

The **POLICY MANUAL** *of the* Emerald Coast Advertising Federation

ORGANIZATION

1. The name of this organization is the Emerald Coast Advertising Federation, Inc. Referred to in this document as the Federation. The Federation is legally incorporated and registered with the Secretary of State in Florida as a non-profit Corporation. The Federation's territory is the area in and surrounding Okaloosa and Walton Counties, Florida.
2. The Federation is a member of the 4th District American Advertising Federation (referred to in this document as 4th District AAF) and the American Advertising Federation (referred to in this document as National AAF).
3. The purpose of the Federation shall be as stated under Article II of the By-Laws.
4. The Federation operates under Robert's Rules of Order (Revised). The object of the parliamentary law is to provide a common formula or guide for conducting meetings and public gatherings.
5. All proposed changes to this Policy Manual must be submitted in writing to the Federation's Board of Directors at least 7 days prior to a Board meeting. Changes must be approved by a 2/3 majority of Board members in attendance at a regularly scheduled or specially called Board meeting.
6. The organization shall carry insurance policies that cover the Board of Directors (D&O Insurance) and club events (General Liability Insurance). A copy of each policy shall be provided to any member of the board upon his/her request.

BY-LAWS

1. Proposed changes or amendments to the By-Laws shall be presented to the Board of Directors at a regularly scheduled or specially called Board Meeting.
2. A special committee may be appointed by the President to study changes and propose changes to the Board of Directors. If recommended changes are amended and approved, then revisions will be made subsequent and updated copies of the By-Laws provided to each Director.
3. Changes and amendments to the By-Laws of the Federation may be made as outlined in Article XII of the By-Laws.

OFFICERS

1. The Officers of the Federation are President, President-Elect, Immediate Past-President, Vice President, Secretary and Treasurer. They have the responsibility of managing the operations and affairs of the Federation in compliance with the wishes of the Board of Directors and in accordance with the By-Laws and this Policy Manual.
2. All Officers must be members in good standing of the Federation.
3. The Past Presidents Council will serve as ex-officio (non-voting) members and furthered detailed under Article V, Section 10 of the By-Laws.

PRESIDENT

1. The President is the Chief Executive Officer. He/she shall preside at all Federation meetings and have general supervision over the affairs of the Federation and over other Officers and Directors.

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2. The duties and responsibilities of the President are:

- a) Act as liaison between the Federation and the 4th District AAF and National AAF.
- b) Attend all 4th District AAF meetings (a replacement may be appointed at the discretion of the Board of Directors).
- c) Serve on the 4th District AAF Board of Directors and cast votes congruent to the directives of the Board of Directors.
- d) Serve as a member of all Federation committees with the exception of the Nominating Committee.
- e) Sign all written contracts and obligations of the Federation with prior approval of the Board of Directors.
- f) Work in concert with the Board of Directors to plan and develop policies and programs that reflect the aspirations of the total membership and further the objectives of the Federation.
- g) Provide a sound financial budget under which the Federation may operate and follow proper financial procedures.
- h) Appoint Committee Chairpersons, assign Directors and members to committees and give directives where necessary.
- i) Encourage members to participate in Federation activities and programs.
- j) Serve as spokesperson for the Federation to the press, legislative bodies, related organizations and the public at large.
- k) Approve any expenses that are \$200 or more over budget.
- l) Communicate regularly with the Board of Directors seeking cooperation and advice to further the work of the Federation

3. The President does not vote on issues presented to the Board of Directors except to break ties.

PRESIDENT-ELECT

1. The year prior to Presidency should include the formulation of goals and programs for the coming year.

2. The duties of the President-Elect are:

- a) Assist the President in all Federation activities as the President so directs.
- b) Serve as Board Liaison to the ADDY Awards Committee.
- c) Attend at least three 4th District AAF meetings and the National AAF Conference (a replacement may be appointed at the discretion of the Board of Directors).
- d) Make plans for the coming year as President.
- e) Perform all the duties of the President in the event of absence or disability of the President.

IMMEDIATE PAST-PRESIDENT

The duties of the Immediate Past-President are:

- a) Assist the President in all Federation activities as the President so directs.

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- b) Handle any other details the President deems necessary.

VICE PRESIDENT

The duties of the Vice President are:

- a) Assist the President in all Federation activities as the President so directs.
- b) Shall be vested with all the powers and shall perform all the duties of the president-elect in the absence or disability of the latter.
- c) The vice president shall be responsible for membership development and fund raising.

SECRETARY

The duties of the Secretary are:

- a) Record the minutes of all meetings of the Board of Directors and send copies of these minutes to each Board member no later than three weeks after said meeting.
- b) Send out all correspondence of the Federation, including meeting notices.
- b) Keep all Federation records.
- f) Handle any other details the President deems necessary.

TREASURER

1. The duties of the Treasurer are:

- a) Have custody of all money, checkbook and financial records of the Federation.
- b) Deposit all moneys and make all authorized disbursements.
- c) Invoice members for renewal dues by June 1st.
- d) Distribute reminders and follow-up invoices as applicable.
- e) Secure documentation for all Federation expense distributions and reimbursements.
- f) Make disbursements in accordance to the budget and only to persons authorized to draw from the budgeted allowance. Expenses must be reimbursed within 30 days of filing the proper documents.
- g) Maintain adequate records of financial transactions and present a report at each Board Meeting of receipts, disbursements and cash flows.
- h) Advise and assist the incoming President with preparation of a interim budget.
- i) Supply an end of year financial report within 30 days of the end of the Fiscal year to all Board members.
- j) Advise the board on the status of the club's insurance policies and keep them current with payments as approved by the board.

2. The financial records must be transferred to the new Treasurer in July of each year. The Treasurer is responsible for establishing the Federation checking and savings accounts with the approval of the Board of Directors.

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BOARD OF DIRECTORS

1. Per Article V, Section 3 of the By-Laws The Board of Directors shall consist of not less than 9 nor more than 12 representatives (including Officers) who are members of the Federation. Voting members of the Board of Directors shall include: President, President-Elect, Immediate Past President, Secretary, Treasurer, Addy Chair, Sponsorship Chair, Public Service Chair, Membership Chair, Education Chair and the Legislative Chair
2. Every Director upon selection shall have the responsibility to review the By-Laws, Policy Manual and other documents to fully understand the objectives of the Federation and his/her responsibilities as a Director. Each Director should periodically review these documents to be certain they are in keeping with changing social expectations and government regulations.
3. Each Director must consider individual public statements carefully because remarks may be taken as official policy. Only the President is considered the official spokesperson for the organization.
4. Directors will be encouraged to attend 4th District AAF meetings whenever possible.

NOMINATING

1. The Nominating Committee will be appointed and chaired by the Immediate Past-President. The committee will include the current President-Elect and three Board members who are not Officers.
2. A slate including President-Elect, Vice President, Secretary, Treasurer and all Directors proposed by the Nominating Committee will be distributed to the membership via mail or electronic mail at least one month prior to Annual Meeting. Further details regarding the nomination process of the Federation can be found in Articles VII and X of the By-Laws.

ELECTIONS PROCEDURES

1. The ballot to be voted on at the Annual Meeting will include all qualified candidates who wish to present themselves for consideration.
2. The Nominating Committee will screen all candidates presenting themselves for consideration to ensure they meet the qualifications as outlined in the Policy Manual. By majority vote, the Committee can recommend or elect not to recommend a slate of candidates.
3. It will be strictly prohibited for any candidate or anyone on their behalf to campaign or spend money to garner votes.
4. Complete election procedures for the Federation are detailed in Article X of the By-Laws.

REMOVAL

1. If necessary, a petition for removal of an Officer or Director must be initiated and signed by a majority of the Directors who are in good standing.
2. The individual in question will be given the opportunity for a hearing at the next Board meeting before any vote for removal.
4. An Officer or Director will be removed from office by a two-thirds vote of the Board of Directors present at any regularly scheduled or specially called Board Meeting.

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SUCCESSION

1. In the event of severe physical or mental disability, removal from office, resignation or death of the President, President-Elect or Vice-President the rules of ascension will apply. Officers will maintain their new positions through the following fiscal year. A Director named by the Nominating Committee and approved by the Board will assume the position of Secretary.
2. In the event of severe physical or mental disability, removal from office, resignation or death of the Immediate Past-President, that position will remain vacant until the following fiscal year at which point the rules of ascension will apply.
3. In the event of severe physical or mental disability, removal from office, resignation or death of the Treasurer, a Director named by the Nominating Committee and approved by the Board will assume the position of Treasurer for the remainder of the fiscal year.

BOARD MEETINGS

1. There are twelve regularly scheduled Board Meetings each fiscal year. These are typically lunch meetings held on the Thursday prior to each General Membership meeting. Location is set at the discretion of the President.
2. Special meetings of the Board of Directors may be called by the President or by written request of five Directors. The date, time, place and purpose of the meeting shall be stated in the call and at least fifteen days notice shall be given.
3. Each year, the President will host a "Board Retreat" in July or August for the purpose of orientation of newly elected Officers and Directors and planning the upcoming program year.
4. The Annual Meeting is held in June during the regularly scheduled Membership Luncheon. The election and installation of new Officers and Directors who will take office at the start of the fiscal year (July 1) is conducted at this time.
5. In the interest of board members schedules, board meetings will operate with consent agendas. Board members (if applicable) are expected to have their reports into the President at least 48 hours prior to a board meeting.

BUDGET

1. The Board of Directors will adopt an interim budget at the June Board Meeting, and by means of this interim budget, control all Federation expenditures until the official budget is approved (no later than August 31st). The official budget shall control all expenditures of the Federation. No expenditure shall be made on behalf of the Federation and no obligation for expenditures shall be incurred by any member of the Federation, except those included in the approved budget or otherwise approved by the Board of Directors.
2. Emergency expenditures outside of the approved budget can be made with the recommendation of the President and the approval of the President-Elect. An accounting of the expenditure and full disclosure must be made to the Board of Directors within 30 days.
3. The Program and Public Service Chairs are required to submit a separate quarterly line item budget. This quarterly budget shall be presented to the board of directors for the July-October expenses by June, the November-February expenses by October and the March-June expenses in February. The Addy budget may be amended up until December and the Auction budget may be amended up to one month prior to the event.

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4. All checks returned as "Insufficient Funds" will be charged a \$25 "Returned Check Fee". This fee must be paid by the member (or non-member) to remain in good standing with the club.

EXPENSE REIMBURSEMENT

1. The following people are eligible to receive reimbursement for expenses: Officers, Committee Chairs and members attending District Conferences at the request of the President.
2. Receipts must accompany all expense reimbursement request forms. This form must be made available to Officers and Committee Chairs at the Board Retreat.
3. The President and Treasurer must approve all expenses before payment is made.
4. Reimbursable expenses will include (but are not limited to):
 - a) Lodging expenses for attendance of 4th District AAF meetings or the National AAF Conference for those attending at the request of the President or as outlined as part of their Officer's responsibilities. These will be paid only for the published hotel sleeping room rate. The Federation will not pay for any upgrading of accommodations.
 - b) Registration expenses for 4th District AAF meetings and the National AAF conference for those attending at the request of the President or as outlined as part of their Officer's responsibilities.
 - c) Travel expenses for attendance of 4th District AAF meetings or the National AAF Conference for those attending at the request of the President or as outlined as part of their Officer's responsibilities. No first class airfare will be paid.
 - d) Thank you and condolence gifts purchased for Federation members with the approval of the President.
5. Daily Per Diem Rates are as follows: Breakfast (\$10); Lunch (\$15); Dinner (\$25) or a total of \$50 per day; Alcoholic Beverages will NOT be reimbursed.
6. An AdHoc committee comprised of 3 members of the Board of Directors (must be members who are not the party submitting the reimbursement request) may be convened to deny any expenditures deemed excessive.
7. The President must approve any non-budgeted expenditure.
8. All reimbursements will be submitted within 30 days from the time they were incurred.
9. All checks disbursed out of the Federation's account shall have two out of the four signatures as listed on the checking account. Account signers shall include: the Treasurer, President, President-Elect and one board member appointed by the President. Roll-over in signatures must be made by August of each year.
10. Expenses paid with the Federation's Debit Card, shall be substantiated with a receipt given to the Treasurer within 10 days of said expense. Only the President will serve as a signer on the Debit Card. Roll-over in signatures must be made by August of each year.

COMMITTEES

The President shall determine duties of standing committees. Such other committees, standing or special, shall be appointed by the President or by the Board of Directors as necessary to carry on the work of the Federation.

Committees should have a Chair and Co-Chair (if needed).

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1. No committee shall have the authority to commit the organization to matters of policy and/or create financial obligations without the approval of the Board of Directors. All committee plans and actions shall be subject to the approval of the Board of Directors.
2. The Federation is not responsible for any fiscal liability arising from any contracts signed by an individual member of the Federation if that individual has not received prior approval from the President or the Board of Directors.
3. All Committee Chairs should provide their successors with historical data pertaining to their year in office. Committee reports are made orally at each Board of Directors meeting and will be incorporated into the official minutes by the Secretary.

The following Committee descriptions are offered as a guide and outline for Chairs and members:

MEMBERSHIP COMMITTEE

Responsible for the recruitment and acclimation of new members, as well as maintaining existing members through showcasing benefits, keeping members aware of Federation activities and seeking their input and expectations.

Specific duties include:

- Maintaining the Membership Roster,
- Keeping the Roster updated on the 4th District AAF's website,
- Following-up on membership renewals,
- Distributing monthly luncheon invitations,
- Welcoming members and guests as they arrive at Federation functions and
- Preparing new member profiles for placement on emeraldcoastadfed.com.

NOMINATING COMMITTEE

Responsible for preparing the slate of officers to be presented to general membership as outlined in Article X of the By-Laws. The nominating committee shall consist of two Directors, one of whom shall be the President-Elect, and three other members of the organization appointed by the Board of Directors. The nominating committee shall prepare and present a slate of prospective Directors and Officers for consideration by the general membership at the annual meeting. The Immediate Past President shall serve as Chairman.

CLUB ACHIEVEMENT COMMITTEE

Responsible for gathering information from the standing committees that documents in writing the accomplishments of those committees during the fiscal year. Compiling the Club Achievement books, submitting them to District and Nationals for judging.

COMMUNICATIONS COMMITTEE

Responsible for distributing relevant information to members, prospective members, the media and the public at large. Composing and distributing press releases, working with the Program Committee and Membership Committee to promote membership events and working with similar local professional organizations are part of the Committee's responsibility. The Committee Chair

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will be responsible for having all publicity material approved by the President before it is distributed.

EDUCATION COMMITTEE

Responsible for oversight of scholarship funds that are to be awarded to students seeking a degree in advertising, marketing or a related field. Further, this Committee will establish the guidelines for awarding said scholarship and any other monies the Board of Director may elect to dedicate to furthering the study of advertising, marketing or a related field.

This Committee is also responsible for maintaining positive associations with the University of West Florida and Okaloosa Walton College.

GOVERNMENT RELATIONS / LEGISLATIVE COMMITTEE

Responsible for staying informed on industry legislative initiatives and informing the membership on all relevant issues accordingly. Stays educated on all 4th District AAF initiatives and actively represents the organization at the yearly legislative fly-in in Spring.

PUBLIC SERVICE COMMITTEE

Responsible for ensuring the organization is supporting identified and relevant community needs, encouraging the membership to support identified worthwhile causes and partnering with other community organizations. A slate of Public Service opportunities shall be presented to the board of directors by the President and Committee Chair for approval by September of each fiscal year. The Board of Directors has the right to select as many projects as allowed by the committee's budget.

ADDY AWARDS COMMITTEE

Annually, the Federation will host a local component of the American Advertising Awards competition. Guidelines for conducting an American Advertising Awards competition within the 4th District AAF are published in an American Advertising Awards manual and remain perpetual with changes made only with approval of the 4th District AAF Board of Directors.

Specific duties include:

- Attendance of the 4th District AAF meetings in the fall and winter,
- Preparing the ADDY budget,
- Announcing and distributing the Call-for-Entries,
- Recruiting new entrants,
- Encouraging increased participation from previous entrants,
- Collecting all entries,
- Verifying all online entries have been completed successfully,
- Selection and hosting of judges,
- Overseeing the judging process,
- Generating all awards,
- Selecting and contracting for a Gala venue,

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- Arranging for meals, entertainment, format and décor and
- Forwarding local winning entries to the 4th District competition.

OTHER COMMITTEES APPOINTED BY THE PRESIDENT:

PROGRAMS COMMITTEE

Responsible for the organization and execution of all membership programs. These will include, but not be limited to, regularly scheduled membership luncheons and specially called events. The committee is responsible for choosing topics of interest to be discussed at meetings, selecting and negotiating for speakers and selecting and working with program venues. A list of acceptable topics will be compiled by the Board of Directors via a membership survey and provided to this committee no later than July each year.

AUDIT COMMITTEE

Responsible for auditing the financial reports of the Treasurer between July and August for the prior fiscal year. This committee shall consist of the current year's President, President-Elect, one additional Board member and one member at large (in good standing) who is not on the Board of Directors.

BY-LAWS COMMITTEE

Responsible for reviewing our existing set of By-Laws as necessary to find potential areas of improvement. This review shall be conducted in the spring of each year, after the local Addy Awards have taken place. Will make recommendations to the Board based on its review. A review of the By-Laws effective in other 4th District AAF clubs is requisite.

DIVERSITY COMMITTEE

Responsible for increasing diversity within the Federation and educating our membership on advertising to the increasing diverse markets in our area. This committee shall be guided by the AAF's Mosaic Center principles of:

- a) Aiding the Federation members to identify and take advantage of growth opportunities in multicultural markets
- b) Promoting inclusiveness and fairness throughout the marketing and advertising process - from employment and career advancement to competition and compensation for creative services and media buys
- c) Requiring accountability and measurable results, including data on employment and targeted ad spending to measure the industry's pace and investment in multicultural marketing and workplace diversity.

SPONSORSHIP COMMITTEE

Responsible for securing sponsorships for meetings, Addy's, the Annual Auction and any other special events sanctioned by the Board of Directors. This committee will also be responsible for devising and implementing a sponsorship package that can be distributed to the membership and business community. Said packages shall provide advertising opportunities at Federation events, in accordance with the best interest of the membership.

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INTERNET COMMITTEE

Responsible for maintaining information on emeraldcoastadfed.com. This includes, but is not limited to: membership profiles, meeting announcements, committee event information and any information that should be disseminated for the good of the club. The Internet Chair will work closely with all committees as needed throughout the year.

FINANCE COMMITTEE

Responsible for assisting the Treasurer with his/her operation of club finances. This includes, but is not limited to: assisting with General Membership Meeting check-in and money collection. This committee will also be responsible for the sale of 50/50 tickets at Federation meetings and events in the event the Vice President is not in attendance. This committee shall be chaired by the Treasurer.

MEMBERSHIP AND DUES

1. Federation Membership will be available in two forms: Active and Student. Details regarding membership can be found in Article III of the By-Laws.
 - a) Active memberships entitle one person to all the rights and privileges of Federation membership for annual dues of 100 dollars. A 10 dollar discount is provided if the member renews (or joins) prior to July 31st. Discounts for multiple members from the same company will also be established each year prior to June of each year.
 - b) Student memberships entitle one person to all the rights and privileges of Federation membership for annual dues of twenty dollars and a discounted lunch price of five dollars.
2. Any change in dues (increase or decrease) requires a two-thirds vote of the Directors present at any regularly scheduled Board meeting.
3. The definition of good standing as used in the By-Laws and Policy Manual means that dues are required to be paid on July 1 and must be received by the Treasurer no later than 60 days after that date.
4. 4th District AAF and National AAF dues must be paid for each active member in accordance with guidelines established by those organizations.
5. Completed applications (including payment) will be presented to the Board of Directors as part of the monthly meeting by the Membership Chairman. The Board will vote (by 2/3 of those present) to accept applicants for Membership.
6. An applicant may be challenged by any voting member of the board. In the event that a challenge is issued, a (confidential) assessment will be made by an AdHoc Committee comprised of the challenger and the Executive Committee.
7. In the event that a challenge is approved by the AdHoc Committee (detailed in Item #6), a certified letter shall be sent via the USPS to the applicant. This letter is an attachment of this manual and will reside with the President.

MEMBERSHIP MEETINGS

1. There are twelve regularly scheduled Membership Luncheons each fiscal year. These are typically held on the second Tuesday of each month.

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2. The Programs Committee Chairperson will be responsible for scheduling speakers on topics relevant to our membership (contained in the list provided) and in keeping with the Federation's purpose as outlined in the By-Laws.
3. The Programs Committee Chairperson will also be responsible for making arrangements with the venue to accommodate our membership and speaker. Location and time of meetings will be determined by the Board of Directors as specified in Article VIII, Section 2 of the By-Laws.
4. The Annual Meeting is held in June during the regularly scheduled Membership meeting.