member should avoid responding; and instead re-direct the inquiry to one of the Official Spokespersons for the Association: the President or another appointed person.

2. **Private Disclosures**

Even when a response to an inquiry is not likely to be further disseminated, the Board member should exercise Confidentiality in the best interests of the association. The Board member should take into consideration whether the information recipient is an Association Member; whether disclosure of the information has been authorized or is ripe for dissemination, and the consequences to the Association of this disclosure. All cases of doubt should be resolved in favor of confidentiality. A Board member should feel free at all times to consult an Official Spokesperson whether disclosure is appropriate.

3. **Personal Gain**

Board members and staff cannot use AICI confidential or privileged information for their personal gain. This includes, but is not limited to, all AICI documents and the AICI database.

4. Annual Review of the Confidentiality Policy

Annually, the Executive Committee will review this policy and recommend any needed changes to the Board of Directors. Changes may be necessary to comply with new laws and regulations or to improve the functionality of the policy. Changes to the policy must be approved by the Board of Directors. The Board of Directors shall receive training of this policy annually.

Legal Counsel

1. The Board of Directors is ultimately responsible for legal compliance of the organization. Legal expenses are the financial responsibility of the organization.
2. The Board of Directors of the organization reserves the right to seek legal counsel. The AICI Executive Director, on behalf of the Board President of the organization has the authority to seek legal counsel. The Board President or the AICI Executive Director of the organization may ask legal counsel to: attend meetings, provide legal advice, or provide legal services in any matter of concern to the organization.
3. The management company shall maintain a relationship with legal counsel specializing in association nonprofit law and shall serve as a resource to the Board of Directors to resolve any legal issues.

Special Policies

Special Policies shall be defined as those policies, handbooks, plans and other documents which are associated with the administrative functioning of AICI and shall include, but not be limited to, those identified in Section 2 below. The preparation and maintenance of each Special Policy shall be the responsibility of the designated member of the Board of Directors, as defined in the Operations Manual. Copies of such policies shall be maintained in the AICI Headquarters office.

List of Special Policies

- Investment Policy
- Reserve Policy
- Travel Policy
- Credit Card Usage Policy

Amendments

The AICI Executive Director, with approval of the President, is authorized to correct policy, section and subsection designations, punctuations and cross-references and make other technical and conforming changes as may be necessary to reflect the intent of the approved document. Any textual (policy) changes require a majority vote of the Board of Directors (Bylaws, Article VIII).

PROCEDURE

1. The AICI Executive Director shall assist the Board President in fulfilling the responsibilities of the Board of Directors by maintaining a calendar of all needed reviews and providing any necessary supporting research and/or documents.
2. The AICI Executive Director shall assure that all members of the Board of Directors have oral and written information, as needed, regarding:
 - a. Organizational documents;
 - b. Finances;
 - c. Program activities;
 - d. Governing policies, procedures, and practices.

POLICY 170**BUDGET****POLICY**

The organization is committed to superior stewardship of the funds entrusted to it. The annual budget must be approved by a vote of the AICI Board of Directors at the August Board meeting.

Budgeting is led by the Treasurer and CFO and Executive Director. Budgeting occurs annually and must begin during the annual Strategic Planning Meeting and must be approved by the August Board meeting. The Treasurer and Executive Director will contact each VP of the Board of Directors to help the VP to determine an annual budget. All incoming and outgoing VPs are required to work together to determine budgets.

Unbudgeted Expenditures

All unbudgeted expenditures must be met with the approval of the AICI Board of Directors. First, board members must contact the Treasurer and President to discuss the unbudgeted expenditures and ask to bring the expenditures to a vote of the Board of Directors. If the Treasurer and President agree, the VP must present in writing in his/her board report the reason for the unbudgeted expenditure and the benefit the expenditure will provide to meeting AICI's strategic goals.

Operating Budget

An annual operating budget shall be constructed in a manner seeking to devote the majority of the organization's resources to approved program expenses. Funds shall be allocated in the budget to provide for: solicitation of prospective members; collection of membership dues; and promised benefits to members. Funds shall be allocated in the budget to assure that qualified personnel and/or management services are attracted and retained to: provide programs; recruit and manage volunteers; raise funds; and ensure proper administration.

The annual operating budget shall include provisions for any capitalized acquisitions.

The organization shall provide prudent yet sufficient resources for effective administration including:

- Management services;
- Financial and investment management;
- Recordkeeping;
- Soliciting and managing contracts;
- Legal services;
- Support of the governing body.

On an annual basis, the Executive Director, Chief Financial Officer, and AICI Treasurer shall prepare an initial operating budget to ensure that adequate funds are available to carry out the programs and services designed to meet the needs of the organization and its mission statement.

Budget Approval

The initial budget review shall be performed by the AICI International Treasurer. The Treasurer shall make recommendations to the full Board of Directors concerning approval of the annual budget.

The Board of Directors shall review and approve the organization's annual budget. The Board of Directors shall monitor actual performance against the budget. The Board of Directors shall monitor current year financial performance against financial performance of the prior year. Any revision to the current year budget must be approved by the Board of Directors.

The Board of Directors shall routinely consider creation or maintenance of a cash reserve fund as a component of the annual operating budget planning.

PROCEDURE

1. The Executive Director, Chief Financial Officer, and AICI Treasurer shall coordinate the annual operating budget preparation process and obtain the approval of the Board of Directors.
2. Implementation, reporting, and monitoring of the budget shall be the responsibility of the Treasurer. The Chief Financial Officer and Executive Director shall serve as a resource to the Treasurer in evaluating and monitoring in budget.

POLICY 172 CERTIFICATION**POLICY**

The organization provides requirements for the various levels of AICI certification.

Levels of Certification

AICI offers three levels of certification:

1. Certified Image Consultant (AICI CIC)
2. Certified Image Professional (AICI CIP)
3. Certified Image Master (AICI CIM)

Qualification of Certification

Each level of certification has its own unique qualifications, as outlined in the applications for each certification. Certification applications are available on the AICI website at www.aici.org or by contacting the current VP Certification. A person must be at least 18 years of age in order to be eligible for any level of certification or to take the AICI Certified Image Consultant Exam.

Application Process

Each application process follows the same basic principles:

1. Applicants must submit the proper pre-application form found in the certification application.
2. Applicants must submit the proper application fee with the pre-application form. Fees differ based on the certification application. Application fees are non-refundable.
3. Applicants must submit a signed Accreditation Code of Conduct & Professional Behavior with the pre-application form.
4. Applicants will have 365 days from the submission date of the pre-application form to submit all requirements as outlined in the application to the proper certification chair.
5. Applications must be submitted in their entirety and per the requirements of each application before they will be reviewed.
6. After completed applications have been reviewed, applicants will be notified by the certification chair if they have or have not earned the certification in which they applied.
7. Submission of a certification application does not guarantee certification.

Awarding of Certification

Certification applicants will be notified by email by the certification chair about the outcome of their certification application.

1. If a certification is awarded, AICI Headquarters will mail an official letter and certificate of recognition to the newly certified member within one week.
2. AICI Headquarters will update the member's record to indicate the new certification.

Use of Designation

1. Certified Image Consultant (AICI CIC)

Qualifications of Certification

Must have successfully passed the AICI CIC Exam and completed the requirements as outlined in the CIC application and have received official notice from AICI Headquarters that the designation has been awarded.

Privileges of Certification

- A. May vote, hold local and international office, and serve on all local and international committees.
- B. May use the AICI logo and designation “AICI CIC” after name.
- C. Listed on the AICI website Member Directory under CIC Certified.

Responsibilities

- A. Must remain in good standing with AICI.
- B. Certification must be renewed every three (3) years.
- C. Must earn 2.4 CEUs within each three (3) year renewal period.
- D. Must be current and timely with dues payment and recertification renewal fee.

Use of Designation

Member who meets the qualifications of certification may indicate their certification as follows: Jane Doe, AICI CIC

2. Certified Image Professional (AICI CIP)

Qualifications of Certification

Must have successfully passed the AICI CIC Exam and completed the requirements as outlined in the CIP application and have received official notice from AICI Headquarters that the designation has been awarded.

Privileges of Certification

- A. May vote, hold local and international office, and serve on all local and international committees.
- B. May use the AICI logo and designation “AICI CIP” after name.
- C. Listed on the AICI website Member Directory under CIP Certified.

Responsibilities

- A. Must remain in good standing with AICI.
- B. Certification must be renewed every three (3) years.
- C. Must earn 2.4 CEUs within each three (3) year renewal period.
- D. Must be current and timely with dues payment and recertification renewal fee.

Use of Designation

Member who meets the qualifications of certification may indicate their certification as follows: John Doe, AICI CIP

3. Certified Image Master (AICI CIM)

Qualifications of Certification

Must have successfully completed the requirements as outlined in the CIM application and have received official notice from AICI Headquarters that the designation has been awarded.

Privileges of Certification

- A. May vote, hold local and international office, and serve on all local and international committees.
- B. May use the AICI logo and designation “AICI CIM” after name.
- C. Listed on the AICI website Member Directory under CIM Certified.

Responsibilities

- A. Must remain in good standing with AICI.
- B. Certification must be renewed every three (3) years.
- C. Must earn 2.4 CEUs within each three (3) year renewal period.
- D. Must be current and timely with dues payment and recertification renewal fee.

Use of Designation

Member who meets the qualifications of certification may indicate their certification as follows: Jane Doe, AICI CIM

Maintaining Certification

Certification Renewal Program

All AICI Certifications shall be renewed every three years. The three-year period begins when you successfully achieve your Certified Image Consultant (AICI CIC) designation. This will be a continuous three-year renewal cycle as long as you maintain certification through AICI. Certification expires on June 30 of the third year of each renewal cycle. Certification Renewals shall be due August 1 – August 31 of the renewal year. Certification renewals are non-refundable. Certification renewal fees must be paid in full at the time they are due; AICI does not offer installment plans for certification renewals.

Individuals are awarded their first AICI Certification when notified that their first certification application has been approved. For the first year in which their certification is earned, CEU courses taken from the time that the certification is awarded through the end of the first three-year renewal cycle will be counted toward certification renewal.

Certification Renewal Requirements

All Certification levels will be required to earn 2.4 CEUs every three years in order to maintain certification. This averages to 0.8 CEUs per year, or 8 hours of training per year. The CEU formula continues to be: 1 hour of training = 0.1 CEUs.

Certified members will be required to pay the certification renewal fee as indicated on the certification renewal statement.

With CEU requirements and renewal fees being the same for all Certification levels, the three-year Renewal Cycle is unaffected by a change in Certification Level. You do not begin a new

renewal cycle with a change in certification. Once Certified (i.e. successfully passing the FLC application process) you will be required to earn 2.4 CEUs every three years and pay a Certification Renewal fee every three years.

Renewal Process

Those who are due for Certification Renewal will be notified in January of the year their renewal is due. Certifications will need to be renewed by July 1 of that year. The January notification will give individuals time to earn any required CEUs. It is the individual's responsibility to keep records of their CEUs earned. AICI will send a CEU report upon request. Certification renewal fees are non-refundable.

Certification Renewal Extensions

Members who do not earn 2.4 CEUs by June 30 of their certification renewal year may apply for a three-month extension in which to earn the required 2.4 CEUs. A written request to be granted an extension must be submitted to AICI Headquarters at least one month (May 30) before their deadline. Upon approval from AICI Headquarters, members will need to submit a \$250 certification extension fee and a signed form in which they state their commitment to meet all the requirements before the new deadline, and also understanding of the consequences of failure to comply with the policy. The \$250 certification extension fee is in addition to the \$300 certification renewal fee. The \$250 certification extension fee may not be applied toward the \$300 certification renewal fee. All CEUs earned during the three-month extension will be posted to the member's record with a date of June 30 and will be applied to the certification renewal period in which they seek an extension. CEUs cannot be used in the new certification renewal period. Consequences of not earning additional CEUs during the three-month extension include: AICI FLC Certified Members: Re-take the AICI FLC Exam. Exam fees apply. There are no discounts to re-take the exam. AICI CIP Certified Members: Complete and submit the AICI CIP Application and pay the AICI CIP Application fee again. There are no discounts. There are no refunds of the certification renewal extension fee. The certification renewal extension fee may not be applied toward the certification renewal fee.

Forfeiting Certification Status

Certified members forfeit their certification status if they meet choose not to pay the Certification Renewal Fee when due of if they fail to earn the required 2.4 CEUs for the three-year period.

In forfeiting certification status, you may no longer use AICI CIC, AICI CIP or AICI CIM or market yourself as a Certified Image Consultant through AICI in any marketing materials; your listing in the online Membership Directory will be moved to the non-certified area of the Directory; you will not be able to participate in any AICI events or activities that are exclusive to AICI Certified Image Consultants.

Reinstatement of Certification

Only those individuals who have earned the required number of CEUs (2.4 in the three-year period) will eligible for Reinstatement by paying a Reinstatement Fee in addition to any owing Certification Renewal Fees. Reinstatement fees are \$500.00/members and \$1,000/non-members. Individuals who have not met the CEU requirement will not be considered for Reinstatement.

AICI CEU Webinar Cancellation Policy *(updated 120913)*

Notice of cancellation must be in writing via email. Cancellation by telephone is not allowed. To cancel via e-mail, send the cancellation notice to: info@aic.org. For attendees registered for AICI CEU Webinar Programs, AICI's refund/cancellation policy as follows:

- Notice of cancellation received 14 business days prior to the start of the first webinar in the AICI CEU Webinar Program or single webinar offering = 100% refund minus a \$50 processing fee.
- Notice of cancellation received from 0-13 business days prior to the first AICI CEU Webinar Program or single webinar offering = No refund

Refund Requests as a Result of Technical Issues

- If a technical failure at the participant's home or workplace prevents access to the live webinar, the participant will not be given a refund. It is the responsibility of the attendee to confirm system requirements and test their computers prior to the start of the webinar. We recommend you sign on 10-15 minutes early to ensure your systems are set up correctly.
- If a technical failure is the fault of the service provider and the webinar is cancelled, a full refund will be provided.

PROCEDURE

1. The AICI Executive Director shall administer the Certification policy of the organization.

POLICY 175**CHAPTERS****POLICY****AICI Chapter Governing Policy and Procedure**

The Board of Directors of all Association of Image Consultants International (AICI) chapters shall be required to approve, implement, and monitor the AICI Chapter Policy and Procedure manual within the probationary status of the chapter's formation. Failure to approve, implement, and/or monitor the AICI Chapter Policy and Procedures will result in probation and/or dissolution of the chapter.

Criteria

To apply for a chapter charter, the potential chapter must have a group of fifteen (15) or more professional image consultants in the state/province or region of the proposed chapter who are current members of AICI. The proposed chapter must complete all of the criteria outlined in the Chapter Petition and agree to abide by the AICI Chapter Bylaws, Chapter Affiliation Agreement, Chapter Accord and in circumstances when a chapter cannot open a bank account, the chapter board must complete and sign the Chapter Banking Agreement. All chapter documents must be submitted to the VP Human Resources and a meeting between the proposed chapter and Treasurer must occur to discuss financial reporting expectations of the proposed chapter. If approved, the documents will be forwarded to the International Board of Directors for approval. All new AICI chapters will operate on a probationary status for one year.

Chapter Petition & Operating Documents

AICI members may obtain the current Chapter Petition and other operating documents, including the Chapter Accord, Chapter Affiliation Agreement, Chapter Bylaws and Chapter Banking Agreement by contacting the VP Human Resources or online in the Member Center at www.aici.org.

Chapter Name

New chapters can request a name they want. AICI new chapters must choose a name they can keep, whatever happens around them (AICI states new chapters not to request the name of a whole country, but must select the name of a City, or Country + City as their Chapter name).

If they have the name of a country they need to change their name as soon as a second Chapter is started in their country.

If the new Chapter name includes both the name of a country and the name of a city, the Country needs to be mentioned before the name of the City (exp: Chile-Santiago Chapter)

If a Chapter wants anything else than the policy describes, the Int. Board will discuss the request in a Board meeting and decide based on the situation and the available information. If the Board creates an exception, the Chapter board has to agree with the restrictions and the consequences.

Chapter Name Changes

AICI chapters may request a chapter name change by submitting in writing to the VP Human Resources the proposed name change and reason for the name change. If accepted, the VP

Human Resources will bring the proposed name change to the AICI Board of Directors for consideration and approval.

Leadership Obligations

The governing body of an AICI chapter shall meet the minimum requirements as outlined in the current AICI Chapter Bylaws. All officers, directors and committee personnel shall serve without compensation and remain as AICI members in good standing.

All chapter leaders must attend AICI's Leadership Training annually. AICI's Leadership Training is held in conjunction with the AICI Bi-Annual Conference & Exhibition and as a webinar in July. Participation in AICI's Leadership Training is mandatory as outlined by the Chapter Accord. If chapter leaders fail to attend either of these two events, their chapter will be placed on probationary status.

Leadership obligations are outlined in the requirements of the Chapter Accord.

Chapter Probation

A chapter is placed on probationary status if they have not completed all items set forth in the Chapter Accord and Chapter Affiliation Agreements:

- (Previous Year) Chapter Meeting Agenda and Minutes
- (Previous Year) Chapter Program Schedule (Program Title/Speaker/Date/Location/Purpose)
- Signed Copy of AICI Chapter Bylaws
- Signed Copy of Chapter Affiliation Agreement
- AICI Chapter Web Site Page Requirements
- AICI Leadership Training
- Budget Information
- Banking Agreement signed by current officers (in certain chapters only)

All terms of probation and dissolution are outlined in the AICI Chapter Affiliation Agreement, Section 11: Dissolution.

Chapter Dissolution

A chapter may be dissolved based on any of the provisions outlined in the Chapter Bylaws Article XIV: A Chapter Board is required to submit a proposal for dissolution to the VP Human Resources. Once approved by the international board, the chapter can proceed with dissolution. All outstanding chapter debt must be paid for by chapter funds and any remaining funds shall be transferred to the AICI Treasury.

Chapter Financial Support

AICI provides financial support to chapters by providing a rebate of \$60 per person for anyone who joins or renews membership in AICI and in the chapter. Membership categories for the rebate policy includes Associate, Affiliate, Sustaining, Emeritus and any future discounted membership categories. AICI has one rebate periods in which rebates are distributed.

To qualify for a chapter rebate, chapters must adhere to the following guidelines:

1. Submit annual financial reports to AICI International, which included a completed Chapter Financial Report with supporting documents (outlined on the Chapter Financial Report Form). For some chapters, this will include signing an AICI Banking Agreement (these chapters will be contacted and notified of this requirement independently).

2. Rebate periods and deadlines are:

Rebate Period

July 1– June 30 of that fiscal year

Deadline to file Chapter Financial Report

July 30

3. Upon receipt of the chapter financial report, the AICI Treasurer will review all financial documents to ensure compliance. Once all compliance requirements have been met, the AICI Treasurer will notify AICI Headquarters that a chapter is in compliance.
4. Upon notification from the AICI Treasurer, AICI Headquarters will send the Chapter President & Treasurer a membership roster of all new and rejoining members for the rebate period. The Chapter President may review the names on the roster this time. The Chapter President ultimately needs to approve the rebate roster to proceed in the rebate process.
5. AICI Headquarters will contact the VP Human Resources to ensure that the chapter has completed its chapter accord requirements.
6. A chapter must be in compliance with the chapter accord requirements as approved by the VP Human Resources and must have its financial report in compliance and approved by the AICI Treasurer before any AICI rebate money is released. Chapters in compliance with only one of these items, or with none of these items, will not receive a chapter rebate.
7. Once a chapter is in compliance with the above items, AICI Headquarters will issue a chapter rebate to the Chapter President.
8. Each AICI Chapter will have 30 day grace period to submit the Chapter Financial Report and supporting documentation in order to be eligible to receive rebate funds. After the grace period, the AICI Treasurer may direct the rebate funds that had been set aside for the chapter to be returned to the general fund. However, if during the grace period, a chapter requests an extension for submission citing extenuating circumstances, The Treasurer may present the request for extension to the AICI International Board. The International Board may vote to allow extension requests on a case-by-case basis.

Chapter Translations

Chapters were members primarily speak a language other than English may receive a rebate of \$300.00 (US) per year for the purpose of translating AICI documents. Translated documents should be provided as part of the Chapter Accord. If a chapter has not translated any documents, then no response is needed.

Chapter Authorized Signers & Reporting to the Board

For payments over \$500, two authorized signers are required to sign a chapter check: the Chapter President and Chapter Treasurer which may not be one and the same individual. For payments under \$500, the Chapter Treasurer may sign a chapter check as long as there is written approval from the Chapter President. The chapter budget shall be reviewed by all chapter board members before submission.

AICI CIC Exam Offered by Chapters

AICI does not allow for mass testing of the AICI CIC Exam at chapter events. The AICI CIC Exam is a computer-based exam and individuals are able to take the exam and locations and dates most convenient for them.

PROCEDURE

1. The AICI staff shall provide support to all AICI chapters as needed to administer the Chapter policy of the organization.

POLICY 180 ACCREDITATION CODE OF CONDUCT & PROFESSIONAL BEHAVIOR**POLICY**

The Association of Image Consultants International is committed to maintaining an ethical and transparent organization. Associations may develop an accreditation code of conduct or business practices, and membership in the association may be contingent upon adherence to such rules. However, a code or similar document may not unlawfully regulate legitimate business practices, such as advertising that is not false or misleading, competition with other association members, or offering products or services at reduced prices. Any enforcement process must be fair and non-discriminatory.

Membership in AICI is contingent upon accepting and adhering to AICI's Accreditation Code of Conduct & Professional Behavior as found on the AICI website at www.aici.org. The Code states that all members of AICI shall:

- Act with integrity, competence, dignity, and in an ethical manner when dealing with the public, clients, prospects, employees and fellow members.
- Practice and encourage others to practice in a professional and ethical manner that will reflect credit on members and their profession.
- Strive to maintain and improve their competence and the competence of others in the profession.
- Use reasonable care and exercise independent professional judgment.

Review Board

The Review Board will be formed per the direction of the AICI Bylaws.

Accreditation Code of Conduct & Professional Behavior Complaints**1. Filing Complaints**

Complaints may be filed by members and non-members against members by completing the requirements in the AICI Accreditation Code of Conduct Complaint Form and returning the Form and documentation to the Review Board and Executive Director. The AICI Accreditation Code of Conduct Complaint Form and Instructions for Preparing a Formal Complaint are found on the AICI website at www.aici.org.

2. Complaint Rules & Procedures

All accreditation code of conduct complaints will be handled in a confidential and timely manner and will follow the actions outlined in the AICI Complaint Rules & Procedures, found on the AICI website at www.aici.org

3. Accreditation Code of Conduct Records Retention

If a formal accreditation code of conduct complaint is filed per the Accreditation Code of Conduct Review Board's Policies and Procedures and if the complaint results in reprimand and/or suspension and/or if any additional action is taken against the respondent, a permanent record of the complaint and resulting action is kept on file for that AICI member.

If a formal accreditation code of conduct complaint is filed per the Accreditation Code of Conduct Review Board Policies and Procedures and if the complaint is dismissed or if the complainant does not take further action after filing the complaint, the file is destroyed after five (5) years.

If a Letter of Advisement or Warning Letter is sent by the Review Board and no formal complaint has been filed against an AICI member, the file is destroyed after five (5) years.

A permanent record of all decisions and actions of the Accreditation Code of Conduct Review Board is kept at AICI Headquarters.

Accreditation Code of Conduct for Board Members, Staff and Volunteers

The Board of Directors shall maintain an Accreditation Code of Conduct for Board members, staff, and volunteers. All Board members shall be given a copy of the Accreditation Code of Conduct & Professional Behavior pledge, and shall be expected to sign the code on an annual basis, agreeing to adhere to the provisions of that code. A copy of the annual accreditation code of conduct pledge is found on the last page of this policy.

The Accreditation Code of Conduct & Professional Behavior policy and provisions shall be discussed in orientation sessions for new Board members, management services staff, and volunteers.

Accreditation Code of Conduct for Organizational Management

1. Conflicts of Interest
 - a. Every individual serving on the Board of Directors as well as all key employees are required to sign the organization's Conflict of Interest Annual Disclosure Form.
 - b. In this respect, all real or perceived conflicts of interest must be brought to the attention of the appropriate level of management for consideration and possible action.
2. Disclosure of financial information as required by federal and state law.
 - a. It is the policy of the organization that all regulations that require certain financial documents to be disclosed to the general public and donors shall be followed as required by federal and state law.
3. Confidentiality of information.
 - a. It is the policy of the organization that financial information provided to the organization from members, contributors, and customers shall be safeguarded and subject to absolute confidentiality.
 - b. Information includes, but is not limited to:
 - i. Bank information and account numbers;
 - ii. Credit card information;
 - iii. Social Security information;
 - iv. Credit information.
4. Due diligence.

This policy is proprietary property of the Association of Image Consultants International and may not be distributed to other organizations or individuals without the written permission of the Association of Image Consultants International Board of Directors.

- a. It is the policy of the organization that appropriate due diligence shall be followed in all decisions and actions that shall affect the organization. Additionally, all decisions and actions shall be made in the best interest of the organization taken as a whole, and no individual shall benefit personally at the expense of the organization.
5. Applicable federal and state nonprofit laws.
 - a. It is the policy of the organization that it shall comply fully with all current federal and state nonprofit laws.
6. Accurate and timely financial reporting.
 - a. The accounting and financial reports shall be accurate and prepared on a timely basis and distributed to Board of Directors members as soon as practicable.
 - b. Monthly statements shall include, but not be limited to:
 - i. The Statement of Financial Position (Balance Sheet);
 - ii. The Statement of Activity (Income Statement);
 - iii. Actual versus budget data;
7. Financial statements.
 - a. The organization shall require an independent review that shall be performed by an independent accounting firm of Certified Public Accountants as recommended by the Finance Committee and approved by the Board of Directors.
 - b. The financial statements shall be prepared under the supervision of the Chief Financial Officer who shall be required to have expertise in nonprofit accounting and auditing procedures.
 - c. The organization shall engage the services of a Certified Public Accounting firm with expertise in nonprofit accounting to prepare the annual IRS Form 990.
 - d. The Finance Committee shall make recommendations to the Board of Directors concerning the potential rotation of the CPA firm and/or managing partner performing the annual review on a five year basis.
8. Management letter.
 - a. If the organization receives a management letter accompanying the annual review of the financial statements, the management letter shall be distributed to Board members and management team with the expectation of confidentiality.
9. Meeting with auditors.
 - a. The Finance Committee shall meet with representatives of the CPA firm performing the annual review as soon as practical after completion of the review to examine the financial statements, IRS Form 990, and any comments or problems identified by the CPA firm. The Board of Directors is charged with fully discussing the reviewed financial statements and management letter issues.
10. Effective internal controls.
 - a. To protect the assets of the organization, the management company shall develop and maintain an effective internal control plan for the organization's Finance Committee.
11. Committees.
 - a. The policies and procedures of the organization apply to all committees to ensure the operations and activities of such are consistent with those of the organization.
12. Alcohol and controlled substances.
 - a. It is the policy of the organization to prohibit possession, sales, use, or being under the influence of illegal drugs or alcohol while engaged in the business of the organization.
 - b. Alcohol and drug abuse shall not be tolerated. Violations of this policy may result in disciplinary action or termination.
 - c. Use of alcohol at appropriate organization events is allowed with the prior approval of the Board of Directors during the budget process or in other board action.

Violations of the Accreditation Code of Conduct & Professional Behavior

1. All Board of Directors members and management company employees assigned to AICI are expected to report any violations of this code to the Board President. Violations may result in reprimands and possible terminations.

PROCEDURE

1. The AICI Executive Director shall administer the Accreditation Code of Conduct & Professional Behavior policy of the organization.
2. The Executive Director shall make the Board President and AICI Review Board aware of any reported violations of the Accreditation Code of Conduct & Professional Behavior.
3. The Board of Directors shall annually approve a code of ethics pledge for Board members. All Board members shall be given a copy of the accreditation code of conduct pledge, and shall be expected to sign the pledge on an annual basis, agreeing to adhere to the provisions of that pledge.
4. The organization shall include a discussion of the accreditation code of conduct in orientation sessions for new Board and staff members and volunteers and shall regularly address adherence to the code in their ongoing work.

Annual Accreditation Code of Conduct & Professional Behavior Pledge for Board Members

1. As a member of the Association of Image Consultants International Board of Directors, I **shall**:
 - Listen carefully to fellow Board members and the Association of Image Consultants International outsourced management services staff;
 - Respect the opinion of other Board members;
 - Respect and support the majority decisions of the Board of Directors;
 - Recognize that all authority is vested in the Board of Directors when it meets in legal session and not with individual Board members;
 - Keep well-informed of developments that are relevant to issues that may come before the Board of Directors;
 - Participate actively in Board meetings, committees, and actions;
 - Be informed regarding association issues and industry developments;
 - Forcefully advocate for your views when policies are being determined; once association position is adopted, fully support it;
 - Call to the attention of the Board of Directors any issues that I believe shall have an adverse effect on Association of Image Consultants International or those that the Board of Directors serves;
 - Refer member or outsourced management services staff complaints to the Board President;
 - Recognize that the Board member's job is to ensure that Association of Image Consultants International is well managed, not to manage Association of Image Consultants International;
 - Vote to hire the best possible company to manage Association of Image Consultants International;
 - Represent all constituents of Association of Image Consultants International and not a particular geographic area or special interest groups;
 - Review agendas and supporting materials prior to meetings;
 - Suggest new members for the association and/or for the Board and committees, assist in involving them;
 - Consider myself a "trustee" of Association of Image Consultants International and do my best to ensure that Association of Image Consultants International is well maintained, financially secure, growing and always operating in the best interest of persons served;
 - Always work to learn more about the Board member's job and how to do it better; and
 - Declare any conflict of interests between my personal life and my position on the Association of Image Consultants International Board of Directors, and avoid voting on issues that appear to be a conflict of interest.

2. As a member of the Association of Image Consultants International Board of Directors I **shall not**:
 - Be unduly critical, in or outside of the Board meeting, of other Board members or staff members, or their opinions;
 - Use Association of Image Consultants International or any part of Association of Image Consultants International for unfair personal advantage or the unfair personal advantage of my friends or relatives;
 - Discuss the confidential proceedings or distribute the proprietary documents of the Board of Directors outside the Board meeting;
 - Assert authority as a Board member except when participating in a meeting of the Board or as unless delegated by the Board;
 - Promise, prior to a meeting, how I shall vote on any issue in the meeting; and
 - Interfere with duties of the staff team or undermine the Executive Director's authority.

Signature: _____ Date: _____

POLICY 182 COMMUNICATIONS

Approval Date: 05/13/2009
 Revision Date(s): 04/25/2011

POLICY**1. Member Communications**

The Association of Image Consultants International (AICI) provides information to members electronically and in hard copy mediums.

<u>Communication</u>	<u>Frequency</u>	<u>Format</u>
Global News Bulletin	weekly	Email
Special Announcements	as needed	Email
AICI Global Magazine	quarterly	Email
Social Media	as needed	FB, LinkedIn
Website	8am-5pm CT	Online

A. Global News Bulletin

The Global News Bulletin is a weekly email communication to members with the purpose of notifying member of AICI events and activities. Only members current with dues receive the Global News Bulletin

B. Special Announcements

Special Announcements are sent by email when time sensitive information needs to be distributed to AICI members. Special Announcements are sent on an as-needed basis.

C. AICI Global Magazine

AICI Global Magazine is an e-newsletter that includes articles, tips and announcements specific to AICI members and the image industry. AICI Global Magazine is distributed quarterly, with a special fifth addition that focuses only on the AICI Conference. Ideas and article submissions should be sent to the Global Magazine Chair. Requests to volunteer on the AICI Marketing Committee should be sent to the VP Marketing.

D. Website

AICI's website is www.aici.org. It contains information and resources for the public to explore the career of image consulting and to find an image consultant. It also contains resources specifically for members in the Member Center.

1. Online Membership Directory

All AICI members are listed in the online membership directory. Listings may be searched for by last name, state/province, country, chapter, language and certification. Information listed for each member is taken directly off of membership applications. Information includes: name, certification, business name, complete mailing address, phone number, fax number and email address.

a) Web Links

AICI members may include a link to their website with their membership listing for a nominal yearly fee.

2. Chapter Updates

All AICI chapters have a chapter web page accessible through the AICI website. Chapter information is updated on or around the 15th of each month. Chapter updates must be submitted on the correct Chapter Update Form, available by emailing AICI Headquarters. Updates that include upcoming event information should be submitted 30 days prior to the event.

3. Board Updates

Board members have been assigned web pages to monitor monthly. Specific web pages pertain to each Board position. Board member web updates should be submitted with monthly Board reports. AICI staff will not update information without prior approval.

2. Use and Protection of Intellectual Property

AICI retains all rights and interests in its legal name, logo, certification programs, and all related intellectual property. Members do not have the right or authority to license or permit the use of AICI's name, logo, certification programs or intellectual property by third parties and may not use or permit the use by third parties of its name or the intellectual property in such a way as to endorse or appear to endorse any product or service provided by third parties.

3. Use of AICI Name

All AICI members have the honor and benefit of showing current and potential clients that they subscribe to the high standards set by AICI. There are strict standards regarding how the AICI name and title may be used.

A. Non-Certified Related Business Members

Non-certified AICI members may never use the AICI title directly after their names. Listed here is the acceptable way to indicate that you are an AICI member.

Members may use "Related Business Member of AICI" under their name.

Jane Doe
Related Business Member of AICI

C. Non-Certified Student and Sustaining Members

Student and Sustaining Members may not use the AICI title after their names.

D. Distinguished Members

Distinguished Members may retain their certification designation and identify themselves as follows:

Jane Doe, AICI CIP, Distinguished
Or
John Doe, AICI CIM, Distinguished

E. Certified Members

Refer to Policy XII, Section, Use of Designation.

F. Misuse of AICI Name

The AICI name is a registered trade mark, indicated by ®.

Members and non-members found to be misrepresenting themselves will receive a cease and desist letter from AICI and can be found in violation of AICI's trade mark, protected by US Federal law. Members misrepresenting themselves may in found in violation of the Accreditation Code of Conduct & Professional Behavior

4. AICI Logo Use

The AICI logo, in electronic form, is available to all Image Consultant, Business Related and Certified Members who are current in dues and in good standing with AICI. The logo may be used on business cards, letterhead, websites and additional marketing materials. Contact AICI Headquarters to obtain an electronic logo. Logos on members' websites may contain a link to the AICI website.

A. Misuse of AICI Logo

The AICI logo is a registered trade mark, indicated by ®. Members and non-members found to be using the AICI logo inappropriately will receive a cease and desist letter from AICI and can be found in violation of AICI's trade mark, protected by US Federal law. Members may in found in violation of the Accreditation Code of Conduct & Professional Behavior policy.

5. Copyright & Trade Mark Adherence

A. Copyright

All materials on the AICI website and all printed materials are the copyright of AICI. To obtain copyright permission, submit a request in writing to AICI Headquarters. Members and non-members found to use AICI materials without the express written permission of AICI will be found in violation of copyright rights as protected by US Federal law. Members may be found in violation of the Accreditation Code of Conduct & Professional Behavior policy.

B. Trade Mark

The AICI name, AICI logo and AICI tag lines are protected by registered trademarks. Refer to Section 3 and Section 4 for proper use of AICI's intellectual property.

6. Ownership Rights

All artwork, graphics, multimedia or written material developed by any AICI member for AICI shall belong to AICI, and any ownership rights for such items shall automatically be assigned to AICI. Any AICI member who creates such items shall inform AICI of the same and shall provide AICI with a written assignment of his/her interest in such. It shall also be the responsibility of said member to inform AICI of any items created by him/her that are not yet covered by a written assignment to AICI and to assist AICI in establishing and maintaining its ownership rights to such items. This does not apply to articles used in AICI Connections or Image Update. Authors retain copyright to those articles.

7. Online Communities and Social Mediums

No person may use the AICI name, acronym, or logo in the name of any online community or group, including as part of a social networking site, or in any other manner in connection with any online community or group, that in the view of AICI suggests or implies the participation, oversight, or endorsement of AICI.

8. Printing

Any member who plans to have AICI materials professionally printed is required to obtain approval from the VP Human Resources, VP Marketing to ensure that the Speak with One Voice campaign requirements are met and AICI Headquarters and to obtain three competing estimates for any printing job.

9. Annual Report to the Membership

The AICI Board of Directors will provide a verbal annual report to the membership at the AICI Conference & Exhibition. Notification of the AICI Annual Meeting will comply with AICI's Bylaws.

The AICI Board of Directors will provide a written annual report to the membership which will be accessible to all members via the Member Center on the AICI website.

10. Required Approval for Chapter Communications to AICI Membership

AICI promotes one chapter event to the entire AICI membership per year.

Chapters should send the following to the VP Human Resources, VP Education and AICI Headquarters:

- The chapter communication piece in a Word document, Arial font, 10 point font size
- preferred date of publication

After review and approval by the VP Human Resources and VP Education, the VP Human Resources will schedule with AICI Headquarters distribution to the AICI membership.

11. Membership Lists

The AICI membership list is Intellectual Property. AICI does not sell its membership list to the public or vendors. This includes, but is not limited to, CEU Providers and Trainers and members who sell products. At times, AICI may allow Exhibitors and Sponsors to use the AICI mailing list for a one-time, pre-approved mailing as part of their Exhibitor and Sponsor Agreements. Any mailing approved by AICI will state: "This communication has been approved by AICI." Approval does not mean endorsement.

Copying or republishing the online membership directory is strictly prohibited.

12. News Media Contacts

AICI members who are contacted by the media about AICI members, events or activities for the purpose of preparing a media story shall inform the VP Marketing. This will ensure that appropriate follow-ups are made with interested media persons and that additional information about AICI can be provided.

13. Privacy

Information owned by AICI about members and current and past projects is to be accessible to appropriate AICI members for the conduct of AICI business.

Individual members' contact information is made available to all members and the public via the online Membership Directory. Members must be offered the opportunity to determine what personal contact information will be available. Information regarding financial commitments, data collected from the membership application, ethics violations and additional like information shall be accessible to those needing it to conduct AICI business, but may not be released to the membership at large nor to those without a specific need for it.

The AICI membership list is intellectual property and falls under the guidelines indicated in Policy 182 – Communications and Policy 305 – Membership.

14. Scheduling

Staff scheduling is the responsibility of the owner of the AMC.

15. Holidays

AICI is managed by an association management company (AMC). AICI's headquarters office will be closed on the holidays that the AMC office is closed. This determination is made by the owner of the AMC. This information will be communicated to the AICI Board of Directors in advance and notification of the closure will be posted in an auto-response email and in AICI's voice mail greeting.

16. **Committee & Counterparts Calls**

Board members and committee chairs have access to the AICI Conference line. This line allows for a central meeting point by phone. Participants must pay their own long-distance charges. (If phone charges are reimbursed, please contact your Board member or committee chair in charge). The Board member or committee chair must contact Headquarters to reserve the Conference line.

PROCEDURE

1. The AICI Executive Director shall administer the Communications policy of the organization.

POLICY 185 COMMUNITY OUTREACH (Philanthropy)**POLICY****Focus Areas**

AICI is committed to contributing to the social and economic development of our local neighborhoods. As a reflection of this commitment, AICI members are encouraged to participate in image-related philanthropic activities. In a typical AICI service project, image consultants volunteer to coach the unemployed or underprivileged, guiding them to improve their images and giving them a step up in the workforce. As a result, the beneficiaries face their challenges with new confidence and often find the personal power to change their lives for the better. This, in turn, can uplift the economics of a community. Philanthropic activities should promote the enhancement of image in verbal and non-verbal communication, including: color, business dress/business casual, makeup, professional image, style, communication skills, closet coordination, business and social etiquette, shopping, business and social entertaining, body language and etiquette for children.

Advocacy in the Name of AICI

In order to tie a philanthropic project to the AICI chapter or to AICI, the project must promote the mission of AICI and the content must be part of AICI's Core Competencies. Questions on meeting these requirements should be addressed to the AICI Secretary.

“Philanthropy in a Box”

Philanthropic projects may be organized by an AICI chapter or by an individual AICI member. Chapters/individuals may develop their own program or may use a program developed by AICI peers that can be adapted to particular needs through the use of AICI's “Philanthropy in a Box,” found in the Member Center of the AICI Web site.

To share your philanthropic activities through AICI's “Philanthropy in a Box,” please complete a “Philanthropy in a Box” form, found on AICI's Web site in the Member Center, and submit the form to the AICI Secretary.

PROCEDURE

1. The AICI Executive Director shall administer the Community Outreach policy of the organization.

POLICY 190 COMPENSATION**POLICY****Board of Director Compensation**

Members of the organization's Board of Directors shall serve without compensation other than reimbursement for expenses incurred to fulfill their Board duties.

Employee Compensation

At the present time, the Association of Image Consultants International does not employ an Executive Director or any other paid staff members. In the event that the organization should hire any paid staff members, the organization shall develop a compensation policy and compensation committee.

PROCEDURE

1. The AICI Executive Director shall administer reimbursement to Board of Directors members for prudent and reasonable expenses incurred to fulfill their Board duties.

POLICY 200**CONFLICTS OF INTEREST****POLICY**

The organization shall require a disclosure of all conflicts of interest to protect the Association of Image Consultants International's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Definitions

1. Interested Persons – Any director, principal officer, or member of a committee with Board of Directors delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. Financial Interest – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the organization has a transaction or arrangement,
 - b. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement.
3. Compensation – includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

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 appropriate Board of Directors or committee decides that a conflict of interest exists.

Recording of Proceedings

1. The minutes of the Board of Directors and all committees with board delegated powers shall contain:
 - a. The names of the person 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 Board of Directors' or committee's decision as to whether a conflict of interest in fact existed.
 - b. The names of the persons who were present for the discussions and votes relating to the transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Compensation

1. A voting member of the Board of Directors who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to the member's compensation.
2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
3. No voting member of the Board of Directors or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Annual Declaration

1. Within the first month of the fiscal year, each Board of Directors member and the AICI Executive Director, President, and Chief Financial Officer shall annually sign an annual declaration which 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 organization is charitable 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.
2. Where deemed appropriate by the Executive Director, a conflict of interest annual declaration shall be acknowledged and signed by:
 - a. Staff members (if any) and management company employees;
 - b. Consultants.
3. Copies of the annual conflict of interest declaration and compensation conflict of interest declarations are found on the final pages of this policy.

Periodic Reviews

1. To ensure the organization 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 provided to key staff members (if any) 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 organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.
2. When conducting the periodic review as provided above, the organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of Directors of its responsibility for ensuring periodic reviews are conducted.

PROCEDURE

1. Duty to Disclose
 - a. 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 members of committees with Board of Directors delegated powers considering the proposed transaction or arrangement.
 - b. At the time of each meeting of the Board of Directors, members shall state any known conflicts of interest as pertaining to items on the agenda. All such stated conflicts of interest shall be recorded in the minutes.
2. Determining whether a Conflict of Interest exists
 - a. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board of Directors 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.
3. Procedures for addressing the Conflict of Interest
 - a. An interested person may make a presentation at the Board of Directors 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.
 - b. The Board President or committee Chair shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - c. After exercising due diligence, the Board of Directors or committee shall determine whether the organization can obtain with reasonable efforts a more advantaged transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement in the organization'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.
4. Violations of the Conflicts of Interest Policy
 - a. If the Board of Directors 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.
 - b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Directors or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.
5. The AICI Executive Director shall assure that all appropriate Conflict of Interest Annual Declaration Statements are completed and signed each year. The Executive Director shall maintain a file of all Conflict of Interest Annual Declaration Statements.

**ASSOCIATION OF IMAGE CONSULTANTS INTERNATIONAL
CONFLICT OF INTEREST STATEMENT ANNUAL DECLARATION**

For Governing Body Members, Officers, Committee Members, Staff, and Consultants

A conflict of interest arises when a person in a position of authority over an organization, such as an officer, director, or manager, 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. For this purpose, a conflict of interest does not include questions involving a person’s competing or respective duties to the organization and to another organization, such as serving on the boards of both organizations that do not involve a material financial interest of, or benefit to, such person.

No member of The Association of Image Consultants International or any of its committees shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation with The Association of Image Consultants International. Each individual shall disclose to The Association of Image Consultants International any personal interest that he or she may have in any matter pending before the board and shall refrain from participation in any decision on such matter.

Any member of The Association of Image Consultants International Governing Body or any of its committees or staff who is an officer, Governing Body member, committee member, or staff member of any affiliated organization shall: identify his or her affiliation with such agency or agencies; he or she shall not participate in the decisions affecting that agency; and the decision must be made and/or ratified by the full board.

Any member of The Association of Image Consultants International Governing Body, any committee, and any staff member shall refrain from obtaining any list of Association of Image Consultants International members or donors for personal or private solicitation purposes at any time during the term of their affiliation.

1. I do not have a business relationship or family relationship with another board member or key employee of Association of Image Consultants International. Any business or family relationship that is an exception to this statement is fully described below including the percentage of business ownership.

2. At this time, I am not a participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party doing business with The Association of Image Consultants International that has resulted or could result in personal benefit to me. Any activity or transaction that is an exception to this statement is fully described below including the interest, whether direct or indirect, that I have (or have had during the past year) in the persons or organization transacting business with The Association of Image Consultants International:

3. At this time, I am not a recipient, directly or indirectly, of any salary payments, loans or gifts of any kind or any free services or discounts or other fees from or on behalf of any person or organization engaged in any transaction with The Association of Image Consultants International. Any activity or transaction that is an exception to this statement is fully described below including the interest, whether direct or indirect, that I have (or have had during the past year) in the persons or organizations transacting business with The Association of Image Consultants International:

By signing below, each person is affirming they have received a copy of the Conflicts of Interest Policy, has read and understands the policy, and agrees to comply with the stated policy. Furthermore, the individual is affirming they understand The Association of Image Consultants International is a nonprofit organization 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.

Signature: _____ Date: _____

Printed Name: _____

POLICY 380**AICI City Circle Operation****POLICY**

Chapters that do not meet the minimum requirements for Chapters can make a request to the International Board of Directors to be recognized as one or more City Circles. To become City Circles this request needs the approval of the AICI International Board with a formal vote.

AICI CITY CIRCLE:

An AICI City Circle is a group of members that live in the same City or geographic region. They know each other, they can work together, and they can meet if they want, because they live close enough to each other. The minimum number of AICI members to start an AICI City Circle is 4.

Each Circle Group organizes its own meetings, events, and/or education. Members of an AICI City Circle do whatever they want to do together: meet, talk, have dinner, study, work on certification, hold events. Each AICI City Circle is responsible for its own finances. The money they collect can be used for anything. People pay for their own cost. AICI International is not involved in financial matters of City Circles.

AICI City Circles will be recognized as an official and important part of AICI. They will have:

1. A place on the AICI Website
2. They will be mentioned on the member registration form
3. They will be able to announce any upcoming program or event as well as publish about the results of those events and programs.

AICI City Circles are only an organizational part of AICI. There is no legal status, nor any financial obligation or rights between AICI International and the AICI City Circle. City Circles Groups will not receive rebate financial assistance or financial assistance in anyway from AICI international Association.

AICI CITY CIRCLES HAVE THE FOLLOWING OBLIGATIONS TO BE RECOGNIZED BY AICI:

- A. An AICI City Circle exists of minimum 4 AICI members.
- B. AICI City Circle members are each registered with an existing Chapter that is in Accord.
- C. An AICI City Circle has 1 Circle leader, the “Connector”. This person is the contact person for both the members of the Group and AICI.
- D. The Circle Connector signs on behalf of the AICI City Circle an agreement to protect the AICI brand and logo.
- E. Twice a year the Connector sends the VP Chapter Relations a written report about the activities and events that took place during the period July – December and January – June plus the plans for the upcoming 6 months. In the report statistics on attendance need to be included. (format designated by AICI Int. Board).
- F. ALL AICI City Circle Members are to be AICI Member-in-Good Standing (active) with AICI International and also registered with an existing chapter that is in accord.
- G. City Circle will not receive rebate or any other financial assistance form AICI International Association.

WHY AICI CITY CIRCLES?

This policy is proprietary property of the Association of Image Consultants International and may not be distributed to other organizations or individuals without the written permission of the Association of Image Consultants International Board of Directors.

Some members live far away from the place where Chapter events are held. With the creation of AICI City Circles we want to bring AICI closer to these members. The intention is that people connect locally with each other in a way that adds value to everyone. These meetings can be very simple and low-budget.

Some ideas:

- A Make them educational
- B Create situations to connect with each other
- C Make them FUN
- D Make them affordable & simple
- E Have members share / no charge
- F Invite people from related fields (fashion store?) and make it win-win
- G Have CIP/CIM for a presentation / no charge (maybe extra hotel cost paid for)
CIP's and CIM's travel, for vacation, for business, for whatever reason. We suggest that they contact a local AICI City Circle and offer a free 2-3 hour (max) presentation or workshop on any relevant topic (image related / business related / basic /advanced) This provides visibility for the CIP/CIM (they could even offer a paid training afterwards); And it provides good quality for Circle members. And nobody has to travel to make this happen.

More ideas

- A. AICI City Circles can meet with other AICI City Circles if they choose to
- B. AICI City Circles can hold conferences together if they choose to with or without CEU's.
- C. AICI City Circles can organize bigger educational events alone or together with other Circles if they choose to. (Like the San Francisco Education Events) with or without CEU's
- D. Two or more AICI City Circles can form a new Chapter, if they meet the requirements for leadership, meetings and Events. They each can take the lead at their turn. Activities of the AICI City Circles count as events for the Chapter.

Procedure:**THERE ARE TWO WAYS TO BECOME AN AICI CITY CIRCLE:**

1. If a Chapter no longer meets the minimum requirements of the Chapter Accord, the members can request to become an AICI City Circle, or split into more than one. If a Chapter splits in more than one AICI City Circle, the remaining Chapter Funds will be shared by the AICI City Circles deriving from the Chapter, based on the number of members belonging to each Group. A report of this process needs to be approved by the AICI Treasurer.
2. Local Groups that are working towards becoming an AICI Chapter can request to be acknowledged as an AICI City Circle. They can make the request as soon as the number of AICI members to start an AICI City Circle is 4. Existing members can choose to be affiliated with the AICI City Circle any time. New members can choose to be affiliated during their registration process.

AICI City Circles can be transformed into Chapters if they meet the requirements of membership, leadership and activity level, and request to be a Chapter. They can do so by sending a Chapter Petition and the documents involved. Also two or more AICI City Circles can collaborate in building one Chapter. They can share tasks and leadership and make the Chapter work.

Chapters can be launched either by January 1 or July 1 of each year, by following the guidelines and submitting the required documents. AICI provides a start-up fee for new Chapters, right after the launch.

Chapter Rebates are paid to the Chapter that members have registered with. New Chapters will receive their first Chapter Rebates 6 months after their official launch, after submitting the required documentation.

3. Special forms for the request to become recognized as an AICI City Circle or to convert a current chapter into a City Circle is available by the AICI Office and maintained and the VP of Human Resources.

POLICY 210**DOCUMENT RETENTION****POLICY**

The purpose of the Document Retention policy is to document fully the work of the Association of Image Consultants International and its membership. These records are available for use by the Association of Image Consultants International members and the Association of Image Consultants International office for historical, informational and event purposes.

The AICI Executive Director and the Board of Directors shall periodically (at least every three years) review these policy procedures with legal counsel and/or the organization's tax accountant to ensure that they are in compliance with new or revised regulations.

Record retention is essential for archives, tax purposes and for the continued success and growth of the Association of Image Consultants International. The following lists give retention periods for most of the common records of the organization. Some of the lists are required /mandatory for legal reasons, and some have been set for informational, historic, archival, use, or access needs. It is generally agreed that one (1) copy of retained records shall be preserved. Records that can be disposed of after a certain length of time should be marked with the disposal date. The retention period shown is the number of years from the date the tax returns for the organization were filed.

The organization shall follow the document retention procedures outlined below. Documents that are not listed, but are substantially similar to those listed in the schedule, shall be retained for the appropriate length of time.

Electronic documents shall be retained as if they were paper documents. Therefore, any electronic files, including records for payments made online, that fall into one of the document types on the retention schedule shall be maintained for the appropriate amount of time. Any email message that relates to the aforementioned records should be printed in hard copy and kept in the appropriate files or moved to an "archive" computer file folder. Backup and recovery methods shall be tested on a regular basis.

The Organization records shall be stored in a safe, secure, and accessible manner. Documents and financial files that are essential to keeping the organization operating in an emergency shall be duplicated or backed up daily and maintained off site.

The organization's staff is responsible for the ongoing process of identifying its records, which have met the required retention period and overseeing their destruction. Destruction of financial and personnel-related documents shall be accomplished by shredding.

Document destruction shall be suspended immediately, upon any indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction shall be reinstated upon conclusion of the investigation.

Failure on the part of staff to follow this policy can result in possible civil and criminal sanctions against the organization, its management company, and its employees and possible disciplinary action against responsible individuals.

PROCEDURE

This policy is proprietary property of the Association of Image Consultants International and may not be distributed to other organizations or individuals without the written permission of the Association of Image Consultants International Board of Directors.

The AICI staff team reviews client financial and other records to determine which items are to be removed, archived or destroyed. If a record is to be removed or destroyed from hardcopy or electronic files, the items are placed in an office recycling bin or deleted by the staff. If the items are of financial or sensitive nature they are placed in an in-office secure shredding bin provided by a certified document shredding company, then shredded by the contracted document shredder.

The organization shall retain records for the following periods of time:

TYPE OF RECORD	RETENTION PERIOD
Accounting	
Accounts receivable & payable	6 years
Auditors reports/work papers	Permanent
Bank deposit slips	7 years
Bank statements, reconciliations	7 years
Budgets	3 years
Canceled checks, generally	7 years
Cash disbursements journal	Permanent
Cash receipts journal	Permanent
Check registers	7 years
Depreciation records	Permanent
Employee expense reports	4 years
Employee payroll records (W-2, W-4 annual earnings records, etc.)	4 years
Financial statements (annual)	Permanent
Financial statements (interim/internal)	Permanent
General journal or ledger	Permanent
Inventory lists	Permanent
Investment account statements, reconciliations	7 years (fiscal year end permanent)
Invoices	3 years
Payroll registers, journal	7 years
Petty cash vouchers	3 years
Board, Committee and Corporate Records	
Agendas and Action Items	Permanent
Annual reports	Permanent
Articles of Incorporation	Permanent
Authorizations and appropriations for expenditures	3 years
Board Policies	Permanent
Constitution and Bylaws	Permanent
Contracts, generally (includes listing and buyer rep. agreements)	7 years
Contracts, government	4 years
Contracts, sales (UCC)	4 years
Correspondence – general	4 years
Ethics Complaint Documentation	Permanent
IRS Application for Tax-Exempt Status	Permanent
IRS Determination Letter	Permanent
Minutes (board and committees)	Permanent
Qualifications to do business	Permanent
Reorganization records	Permanent

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Reports	3 years
Strategic Plan	Permanent
Insurance	
Accident reports	6 years
Insurance claims	7 years
Insurance policies	5 years
Miscellaneous Legal	
Claims and litigation files	7 years
Copyright, patent and trademark registrations	Permanent
Accreditation Audit	4 years
Member Information	
Membership Directories	Permanent
Membership Records	Permanent
Membership Proposals	7 years
Membership Surveys	Permanent
Taxes	
Forms 1098 and 1099	7 years
Income tax returns (Forms 990 and 990-T) and canceled checks (federal state and local)	Permanent
Payroll tax returns (includes Forms 941, W-2, W-3)	7 years
Property tax returns	3 years
Sales and use tax returns	10 years
State Unemployment Tax Records	7 years
Special real estate tax classification (farm, forest, open space) applications	11 years
General	
Supporting correspondence and notes regarding patents, copyrights, licenses, agreements, bills of sale, permits, liabilities, etc.	Greater of the life of principal document which it supports at or 3 years
Conferences, Monthly and Annual Events	
Agendas and Action Items	3 years
Brochures	Permanent
Conference/Event Insurance	3 years
Contracts (facility/hotel, food & beverage, speakers, sponsor, exhibit)	3 years
Programs	Permanent
Registrations and Registration Packets	3 years
Surveys, Remarks	3 years

POLICY 250**FINANCIAL MANAGEMENT AND CONTROL****POLICY**

The Association of Image Consultants International is committed to prudent and secure financial and nonprofit controls.

Bad Debt

Members failing to pay dues by 30 days after expiration date shall forfeit the privileges of membership, to be automatically reinstated upon full, non-prorated, payment of dues plus the late fee.

The organization shall monitor any overdue accounts receivable and make reasonable efforts to collect any bad debt. The Chief Financial Officer shall make the Board of Directors shall be made aware of any bad debt for a member or an event written off in excess of \$500.00. The Chief Financial Officer shall provide the Treasurer with a copy of the Aged Receivable Report on a quarterly basis.

Contracts

All contracts shall be submitted to AICI Headquarters for review. When necessary, AICI Headquarters may recommend legal counsel for review. Following AICI Headquarters review, all contracts must be submitted to the Treasurer and President for final review. The President and Treasurer have sole authority to sign all AICI contracts. All signed contracts must be maintained at AICI Headquarters per records retention policies.

AICI Board members, Committee members, members volunteering on behalf of AICI or staff do not have the authority to enter into a written or verbal contract on behalf of AICI without following proper procedures above. Anyone found doing so will be in violation of AICI's Code of Ethics and may face legal and criminal charges.

Credit Cards

The following staff is authorized to use the AICI credit card: AICI Executive Director and AICI Meetings Manager. The AICI Card Usage Policy shall be maintained with other Special Policies at AICI Headquarters. The President and Treasurer are responsible for communicating the Credit Card Usage Policy to those members who are authorized to use the AICI credit card. The Treasurer is responsible for interpreting the Credit Card Usage Policy and for establishing the forms and controls necessary for proper administration of the policy. The Credit Card Usage will be reviewed by the AICI Board of Directors annually.

Background - At SPM in 2005, the management company recommended that AICI apply for a mileage credit card.

AICI's purpose for having a credit card is two-fold.

1. To simplify purchases made and reimbursement of expenses incurred on AICI's behalf by staff. Examples include billing from our conference hotel and not having to reimburse staff for AICI purchases made on personal credit cards.

2. To benefit AICI by accruing airline miles for use toward staff/Board President travel on AICI's behalf.

The AICI Executive Director, AICI Meeting Planner, AICI Human Resources Director and AMC Owner are authorized to each carry a business credit card in their names from Wells Fargo and to incur debt in the name of the Association of Image Consultants International.

Charges over \$2500.00 require the authorization of the AICI Treasurer, or in the Treasurer's absence, the AICI President.

Expenditures made through use of the credit card must be in line with the AICI approved budget and may not exceed such without prior approval of the Board of Directors.

Credit cards issued to or paid by the organization shall be for reasonable business purposes and not for the personal activities of any individual. All credit card transactions must be within the purchasing authority as described in the organization's Reimbursement and Travel Policy (Policy 330). The Treasurer shall approve the authorization of and establish charge limits for any new credit cards. In the event of loss of any credit cards or termination of the card holder, the staff shall immediately cancel the credit card.

Financial Institutions

The Board of Directors shall approve establishment of any and all financial institution accounts (including merchant accounts established to accept credit card payments). Authorization of signatories for any financial institution account shall be made by the Board of Directors. A single signature is acceptable for transactions less than or equal to \$10,000. The Chief Financial Officer shall obtain and document the approval of the Board Treasurer for all checks. The organization shall require all bank and investment accounts to be routinely reconciled.

The following AICI Officers and staff are authorized to sign on all AICI accounts. Authorized signers will change on an annual basis effective each year: AICI Treasurer, AICI President, AICI Executive Director, owner of the Association Management Company. For items over \$10,000, all payments require two signatures.

The organization shall work to limit the fees associated with merchant accounts to process credit cards with a goal of keeping such fees below three (3) percent.

Generally Accepted Accounting Principles

The organization shall maintain an accrual system of financial records in accordance with generally accepted accounting principles. Financial and operational tools and reports shall be utilized to facilitate financial oversight and appropriation of sufficient funds to maintain organization operations.

Independent CPA Firm Review

The Chief Financial Officer shall provide recommendations concerning the independent firm of Certified Public Accountants engaged by the organization. The Chief Financial Officer shall limit its recommendation to firms that have experience and expertise in nonprofit accounting, auditing, and preparation of IRS Form 990.

An annual review of the organization's financial records and processes shall be performed by an independent accounting firm of Certified Public Accountants as designated by the Finance Committee and approved by the Board of Directors. The results of the annual review shall be presented to the Finance Committee and to the full Board of Director for approval. The Finance Committee and the Board of Directors shall examine and approve IRS Form 990 prior to submission to the IRS.

The Finance Committee may make recommendations to the Board of Directors concerning the potential rotation of the CPA firm and/or managing partner performing the annual review on a five year basis.

The Chair of the Finance Committee shall assure that the committee is provided education to avoid conflicts of interest between the outside auditors and the organization's paid staff.

Internal Controls

The Finance Committee shall assure that an internal control program is implemented, monitored, and followed at all times to protect the assets of the organization.

The management company shall provide the organization with an internal control program that requires, but is not limited to, ensuring that no one person bears the sole responsibility for receiving, depositing, and spending the organization's funds. The internal control program shall be periodically reviewed and updated by the Finance Committee. The Finance Committee shall present the internal control plan to the full Board of Directors for approval. The Board of Directors shall be made immediately aware of any material diversion of the organization's assets.

Management Services

The organization may provide reasonable reimbursement for management services as provided by an individual or a management services company. A management fee may be paid for services as outlined in the contractual agreement between the organization and the management company.

Non Tax Deductable Receipts

Member payment of dues and/or other fees paid to the Association of Image Consultants International are not tax deductible as a charitable contribution to the member but may be considered as a business expense. All billing invoices or other solicitation materials (in written or printed form, by television or radio, or by telephone) must contain language in an easily recognizable format stating that the Association of Image Consultants International is not eligible to receive contributions deductible as charitable contributions for federal and state income tax purposes.

Unrelated Business Income Transactions

The Finance Committee shall annually review the transactions and activity of the organization for any potential unrelated business income transactions. The Finance Committee shall make the Board of Directors aware of any potential unrelated business income transactions and assure that IRS Form 990-T is filed in the event of any unrelated business income transactions.

PROCEDURE

1. The organization's fiscal year shall be from July 1 to June 30.
2. The Finance Committee shall assure that an internal control program is implemented, monitored, and followed at all times to protect the assets of the organization. The AICI Executive Director and Chief Financial Officer shall maintain internal control review standards and assume responsibility for adequate segregation of duties and control of assets.
3. The Chief Financial Officer shall coordinate the establishment of all financial institution accounts. The administrative assistant shall open, examine, and initial all bank and investment statements. Bank reconciliations shall be performed by or reviewed by a person who does not prepare or sign the checks.
4. The finance team shall administer the policy as related to merchant accounts.
5. The Chief Financial Officer shall provide written direction and procedures for accounting procedures including but not limited to: reconciliation of control accounts; receipt of funds; disbursement of funds; cash and asset account reconciliation; and cash management.
6. For all AICI credit cards, authorization for charges over \$2,500.00 should be obtained by email or telephone. All charges will be overseen on a monthly basis by the Treasurer as part of the accounts payable process.
7. The Chief Financial Officer shall assist the Treasurer in monitoring bad debt and make timely and reasonable efforts to collect all accounts receivable. The Executive Director shall provide the Board of Directors routine reports concerning any overdue accounts, efforts made to collect the amounts, and accounts written off.

POLICY 260**FINANCIAL REPORTING****POLICY**

The management company shall maintain and utilize a management information system to generate key financial reports on a monthly basis. The Chief Financial Officer is responsible to assure that all financial reports are complete, current, and accurate.

In compliance with FASB 117, the organization shall provide, on a monthly basis, the following financial reports:

- Statement of Financial Position (Balance Sheet) accounting for the organization's total assets, liabilities, and net assets;
- Statement of Activities (Income Statement) reporting the change in an organization's net assets;

According to the intent of the donor/payor, the organization shall account for the Fund Balance in the Statement of Financial Position by three classes of net assets:

- Permanently restricted – including Endowment Funds
- Temporarily restricted
- Unrestricted

The Unrestricted Fund Balance is used in the absence of donor imposed restrictions. The Board of Directors may designate portions of the Unrestricted Fund Balance for specific projects or intentions. The amounts of change in each of the fund classes of net assets shall be displayed in a Statement of Activities. The organization shall assure that all donations accepted for restricted purposes shall be used for the purposes consistent with the donor's intent, whether as described in the relevant solicitation materials or as specifically directed by the donor.

In compliance with FASB 116, the financial reports shall clearly identify the proportion of the organization's budget allocated to program, administrative, and fundraising expenses. Contributions received, including unconditional promises to give, shall be recognized as revenues in the period received at their fair values. Contributions made, including unconditional promises to give, are recognized as expenses in the period made at their fair values. Conditional promises to give, whether received or made, are recognized when they become unconditional, that is, when the conditions are substantially met.

The organization shall comply with all regulations with regard to accounting requirements, cost allocations, and audits when awarded a grant or contract. Awards from grants and/or pledges shall be recorded as revenue in the period of the award.

PROCEDURE

1. The Chief Financial Officer shall oversee the preparation of monthly financial reports including a Statement of Position (Balance Sheet) and Statement of Activities (Income Statement). The financial statements shall be presented to the Board of Directors at each board meeting. The Board of Directors shall review the reports for variances and trends to evaluate the organization's performance and to make current and informed decisions ensuring financial success. Financial reports may be distributed electronically or by paper.
2. The Chief Financial Officer and/or Account Executive shall assist the Treasurer in a periodic review of financial and operational reports to provide oversight of the organization's operations.
3. Year-to-date financial performance information shall be annualized and utilized to prepare the organization's annual budget for the upcoming year.
4. Staff members do not have the authority to designate portions of the Unrestricted Fund Balance. Only the Board of Directors may designate portions of the Fund Balance.

POLICY 270**FISCAL SOLVENCY****POLICY**

The Association of Image Consultants International is committed to maintaining a fiscally strong operation in order to continue its services to the community.

AICI has established an operating reserve policy to protect the organization against unforeseen economic emergencies with respect to association operations. The Reserve Policy is the responsibility of the Treasurer and Chief Financial Officer. The Reserve Policy shall reside with other Special Policies and maintained at AICI Headquarters. The Reserve Policy shall be reviewed and approved by the AICI Board of Directors annually.

Beginning with the approval of the AICI Budget for the fiscal year beginning July 1 within 45 days of receiving the audited financial statements for the prior year, the Treasurer will determine what amount shall be allocated to the reserve, using the following guideline:

- The Operations Reserve amount shall be equal to the total of all budgeted supporting expenses for the current year plus any contractual amounts, including, but not limited to, annual conference deposits or other vendor contracts for which AICI is obligated.
- The Treasurer will recommend the Operations Reserve amount to the Board for approval. In subsequent years, after the budget is approved and when audited financial statements are presented, the Treasurer will recommend for Board approval what amount, if any, should be added to the reserve in order to maintain the Operations Reserve.
- The reserves will be invested according to the guidelines in the Investment Policy and will be treated as unrestricted funds. At each board meeting the Treasurer will present a balance “in excess of reserves” which is defined as Total Assets less the Operation Reserve Target amount.

The Board of Directors shall routinely consider maintenance of a cash reserve fund as a risk management strategy.

The organization has established a goal of maintaining one (1) year operating cash (as determined by the annual operating budget). At a minimum, the organization shall maintain at least 90 days of cash on hand in the organization’s savings account.

PROCEDURE

1. The AICI Executive Director and/or Chief Financial Officer shall assist the Treasurer in collecting, analyzing, and utilizing financial information on a periodic basis to ensure that there is sufficient funding to maintain organization operations.

2. In the event that the organization would become financially challenged, a cost/benefit review of each program shall be completed by the Treasurer with the assistance of the Executive Director and Chief Financial Officer. Contingency plans shall be developed in the unlikely event of operating shortfalls.

3. Reduction or suspension of services or termination of unprofitable programs, events, certification programs, educational programs, of other activities may be considered by the Board of Directors in financially challenging times.

POLICY 275**IDENTITY THEFT PREVENTION****POLICY**

The organization's policy is to protect our members and clients and their accounts from identity theft and to comply with the Federal Trade Commission's (FTC) Red Flags Rule. Our identity theft policies, procedures, and internal controls will be reviewed and updated periodically to ensure they account for changes both in regulations and in our business.

Program Adoption

Association of Image Consultants International developed this Identity Theft Prevention Program pursuant to the Federal Trade Commission's Red Flags Rule, which implements Section 114 of the Fair and Accurate Credit Transactions Act of 2003. This Program was developed with oversight and approval of company which provides management services to the organization. The company will take steps to ensure the organization that reasonable policy and procedures are designed and implemented to detect, prevent, and mitigate the risk of identity theft.

Red Flags Rule Definitions Used in This Program

Account: a continuing relationship with a creditor to obtain a product or service that includes deferred payments for services or property.

Covered account: any account offered or maintained by Association of Image Consultants International for which identity theft is a reasonably foreseeable risk that may impact Association of Image Consultants International's members or clients or the safety and soundness of Association of Image Consultants International, including financial, operational, compliance, reputation, or litigation risks. An Association of Image Consultants International example of a "covered account" is a client billing account.

Credit: the right granted by a creditor to a debtor to defer payment of debt or to incur debt and defer its payment or to purchase property or services and defer payment therefore.

Creditor: any person or business who arranges for the extension, renewal, or continuation of credit with a covered account.

Identity Theft: fraud committed or attempted using the identifying information of another person without authority.

Identifying Information: any name or number that may be used, alone or in conjunction with any other information, to identify a specific person, including name, address, telephone number, social security number, date of birth, government issued driver's license or identification number, alien registration number, government passport number, employer or taxpayer identification number.

Red Flag: a pattern, practice, or specific activity that indicates the possible existence of identity theft.

IDENTIFICATION OF RED FLAGS

To identify relevant Red Flags, our organization assessed these risk factors: 1) the types of covered accounts it offers, 2) the methods it provides to open or access these accounts, and 3) its previous experience with identity theft. We considered the Red Flags from the FTC Appendix A, “Red Flag Identification and Detection Grid” as they fit our situation.

Suspicious Account Activity or Unusual Use of Account

Red Flags

1. Change of address for an account followed by a request to change the individual’s name;
2. Payments stop on an otherwise consistently up-to-date account;
3. Account used in a way that is not consistent with prior use;
4. Mail sent to the account holder is repeatedly returned as undeliverable;
5. Notice to the organization that the individual is not receiving mail sent by the organization;
6. Notice to the organization that an account has unauthorized activity;
7. Breach in the organization’s computer system security; and
8. Unauthorized access to or use of individual account information.

Alerts from Others

Red Flag

1. Notice to the organization from an individual, identity theft victim, law enforcement, or other person that it has opened or is maintaining a fraudulent account for a person engaged in identity theft.

These examples are not exhaustive of a mandatory checklist, but a way to help our organization think through relevant Red Flags in the context of our business. Based on this review of the risk factors, sources, and FTC examples of Red Flags, we have identified our organization’s Red Flags, which are contained in the first column of Appendix A, “Red Flag Identification and Detection Grid.”

DETECTING RED FLAGS

New and Existing Accounts

In order to detect any of the Red Flags identified above associated with the opening of new and existing covered accounts, the management company personnel will take the following steps to obtain and verify the identity of the person opening or making transactions in the account. Each business unit responsible for offering covered accounts is expected to document the steps they will take, considering methods such as:

1. Investigation of any transaction in locations different than the member’s geographic location maintained in the database.
2. Investigation of any transactions from a foreign country in which the purchaser is attempting to purchase a product.
3. Investigation of any question, complaint, or fraud alert provided by an individual, financial institution, PayPal account, or other source of creditable information.

RESPONDING TO RED FLAGS TO MITIGATE IDENTITY THEFT

In the event management company personnel detect any identified Red Flags, such personnel shall take one or more of the following steps, after consulting with the staff team and depending on the degree of identity theft risk posed by the Red Flag:

Prevent and Mitigate

This policy is proprietary property of the Association of Image Consultants International and may not be distributed to other organizations or individuals without the written permission of the Association of Image Consultants International Board of Directors.

1. Contact the affected individual, using information already on file;
2. Change any passwords or other security devices that permit access to accounts;
3. Continue to monitor an account for evidence of identity theft;
4. Members shall be dropped from the membership roster and benefits cease when dues are not paid within the expiration date;
5. Close a new account;
6. Close an existing account;
7. Reopen an account with a new number;
8. Notify the Administrative Director to have the incident logged, and for additional assistance if needed;
9. Determine that no response is warranted under the particular circumstances.

Protect Personal Information

In order to further prevent the likelihood of identity theft occurring with respect to Association of Image Consultants International accounts, management company personnel shall adhere to Association of Image Consultants International's policies and practices regarding protection of personal information by:

1. Collecting only the personal information that is needed for the organization's purposes;
2. Retaining personal information for only the time period legally required and/or necessary for the organization's purposes;
3. Protecting personal information collected, used, disclosed, and retained;
4. Ensuring additional protection methods on sensitive personal information that is retained;
5. Restricting access to personal information only to individuals who have a business need to access information;
6. Disposing of personal information appropriately;
7. Instilling awareness and training employees on the proper handling of personal information;
8. Understanding the requirements of applicable data privacy protection laws and regulations;
9. Conducting regular risk assessments to identify where and how the organization stores or transmits personal information;
10. Developing, reviewing, and assessing the information security management program, policies, and procedures to ensure they are current and effectively communicated throughout the organization.

PROCEDURE

1. The AICI Executive Director shall administer the Identity Theft Prevention program working in consultation with the Chief Financial Officer and staff team.
2. The Executive Director will advise the Association of Image Consultants International's Board of Directors of any instances of actual or attempted identity theft.
3. The Chief Financial Officer and/or Executive Director shall annually review the Identity Theft Prevention policy using Appendix A, "Red Flag Identification and Detection Grid" of the FTC's Red Flags Rule. A report, either written or oral, of this annual review will be provided to all members of the Board of Directors.
4. The following procedures shall be implemented by the management company personnel to protect the organization's members and clients from identity theft:
 - a. Paper copies of all registration forms, membership forms, credit card payment information, and other confidential data shall be stored in a secure locked file in the

- office of the Administrative Director or Chief Financial Officer.
- b. Keys to the secure locked files referenced above shall be restricted to the management company President, Administrative Director and Chief Financial Officer.
 - c. All batches of confidential information shall be shredded after the batch is posted to the database.
 - d. Electronic copies of all registration forms, membership forms, credit card payment information, and other confidential data shall be stored on the secure servers and databases provided by the management company.

POLICY 280**INFORMATION TECHNOLOGY MANAGEMENT****POLICY**

The organization shall protect data processed by an electronic information management system and allow access only to those individuals or entities that have been granted access rights. The organization shall follow accepted standards of practice for creating, changing, and safeguarding passwords that are used to access the electronic information management system.

All electronic data shall be backed up on a daily basis. The organization shall have systems and processes in place to guard against, detect, and report malicious software. Restoration of the organization's backup procedures shall be tested at least on an annual basis.

Member information contained on the web site and in the member directory is intended for personal use of organization members only. Its use for commercial purposes is prohibited unless prior sanction of the organization's Board of Directors has been obtained.

PROCEDURE

The AICI Executive Director and Technology Director shall administer the information technology management policy through the employment of adequately trained staff or outsourced third party services.

POLICY 290 INVESTMENT OF FUNDS**POLICY**

The organization is committed to safeguarding the funds of the organization with a conservative investment policy. The Board of Directors shall determine what portion of investment returns, if any, may be used for immediate operations or programs.

The philosophy of the AICI's Investment Policy is to maintain an investment portfolio consistent with the mission of the Association and to recognize the accessibility of resources available to the Association. This policy is expressed through investment objectives, definitions and strategy, and procedures and responsibilities. The Investment Policy is the responsibility of the Treasurer and Chief Financial Officer. The investment policy shall reside with other Special Policies and maintained at AICI Headquarters. The Investment Policy shall be reviewed and approved by the AICI Board of Directors annually.

1. Investments:
All investments shall be made in accordance with the AICI Investment Policy.
2. Oversight:
The Treasurer and Chief Financial Officer shall determine short-, medium- and long-term investments and the Treasurer shall approve investments with the approval and vote of the International Board of Directors.
3. Reporting:
The Treasurer shall report on investments to the AICI Board of Directors quarterly.

Investment Objectives

1. Build an investment portfolio to have sufficient operating and emergency reserve funds and then maintain, at a minimum, adequate operating and emergency reserve funds at all times by the Association.
2. Maintain a conservative investment portfolio of interest-bearing instruments with a minimum risk of loss of principal and interest.
Purchase investments with contractual maturities not to exceed eight years from the date of purchase. Funds for investment will be invested as a ladder system from one to eight years. E.g. \$43,000.00 Keep in Cash for potential need or a 6 month cd; \$50,000 1 year cd ; \$50,000 2 year cd; \$50,000 3 year cd; \$50,000 in the 7 year Market Linked Cd.
3. Maximize earnings on invested funds consistent with other investment objectives.

Investment Mix

100% Fixed Income Securities including Government securities, brokered certificates of deposit, Government Agency issues, and money market securities, as well as Market linked Certificates of Deposit.

Authorized Investment Description

1. Short-term net asset value money market funds.
2. Certificates of deposit of domestic U.S federally insured financial institutions.
3. U.S Treasury bill, notes, or bonds.
4. Federal government agency notes, bonds, and debentures.
5. Market linked Certificates of Deposit

Any additional investment instrument types are to be approved by the Board of Directors.

Investments that are purchased are anticipated to be held to maturity. However, an investment may be sold prior to its maturity date, if certain conditions exist. Conditions include, but are not limited to, the quality of the investment has deteriorated and/or to meet cash flow need of the Association. The Treasurer of the Association will be responsible for determining when an investment needs to be sold prior to its anticipated maturity date and will bring this determination to the Board of Directors for approval.

Definitions

Fund definitions are as follows:

Operating Funds – Operating Funds are those necessary to meet the current ongoing obligations of the Association (as such are defined under the operating guidelines and procedures).

Emergency Reserve Funds – Emergency Reserve Funds are those in excess of the Operating Funds. These funds will cover approximately one year of Association operating expenses.

Investment Reserve Funds – Investment Reserve Funds are those in excess of the Operating and Emergency Reserve Funds.

Excess cash may be invested in certificates of deposit, other insured financial instruments, or government bonds. Investment in common stock or other securities not fully insured by the Federal Deposit Insurance Corporation (FDIC) must be approved, in advance, by the Board of Directors.

The organization shall require an internal control program that requires, but is not limited to, ensuring that no one person bears the sole responsibility for receiving, depositing, and spending the organization's funds including any invested funds. All decisions on investments will be made with Board approval only.

The organization shall not participate in joint ventures with other organizations without the prior approval of the Board of Directors.

PROCEDURE

1. The Chief Financial Officer shall provide research to the Treasurer concerning investment of excess funds. The Chief Financial Officer shall include a cash flow projection with any investment recommendation.
2. The management company shall develop and maintain an effective internal control plan for the organization's Finance Committee.
3. The Chief Financial Officer and Board Treasurer shall serve as primary liaisons between the Board of Directors and any third party investment managers.

POLICY 300 LOANS**POLICY**

The organization shall not provide loans (or the equivalent, such as loan guarantees, purchasing or transferring ownership of a residence or office, or relieving a debt or lease obligation) to directors, officers, members, or trustees.

The organization shall not grant loans to employees.

The organization does not routinely authorize operating loans, including lines of credit, to finance the activities of the organization. Any loans, including line of credit, must be approved by the Board of Directors and must not exceed the amount of revenue anticipated to finance the activity and/or project in question.

PROCEDURE

1. The Chief Financial Officer and AICI Treasurer shall administer the loan policy of the organization.
2. The Chief Financial Officer shall assist the Treasurer in making the Board of Directors aware of any anticipated need for borrowing.

POLICY 305 MEMBERSHIP**POLICY****Admission to Membership**

1. A Membership Application shall be completed in its entirety and submitted by each prospective member.
2. Submit dues upon application.
3. A person must be at least 18 years of age in order to be eligible for any category of membership.

Dues

1. Members are expected to follow AICI's policies on membership dues as outlined in the AICI Bylaws, Article IV, Dues.
2. Membership dues shall increase by \$5.00 per year automatically unless otherwise decided by the Board of Directors. (Approved December 1, 2008; Effective December 1, 2008)

Obligations of Membership**Changes in Policies Or Procedures**

Policies or procedures of AICI that will impact individual members or chapters, by requiring membership obligations of time or finances, cannot be changed without the review and approval of the Board of Directors.

A. AICI Image Consultant Member:

A entrepreneur or corporate employee working in the field of image consulting or related fields. Skilled members must have a 20 hour minimum of professional image industry training from recognized image industry institutes, colleges, workshops offered by an AICI CEU Provider or other education providers. This does not include CEU programs offered at AICI Chapters or International Conferences. Course topics must be within the AICI Core Competencies.

B. AICI Related Business Member:

An individual that works in a field related to image consultancy

C. AICI CIC

AICI CIC members have met the requirements of Skilled Membership. Payment, approval of the AICI CIC Application and Binder, and the successful passing the AICI CIC Exam, are requirements to officially be AICI CIC certified.

- D. AICI CIP
AICI CIP members have met the requirements of Skilled Membership and AICI FLC membership. AICI CIP members have met all requirements to officially be AICI CIP certified.
- E. AICI CIM
AICI CIM members have met the requirements of Skilled Membership, AICI FLC membership, and AICI CIP membership. AICI CIM members have met all requirements to officially be AICI CIM certified.
- F. Distinguished Member
General members with the title of AICI CIP or AICI CIM who have earned distinction for service to AICI, are a minimum of 68 years of age and have been a member of AICI for a minimum of 15 years. Must submit a request to Vice President Human Resources. The name is forwarded to the International Board of Directors for approval.
- G. Academic University
A group membership category for owners, faculty, students and members of an association, college, university, academy, school, or other educational institution that covers subjects pertaining to image, fashion, appearance, behavior and communication. This membership category will not have voting rights.
- H. AICI CIP
AICI CIP members have met the requirements of Skilled Membership and AICI CIC membership. AICI CIP members have met all requirements to officially be AICI CIP certified.
- I. AICI CIM
AICI CIM members have met the requirements of Skilled Membership, AICI CIC membership, and AICI CIP membership. AICI CIM members have met all requirements to officially be AICI CIM certified.

AICI CIC Member

Qualifications:

AICI CIC members have met the requirements of Skilled Membership. Payment, approval of the AICI CIC Application and Binder, and the successful passing the AICI CIC Exam, are requirements to officially be AICI CIC certified.

Privileges of Membership

1. Be a part of the largest international association of image consultants and network with over 1300 image professionals who practice throughout the Americas, Canada, Europe, Asia, Africa and Australia
2. Be listed on, and have access to, one of the world's most recognized web sites www.aici.org which has become the internationally recognized resource for finding image professionals and information pertaining to image standards by thousands of individuals and organizations world-wide.
3. Subscribe to AICI 'member only' image trend reports, newsletters and industry updates.
4. Have access to 'members only' pages on the AICI web site.
5. Be recognized as a skilled member of AICI by having access to the AICI CIC Member Logo for use on websites, business stationary and marketing materials.
6. Access to a wealth of AICI accredited image training resources; which include, but are not limited to; seminars, webinars, telecasts, blogs, books and training resource materials.
7. Add credibility to professional skills, marketing materials and resume by participating in training programs that offer AICI recognized 'certified educational unites' (C.E.U.'s).
8. Share ideas and learn about new business trends and practices from around the world by having access to AICI international discussions group technology.
9. Ability to earn the AICI image professional certification level of 'Certified Image Professional' (AICI CIP).
10. Become a member of an AICI chapter and attend meetings, educational programs and networking events.
11. Have a vote in AICI's board and chapter elections, policies, procedures and industry standard settings.
12. Earn valuable 'leadership' points that ultimately contribute to earning professional certification levels.

13. Serve on local chapters boards and be recognized as a AICI leader.
14. Serve on local and international task force teams and be a part of setting future industry standards and practices.
15. Become an international task force leader and become recognized as a pioneer in setting industry standards and practices.
16. Hold a position on the AICI International Board of directors and become an industry front-runner and recognized professional image industry leader.
17. Reach a wider international audience by having exclusive certified member advertising rates on the AICI website
18. Enjoy increased business opportunities by having the ability to offer paid non CEU training sessions to fellow AICI members internationally.
19. Enjoy increased business opportunities by having the ability to offer paid CEU training sessions to fellow AICI members internationally.

20. Benefit from AICI certified membership rate to attend the largest gathering of international image consultants world-wide at AICI conferences.
21. Be a volunteer at AICI conferences and further enhance networking opportunities at the largest gathering of international image consultants world-wide.
22. Attend CEU concurrent sessions at AICI conferences presented by top internationally recognized trainers.
23. Be recognized by the international AICI membership for personal, professional achievements at AICI conference.
24. Ability to market services and products as an exhibitor to the largest gathering of international image consultants world-wide at AICI conferences at a certified member rate.
25. Advertise in AICI member communications at a certified member rate.
26. Ability to sell products on AICI website

AICI CIP Member

Qualifications:

AICI CIP members have met the requirements of Skilled Membership and AICI FLC membership. AICI CIP members have met all requirements to officially be AICI CIP certified.

Privileges of Membership

1. Be a part of the largest international association of image consultants and network with over 1300 image professionals who practice throughout the Americas, Canada, Europe, Asia, Africa and Australia
2. Be listed on, and have access to, one of the world's most recognized web sites www.aici.org which has become the internationally recognized resource for finding image professionals and information pertaining to image standards by thousands of individuals and organizations world-wide.
3. Be spotlighted on the upcoming "find an image consultant" with full bios, photograph, and descriptions of the criteria achieved in order to obtain certification.
4. Subscribe to AICI 'member only' image trend reports, newsletters and industry updates.
5. Have access to 'members only' pages on the AICI web site.
6. Be recognized as a certified member of AICI by having access to the AICI CIP Member Logo for use on websites, business stationary and marketing materials.
7. Benefit from exclusive partnerships and discounts offered by AICI's preferred partner program.
8. Access to a wealth of AICI accredited image training resources; which include, but are not limited to; seminars, webinars, telecasts, blogs, books and training resource materials.
9. Add credibility to professional skills, marketing materials and resume by participating in training programs that offer AICI recognized 'certified educational unites' (C.E.U.'s).
10. Share ideas and learn about new business trends and practices from around the world by having access to AICI international discussions group technology.
11. Ability to earn the AICI image professional certification level of 'Certified Image Master' (AICI CIM).
12. Become a member of an AICI chapter and attend meetings, educational programs and networking events.
13. Have a vote in AICI's board and chapter elections, policies, procedures and industry standard settings.

14. Earn valuable 'leadership' points that ultimately contribute to earning professional certification levels.
15. Serve on local chapters boards and be recognized as a AICI leader.
16. Serve on local and international task force teams and be a part of setting future industry standards and practices.
17. Become an international task force leader and become recognized as a pioneer in setting industry standards and practices.
18. Hold a position on the AICI International Board of directors and become an industry front-runner and recognized professional image industry leader.
19. Reach a wider international audience by having exclusive certified member advertising rates on the AICI website
20. Enjoy increased business opportunities by having the ability to offer paid non CEU training sessions to fellow AICI members internationally.
21. Enjoy increased business opportunities by having the ability to offer paid CEU training sessions to fellow AICI members internationally.
22. Benefit from AICI certified membership rate to attend the largest gathering of international image consultants world-wide at AICI conferences.
23. Be a volunteer at AICI conferences and further enhance networking opportunities at the largest gathering of international image consultants world-wide.
24. Attend CEU concurrent sessions at AICI conferences presented by top internationally recognized trainers.
25. Opportunity to increase your business services awareness and income by offering CEU workshops at AICI conferences and educational programs through AICI's innovative web based technology.
26. Be recognized by the international AICI membership for personal, professional achievements at AICI conference.
27. Have exclusive access to specialized workshops, seminars, luncheons, networking groups and lounges at AICI conference.
28. Ability to market services and products as an exhibitor to the largest gathering of international image consultants world-wide at AICI conferences at a certified member rate.
29. Advertise in AICI member communications at a certified member rate.
30. Ability to sell products on AICI website

AICI CIM Member

Qualifications:

AICI CIM members have met the requirements of Skilled Membership, AICI CIC membership, and AICI CIP membership. AICI CIM members have met all requirements to officially be AICI CIM certified.

Privileges of Membership

1. Be a part of the largest international association of image consultants and network with over 1300 image professionals who practice throughout the Americas, Canada, Europe, Asia, Africa and Australia
2. Be listed on, and have access to, one of the world's most recognized web sites www.aici.org which has become the internationally recognized resource for finding image professionals and information pertaining to image standards by thousands of individuals and organizations world-wide.

3. Be spotlighted on the upcoming “find an image consultant” with full bios, photograph, and descriptions of the criteria achieved in order to obtain certification.
4. Subscribe to AICI 'member only' image trend reports, newsletters and industry updates.
5. Have access to 'members only' pages on the AICI web site.
6. Be recognized as a certified member of AICI by having access to the AICI CIM Member Logo for use on websites, business stationary and marketing materials.
7. Benefit from exclusive partnerships and discounts offered by AICI’s preferred partner program.
8. Access to a wealth of AICI accredited image training resources; which include, but are not limited to; seminars, webinars, telecasts, blogs, books and training resource materials.
9. Add credibility to professional skills, marketing materials and resume by participating in training programs that offer AICI recognized 'certified educational unites' (C.E.U.'s).
10. Share ideas and learn about new business trends and practices from around the world by having access to AICI international discussions group technology.
11. Ability to earn the AICI image professional certification level of 'Certified Image Master' (AICI CIM).
12. Become a member of an AICI chapter and attend meetings, educational programs and networking events.
13. Have a vote in AICI's board and chapter elections, policies, procedures and industry standard settings.
14. Earn valuable 'leadership' points that ultimately contribute to earning professional certification levels.
15. Serve on local chapters boards and be recognized as a AICI leader.
16. Serve on local and international task force teams and be a part of setting future industry standards and practices.
17. Become an international task force leader and become recognized as a pioneer in setting industry standards and practices.
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26. Be recognized by the international AICI membership for personal, professional achievements at AICI conference.
27. Have exclusive access to specialized workshops, seminars, luncheons, networking groups and lounges at AICI conference.

28. Ability to market services and products as an exhibitor to the largest gathering of international image consultants world-wide at AICI conferences at a certified member rate.
29. Advertise in AICI member communications at a certified member rate.
30. Ability to sell products on AICI website

Distinguished Membership

Qualifications of Membership

Members with the title of AICI CIP or AICI CIM who are a minimum of 65 years of age and have been a member of AICI for a minimum of 15 years.

These members have earned distinction for service to AICI and are able to submit proof of:

1. Holding international or chapter board office
2. Chairing or serving on an International Committee
3. Founding an AICI chapter or have been a Founder of AICI

If qualified then these members must submit a request to the International VP of Human Resources, who in turn will share their application with the International Board of Directors for approval.

Privileges of Membership

1. Attend chapter and international meetings
2. Serve on local and international committees
3. May vote, hold office and use AICI logo
4. May present at regional and international conferences and be paid same as AICI Members
5. May contribute to AICI Global Magazine
6. May be a CEU Provider
7. May be listed in any online or printed Membership Directory under their Certification Level with "Distinguished" after their name
8. Are released from CEU obligations and certification renewal fee
9. Pay 65% of AICI Membership dues in order to cover administration costs (International Past Presidents maintain their privilege of paying 50% dues.)
10. Once a "Distinguished" member reaches the age of 85 they are released from AICI Membership dues.

Responsibilities

1. Uphold responsibilities as outlined in the AICI Bylaws, Section III: Membership
2. Uphold AICI Code of Ethics and AICI Code of Conduct and have no outstanding ethics issues

Changes in Membership Status

Leave Of Absence

Members taking a Leave of Absence from business for a twelve (12) to twenty-four (24) month period of time may apply for leave of absence by submitting this request to the International VP Membership Development. The name is forwarded to the Board of Directors for approval. The member forfeits all privileges of membership during this time.

The member may request reinstatement sixty (60) days prior to reinstatement date with a letter to the International VP Membership Development without the formal process of a membership application. The name is forwarded to the International Board of Directors for approval. The member is reinstated without loss of status upon payment of current dues. If the member has qualified for certification as CIM, CIP, or FLC they are responsible for completing the necessary

CEUs during their leave of absence to maintain this status.

Resignation

Any member may, by giving written notice of such intention to the International VP Membership Development, withdraw from membership. Withdrawal shall be effective upon fulfillment of all obligations to the date of withdrawal. All rights, privileges and interests of a member in or to the Association shall cease upon the withdrawal of membership. No refunds will be given for paid membership dues.

Reinstatement

If a former member, who was dropped from membership for nonpayment of dues, chooses to reinstate their chapter and membership status, all of their lapsed dues must be paid in full. Those not choosing to pay lapsed dues when joining again will forfeit charter status would also be forfeited.

Distinguished Membership

Associate members with the title of AICI CIP or AICI CIM who have earned distinction for service to AICI, are a minimum of 68 years of age and have been a member of AICI for a minimum of 15 years. These members are moving towards retirement, no longer working at full capacity, and may continue to exercise some business practices. Must submit request to International VP Membership Development. The name is forwarded to the International Board of Directors for approval.

Termination of Membership

AICI maintains the right to terminate membership if an AICI member is found to have violated the AICI Code of Ethics & Standards of Professional Conduct arising out of any complaint, investigation, proceeding or enforcement related to the Code of Ethics, including disciplinary actions up to and including expulsion.

Transfer of Chapter Membership

AICI members select chapter affiliation upon joining the association. AICI members may change chapter affiliation only when renewing their dues at the time of their anniversary renewal date or may change when a new chapter has launched.

AICI members are welcomed and encouraged to participate in chapter activities held by any AICI chapter and can request to be included in chapter communications from any chapter. It is at the discretion of each chapter to charge non-chapter members additional fees to attend chapter events or receive chapter publications.

PROCEDURE

1. The AICI Executive Director shall administer the Membership policy of the organization.

POLICY 310**PROTECTION OF ASSETS****POLICY**

The Board of Directors shall review the major risks to which the organization is exposed on a periodic basis and ensure that systems are in place to adequately manage the risk. Risk analysis shall include, but not be limited to, the size, programmatic focus, geographic location, and complexity of the organization's operations.

The Board of Directors shall annually review the organization's liability insurance based on the organization's program activities and financial capacity. The AICI Executive Director shall provide the Board of Directors with research and recommendations concerning the appropriate liability insurance for the organization. The insurance coverage for AICI will be reviewed by the AICI Executive Committee and Executive Director annually.

The Board of Directors shall routinely consider maintenance of a cash reserve fund as a risk management strategy.

Equipment

AICI is managed by an association management company (AMC). A portion of AICI's management fees include equipment use to manage the daily details of AICI.

Should any specialized equipment need to be purchased by AICI, the AICI Board member or staff member must bring a request for approval to the AICI Board of Directors for purchase approval. All Board requests must include:

1. Reason/purpose for purchasing equipment.
2. A minimum of three quotes for equipment purchases.
3. A proposed agreement between AICI and the association management company that outlines the use of equipment, equipment rental and equipment storage.

The organization shall keep timely and accurate records of all capital equipment and furnishings (including any donated capital equipment and furnishings). All fixed assets shall be depreciated using straight-line depreciation with useful lives as directed by the IRS. The Chief Financial Officer is responsible for maintaining an accurate inventory of all fixed assets.

The organization shall dispose of assets which are no longer needed or functioning in a manner consistent with good administration of the organization. The organization may attempt to sell disposed assets or donate disposed assets to other charitable organizations.

A fixed asset is defined as a tangible item costing \$1,000 or more with a useful life in excess of one (1) year.

Authorization from the Board President and AICI Executive Director is required prior to disposal of any fixed assets.

Software

AICI is managed by an association management company (AMC). A portion of AICI's management fees include software use to manage the daily details of AICI.

Should any specialized software need to be purchased by AICI, the AICI Board member or staff member must bring a request for approval to the AICI Board of Directors for purchase approval. All Board requests must include:

1. Reason/purpose for purchasing software.
2. A minimum of three quotes for software purchases.
3. A proposed agreement between AICI and the association management company that outlines the use of the software, maintenance of software (upgrades) and how licensing and registration information should be maintained.

Association Records

All association records will be maintained in compliance with the management company's, records retention policies, which are governed by IRS and AMC Institute (formerly the International Association of Association Management Company) accreditation standards. Updated lists of these standards may be obtained from headquarters.

PROCEDURE

1. The AICI Executive Director shall provide the Board of Directors with research and recommendations concerning the organization's risk management protection, including annual review of applicable insurance policies.
2. The AICI Executive Director shall supervise the disposal of any fixed assets and document such disposal in the fixed asset schedules.
3. An item's first-year depreciation shall be based on the number of full months the item is in service.

Fixed Asset	Depreciation Method	Depreciation Schedule
Furniture and fixtures	Straight-line	7 years
Computer equipment	Straight-line	5 years
Software	Straight-line	3 years
Leased Capital Equipment	Straight-line	Lifetime of the lease

POLICY 320**PUBLIC INSPECTION REPORTING****POLICY**

It is the policy of the organization that the three (3) most current years of public inspection reports shall be provided in a timely, accurate, and transparent manner. Public records shall be made available to members and the general public in accordance with federal and state law regulations.

In order for members of the Board of Directors to adhere to their fiduciary responsibilities, the Board of Directors of the organization has the right to examine all records of the organization unless protected by privacy laws, such as medical information.

Record Inspection Rights

IRS regulations require the organization to make certain records available for public inspection as a condition of maintaining the tax-exempt status.

1. Anyone requesting the review of applicable documents must be provided access.
2. Individuals are not required to reveal why they are making the request to review the organization's documents.
3. Requests for public information may be made in person and shall be provided on the day of the request.
4. Requests for public information may be made in writing and shall be fulfilled within 30 days after receiving payment for the postage and handling expenses.

Records available for Inspection

IRS regulations require that the following records must be made available for public inspection:

1. Form 990 (Return of Organization Exempt from Income Tax), including all schedules and attachments.
2. Form 1024 (Application for Recognition of Exemption under Section 501(a)).
3. All correspondence submitted by the tax-exempt organization supporting these documents, as well as correspondence issued by the IRS with respect to these documents.

NOTE: IRS regulations do **not** require that the names and addresses of contributors (Form 990 Schedule B) are made available for public inspection. The organization shall protect the privacy of its contributors and shall not publish their names or addresses.

To create an atmosphere of trust and transparency with the general public, certain reporting not required by the IRS shall be provided in pdf format on the organization's web site for public inspection including, but not limited to:

1. Organization's vision and mission statement,
2. List of Board of Director members,
3. List of Key Staff members and contact information,
4. Bylaws,
5. Articles of Incorporation,
6. Accreditation Code of Conduct & Professional Behavior
7. Conflict of Interest Policy,
8. Whistleblower Protection Policy,
9. Reimbursement and Travel Expense Policy,

Place for Inspection

The organization shall make documents available for public inspection at:

1. The organization's web site.
2. The organization may mail the information to a requestor.
 - a. The requestor shall be required to prepay a \$3.00 postage fee and a photocopying fee of \$1.00 for the first page and \$.15 for each subsequent page requested.

PROCEDURE

1. The AICI Executive Director shall assure that all documents required for public inspection are prepared on a timely basis. The AICI Executive Director shall assure that pdf copies of the required public information are posted on the organization's web site.
2. The AICI Executive Director shall assure that all requests for public inspection made in person at the organization's headquarters are handled on the day of the request in a congenial manner.

POLICY 330 REIMBURSEMENT AND TRAVEL EXPENSES**POLICY****Expense Reimbursement**

Members of the organization's Board of Directors shall serve without compensation. Board member may receive reimbursement for expenses incurred to fulfill their board duties within the budgetary constraints of the organization. The AICI Executive Director may request approval for reimbursement of any expenses from any officer of the Board of Directors.

Before incurring expenses, members should verify that their Committee or Task Force budgets contain funds that were budgeted for this type of activity. It is incumbent that each AICI member economizes as much as possible.

AICI board members will seek prior approval for any non-budgeted expense item by formal request at a special or monthly board meeting. When requesting personal reimbursement for any approved item, board members must submit itemized receipts for products or services rendered. Reimbursable credit card expenses must be accompanied by an itemized receipt as well as the signed copy of the credit card transaction receipt. Itemized receipts for approved meals should have attendee information noted on the receipt. Requests for reimbursement should be sent directly to AICI Headquarters and should reference the board meeting at which such expense was approved.

Committee members seeking reimbursement for non-budgeted expense items must submit a request to their VP.

All expenses must be submitted through AICI Headquarters and must include:

1. A complete AICI Expense Voucher, available on the Board Members Only Webpage or through AICI Headquarters.
2. Itemized receipts of all expenditures.

Expenses must be received no later than 30 days after the expense has been incurred or by June 30, which ever date is first. Expenses not received within these parameters are not subject to reimbursement.

Purchases, including gifts, shall be made in the most cost-effective manner and shall not exceed budgeted allowances for such items. Accounts payable (invoices) containing proper documentation of supplies or services shall be paid within 30 days.

No person, including the AICI Executive Director and members of the Board of Directors, shall approve their own request(s) for reimbursement.

Travel Expenses

The AICI Travel Policy shall be maintained with other Special Policies at AICI Headquarters. The President and Executive Director are responsible for communicating the Travel Policy to those members who participate in AICI travel. The Treasurer is responsible for interpreting the Travel Policy and for establishing the forms and controls necessary for proper administration of the policy. The Travel Policy will be reviewed by the AICI Board of Directors annually.

Board Members

This policy is proprietary property of the Association of Image Consultants International and may not be distributed to other organizations or individuals without the written permission of the Association of Image Consultants International Board of Directors.

- **Conference Travel**

AICI will compensate up to two nights stay at Conference in order for Board members to participate in the yearly face-to-face board meeting. Compensation is based on double occupancy. (Approved April 11, 2008; Effective July 1, 2008)

- **Strategic Planning Retreat Travel Reimbursement:**

AICI will reimburse the full cost of economy class travel from the country of origin within a reasonable limit and within the current parameters of \$1500 for international travel, \$700 for travel from Canada and Mexico and \$500 for travel within the USA. Should some travel exceed these limits and other travel be less than these limits, the excess of travel stipends will be equally divided among those Board Members whose Air Tickets exceeded the reasonable amount. These reimbursements apply to board members for the sole purpose of participating in AICI's Strategic Planning Retreat. Board Members are requested to do due diligence in booking their Air Tickets within a reasonable amount of time to procure them at the most reasonable price possible. Receipts for travel must be submitted prior to reimbursement.

The travel reimbursement will be provided to board members in advance of the strategic planning retreat. Should a board member be unable to participate in the strategic planning retreat for personal or professional reasons, they must notify the President of their absence and return the any travel reimbursement paid in its entirety prior to the strategic planning retreat. Fees associated with canceling travel plans must be incurred by the board member and not AICI. Anyone not returning travel reimbursements will be subject to immediate removal from the board of directors. (Approved 07/29/14)

Special Budgeted Items

The travel budget is determined annually for the following positions:

- President: travel and lodging for chapter visits and AICI Headquarters.
- Co-VPS Conference: travel and lodging for site visits to one city per year.
- Staff: travel, food and lodging for any business conducted on behalf of AICI.

Additionally, the travel policy is reviewed annual to determine expenses covered for business conducted by AICI Board members on behalf of AICI.

Travel Expenses

Travel expenses must be turned into the AICI Executive Director within 30 days of completion of travel. The following documentation must be turned in:

- A complete AICI Expense Voucher located on the AICI Board Members Only Webpage or available through AICI Headquarters.
- Itemized receipts for products or services rendered.

Expenses must follow AICI's Reimbursement Policy.

AICI board members will seek prior approval for any non-budgeted expense item by formal request at a special or monthly board meeting. When requesting personal reimbursement for any approved item, board members must submit itemized receipts for products or services rendered. Reimbursable credit card expenses must be accompanied by an itemized receipt as well as the signed copy of the credit card transaction receipt. Itemized receipts for approved meals should have attendee information noted on the receipt. Requests for reimbursement should be sent directly to AICI headquarters and should reference the board meeting at which such expense was approved.

Expenses for transportation, lodging, and meals must be documented to establish that they were incurred in connection with the work of the organization and not the personal activities of an individual. Lavish or extravagant expenditures shall not be approved or allowed. Credit card receipts must include an itemized description of the purchase(s).

The organization shall provide reimbursement for necessary and reasonable travel expenses incurred by the Board of Directors, AICI Executive Director, or affiliated parties. Any travel advances are deducted from the subsequent reimbursement to the party. It is the policy of the organization to establish travel expense limitations and guidelines as follows:

1. Authorizations
 - a. All travel requests must be for budgeted travel or approved by the Board of Directors.
2. Travel Advances
 - a. Travel advances shall be issued if requested at least 10 days prior to the trip. The advance shall not exceed anticipated out of pocket expenses. Advances for speakers shall not exceed 25% of the estimated travel costs.
3. Personal Mileage
 - a. The organization requires use of rental vehicles for out of town travel unless prior approval is granted by the management company President. Use of a personal vehicle for business purposes supporting the organization shall be reimbursed at the IRS mileage rate. Commuting mileage shall not be reimbursed.
4. Public Carrier
 - a. The most cost-effective means of travel, such as coach airfare, must be used. Travel may be arranged through a travel agency or an on-line discount provider. Receipts are required for reimbursement.
5. Lodging
 - a. Lodging expenses shall be reimbursed for the basic room charge and applicable taxes. Incidental expenses charged to the room shall not be reimbursed for Board members. Incidental expenses for the AICI staff may be reimbursed for reasonable and necessary business purposes. Receipts are required for reimbursement.
6. Meals
 - a. Reasonable and necessary meal expenses shall be reimbursed at a rate not to exceed rates that are reasonable and necessary in the location of the travel including applicable taxes. Receipts are required for reimbursement. Tips should be noted on meal receipts. Use of alcohol at appropriate organization events is allowed with the prior approval of the Board of Directors during the budget process or in other board action. Reasonably priced meals shall be provided for guests at board meetings and during site visits.
7. Taxi or Vehicle Rental
 - a. Actual taxi fares, including tips, shall be reimbursed entirely. Tips must be noted on taxi receipts. Receipts are required for reimbursement.
 - b. Reasonable and necessary vehicle rentals shall be reimbursed. Receipts are required for reimbursement.
 - c. Parking and toll expenses shall be reimbursed. Receipts are required for reimbursement.

Companion Travel

Companion travel or travel expenses shall **not** be routinely reimbursed by the organization. A quorum of the Board of Directors may approve companion travel or travel expenses when the travel would clearly be in the interest of the Association of Image Consultants International. Any expenses allocated to companion travel or travel expenses shall be considered income to the Board Member and reflected in an annual IRS Form 1099 to the Board Member unless they are deemed to be reasonable and necessary to the business interests of the Association of Image Consultants International.

Reasonably priced meals shall be provided for guests at board meetings and during site visits.

Prohibited Reimbursements

Alcohol and controlled substances

1. It is the policy of the organization to prohibit possession, sales, use, or being under the influence of illegal drugs or alcohol while engaged in the business of the organization.
2. Alcohol and drug abuse shall not be tolerated. Violations of this policy may result in disciplinary action or termination.
3. Use of alcohol at appropriate organization events is allowed with the prior approval of the Board of Directors during the budget process or in other board action.

The organization does not routinely provide reimbursement for the following types of expenditures:

- First-class or charter travel;
- Tax indemnification and gross-up payments;
- Discretionary spending accounts;
- Housing allowance or use of residence for personal use;
- Payments for business use of personal residence;
- Health or social organization dues or initiation fees;
- Personal services (e.g., maid, chauffeur, chef)

Any reimbursement of such expenses shall require substantiation and approval of the Executive Committee or Board President and Treasurer prior to reimbursement.

PROCEDURE

1. During the annual budget preparation process, the AICI Executive Director and Chief Financial Officer shall project the administrative expenses required for the upcoming year with an approximate monthly cost. Upon final approval of the budget the Board of Directors, the AICI staff shall be authorized to purchase budget approved items in the amounts and at the cost indicated.
2. The Board of Directors must approve items not included in the original budget but subsequently identified as necessary to the operation of the organization.

POLICY 340 REPORTING AND OTHER REQUIREMENTS**POLICY**

The Association of Image Consultants International is a tax exempt organization under section 501(c)(6) of the Internal Revenue Code which provides exemption from federal income tax. AICI is recognized by the Internal Revenue Service as a 501(c)6 organization and shall abide by all limits set forth therein.

The organization shall comply with all regulatory and necessary reporting requirements. The organization shall routinely prepare and file the following reports:

1. IRS Form 990 or 990-EZ – Return of Organization Exempt for Income Tax;
2. IRS Form 990-T;
 - a. The organization shall submit Form 990-T in the event that the organization realizes gross unrelated business income of \$1,000 or more.
 - i. Unrelated business income results from a trade or business performed on a regular basis that is not substantially related to the organization's tax-exempt purpose.
3. IRS Form 941 – Quarterly Payroll Tax Return, if needed;
4. IRS Forms W-2 and W-3 – Transmittal of Wage and Tax Statements, if needed;
5. IRS Forms 1099 and 1096 – Annual Summary and Transmittal of US Information Returns, if needed;
 - a. The organization shall submit IRS Form 1099 to reflect payments to all individuals and/or vendors receiving \$600 or more from the organization annually.
 - b. The organization shall obtain and retain IRS Form W-9 prior to remitting a payment to any such individual or vendor.
6. Conflict of Interest Annual Declaration (see Policy 200 - Conflicts of Interest);
7. Any other required State or Federal reporting requirement.

PROCEDURE

1. The Chief Financial Officer shall assure that all reporting requirements are fulfilled on a timely and accurate basis.

POLICY 360**WHISTLEBLOWER PROTECTION****POLICY**

The Association of Image Consultants International is committed to comply with all applicable laws and regulations, accounting standards, accounting practices and audit practices. The purpose of these policies and procedures is to:

1. Ensure all members, employees, directors and officers are aware of their responsibilities with regard to reporting, receiving and responding to complaints regarding legal, regulatory, accounting, internal accounting control or auditing matters,
2. Ensure all members, employees, directors and officers are aware of their responsibilities with regard to fair treatment of those individuals who make a complaint or may be the subject of a complaint described in (a) above, and
3. Encourage all members, employees, directors and officers to be accountable for their actions.

Under this policy, an employee, officer or director is encouraged to make a complaint concerning alleged improper accounting, internal accounting controls, auditing matters or violations of other state or federal laws if such person reasonably believes such improper conduct has occurred.

The organization shall not discharge, demote, suspend, threaten, harass, or in any other manner discriminate against any individual in the terms and conditions of employment because the employee participated in lawful protected conduct that is designed to expose or assist with investigations of such complaints.

Specifically, employee conduct that is protected from retaliation includes:

1. Providing information to or otherwise assisting in an investigation by a federal or state regulatory or law enforcement agency, any member of Congress or committee of Congress, or any person with supervisory authority over the employees or who has the authority to investigate, discover, or terminate misconduct, where such information or investigation relates to any conduct of the employer that the employee reasonably believes constitutes a violation of specified federal fraud laws, any SEC rule or regulation, any other state or federal law relating to fraud or any other violation of state or federal law; and;
2. Filing, testifying, participating in, or otherwise assisting in a proceeding relating to alleged violations of any of the federal fraud or securities laws described in (1) above.

This policy applies to all members, employees, officers and directors of the Association of Image Consultants International. The organization shall mandate training sessions to educate all individuals as to what may constitute fraudulent activity and appropriate action to take if fraudulent activity is suspected.

PROCEDURE

1. The AICI Executive Director shall administer the whistleblower policy of the organization. The Executive Director shall make the Board President aware of any whistleblower reports filed concerning the organization.
2. The Executive Director shall assure that the whistleblower policy and procedure is distributed to staff, volunteers, and clients. The whistleblower policy and procedure shall be included in new employee and board orientations and ongoing training programs for employees and volunteers.
3. **Scope of Complaints.** Any employee or non-employee of the organization who has a complaint regarding alleged improper legal, regulatory, disclosure, accounting, internal accounting controls or auditing matters may submit a written complaint pursuant to these procedures (hereinafter referred to as a “Complaint”).
4. **Method of Submitting Complaints.** A Complaint by an employee or member of the organization may be submitted in a confidential and anonymous manner without revealing the employee’s identity. A Complaint shall be directed to the organization’s Ethics Chair or any member of the Board of Directors at the current AICI headquarters address.
5. **Content of Complaints.** Each Complaint must be in writing to be considered, and must contain enough information and specificity to allow the Ethics Chair to investigate the complaint. Complaints by non-employees must also provide a means (i.e. phone number, address, etc.) to permit the Ethics Chair to follow up with the complainant if the Ethics Chair or the Board of Directors considers it necessary. Complaints by employees made anonymously shall be treated confidentially to the extent possible, consistent with the need to conduct an adequate investigation.
6. Any complaint that is received by an employee, member, officer, or director of the organization other than the Ethics Chair, shall be immediately forward the complaint to the Ethics Chair.
7. **Handling of Complaints/Investigation.** The Ethics Chair is responsible for receiving and evaluating each Complaint. The Ethics Chair shall follow the AICI Code of Ethics Complaint Procedures.
8. **Confidentiality of a Complaint.** Complaints made in accordance with this policy shall be treated confidentially to the extent possible consistent with the need to conduct an adequate investigation. Only persons who need to know shall be informed of the complaint and its contents. Employees who make or receive a complaint or who otherwise have involvement in administration of the matter, must not disclose information pertaining to the complaint, other than for the proper administration of the matter.
9. **Records Management.** The Ethics Chair shall maintain all confidential files on complaints in a secure environment and shall maintain proper records of the complaints received and the action taken on them.
10. **Protection for employees who are the subject of a complaint.** Employees, members, officers, or directors who are the subject of an adverse allegation in a complaint may secure their own accounting and/or legal representation. If the employee, member, officer, or directory

believes the complaint is wholly without merit and submits a written request to the organization explaining the basis of that belief, the organization may, at its absolute discretion, reimburse the employee, officer, or director for the subsequent reasonable and necessary expense of such personal representation.

11. Employees, members, officers, or directors shall always be given the opportunity to respond to an adverse allegation made about them in a complaint before any adverse finding is made.
12. Employees, members, officers, or directors shall be assumed to be innocent of any adverse allegation contained in a complaint until evidence is produced to the required standard of proof to show otherwise.
13. Responsibilities of all employees. All employees, members, officers, and directors should be aware of their responsibility to act legally, professionally, and fairly at all times while performing activities for the organization.

POLICY 360**AICI STYLE AND BRANDING POLICY****POLICY**

The Association of Image Consultants International is committed to representing the association and members in a constant and positive way. Hence forth the “AICI Brand Book Final” shall be the official AICI Style and Branding Policy.

The purpose of these policies and procedures is to:

1. Ensure consistent brand identity for AICI and corresponding AICI Chapters.
2. Establish clear guidelines for brand design and use for AICI and corresponding chapters.
3. Create a graphic identity manual or Brandbook for AICI. This is designed to be consistent with the existing image.

PROCEDURE:

1. The VP of Marketing shall maintain the AICI brand book at all times. A updated copy shall be maintain with the AICI headquarters and/or management company.
2. As all AICI Policies, changes to the AICI Branding Book and subsequent Policy shall be made only by approval of the board.
3. The VP of Marketing shall work and consult with the AICI Association Management Company to ensure the AICI brand is enforced and implement at the international level.

This Policy Manual was updated on July 1, 2018